



**CITY OF PHILADELPHIA
Philadelphia Airport System**

**Municipal Securities Disclosure
Annual Financial Information
Fiscal Year Ended June 30, 2022**



Intentionally Left Blank

**Municipal Securities Disclosure Report
Annual Financial Report
For the Fiscal Year Ended June 30, 2022**

TABLE OF CONTENTS

I. FINANCIAL SECTION

Introduction	1
Management’s Discussion and Analysis (Unaudited)	2-23
Basic Financial Statements	
Statements of Net Position	24
Statements of Revenues, Expenses and Changes in Fund Net Position	25
Statements of Cash Flows	26
Notes to Financial Statements	27-80
Required Supplementary Information (Unaudited)	
Reconciliation of Fund Balance (Legally Enacted Basis) to Net Assets (GAAP Basis)	82
Budgetary Comparison Schedule	83
Disclosure Requirements	
Table 1 Recent Trends in Enplaned Passengers – Fiscal Years 2020 – 2022	85
Table 2 Airline Market Shares of Enplaned Passengers – Fiscal Year 2022	86
Table 3 Airline Market Shared of Landed Weight – Fiscal Year 2022	87
Table 4 Summary of Historical Project Revenues and Expenses of the Airport System – Fiscal Years 2018 – 2022	88
Table 5 History of Application to Use PFC Revenues	89
Table 6 Historical PFC Revenues	90
Table 7 Historical Enplaned Passengers	91

II. STATISTICAL SECTION

Exhibit S-1	Airport Information	94
Exhibit S-2	Population Trends	95
Exhibit S-3	Employment by Industry	96
Exhibit S-4	City of Philadelphia Airport Employees	97
Exhibit S-5	Commercial Flights and Available Seats	98
Exhibit S-6	Passenger Load Factors	99
Exhibit S-7	Commercial Passenger Enplanements	100
Exhibit S-8	Airline Market Share by Passenger Enplanements	102
Exhibit S-9	Aircraft Operations by Airport	104
Exhibit S-10	Cargo Tonnage	105
Exhibit S-11	Annual Revenues, Expenses and Changes in Fund Net Position	107
Exhibit S-12	Operating Revenues by Source	108
Exhibit S-13	Scheduled Rates and Charges	111
Exhibit S-14	Ratios of Outstanding Debt	112
Exhibit S-15	Pledged Debt Service Coverage	113
Exhibit S-16	Airport Debt Service by Year	114
Exhibit S-17	Current Top 30 Passenger Origin and Destination Markets	115
Exhibit S-18	Historical Domestic Top 10 Passenger Origin and Destination Markets	116
Exhibit S-19	Historical International Top 10 Passenger Destination Markets	117
Exhibit S-20	Airline Market Share by Landed Weight	118
Exhibit S-21	Passenger Facility Charges	120

CITY OF PHILADELPHIA
AVIATION FUND
Management’s Discussion and Analysis (Unaudited)
June 30, 2022

INTRODUCTION

Philadelphia International Airport (“PHL”) and Northeast Philadelphia Airport (“PNE”) (collectively the “Airport”) are owned by the City of Philadelphia (the “City”) and operated by the Department of Aviation (the “Department”). The following discussion and analysis of the financial performance and activity of the Department is to provide an introduction and understanding of the basic financial statements of the City’s Aviation Fund (“Aviation Fund”) for the fiscal year ended June 30, 2022, with selected comparative information for the fiscal year ended June 30, 2021.

This discussion has been prepared by management and should be read in conjunction with the financial statements and the notes thereto that follow this section. The financial statements presented are for the Aviation Fund only and are not intended to present fairly the financial position of the City as a whole or the results of its operations and cash flows. The Annual Comprehensive Financial Report of the City provides complete financial information as to the City and its component units. Complete financial information for the City and its component units can be found at: <https://www.phila.gov/INVESTOR/Pages/reports.aspx>.

The accounting policies of the City of Philadelphia, as reflected in the accompanying Aviation Fund financial statements, conform to accounting principles generally accepted in the United States of America for local government units as prescribed by the Governmental Accounting Standards Board. Accounting principles generally accepted in the United States of America for proprietary funds, such as the Aviation Fund, require that both earnings and expenses be recorded as they accrue, and that depreciation of fixed assets be recorded as an expense. The financial statements for fiscal year 2022 are presented in accordance with accounting principles generally accepted in the United States of America.

The financial statements contained in the Financial Section of this document are reconcilable with the Basic Financial Statements contained in the City’s Annual Comprehensive Financial Report for fiscal year 2022, which are audited by the Office of the Controller of the City of Philadelphia. Previous balances were not adjusted for the adoption of Governmental Accounting Standards Board Statement No. 87.

For purposes of calculating Scheduled Airline rentals, fees and charges, and demonstrating compliance with the Rate Covenant, Aviation Fund accounts are maintained on the accrual basis of accounting adjusted to meet the particular requirements of the General Airport Revenue Bond Ordinance of the City. Using this basis of accounting, revenues are recorded as they are earned, and operating expenses are recorded as they are incurred. In addition, principal payments on debt are recorded as an element of expense in lieu of depreciation, and equipment purchases and other capital outlays funded from operations are charged to expense in the year of acquisition.

For purposes of budgeting, Aviation Fund accounts are maintained on the modified accrual basis of accounting also referred to as the “legally enacted basis.” Under this basis, revenues are recorded in the year received. Obligations are recognized and recorded as expenses at the time

CITY OF PHILADELPHIA
AVIATION FUND
Management’s Discussion and Analysis (Unaudited)
June 30, 2022

they are paid or encumbered. A reserve is maintained for encumbrances at the close of the fiscal year, intended to be sufficient to liquidate the estimated related obligations.

BACKGROUND INFORMATION ON THE AVIATION FUND

The Aviation Fund is an enterprise fund of the City. Enterprise funds are established by governmental units to account for services that are provided to the general public based on user charges, and they are operated in a manner similar to business-type activities. The Aviation Fund was created and authorized as part of the fiscal year 1974 Operating Budget Ordinance approved by City Council on June 7, 1973 and made effective July 1, 1973.

The Aviation Fund is self-supporting, using no local tax dollars to operate. The Aviation Fund uses aircraft landing fees, terminal building rentals, concession revenue and other facility charges to fund annual expenses. The Airport’s capital program is funded by airport revenue bonds issued by the City, commercial paper (“CP”), federal and state grants, passenger facility charges (“PFCs”), customer facility charges (“CFCs”), and operating revenues.

DESCRIPTION OF PHILADELPHIA AIRPORT SYSTEM

PHL is classified by the Federal Aviation Administration (“FAA”) as a large air traffic hub (enplaning 1.0% or more of the total passengers enplaned in the U.S.). According to data reported for calendar year 2021 by Airports Council International – North America, PHL was ranked the twenty-first busiest airport in the United States, serving 19.6 million passengers; twenty-eighth busiest in the nation for aircraft operations; and fifteenth busiest in the nation for cargo tonnage.

The Airport serves residents and visitors from a broad geographic area that includes eleven counties within four states: Pennsylvania, New Jersey, Delaware, and Maryland. The Airport System consists of the following:

Philadelphia International Airport

PHL has approximately 2,598 acres located partly in the southwestern section of the City and partly in the eastern section of Delaware County, about 7.2 miles from Center City Philadelphia. The Airport’s runway system consists of parallel Runways 9L-27R and 9R-27L, crosswind Runway 17-35, commuter Runway 8-26, and interconnecting taxiways. PHL’s terminal facilities consist of seven terminal units totaling approximately 3.3 million square feet and include ticketing areas, passenger and baggage screening areas, passenger hold rooms and other amenities, baggage claim areas, a variety of food, retail and service establishments, and other support areas.

Outside of the PHL terminal area, PHL also has the following: six active cargo facilities; various support buildings; training areas; an air traffic control tower; a fixed-base operator; corporate hangars; a fueling supply facility; two American Airlines aircraft maintenance hangars; a first-class office complex; a 14-story hotel; seven rental car facilities; a cell-phone lot; employee parking lots; and five public parking garages.

CITY OF PHILADELPHIA
AVIATION FUND
Management's Discussion and Analysis (Unaudited)
June 30, 2022

Northeast Philadelphia Airport

PNE is located on approximately 1,118 acres situated within the City limits, ten miles northeast of Center City Philadelphia. PNE serves as a reliever airport for PHL and provides for general aviation, air taxi, corporate, and occasional military use. The airport has no scheduled commercial service. There are presently 85 T-hangars, ten corporate hangars and six open hangars for general aviation activities.

City of Philadelphia Home Rule Charter Change

In November 2022, voters passed an amendment to Philadelphia's Home Rule Charter establishing the Department of Aviation to oversee Philadelphia International Airport and Northeast Philadelphia Airport. Prior to the Charter amendment, the Division of Aviation operated the airports under the oversight of the City's Department of Commerce. The Department of Aviation is now a standalone department that reports directly to the Mayor of Philadelphia. This change is expected to increase autonomy in decision-making, streamline operations, and position the airports to be more adaptable in an evolving market.

AIRPORT STATISTICS AND HIGHLIGHTS

Air Service

Fiscal year 2022 saw the lifting of COVID-19 restrictions and the return of passenger traffic. In the first half of fiscal year 2022, passengers to domestic leisure destinations as well as to Mexico and the Caribbean were strong and surpassed pre-COVID passenger levels. The spring of 2022 saw the return of 5 European destinations with seasonal Canadian destinations returning for summer 2022. At the end of the fiscal year in June 2022, U.S. Government restrictions on inbound testing of international visitors improved PHL's international arrivals for the summer travel period in 2022.

At fiscal year-end 2022, PHL offered 121 non-stop destinations, of which 92 were domestic and 29 were international. Seat capacity in fiscal year 2022 increased by 4.9 million or 48.9% over fiscal year 2021, which was partially impacted by airline capacity constraints, bringing the fiscal year 2022 total seat capacity to 14.9 million. Domestic seats increased 3.9 million or 41.1%, while international seats increased 1.0 million or 205.0%.

In April 2022, PHL announced that AFCO Advance Cargo Partnership was selected to help implement strategic cargo goals of expanded new facilities and improved technology for shippers and handlers.

Passenger Activity

The total number of passengers served by the Airport in fiscal year 2022 was approximately 23.2 million, which is an increase of 78% from fiscal year 2021 passengers of 13.0 million, and a decrease of 28% from fiscal year 2019, which was the last full year of pre-COVID activity.

CITY OF PHILADELPHIA
AVIATION FUND
Management’s Discussion and Analysis (Unaudited)
June 30, 2022

Domestic passenger traffic increased 69% in fiscal year 2022 when compared to fiscal year 2021. However, fiscal year 2022 domestic passenger traffic was still 24% below fiscal year 2019 pre-COVID levels. International passenger traffic continued its steady return as fiscal year 2022 activity nearly quadrupled the activity for fiscal year 2021. When compared to fiscal year 2019 or pre-COVID levels, fiscal year 2022 international passenger traffic was close to 50% of 2019 levels.

PHL continues to serve as a major hub for American Airlines which, together with its regional airline affiliates, accounted for approximately 7.8 million enplaned passengers, or 67% of the Airport’s enplaned passengers in fiscal year 2022. American’s fiscal year 2022 activity was influenced by supply side factors that constrained capacity despite growth in demand for air travel. American has reduced operations on smaller regional aircraft as pilots transition to larger aircraft amid the ongoing pilot shortage affecting most U.S. airlines. In fiscal year 2019, small regional aircraft (with 50 seats or less) represented 19 percent of American’s scheduled systemwide operations, falling to 10 percent in fiscal year 2022. This decrease in small regional aircraft operations has been particularly impactful at PHL, where American operated more flights using these aircraft in fiscal year 2019 than from any other hub. Delayed delivery of new aircraft, particularly the Boeing 787, has also slowed American’s restoration of service on PHL transatlantic routes that it operated before the COVID-19 pandemic. These supply side factors generally do not represent long-term structural constraints. American has accelerated the hiring and training of new pilots and continues to take delivery of new long-haul aircraft that will enable restoration of capacity on transatlantic routes.

Enplanements and Operations Activity at PHL

	Fiscal Year	Fiscal Year	Increase	Percentage
	2022	2021	(Decrease)	(Decrease)
Domestic Enplanements (Outbound passengers):	10,669,355	6,286,436	4,382,919	69.7%
International Enplanements (Outbound passengers):	1,005,967	256,206	749,761	292.6%
Total Enplanements (Outbound passengers):	<u>11,675,322</u>	<u>6,542,642</u>	<u>5,132,680</u>	<u>78.4%</u>
Operations (Takeoffs & landings):	292,871	218,802	74,069	33.9%
Landed Weight (1,000-pound units):	17,188,595	12,674,117	4,514,478	35.6%

Cargo Activity

Overall cargo tonnage decreased by nearly 7 thousand tons or 1.1% from fiscal year 2021 to fiscal year 2022. Cargo related to freight decreased by over 7 thousand tons, with a decrease in domestic freight of over 20 thousand tons or 4.6%, which was offset by an increase in international freight of 13 thousand tons or 10.2%. Cargo related to mail air service increased slightly by 259 tons, with an increase of 1.7% in domestic mail, offset by a 66.7% decrease in international mail. In fiscal year 2022, cargo tonnage handled by PHL’s passenger carriers accounted for 8.9% of the total, and UPS accounted for 66.6% of the total.

CITY OF PHILADELPHIA
AVIATION FUND
Management’s Discussion and Analysis (Unaudited)
June 30, 2022

Cargo Activity at PHL (amounts expressed in tons)				
	Fiscal Year	Fiscal Year	Increase	Percentage
	2022	2021	(Decrease)	(Decrease)
Domestic Freight:	430,514	451,095	(20,581)	(4.6)%
International Freight:	144,759	131,374	13,385	10.2%
Sub-Total Freight:	<u>575,273</u>	<u>582,469</u>	<u>(7,196)</u>	<u>(1.2)%</u>
Domestic Mail:	62,795	61,729	1,066	1.7%
International Mail:	402	1,209	(807)	(66.7)%
Sub-Total Mail:	<u>63,197</u>	<u>62,938</u>	<u>259</u>	<u>0.4%</u>
Total Cargo (Freight and Mail):	<u><u>638,470</u></u>	<u><u>645,407</u></u>	<u><u>(6,937)</u></u>	<u><u>(1.1)%</u></u>

OTHER OPERATIONAL AND FINANCIAL HIGHLIGHTS

Airport-Airline Use and Lease Agreement

The Airport-Airline Use and Lease Agreement expired on July 1, 2022. The Airport and Airlines continue to operate as they have previously under established procedures for annual review and adjustment of airline rentals, fees, and charges so that the Airport System yields Amounts Available for Debt Service at least sufficient to comply with the Rate Covenant established in its General Airport Revenue Bond Ordinance. The Department is in the process of negotiating a new Airline Agreement that it presently anticipates could take effect on July 1, 2023.

Parking Garage Debt Defeasance

Prior to calendar year 2022, the parking garages at PHL occupied leased land space and were owned and operated by the Philadelphia Parking Authority (“PPA”). In January 2022, the Airport defeased PPA’s airport parking bonds outstanding in the aggregate principal amount of \$53.8 million, assumed ownership of airport parking garages from PPA, and terminated PPA’s leasehold interest in airport land. Utilization of funds from the Airport’s commercial paper program and available parking bond reserves allowed for the repayment of PPA’s outstanding airport parking bonds. This transaction resulted in the Airport recording a revenue of \$49 million for contributed assets from PPA. The net book of the capital assets transferred was \$87 million. The Airport entered into a new parking management agreement with PPA that commenced on January 26, 2022.

Grant Funding

In fiscal year 2022, PHL and PNE were awarded the following grants:

- \$22.5 million for PHL and \$2.8 million for PNE for airport development projects from the FAA’s Airport Improvement Program (“AIP”)

CITY OF PHILADELPHIA
AVIATION FUND
Management’s Discussion and Analysis (Unaudited)
June 30, 2022

- \$1.0 million for PHL from the Pennsylvania Commonwealth Financing Authority for the Baggage Tug Tunnel Rehabilitation project, Phase II
- \$600 thousand for PHL from the PennDot Bureau of Aviation – AIP match
- \$1.1 million for PHL from the Transportation Security Administration (“TSA”) for Law Enforcement Officer coverage at security checkpoints
- \$555 thousand for PHL from the TSA for canine team expenses

Awards and Recognition

Uber Innovation Award: In March 2022, PHL was awarded Uber’s Innovation Award as part of Uber’s inaugural Airport Award Initiative. PHL was recognized as the airport that adapted to facilitate consistent service to its shared riders and passengers during an unprecedented time in travel.

Outstanding Sustainability Infrastructure Development Award: In fall 2022, Airports Going Green (AGG) awarded an Outstanding Sustainability Infrastructure Development Award to PHL for work on an apron project that project utilized 90,000 cubic yards of an innovative ultra-light foamed glass made from 100% post-consumer recycled glass. This translates to the reuse and repurpose of 85 million glass bottles. In addition to helping reduce our waste stream, the ultralight product reduced delivery haul trips by 85%, from 7,000 to only 1,000, which significantly decreased the amount of carbon and other emissions for the construction project as a whole.

Diversity, Equity, and Inclusion Award: The Northeast Chapter of the American Association of Airport Executives recognized PHL for their diversity, equity, and inclusion achievements. The award recognizes the commitments an initiative advanced by the organization for achievement of established goals within this area.

CFO of the Year Award: Tracy Borda, Chief Financial Officer (“CFO”), was recognized by two different organizations, Airports Council International North America (ACI-NA) as Large Airport Finance Professional of the Year, and the Philadelphia Business Journal as a winner of the CFO of the Year Award. The awards recognize the hard work and dedication of CFOs and highlight how they navigate and implement fiscal strategies that contribute to the success of the organization.

Environmental Stewardship

Airport Carbon Accreditation: Airport Carbon Accreditation is the only institutionally endorsed, global carbon management certification program for airports. It independently assesses and recognizes the efforts of airports to manage and reduce their carbon emissions through 6 levels of certification: ‘Mapping’, ‘Reduction’, ‘Optimization’, ‘Neutrality’, ‘Transformation’ and ‘Transition’. The Airport is an early adopter of this standard. PHL moved up to Level 2 Reduction in 2022 and is one of only 10 airports in North America to achieve this recognition. PNE has achieved Level 1 Mapping status. PHL and PNE are the only two airports in the state of Pennsylvania to achieve this accreditation.

CITY OF PHILADELPHIA
AVIATION FUND
Management's Discussion and Analysis (Unaudited)
June 30, 2022

Sustainability Management Plan: The Airport completed its Sustainability Management Plan in fiscal year 2022, which engaged staff, airport vendors and airlines, and various city agencies that sets a course to integrate sustainability into airport operations and development by identifying sustainability goals, quantitative metrics and targets, and initiatives to achieve those targets, as well as the staff and entities providing leadership to each effort. Some of the high-level goals of the plan include carbon neutrality by 2050; zero waste by 2035; 30% reduction of petroleum-based fuel usage by 2030; and 100% use of renewable energy (either through production or purchase) by 2030.

Planning for Climate Change Resilience: The Airport recently completed its Climate Adaptation and Resiliency Plan, a Hydrologic and Hydraulic (“H&H”) study showing the impact of projected sea level rise and tidal surge, and a Stormwater Master Plan, all focused on reducing the impacts of flooding and other climate change risks to PHL’s property and equipment. The Airport plans to grow its resilience to such threats through repair and replacement of flood infrastructure, protection of critical equipment, expansion of the airfield drainage and stormwater management system, and continued collaboration with local, state and federal agencies to develop a climate impact mitigation strategy.

More information on the Airport’s various sustainability initiatives can be found on the Airport’s website at: <https://www.phl.org/newsroom>.

Outreach

The Airport’s outreach strategy aligns its goals around continuous vendor engagement through training workshops and business events that provide individual networking for prime contractors and small diverse businesses with a focus on upcoming Airport projects and opportunities. Training events are provided in a variety of areas including how to do business with the City of Philadelphia and Airport, the federal program certification process, and how to structure Airport Concession Joint Venture Agreements.

Business Opportunity Forum: The Airport hosted its 10th Annual Business Opportunity Forum on September 30, 2022. Small and diverse businesses from the Philadelphia area met virtually to understand the dynamics of doing business at PHL, learn about anticipated opportunities, and network with airport leadership and prime contractors. The forum was attended by 320 participants representing businesses and partnering agencies. Of the participants registered: 53% represented minority or women-owned business enterprises.

Concession Relief: During 2022, the Airport continued its pandemic relief programs for its food, beverage and retail concessions to ensure that Airport Concession Disadvantaged Business Enterprise (“ACDBE”) operators were not disparately affected by the impact of the pandemic. For calendar year 2022, ACDBE operators generated \$78.3 million, which accounted for 45.5% of total program sales.

CITY OF PHILADELPHIA
AVIATION FUND
Management’s Discussion and Analysis (Unaudited)
June 30, 2022

Additional information regarding the Airport’s outreach efforts and diversity initiatives can be found on the Airport’s website at: <https://www.phl.org/newsroom>.

Guest Experience

The Airport welcomed the return of the monthly live animal visits by the Philadelphia Zoo, which brought different animals to PHL to educate and entertain passengers each month.

Focusing on physical accessibility, in addition to upgrading several public spaces to meet and exceed the American with Disabilities Act (“ADA”) Standards, the Airport has created a page on their website called, ‘Access for All’, which provides online help for people with all aspects of travel from baggage to take off at <https://www.phl.org/about/accessibility/access>.

PHL continues its commitment of enhancing the guest experience through modernizing its restrooms. In October 2022, PHL had a ribbon-cutting ceremony for the airport’s newest restroom set, which featured PHL’s first built-in lactation suite.

PHL launched the first phase of its Queue Management System Wait-Time Monitoring System at Terminals D and E Security Checkpoints to provide passengers with accurate, real-time updates at the security checkpoints via in-terminal digital signage and at PHL’s website. Providing this information helps passengers plan their trip to the airport and decreases the stress at security, boosting their overall satisfaction with the security experience.

Philadelphia’s music history was brought to travelers through an art exhibit showcasing the legendary Philadelphia International Records. The exhibit highlighted 50 years of music produced by the record label and rightfully called “The Sound of Philadelphia”. The exhibit is located near Terminal A-East.

Details on several other PHL guest experience programs can be found on the Airport’s website at: <https://www.phl.org/newsroom>.

FINANCIAL STATEMENTS OVERVIEW

The basic financial statements of the Aviation Fund are designed to provide the reader with a broad overview of the organization’s finances. The financial statements are prepared in accordance with Generally Accepted Accounting Principles (“GAAP”) promulgated by the Governmental Accounting Standards Board (“GASB”).

The financial statements of the Aviation Fund are presented on an accrual basis, and accordingly, income is recorded as earned and expenses as incurred. Operating revenues are comprised of airline and non-airline revenues. Airline revenues are those paid by PHL’s agreement carriers and include rents, landing fees, and passenger fees. Non-airline revenues are all other operating revenues that do not qualify as airline revenue. These consist of parking, rental car, ground transportation, concessions, advertising, utilities, and other operating revenue. Operating expenses include salaries and employee benefits; purchased services; materials and supplies; and

CITY OF PHILADELPHIA
AVIATION FUND
Management’s Discussion and Analysis (Unaudited)
June 30, 2022

depreciation/amortization. Non-operating revenue and expense items include interest income, interest expense, rental car-related Customer Facility Charges (“CFC”), airfare-related Passenger Facility Charges (“PFC”), and operating grants.

Aviation Fund financial activity is presented in three financial statements:

The *Statement of Net Position* presents information on all Aviation Fund assets, deferred outflows of resources, liabilities, and deferred inflows of resources as of the fiscal year-end; assets and liabilities are classified as either current or non-current. The difference between (a) assets and deferred outflows of resources and (b) liabilities and deferred inflows of resources is reported as net position. Net Position is segregated into four components: net investment in capital assets; restricted for capital projects; restricted for debt service; and unrestricted net position.

The *Statement of Revenues, Expenses and Changes in Fund Net Position* presents revenue and expense activity for the current year. The difference between revenue and expense will either increase or decrease total net position. The ending balance of net position resulting from this increase or decrease is reflected on the Statement of Net Position.

The *Statement of Cash Flows* presents the actual inflow and outflow of cash by category during the year. The difference between the inflow and outflow of cash increases or decreases the total cash balance. The resulting ending cash balance is reflected on the Statement of Net Position.

The Aviation Fund financial statements can be found after the Management’s Discussion and Analysis. The Notes follow and provide additional information that is essential to a full understanding of the data provided in the Aviation Fund financial statements. In addition to the basic financial statements and accompanying notes, government accounting standards require presentation of *Required Supplementary Information* (“RSI”).

FINANCIAL HIGHLIGHTS

Net Position Summary

Total net position serves as an indicator of the Airport’s financial condition. At June 30, 2022, the Aviation Fund’s net position was \$1,165.8 million, a 9.6% increase over the fiscal year 2021. The Aviation Fund’s unrestricted net position also increased \$31.0 million, or 134.6%, in fiscal year 2022.

The following table summarizes the Airport’s assets, deferred outflows, liabilities, deferred inflows and net position at June 30, 2022 and June 30, 2021:

CITY OF PHILADELPHIA
AVIATION FUND
Management’s Discussion and Analysis (Unaudited)
June 30, 2022

City of Philadelphia – Aviation Fund
Statements of Net Position
(\$000)

	Fiscal Year 2022	Fiscal Year 2021	Dollar Increase (Decrease)	Percentage Increase (Decrease)
Current assets	\$ 505,936	\$ 330,849	\$ 175,087	52.9%
Non-current assets	789,048	642,915	146,134	22.7%
Capital assets, net	2,285,675	2,192,137	93,538	4.3%
Total assets	<u>3,580,660</u>	<u>3,165,901</u>	<u>414,759</u>	<u>13.1%</u>
Deferred outflows	27,027	18,275	8,751	47.9%
Current liabilities	337,157	394,148	(56,992)	(14.5)%
Non-current liabilities	1,987,976	1,689,336	298,640	17.7%
Total liabilities	<u>2,325,133</u>	<u>2,083,485</u>	<u>241,648</u>	<u>11.6%</u>
Deferred inflows	116,755	36,677	80,079	218.3%
Net position:				
Net investment in capital assets	895,169	865,501	29,668	3.4%
Restricted for capital projects	93,942	61,317	32,626	53.2%
Restricted for debt service	168,718	160,221	8,497	5.3%
Unrestricted	7,968	(23,025)	30,994	134.6%
Total net position	<u>\$ 1,165,798</u>	<u>\$ 1,064,013</u>	<u>\$ 101,785</u>	<u>9.6%</u>

Assets

Current assets increased \$175.1 million as a result of a \$75.7 million increase in investments offset by decreases of \$2.2 million in market valuation allowances on investments as well as an increase of \$5.6 million increase in accounts receivable and a \$95.7 million increase in lease receivable as a result of implementing GASB Statement 87 (“GASB 87”).

Non-current assets increased \$146.1 million due to a \$136.8 million increase in investments, an \$11.7 million in restricted cash, and a \$10.5 million increase in sinking fund reserves. The increases were offset by decreases of \$9.8 million in grants from other governments for capital purposes and a \$3.2 million decrease in restricted receivables.

Capital assets increased \$93.5 million due to an \$87.0 million increase from the transfer of assets from PPA, which included parking garages, equipment, and other improvements. There was a \$29.8 million decrease in construction in progress, as well as an increase of \$132.8 million in building and equipment, which was offset by an increase of \$114.2 million in accumulated depreciation. Additionally, there was an \$11.6 million increase in the right to use lease assets for the combined totals for land and equipment as a result of implementation of GASB 87.

CITY OF PHILADELPHIA
AVIATION FUND
Management's Discussion and Analysis (Unaudited)
June 30, 2022

Deferred outflows of resources

Deferred outflows of resources increased by a net of \$8.7 million primarily from a \$12.3 million increase in pension plan liabilities offset by a \$3.0 million accumulated decrease in fair value of hedging derivatives.

Liabilities

Current liabilities decreased \$57.0 million as compared to fiscal year 2021, primarily due to a \$115.4 million decrease in the current portion of taxable airport revenue notes; a \$23.1 million decrease in construction contracts payable; and a \$9.8 million decrease in current maturities of long-term bonded debt. These decreases were offset by increases of \$45.0 million in commercial paper notes; \$27.3 million in unearned revenue; \$8.2 million in accounts and vouchers payable; \$6.2 million accrued interest payable; and \$4.2 million due to component units.

Non-current liabilities increased \$298.6 million as compared to fiscal year 2021, primarily due to a \$112.9 increase in long-term taxable airport revenue notes; a \$110.6 million increase in revenue bonds net of current maturities; a \$45.2 million increase in unamortized bond premiums; a \$19.9 million increase in net pension liability; a \$2.0 million increase in other post-employment benefits liability; and an \$11.1 million increase in leases payable due to the implementation of GASB 87. The increases were offset by a decrease of \$2.9 million in derivative instrument liability.

Deferred inflows of resources

Deferred inflows of resources increased \$80.1 million in fiscal year 2022. This includes a \$1.0 million deferred gain on bond refunding, a \$96.9 million increase for deferred inflows for leases, offset by a \$17.1 million decrease in deferred inflows related to pensions.

Net investment in capital assets

Net investment in capital assets increased by \$29.7 million, primarily due to a \$87.1 million net increase in capital assets, \$122.8 million increase in unspent proceeds of capital debt, \$17.9 million increase in construction contracts payable, which were offset by decreases of \$108.0 million in non-current debt, \$35.3 million in current debt, and \$46.9 million in unamortized discount and loss.

Restricted for capital projects

Restricted for capital projects represents funds available but restricted for construction of capital assets, reduced by debt payable on those funds. The increase of \$32.6 million in fiscal year 2022 is primarily a result of a \$35.2 million increase in the portion of PFC balance reserved for 'pay as you go', offset by a \$10.8 million decrease in restricted assets used for construction purposes.

CITY OF PHILADELPHIA
AVIATION FUND
Management's Discussion and Analysis (Unaudited)
June 30, 2022

Restricted for debt service

The restricted for debt service balance increased by \$8.5 million. This increase was primarily attributable to a \$13.2 million increase in cash and investments in the sinking fund and decreases of \$2.8 million in restricted assets used for debt service and \$2.0 million PFC designated for debt service.

Unrestricted net position

Unrestricted net position increased by \$31.0 million. The unrestricted portion is comprised of the net position less the net investment in capital assets and restricted assets.

Summary of Revenues, Expenses and Changes in Net Position

Airport income before capital contributions is composed of operating and non-operating revenues, net of expenses. Capital contributions represent federal and state grants for approved capital projects, as well as the transfer of ownership of the parking garages from PPA to the Airport. The change in net position represents the results of operations.

In fiscal year 2022, the Aviation Fund strengthened its financial position with total revenues, including capital contributions, exceeding total expenses by \$101.8 million. The following table compares the changes in revenues, expenses and fund net position between June 30, 2022 and June 30, 2021:

City of Philadelphia – Aviation Fund
Statements of Revenues, Expenses and Changes in Fund Net Position
(\$000)

	Fiscal Year	Fiscal Year	Dollar	Percentage
	2022	2021	Increase	Increase
			(Decrease)	(Decrease)
Operating revenues	\$ 321,203	\$ 288,424	\$ 32,779	11.4%
Less: Operating expenses	(346,082)	(327,935)	(18,147)	5.5%
Operating gain (loss)	(24,879)	(39,511)	14,632	(37.0)%
Non-operating revenue, net	55,159	56,482	(1,325)	(2.3)%
Income before capital contributions	30,280	16,972	13,307	78.4%
Capital contributions	71,505	29,318	42,187	143.9%
Changes in net position	101,785	46,290	55,495	119.9%
Net position beginning of year	1,064,013	1,017,724	46,290	4.5%
Prior period adjustments	-	-	-	-
Net position end of year	<u>\$ 1,165,798</u>	<u>\$ 1,064,013</u>	<u>\$ 101,785</u>	<u>9.6%</u>

CITY OF PHILADELPHIA
AVIATION FUND
Management's Discussion and Analysis (Unaudited)
June 30, 2022

Revenues

For fiscal year 2022, approximately 75% of all revenue came from operating sources, while the remaining 25% came from non-operating sources, both of which are described below. Additional information on Airport revenues can be found in Exhibit S-12 in the Statistical Section.

Operating Revenues

Operating revenue consists of airline revenue and non-airline revenue, which comprised 61% and 39% respectively in fiscal year 2022, and 75% and 25% in fiscal year 2021. Operating revenues increased by \$32.8 million or 11.4% in fiscal year 2022. The following table presents a comparative summary of operating revenues by source for fiscal year 2022 and fiscal year 2021, followed by explanations of changes in these categories between years.

	Operating Revenues			
	(\$000)			
	Fiscal Year 2022	Fiscal Year 2021	Increase (Decrease)	Increase (Decrease)
Operating revenues				
Rents	\$ 109,403	\$ 129,802	\$ (20,399)	(15.7)%
Landing fees	64,622	76,702	(12,080)	(15.7)%
Passenger fees	21,444	10,806	10,638	98.4%
Total airline revenues	195,469	217,310	(21,841)	(10.1)%
Parking	27,317	724	26,594	3674.1%
Food/Beverage/Retail	20,297	8,818	11,479	130.2%
Rental cars	21,798	12,738	9,060	71.1%
Ground transportation	9,501	3,776	5,725	151.6%
Other operating	46,819	45,057	1,763	3.9%
Total non-airline revenues	125,734	71,114	54,620	76.8%
Total operating revenue	\$ 321,203	\$ 288,424	\$ 32,779	11.4%

Airline Revenues

- Rents derived from PHL's signatory airlines decreased by \$20.4 million or 15.7% from fiscal year 2021 to fiscal year 2022 due to decreases in various terminal rental rates in fiscal year 2022 caused by projected increases in non-airline terminal concession revenues which are used to offset the rents charged to the airlines.

CITY OF PHILADELPHIA
AVIATION FUND
Management's Discussion and Analysis (Unaudited)
June 30, 2022

- Landing fees derived from PHL's signatory airlines decreased by \$12.1 million or 15.7% from fiscal year 2021 to fiscal year 2022 primarily due to a decrease in the landing fee rate charged to air carriers.
- Passenger fees derived from PHL's signatory airlines increased by \$10.6 million or 98.4% in fiscal year 2022 due to an increase in passenger traffic. For fiscal year 2022, total passengers increased 78% when compared to fiscal year 2021, including a significant increase in international passenger travel.

Non-Airline Revenues

- Parking revenue in fiscal year 2022 increased by \$26.6 million from fiscal year 2021 due to the reopening of parking facilities after closures due to the COVID-19 pandemic and given increases in demand.
- Food/Beverage/Retail revenue increased \$11.5 million or 130.2% due to increases in passenger activity.
- Rental car revenue increased \$9.1 million or 71.1% in fiscal year 2022 due to an increase in passenger activity.
- Ground transportation revenue increased \$5.7 million or 151.6% due mainly to Transportation Network Company ("TNC") revenue improving as a result of increases in passenger traffic.
- Other operating revenue, which consists of fixed based operator rents, cargo and hangar rentals, office space rental income, domestic gate-turn fees, advertising, catering, hotel, fuel flowage, utilities and other miscellaneous revenue, increased \$1.8 million or 3.9% due primarily to increases in other tenant terminal building rentals, other area land rentals, and court awarded damages.

Non-operating Revenues

- Non-operating revenues, which consist of PFCs, CFCs, interest income, and federal and state grants for non-capital purposes, increased by \$2.5 million or 2.3% in fiscal year 2022. The following table presents a comparative summary of non-operating revenues by source for fiscal year 2022 and fiscal year 2021, followed by explanations of changes in these categories between years.

CITY OF PHILADELPHIA
AVIATION FUND
Management’s Discussion and Analysis (Unaudited)
June 30, 2022

	Non-operating Revenues			
	(\$000)			
	Fiscal Year	Fiscal Year	Increase	Increase
	2022	2021	(Decrease)	(Decrease)
Non-operating revenue				
Passenger facility charges	\$ 48,553	\$ 30,033	\$ 18,522	61.7%
Customer facility charges	12,231	10,561	1,669	15.8%
Interest Income	(8,753)	1,591	(10,344)	(650.2)%
Lease Interest Revenue	2,599	-	2,599	0.0%
Operating grants	54,629	64,398	(9,768)	(15.2)%
Other non-operating	-	224	(224)	(100.0)%
Total non-operating revenue	\$ 109,259	\$ 106,806	\$ 2,453	2.3%

- PFCs increased by \$18.5 million or 61.7% due to an increase in enplanements.
- CFCs increased by \$1.7 million or 15.8% due to an increase in deplanements and an increase in demand for car rentals.
- Interest income decreased by \$10.3 million or 650.2% in fiscal year 2022 due to a \$4.6 million decrease in investment earnings and a \$5.7 million decrease for changes in market value allowances in the operating, capital and sinking fund reserve accounts.
- Lease interest revenue increased due to recognition of interest revenue on leases as a result of GASB 87 implementation.
- Grants from other governments for non-capital purposes (operating grants) decreased by \$9.8 million or 15.2%, due to the drawing of less COVID-19 relief grant funding in fiscal year 2022 compared to the prior fiscal year. These grants were awarded by the federal government to PHL and PNE to assist with the impacts of the COVID-19 pandemic, as follows:
 - o The Coronavirus Aid, Relief, and Economic Security Act (the “CARES Act”) funds of approximately \$116.4 million were awarded in fiscal year 2020, which were used to pay debt service and operating expenses in fiscal years 2020 and 2021.
 - o The Coronavirus Response and Relief Supplemental Appropriation Act (“CRRSA”) of approximately \$28.9 million were awarded of which \$25.5 million was used to pay debt service and operating expenses in fiscal year 2022.
 - o The American Rescue Plan Act (“ARPA”) funds of approximately \$115 million were awarded of which \$27.5 million was used to pay debt service expenses during fiscal year 2022.

CITY OF PHILADELPHIA
AVIATION FUND
Management's Discussion and Analysis (Unaudited)
June 30, 2022

Expenses

Total Airport expenses result from a wide range of services both operating and non-operating. Operating expenses include wages, benefits, purchased services, materials and supplies, and other operating expenses, which account for 58% of total expenses; and depreciation and amortization, which account for 29% of total expenses. Non-operating expenses make up the remaining 13%, which includes debt service interest and other non-operating expenses.

The table below presents the major components of expense for fiscal year 2022 and fiscal year 2021, followed by an explanation of changes in these components.

Expenses				
(\$000)				
	Fiscal Year	Fiscal Year	Increase	Increase
	2022	2021	(Decrease)	(Decrease)
Operating expenses				
Personnel services	\$ 76,876	\$ 74,137	\$ 2,739	3.7%
Employee benefits	38,727	49,041	(10,314)	(21.0)%
Purchase of services	105,600	89,510	16,088	18.0%
Materials & supplies/equipment	5,772	3,345	2,426	72.5%
Other operating	4,890	5,363	(473)	(8.8)%
Depreciation	114,217	106,538	7,678	7.2%
Total operating expenses	346,082	327,935	18,146	5.5%
Non-operating expenses				
Debt service interest	53,300	50,324	2,976	5.9%
Other non-operating	859	-	859	-
Total non-operating expenses	54,160	50,324	3,835	7.6%
Total expenses	\$ 400,241	\$ 378,260	\$ 21,981	5.8%

Operating expenses

Operating expenses increased by \$18.1 million or 5.5% in fiscal year 2022 and are comprised of the following:

- Personnel services and employee benefits decreased by a net total of \$7.6 million or 6.1% in fiscal year 2022 due to employee attrition and decreases in pension obligations as a result of the early retirement program offered by the Airport at the end of fiscal year 2021, offset by increases in overtime pay.

CITY OF PHILADELPHIA
AVIATION FUND
Management's Discussion and Analysis (Unaudited)
June 30, 2022

- Purchase of services increased by \$16.1 million or 18.0% in fiscal year 2022 mainly due to increases in contractual disbursements for professional services for repairs and maintenance, restarting shuttle bus operations, and rental expenses.
- Materials and supplies/equipment increased \$2.4 million or 72.5% due to an increase in purchases of various supplies, offset by decreases in vehicle expenditures.
- Other operating expenses decreased by \$473 thousand or 8.8% in fiscal year 2022 due to a decrease in indemnities and taxes.

CAPITAL ASSETS AND CONSTRUCTION

The Airport's investment in capital assets, net of accumulated depreciation, amounted to approximately \$2.3 billion at the end of fiscal year 2022. Most of the capital asset balance is in runways, taxiways, and terminal buildings. Additional information regarding the Airport's capital assets is found in in the Footnotes Section under Footnote 3.

Capital Development

The Airport maintains an ongoing Capital Development Program ("CDP") that addresses future development needs, as well as repair and maintenance of existing facilities. The Airport's CDP contains approximately \$1.3 billion in capital development projects, of which approximately \$330 million was spent through the end of fiscal year 2022. The CDP focuses on terminal development and rehabilitation, airfield improvements and pavement rehabilitation, apron improvements, land acquisition, ground transportation projects, security and information technology enhancements, support facilities, and improvements at PNE.

Below are highlights of major capital projects underway and recently completed. Additional information about the Airport's capital development program can be found on the Airport's website at: <https://www.phl.org/about/cdp>.

Major Capital Projects Underway

The following are some of the major capital projects currently underway and in various phases of construction.

Master Plan: The Airport is in the process of finalizing an updated Airport Master Plan in 2023 to better guide future development and to establish airfield, terminal, and landside triggers, planning timelines and schedules to support long-term initiatives.

Taxiways:

- Taxiway P is being realigned between Taxiway U and Taxiway N to increase the runway-taxiway separation to meet current FAA requirements and enhance airport operations. PHL has received federal funding of \$25.1 million for the \$40.3 million approved project.

CITY OF PHILADELPHIA
AVIATION FUND
Management's Discussion and Analysis (Unaudited)
June 30, 2022

- Taxiway Y is one of the key North-South taxiways at PHL and key to airfield efficiency of taxiing operations. This rehabilitation project is also addressing airfield lighting and signage, and site grading for safer movement of aircraft. This \$16.0 million project recently received a \$1.0 million federal grant and is expected to be completed in 2024.
- Taxiway J is being rehabilitated and includes updating taxiway fillet geometry and airfield electrical improvements to meet FAA design standards. This \$28.0 million project is being offset with \$20.7 million in federal funding and is expected to be complete in 2025.

Cargo Facility Expansion: PHL is working toward expansion of its cargo facilities from a 450,000 square foot facility to a facility with over 1 million square feet. To advance this expansion, two enabling projects have begun:

- Relocation of Tinicum Island Road – an approximate one-mile stretch is being relocated to integrate recently acquired land into the airport property cargo expansion. This \$25.0 million project has received \$1.4 million in state grants and is expected to be completed by mid-2024.
- FDR Park Wetland Mitigation – the Airport is collaborating with Philadelphia Parks and Recreation Department on an approximately 45-acre site to be mitigated for wetland and waterways impacts related to the airport's West Cargo Expansion Program. Completion of the project is expected in late 2024. This \$30.0 million project has received \$1 million in state grants and is expected to be completed in 2024.

Restroom Renovation Program: As part of our continuous commitment to enhancing the guest experience, PHL has been modernizing 48 sets of passenger-facing restrooms. This \$130.0 million program will continue to improve the quality and comfort of PHL's facilities, accommodating more travelers, expanding accessibility for persons with disabilities and implementing sustainability measures. The restroom program has received \$24.0 million from the FAA under the Bipartisan Infrastructure Law funding.

Maintenance Facility and Gate Hardening: This project involves the construction of a new 8,700-square-foot crew building and enhancements to Gate 11 to harden it to current requirements for airport perimeter entrances. The overall expected cost is \$20.0 million.

Improvements to Mechanical Systems – Concourses B and C: This \$11.0 million project enhances airflow to apron level office spaces in concourses B, C, and D.

Terminal D/E Curtainwall & Vestibule Upgrade – Phases 2 & 3: These phases replace entrance door portals along the Departures Road at Terminals D and E. This \$13.0 million multi-phased project is expected to be completed in 2022.

Video Surveillance System Upgrades Phase 2: This \$20.0 million phase 2a addresses surveillance coverage within Terminals A East and A West. Phase 2b, which is also estimated at \$20.0 million, is in design with a 2023 expected bid opening timeframe.

CITY OF PHILADELPHIA
AVIATION FUND
Management's Discussion and Analysis (Unaudited)
June 30, 2022

SEPTA Platform and Canopy Improvements: This project involves various improvements ranging from platform upgrade, canopy roof replacements, vestibule replacement, to HVAC and LED light upgrades. This \$15.5 million project has received \$925,000 in PA state funding to date.

Ramp Lighting Upgrade: This project consists of the replacement of airside ramp floodlights, electrical/communication distribution, obstruction lighting at Terminal B, C, and D. This \$13.0 million project is expected to be complete in 2024.

Biometrics: Biometrics is a federally mandated project to streamline the travel process and increase security by matching passenger photos with the identification documents they present. A total of twenty-five gates in Terminals A-East and A-West will have this technology installed as part of this \$10.0 million program.

Recently Completed Capital Projects and Acquisitions

Significant acquisitions, design and construction projects completed during fiscal year 2022 include the following:

Taxiways:

- Phase 1 of the Taxiway K reconstruction program was completed with Phase 2 expected to be completed in 2023 at a total cost of \$82.4 million, which was offset by federal and state funding of \$55.8 million.
- Taxiway J was repaired at a cost of \$2.5 million.

D/E Apron Rehabilitation Projects: Select areas within the aircraft apron between Terminals D and E and its 14-inch-thick concrete were replaced to assure safe aircraft operations. This project's final cost was \$7 million.

Video Surveillance System – Phase 1: This \$12.0 million phase addresses surveillance coverage within the Customs and Border Protection area to meet security and operational requirements. Phase two is in construction and incorporates the replacement of 1,000 additional cameras at an estimated cost of \$20.0 million.

DEBT ADMINISTRATION

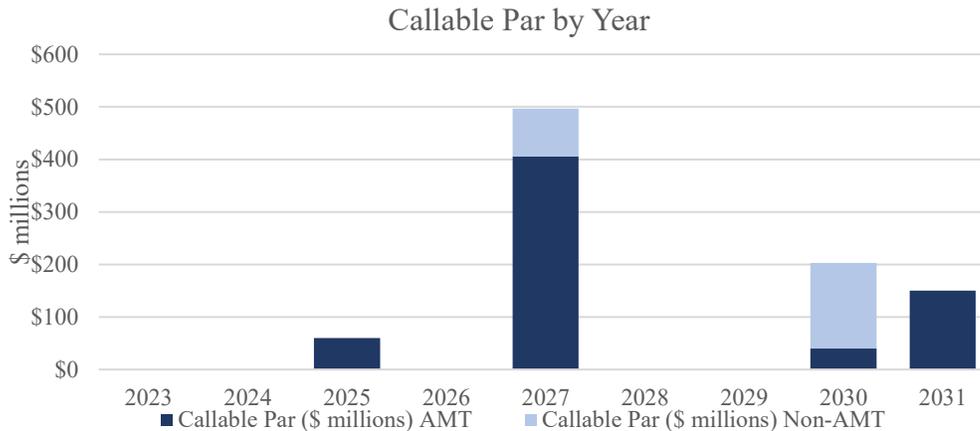
As of June 30, 2022, the Airport's total outstanding debt was \$1.673 billion, a \$143.3 million or 9.4% increase over fiscal year-end 2021, due to the issuance of new commercial paper, along with a new money and refinancing transaction which closed in fiscal year 2022. Additional information about the Airport's debt is found in Exhibits S-14 through S-16 in the Statistical Section and in the Footnotes Section under Footnote 8.

Airport Revenue Bonds

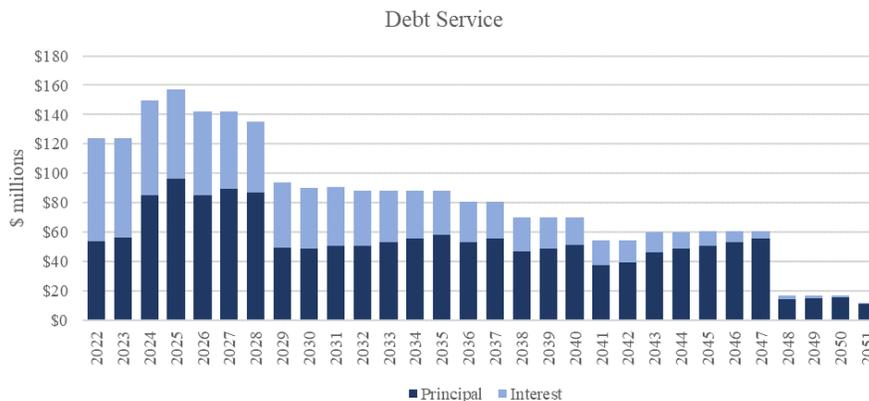
The Airport's long-term debt is fixed rate or synthetic fixed rate (the \$46.1 million 2005C issue of the outstanding revenue bonds is coupled with an interest rate swap). Except for the 2005C issue,

CITY OF PHILADELPHIA
AVIATION FUND
Management’s Discussion and Analysis (Unaudited)
June 30, 2022

all series include a 10-year call provision. The chart below presents the timing of the Airport’s callable outstanding bonds for the 2015 series forward.



As a matter of practice, the Airport employs level debt service. The table below presents the principal and interest components of the debt service on the Airport’s Revenue Bonds through the longest maturity.



The Airport issued \$302.0 million of Series 2021 Airport Revenue and Refunding Bonds in July 2021. The Series 2021 Bonds refunded \$149.8 million in existing debt (Series 2011A and 2011B bonds), which generated \$26.7 million in present value savings (17.8% of refunded par) and created gross debt service savings of \$29.3 million. The 2021 Bonds also funded \$200.0 million in new money proceeds to finance certain capital projects. These bonds were assigned an ‘A2’ rating by Moody’s Investors Service, Inc. (“Moody’s”) with a stable outlook, and an ‘A’ rating by Fitch Ratings, Inc (“Fitch”) with a stable outlook.

Credit Ratings: As of June 30, 2022, the Airport revenue bonds were rated "A" by Fitch with a stable outlook, "A2" by Moody's with a stable outlook, and "A-" by S&P Global Ratings with a positive outlook.

CITY OF PHILADELPHIA
AVIATION FUND
Management's Discussion and Analysis (Unaudited)
June 30, 2022

Commercial Paper Program

The Airport has a \$350 million commercial paper (“CP”) program to provide funding for capital projects. CP is a short-term financing tool with a maximum maturity of 270 days. The Airport’s CP Program enables capital projects to be financed on an as needed basis; lower the Airport’s cost of borrowing, as amounts drawn can be closely matched to capital cash flow requirements; and limit negative arbitrage during the construction period for projects. CP notes will continue to be “rolled over” until long-term bonds are issued to refund outstanding CP. As of June 30, 2022, the Airport had drawn \$125.3 million of CP.

Direct Purchase Federally Taxable Loan

In 2017, the Airport issued \$125.0 million of Airport Revenue Bond Series 2017 (Direct Purchase Federally Taxable Loan), which was purchased by PNC Bank, NA, for the purpose of providing funds which, together with other available moneys, were used for some or all of the following: (i) to refund a portion of commercial paper notes issued by the City; (ii) the acquisition of land for the Airport System; (iii) other capital financing needs of the Airport System; and (iv) paying the costs of issuing the Taxable Bond. This loan was subject to optional tender in full on April 26, 2022. On December 16, 2021, prior to the original optional tender date, the remaining amount of \$115.5 million of Airport Revenue Bonds Series 2017 was extended with PNC Bank, NA with an amended optional tender date of June 13, 2025.

Rate Covenant

The table below - “Summary of Project Revenues and Expenses,” presents the calculation of Airport Revenue Bond debt service coverage (“Rate Covenant Test 1”) and total debt service coverage (“Rate Covenant Test 2”) in accordance with Section 5.01 of the Amended and Restated General Airport Revenue Bond Ordinance (“GARBO”).

Rate Coverage Test 1 requires the Airport to maintain debt service coverage of not less than 1.50x and Rate Covenant Test 2 requires debt service coverage of not less than 1.0x. Debt service coverage is calculated based on a formula in GARBO. Historically, the Airport has maintained a coverage ratio significantly higher than its requirement. During fiscal year 2021, the Airport’s debt service coverage for Test 1 was 3.49x and Test 2 was 2.62x.

CITY OF PHILADELPHIA
AVIATION FUND
Management's Discussion and Analysis (Unaudited)
June 30, 2022

City of Philadelphia - Aviation Fund
Summary of Project Revenues and Expenses of the Airport System
(amounts expressed in thousands)

<u>Amounts Available for Debt Service</u>	Fiscal Year <u>2022</u>	Fiscal Year <u>2021</u>
1. Space rentals	\$ 113,991	\$ 109,670
2. Landing fees	64,619	79,570
3. Ramp Area rentals	298	321
4. International Terminal revenues	17,082	29,623
5. Subtotal, Airline Rentals, Fees and Charges	<u>195,990</u>	<u>219,184</u>
6. Non-airline Revenues	158,584	110,658
7. Interest income and Contribution for carrier incentive program	<u>1,389</u>	<u>1,985</u>
8. Total Project Revenues	355,963	331,827
9. Passenger Facility Charges (PFCs) Available for Debt Service	31,976	49,621
10. Portion of Fund Balance Attributable to Amounts Available for Debt Service	173,724	160,843
11. Total Amounts Available for Debt Service	<u>561,663</u>	<u>542,291</u>
<u>Expenses</u>		
12. Net Operating Expenses	149,982	130,128
13. Required Renewal Fund Deposit	0	0
14. Revenue Bond Debt Service	117,989	124,331
15. Interdepartmental Charges	<u>103,007</u>	<u>109,798</u>
16. Total Expenses	<u>370,978</u>	<u>364,257</u>
17. Net Revenue	<u>\$ 190,685</u>	<u>\$ 178,034</u>
<u>Rate Covenant Tests of the Original General Airport Revenue Bond Ordinance</u>		
18. Test 1 (Line 11- Line 12- Line 13) / (Line 14)	3.49	3.32
19. Test 2 (Line 11- Line 12- Line 13- Line 15) / (Line 14)	2.62	2.43

RATES AND CHARGES

The annual budget for the Airport is prepared in compliance with the requirements of the Airline Agreement and GARBO. This budget is prepared on a non-GAAP basis and excludes depreciation and certain non-operating revenues, which are specifically not included in the Agreement and GARBO.

In addition to the budgeting of operating expenses and non-airline revenues, the Airport annually establishes airline terminal rentals and landing fees each fiscal year based on the rate-setting methodology set forth in the Airline Agreement. The airlines are consulted with regard to the rates to be established no later than thirty (30) days prior to the beginning of a fiscal year. The following table presents a comparison of actual to budget airline rates for fiscal year 2022.

CITY OF PHILADELPHIA
AVIATION FUND
Management's Discussion and Analysis (Unaudited)
June 30, 2022

	Actual Fiscal Year 2022	Budget Fiscal Year 2022	Percent Increase (Decrease)
Average Terminal Rental Rate per Square Foot	\$ 187.94	\$ 194.18	(3.2)%
Ramp Area Rental Rate per Linear Foot	5.84	22.29	(73.8)%
Landing Fee Rate per 1,000 Pounds	3.60	4.82	(25.3)%

Actual rates for fiscal year 2022 were less than budgeted primarily due to better than expected non-airline revenues and airline activity.

Additional information about the Airport's rates can be found on Exhibit S-13 in the Statistical Section.

REQUESTS FOR INFORMATION

This financial report is designed to provide a general overview of the Airport's finances. For additional information concerning this report, please contact: Chief Financial Officer, Philadelphia International Airport, Executive Offices, Terminal D, 3rd Floor, Philadelphia, PA 19153.

CITY OF PHILADELPHIA
AVIATION FUND
Statements of Net Position (Unaudited)

	Fiscal Year <u>2022</u>
Assets	
Current assets:	
Cash and cash equivalents	\$ 9,746,719
Investments	369,422,675
Accounts receivable	25,744,596
Allowance for doubtful accounts	(10,654)
Lease receivable	95,677,610
Inventories	4,564,021
Due from other governmental units	790,901
Total current assets	505,935,868
Non-current assets:	
Restricted:	
Cash and cash equivalents	65,571,371
Cash held by fiscal agent	-
Investments	564,778,130
Sinking funds and reserves held by fiscal agents	141,378,974
Derivative investment	200,802
Grants from other governments for capital purposes	9,742,699
Receivables	7,376,451
Total restricted assets	789,048,427
Capital assets:	
Land and other non-depreciable assets	236,879,023
Infrastructure	1,366,762,059
Construction in progress	349,124,673
Buildings and equipment	2,933,050,836
Right to use lease assets - equipment	245,377
Right to use lease assets - land	11,342,954
Less: accumulated depreciation and amortization	(2,611,729,681)
Property, plant and equipment, net	2,285,675,241
Total noncurrent assets	3,074,723,668
Total assets	3,580,659,536
Deferred outflows of resources	
Accumulated decrease in fair value of hedging derivatives	-
Deferred outflows related to other post-employment benefits	9,113,530
Deferred outflows related to pensions	17,213,828
Refunding in defeasance of debt	699,410
Total deferred outflow of resources	27,026,768
Liabilities	
Current liabilities	
Accounts and vouchers payable	21,906,078
Salaries and wages payable	4,220,774
Construction contracts payable	22,452,093
Due to component units	5,278,048
Accrued expenses	2,160,792
Accrued interest payable	31,711,163
Current portion of lease payable	236,147
Unearned revenue	69,003,849
Commercial paper notes	125,343,000
Current maturities of long-term bonded debt	52,240,000
Current portion of taxable airport revenue note	2,605,000
Total current liabilities	337,156,944
Non-current liabilities	
Taxable airport revenue note, long-term	112,930,000
Revenue bonds, net of current maturities	1,379,935,000
Lease payable, net of current portion	11,104,371
Unamortized bond premiums	191,286,203
Derivative instrument liability	-
Net pension liability	192,811,615
Other post-employment benefits liability	75,325,310
Other non-current liabilities	24,583,538
Total non-current liabilities	1,987,976,037
Total liabilities	2,325,132,981
Deferred inflows of resources	
Accumulated increase in fair value of hedging derivatives	200,802
Deferred gain on refunding debt	9,517,894
Deferred inflows - leases	96,903,437
Deferred inflows related to other post-employment benefits	4,091,000
Deferred inflows related to pensions	6,041,888
Total deferred inflows of resources	116,755,021
Net position	
Net investment in capital assets	895,169,207
Prior period adjustments	-
Restricted for:	
Capital projects	93,943,064
Debt service	168,717,598
Prior period adjustments	-
Unrestricted	7,968,433
Prior period adjustments	-
Total net position	\$ 1,165,798,302

CITY OF PHILADELPHIA
AVIATION FUND

Statements of Revenues, Expenses and Changes in Fund Net Position (Unaudited)

	Fiscal Year <u>2022</u>
Operating revenues	
Airline revenues	
Rents	\$ 109,403,014
Landing fees	64,622,330
International arrival fees	21,443,817
Total airline revenues	195,469,161
Nonairline revenues	
Concessions	89,113,384
Other rents	27,831,622
Utilities and other fees	2,281,998
Other operating revenues	6,506,559
Total nonairline revenues	125,733,563
Total operating revenues	321,202,724
Operating expenses	
Personal services	76,875,953
Purchase of services	105,599,910
Materials and supplies	5,771,546
Employee benefits	38,727,161
Indemnities and taxes	4,890,371
Depreciation and amortization	114,216,869
Total operating expenses	346,081,810
Operating income	(24,879,086)
Non-operating revenues (expenses)	
Federal, state and local grants	54,629,330
Investment earnings	(8,753,241)
Lease interest revenue	2,598,759
Interest expense	(53,300,489)
Passenger facility charges	48,553,346
Customer facility charges	12,230,510
Gain/(Loss) on disposal of capital assets	59,702
Other revenue/(expense)	(859,037)
Total non-operating revenues (expenses)	55,158,880
Income before capital contributions	30,279,794
Capital contributions	
Federal, state and local grants	22,455,409
Contributed assets	49,049,602
Total capital contributions	71,505,011
Transfers	
Transfers (out)/in	-
Total transfers	-
Change in net position	101,784,805
Net position beginning of period	1,064,013,497
Net position end of period	\$ 1,165,798,302

CITY OF PHILADELPHIA
AVIATION FUND
Statements of Cash Flows

	Fiscal Year <u>2022</u>
Cash flows from operating activities	
Receipts from customers	\$ 342,760,256
Receipts from interfund services	1,251,280
Payments to suppliers	(97,258,586)
Payments to employees	(124,082,212)
Internal activity-payments to other funds	(6,406,596)
Net cash provided by operating activities	116,264,142
Cash flows from non-capital financing activities	
Grant proceeds not specifically restricted for capital purposes	54,081,094
Cash flows from capital and related financing activities	
Proceeds from issuance of debt	858,251,170
Capital grants and contributions received	31,442,154
Purchase of capital assets	(170,296,472)
Proceeds from sales of capital assets	86,007
Principal paid on debt instruments	(646,043,000)
Interest received on leases	2,352,991
Interest paid on capital debt	(69,076,685)
Passenger & customer facility charges	64,292,363
Net cash provided by (used) in capital and related financing activities	71,008,528
Cash flows from investing activities	
Interest, dividends, and losses	(8,986,115)
Receipts from sinking funds and reserves	(10,466,194)
Net cash provided by investing activities	(19,452,309)
Net decrease in cash	221,901,455
Balance beginning of year	787,617,440
Balance end of year	\$ 1,009,518,895
Reconciliation of operating income/(loss) to net cash provided by operating activities:	
Operating income	\$ (24,879,086)
Adjustments to reconcile operating income to net cash provided by operating activities:	
Depreciation and amortization	114,216,869
Change in assets and liabilities:	
Receivables, net	(5,693,325)
Lease receivable	(6,567,456)
Deferred inflows leases	7,793,282
Lease payable	(153,687)
Inventories	391,312
Accounts and other payables	3,879,922
Unearned revenue	27,276,311
Net cash provided by operating activities	\$ 116,264,142

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Operations

The Aviation Fund is a proprietary fund of the City of Philadelphia (the “City”). It was created and authorized as part of the Fiscal 1974 Operating Budget Ordinance approved by City Council on June 7, 1973, with an effective date of July 1, 1973. This fund was established to facilitate administrative and financial operations necessary to maintain, improve, repair, and operate Philadelphia International Airport (“PHL”, or the “Airport”) and Northeast Philadelphia Airport (“PNE”). The financial statements presented are for the Aviation Fund only and are not intended to present fairly the financial position of the City of Philadelphia as a whole or the results of its operations and cash flows. The annual comprehensive financial report of the City of Philadelphia provides complete financial information as to the City and its component units.

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting. Under this method, revenues are recognized in the accounting period in which they are earned, and expenses are recognized at the time obligations are incurred.

Private sector standards of accounting and financial reporting issued prior to December 1, 1989, generally are followed in both the government wide and the proprietary fund financial statements to the extent that they do not conflict or contradict guidance of the Governmental Accounting Standards Board (“GASB”). Governments also have the option of following subsequent private sector guidance for their business type activities and enterprise funds. The City has elected not to follow subsequent private sector guidelines.

Proprietary funds distinguish operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund’s ongoing operations. The principal operating revenue of the Aviation Fund is charges for the use of the airport. Operating expenses for enterprise funds include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

New Accounting Pronouncements – Adopted

In June 2017, GASB issued Statement No. 87, *Leases*. This statement establishes a single model for lease accounting based on the foundational principle that leases are financings of the right to use an underlying asset. Under this Statement, a lessee is required to recognize a lease liability and an intangible right-to-use lease asset, and a lessor is required to recognize a lease receivable and a deferred inflow of resources. For more information on the effects of this statement, see Footnote 12.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

In June 2018, GASB issued Statement No. 89, *Accounting for Interest Cost Incurred Before the End of a Construction Period*. The objectives of this Statement are to enhance the relevance and comparability of information about capital assets and the cost of borrowing for a reporting period and to simplify accounting for interest cost incurred before the end of a construction period. The adoption of this Statement did not have material impact on the financial statements.

In January 2020, GASB issued Statement No. 92, *Omnibus 2020*. The objective of this Statement is to enhance the comparability in accounting and financial reporting and improve the consistency of authoritative literature by focusing on practice issues that have been identified during the implementation of various GASB statements. The adoption of this statement had no effect on previously reported amounts.

In March 2020, GASB issued Statement No. 93, *Replacement of Interbank Offered Rates*. This Statement establishes accounting and financial reporting requirements related to the replacement of Interbank Offered Rates (“IBOR”) in hedging derivative instruments and leases. It also identifies appropriate benchmark interest rates for hedging derivative instruments. The adoption of this statement had no effect on previously reported amounts.

In June 2020, GASB issued Statement No. 97, *Certain Component Unit Criteria, and Accounting and Financial Reporting for Internal Revenue Code Section 457 Deferred Compensation Plans—an amendment of GASB Statements No. 14 and No. 84, and a supersession of GASB Statement No. 32*. An objective of this Statement is to increase relevance, consistency, and comparability of the reporting of the fiduciary component units that are established as Internal Revenue Code (IRC) Section 457 deferred compensation plans (Section 457 plans) that meet the definition of a pension plan and for benefits provided through those plans. As a result of adopting this statement, additional disclosures related to the defined contribution pension plan were added to Footnote 14.

In April 2022, GASB issued Statement No. 99, *Omnibus 2022*. The objectives of this Statement are to enhance comparability in accounting and financial reporting and to improve the consistency of authoritative literature by addressing (1) practice issues that have been identified during implementation and application of certain GASB Statements and (2) accounting and financial reporting for financial guarantees. This statement has been partially adopted as only paragraphs 26-32 were effective for the current year. All applicable changes have been made to the financial statements.

New Accounting Pronouncements – To Be Adopted:

In May 2019, GASB issued Statement No. 91, *Conduit Debt Obligations*. The primary objectives of this Statement are to provide a single method of reporting conduit debt obligations by issuers and eliminate diversity in practice associated with (1) commitments extended by issuers, (2) arrangements associated with conduit debt obligations, and (3) related note disclosures.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

In March 2020, GASB issued Statement No. 94, *Public-Private and Public-Public Partnerships and Availability Payment Arrangements*. The primary objective of this Statement is to improve financial reporting by addressing issues related to public-private and public-public partnership arrangements (“PPPs”).

In May 2020, GASB issued Statement No. 96, *Subscription-Based Information Technology Arrangements*. This Statement provides guidance on the accounting and financial reporting for subscription-based information technology arrangements (“SBITA”) for government end users (“governments”).

In April 2022, GASB issued Statement No. 99, *Omnibus 2022*. The objectives of this Statement are to enhance comparability in accounting and financial reporting and to improve the consistency of authoritative literature by addressing (1) practice issues that have been identified during implementation and application of certain GASB Statements and (2) accounting and financial reporting for financial guarantees.

In June 2022, GASB issued Statement 100, *Accounting Changes and Error Corrections – an Amendment of GASB Statement No. 62*. The primary objective of this Statement is to enhance accounting and financial reporting requirements for accounting changes and error corrections to provide more understandable, reliable, relevant, consistent, and comparable information for making decisions or assessing accountability.

In June 2022, GASB issued Statement No. 101, *Compensated Absences*. The objective of this Statement is to better meet the information needs of financial statement users by updating the recognition and measurement guidance for compensated absences. That objective is achieved by aligning the recognition and measurement guidance under a unified model and by amending certain previously required disclosures.

The new standards must be adopted as follows:

GASB Statement No. 91 – Effective July 1, 2022 for financial statements for fiscal year ending June 30, 2023.

GASB Statement No. 94 – Effective July 1, 2022 for financial statements for fiscal year ending June 30, 2023.

GASB Statement No. 96 – Effective July 1, 2022 for financial statements for fiscal year ending June 30, 2023.

GASB Statement No. 99 - Effective July 1, 2022 for financial statements for fiscal year ending June 30, 2023 with the exception of (1) paragraphs 26-32 that were effective in the current fiscal year and (2) paragraphs 4-10 that were effective July 1, 2023 for financial statements for fiscal year ending June 30, 2024.

GASB Statement No. 100 - Effective July 1, 2023 for financial statements for fiscal year ending June 30, 2024.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

GASB Statement No. 101 - Effective July 1, 2024 for financial statements for fiscal year ending June 30, 2025.

The effects of these statements have not yet been determined.

Cash and Investments

The Aviation Fund's cash and investments are held in segregated operating and capital accounts and by an outside fiscal agent. Sinking funds and reserves are maintained in segregated investment accounts to comply with reserve and other requirements of the bond covenants. No Aviation Fund accounts are comingled with other City funds.

Investments are recorded at fair value. Short-term investments are reported at cost, which approximates fair value. Securities traded on national or international exchanges are valued at the last reported sales price. The fair value of real estate investments is based upon independent appraisals. Investments which do not have an established market are reported at estimated fair value.

For purposes of the Statement of Cash Flows, all cash and investments held by the City Treasurer are considered cash equivalents because those funds are available on demand.

Statutes authorize the City to invest in obligations of the Treasury, agencies, and instruments of the United States, repurchase agreements, collateralized certificates of deposit, bank acceptance or mortgage obligations, certain corporate bonds, and money market funds. Management is not aware of any violations of statutory authority or contractual provisions for investments for the year ended June 30, 2022.

Accounts Receivable

Accounts receivable included in current assets consists of billed and unbilled rentals and fees, which have been earned but not collected as of June 30, 2022 and 2021. Credit balance receivables have been included in unearned revenue in the Statements of Net Position. The allowance for doubtful accounts is management's estimate of the amount of accounts receivable which will be deemed to be uncollectible and is based upon specific identification. Unpaid accounts are referred to the City's Law Department if deemed uncollectible. Accounts are written-off when recommended by the Law Department.

Inventories

Inventories consist of materials and supplies and are carried at amounts determined on a moving-average cost basis.

Restricted Assets

Restricted assets represent amounts that have been legally restricted by contracts or outside parties and are not available for payment of operating fund expenditures. The following represent restricted assets of the Aviation Fund:

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

- Funds available for construction, including grants due from other governments for capital purposes.
- Sinking funds and reserves held by the Airport’s fiscal agent are reserved for debt service and construction, pursuant to revenue bond indentures;
- Passenger Facility Charges (“PFC”) represent fees remitted by airlines based on passenger ticket sales for flights boarding at Philadelphia International Airport. The fees are reserved for funding certain Federal Aviation Administration (“FAA”) approved capital projects and debt service payments. Collection of PFCs began in the fall of 1992. All unexpended PFC funds, including accumulated interest, are classified as restricted assets.
- Customer Facility Charges (“CFC”) represent fees collected by rental car operators from customers renting motor vehicles at Philadelphia International Airport. CFCs are not to exceed \$8 per rental day. Effective September 1, 2020, the Airport implemented a reduced CFC from \$8 per rental day to \$4 per rental day. The \$8 per rental rate was reinstated as of November 1, 2022. The proceeds are to be used for the planning, development, financing, construction, and operation of a consolidated rental car facility. Collections of CFCs began in May 2014. All unexpended CFC funds, including accumulated interest, are classified as restricted assets.

Capital Assets

Capital assets are defined by the GASB as including “land, improvements to land, easements, buildings, building improvements, vehicles, machinery, equipment, works of art and historical treasures, infrastructure, and all other tangible or intangible assets that are used in operations that have initial useful lives extending beyond a single reporting period.”

- Land is always treated separately from any related capital asset associated with it (i.e.: a building on the land, a runway on the land, etc.). The cost of the land includes its acquisition price and the cost of preparing the land for its intended use. Included in preparation costs are commissions, professional fees, permanent landscaping, demolition of existing buildings, and other costs incurred in acquiring the land.
- Intangible capital assets lack physical substance and can be expected in many cases to provide benefit indefinitely. An example of an intangible capital asset is software that was developed in-house.
- Buildings and Building Improvements are permanent structures included in the category of buildings. Building improvements increase the value of the building and/or materially extends the useful life of the building. If the improvement does not meet these conditions, those costs are expensed in the period incurred. Repairs and maintenance are examples of items expensed because they help to retain value and do not increase the value of the asset.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

The capitalized cost of buildings consist of purchase price, expenses related to making the building ready for use, environmental compliance costs, professional fees, taxes paid at the time of purchase, and other costs required to place the asset into operation.

Constructed buildings include, but are not limited to, project costs for interest accrued during construction; cost of excavation, grading or filling; expenses incurred for the plan preparation; specification; blueprints; permits and professional fees; and costs of temporary buildings used during construction. Costs are expensed if a decision is made to not proceed with the construction of a building.

Building improvements may include conversion of unused space into usable space, original installation or upgrading of heating and cooling systems, wall or flooring coverings, windows and doors, closets, restrooms, phone and closed circuit television systems, security systems, wiring required for building equipment (that will remain in the building), renovations of outside building surfaces (including roofs, installation or replacement of plumbing and electrical wiring), permanently attached fixtures, machinery, building additions, and costs associated with the above improvements.

Building repairs and maintenance that do not increase the value of the building or extend its useful life are to be expensed. Examples of such costs may include plumbing or electrical repairs, maintenance such as pest control and cleaning, interior and exterior decorations, repainting and repairing of interior and exterior portions of buildings, and any other repairs and maintenance costs that do not increase the value or extend the useful life of the asset.

- Vehicles and equipment are defined as movable tangible assets used in operations. This includes general-use, firefighting, and snow removal vehicles and related equipment, computer equipment, furniture and fixtures, and other moveable equipment.
- Infrastructure assets are long-lived capital assets that are normally stationary and can be preserved for a significantly greater number of years than most capital assets. Infrastructure includes, but is not limited to: runways, taxiways, aprons, ramps, roads, sidewalks, signage, drainage systems, water and sewer systems, and lighting systems.
- Construction-in-progress includes costs incurred to construct a capital asset before it is substantially ready to be placed in service. At the time of being placed in service, the asset will be reclassified into the appropriate asset category and be subject to depreciation.
- The following Depreciation Guidelines were used in the Aviation Fund's fiscal year 2022 financial statements:

Capital assets that are not depreciated because they have indefinite useful lives are land, works of art, historical treasures, and intangibles.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

If a capital asset has a determinable and significant salvage value, that value is not included in the depreciable value to be depreciated over the useful life of the asset.

All depreciable capital assets are expensed using the straight-line method over the following useful lives of the assets and if these thresholds are met.

<u>Asset Category</u>	<u>Life of Asset</u>	<u>Threshold</u>
Land	Not Depreciated	None
Intangibles	Not Depreciated	None
Buildings	20 - 50 Years	\$100,000
Building Improvements	10 - 25 Years	\$100,000
Equipment	5 - 15 Years	\$10,000
Vehicles	5 - 10 Years	\$10,000
Infrastructure	20 - 50 Years	\$100,000

It is the policy of the Airport that a half-year of depreciation is recorded in the year that the asset is acquired or placed in service.

Unearned Revenue

Unearned revenue relates primarily to excess billings to signatory airlines and advance payments received from air carriers. Such deferrals are ultimately included in income when earned, usually during the following fiscal year.

Revenues

Operating revenues consist of the following:

- Airline revenue – payments by PHL’s signatory carriers and include rents, landing fees, and per passenger fees.
- Non-airline revenue – all other operating revenues that do not qualify as airline revenue. These include concession fees, other rents, utilities, and other operating revenue.

Non-operating revenues consist primarily of the following:

- Grants from other governments for non-capital purposes.
- Interest income.
- PFCs – revenue from PFC collections is reserved for the funding of certain capital expenditures and debt service payments, as approved by the FAA.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

- CFCs – revenue from CFC collections is reserved for the funding of certain capital expenditures and will be used to plan, design, and construct a facility to be used by vehicle rental companies on Airport property.

Capital contributions consist of the following:

- Grants from other governments for capital purposes.

Operating Expenses

Operating expenses consist primarily of personnel and administrative services, purchase of goods and services and depreciation and amortization expense.

Bonds and Related Premiums, Discounts, Issuance Costs and Loss on Refunding

Bond premiums and discounts are deferred and amortized on the straight-line method over the life of the bonds using the effective interest method. Bonds payable are reported net of applicable premium or discount. Bond issuance costs are expensed as incurred. The loss on refunding of bonds is amortized on the straight-line method over the lesser of the life of the old debt or the new debt issued.

Deferred Outflows/Inflows of Resources and Net Position

In accordance with GASB Statement No. 63, *Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position*, deferred outflows of resources are reported in the Statement of Financial Position in a separate section following Assets. Similarly, deferred inflows of resources are reported in the Statement of Financial Position in a separate section following Liabilities.

Deferred Outflows of resources represents consumption of net position that applies to a future period(s) and will not be recognized as an expenditure/expense until that time. Deferred Inflows of resources represents an acquisition of net position that applies to future periods and will not be recognized as revenue until that time.

On the full accrual basis of accounting, the components of deferred outflows of resources and deferred inflows are as follows:

- Derivative instruments are reported for the changes in fair value.
- Deferred Refunding results from the difference in the refunding of debt and its reacquisition price.
- Deferred pension transaction are recognized as an expense or revenue in a future period.
- Deferred outflows of resources and deferred inflows of resources related to OPEB.
- Deferred inflow of resources related to leasing activities as a lessor.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Compensated Absences

It is the City's policy to allow employees to accumulate earned but unused vacation and sick leave benefits. Vacation is accrued when earned in the government-wide financial statements and in the proprietary and fiduciary fund financial statements. Sick leave is accrued in the government-wide financial statements and in the proprietary and fiduciary fund financial statements based on an estimate of future payouts.

Claims and Judgments

Pending claims and judgments are recorded as expenses in the government-wide financial statements and in the proprietary and fiduciary fund financial statements when the City Solicitor has deemed that a probable loss to the City has occurred. Claims and judgments are recorded as expenditures in the government fund financial statements when paid or when judgments have been rendered against the City.

Leases

The Airport is a lessee for various leases of land, buildings, and equipment. The Airport recognizes a lease liability and an intangible right-to-use asset in its financial statements.

At the commencement of a lease, the Airport initially measures the lease liability at the present value of payments expected to be made during the lease term. Subsequently, the lease liability is reduced by the principal portion of lease payments made. The lease asset is initially measured as the initial amount of the lease liability, adjusted for lease payments made at or before the lease commencement date, plus certain initial costs. Subsequently, the lease asset is amortized on a straight-line basis over its useful life.

The Airport determines (1) the discount rate it uses to discount the expected lease payment to present value, (2) lease term, and (3) lease payments.

- The Airport uses the interest rate charged by the lessor as the discount rate. When the interest rate charged by the lessor is not provided, the Airport generally uses its estimated incremental borrowing rate as the discount for leases.
- The lease term includes the noncancellable period of the lease. Lease payments included in the measurement of the lease liability are composed of fixed payments and purchase option price that the Airport is reasonably certain to exercise.

The Airport monitors changes in circumstances that would require a remeasurement of its lease and will remeasure the lease asset and its liability if certain changes occur that are expected to significantly affect the amount of the lease liability.

Lease assets are reported with other capital assets and lease liabilities are reported with long-term debt on the Statement of Net Position.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Lessor: The Airport is a lessor for various leases of land and buildings. The Airport recognizes a lease receivable and deferred inflows of resources in the financial statements.

At the commencement of a lease, the Airport initially measures the lease receivable at the present value of payments expected to be received during the lease term. Subsequently, the lease receivable is reduced by the principal portion of lease payments received. The deferred inflows of resources is initially measured as the initial amount of the lease receivable, adjusted for lease payments received at or before the lease commencement date. Subsequently, the deferred inflow of resources is recognized as revenue over the life of the lease term.

The Airport determines (1) the discount rate it uses to discount the expected lease receipts to present value, (2) lease term, and (3) lease receipts.

- The Airport uses its estimated incremental borrowing rate as the discount rate for leases.
- The lease term includes the noncancellable period of the lease. Lease receipts included in the measurement of the lease receivable is composed of fixed payments from the lessee.

The Airport monitors changes in circumstances that would require a remeasurement of its leases and will remeasure the lease receivables and deferred inflows of resources if certain changes occur that are expected to significantly affect the amount of the lease receivable.

Management's Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

2. DEPOSITS AND INVESTMENTS

For the fiscal year ended June 30, 2022, cash and cash equivalents, and investments (deposits) are included in the financial statements in current and restricted cash and cash equivalents, in investments (deposits), in sinking funds and reserves held by fiscal agents, and in cash held by fiscal agent.

Deposits

State statutes require banks to collateralize City deposits at amounts equal to or in excess of the City's balance. Such collateral is to be held by the Federal Reserve Bank or the trust department of a commercial bank other than the pledging bank. All collateralized securities were held in the City's name.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Investments

The City has established a comprehensive investment policy to minimize custodial credit risk for its investments. In so doing, the City has selected custodian banks that are members of the Federal Reserve System to hold its investments. Delivery of the applicable investment documents to the City's custodian is required for all investments.

As of June 30, 2022, the fair value of the Aviation Fund's holdings consisted of the following:

	<u>Fair Value</u>	<u>% of Total</u>
Short-Term Investment Pools	\$ 65,925,110	5.69%
U.S. Government Securities	641,964,307	55.43%
U.S. Government Agency Securities	122,200,994	10.55%
Municipal and Other Debt Securities	9,972,046	0.86%
Commercial Paper	153,526,438	13.26%
Corporate Bonds	164,495,354	14.20%
	<u>\$ 1,158,084,249</u>	<u>100.0%</u>

Interest Rate Risk: The City's investment portfolio is managed to accomplish preservation of principal, maintenance of liquidity, and to maximize the return on the investments. To limit its exposure to fair value losses from rising interest rates, the City's investment policy limits fixed income investments to maturities of no longer than two years, except in Sinking Fund Reserve Portfolios.

As of June 30, 2022, the maturities of holdings were as follows:

	<u>Less Than 1 Year</u>	<u>1 - 3 Years</u>
U.S. Government Securities	\$ 528,778,275	\$ 113,186,032
U.S. Government Agency Securities	71,559,856	50,641,138
Municipal and Other Debt Securities	8,990,106	981,940
Commercial Paper	153,526,438	-
Corporate Bonds	90,078,011	74,417,343
	<u>\$ 852,932,686</u>	<u>\$ 239,226,453</u>

Fair Value Measurement: The City measures and records its investments using fair value measurement guidelines established by generally accepted accounting principles. These guidelines recognize a three-tiered fair value hierarchy, as follows:

- Level 1: Observable inputs that reflect quoted prices (unadjusted) for identical assets or liabilities in active markets

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

- Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability
- Level 3: Unobservable inputs for assets or liabilities

The Airport has the following recurring fair value measurements as of June 30, 2022:

- U.S. Treasury securities of \$642.0 million are valued using quoted prices from active markets (Level 1).
- U.S. Agency securities of \$122.2 million are valued using quoted prices for identical securities traded in active markets when sufficient activity exists (Level 2).
- Commercial Paper securities of \$153.5 million are valued using quoted prices for identical securities in markets that are not active and via matrix pricing models (Level 2).
- Corporate bond securities of \$164.5 million are valued using quoted prices for similar securities in active markets and via matrix pricing models (Level 2).
- Municipal Debt/Other securities of \$10.0 million are valued at using quoted prices for identical securities in markets that are not active and via matrix pricing models (Level 2).

The Airport's short-term investment pools of \$65.9 million are valued at the published amortized cost-based net asset value per share/unit. There are no limitations or restrictions on withdrawals.

Credit Risk: The City's policy to limit credit risks is to limit the types of allowable investment, as well as the maximum percent of the portfolio for each type of investment.

The City's investment in U.S. Government securities (60.19%) or U.S. Government Agency obligations (5.85%) are allowable investments up to 100% of the portfolio.

The City's investment in Commercial Paper (16.78%) is limited to 25% of the portfolio and must be rated A1+ by S&P or P1 by Moody's Investors Services, Inc. (Moody's) and the senior long-term debt of the issuer must not be rated lower than A by S&P Global Ratings ("S&P") or A2 by Moody's. All commercial paper investments meet the criteria.

The City's investment in corporate bonds (6.32%) is limited to 25% of the portfolio and had an S&P rating of AAA to AA or Moody's rating of Aa2 or better. All corporate investments meet the criteria.

Short-term investment pools are rated AAA by S&P and Aaa by Moody's Investor Services. The short-term investment pools' amortized cost-based net asset value per

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

share/unit is the same as the value of the pool shares. Cash accounts are swept nightly and idle cash invested in money market funds (short-term investment pools).

The City limits its foreign currency risk by investing in certificates of deposit and banker's acceptances issued or endorsed by non-domestic banks that are denominated in U.S. dollars, providing that the banking institution has assets of not less than \$100 million and has a Thompson's Bank Watch Service "Peer Group Rating" not lower than II. At the end of the fiscal year, the City did not have any investments of that nature.

To minimize custodial risk, the City's policy is to select custodian banks that are members of the Federal Reserve System to hold its investments. Delivery of the applicable investment documents to the City's custodian is required for all investments.

3. CAPITAL ASSET ACTIVITY

Capital Assets, which include property, plant, equipment, and infrastructure assets, are defined by the Airport as assets with an initial individual cost of more than \$10,000 for personal property and \$100,000 for fixed assets, as well as an estimated useful life in excess of three years. Capital assets are recorded at cost. Costs recorded do not include interest incurred as a result of financing asset acquisition or construction. General maintenance and repair costs are charged to operations.

The Airport transfers Construction-in-Progress to one or more of the major asset classes: (1) when project expenditures are "substantially complete"; (2) when the expenditures are for existing facilities; or (3) when they relate to specific identifiable items completed during the year which were part of a larger project. A portion of bond interest expense net of related interest income on unexpended funds is capitalized during the construction phase of the projects funded by the bonds. Net interest capitalized to construction-in-progress was \$0 for the fiscal year ending June 30, 2022.

Depreciation on the capital assets is provided on the straight-line method over their estimated useful lives. Depreciation and amortization expense were \$344,496,954 for the fiscal year ending June 30, 2022.

The following tables present the changes in capital assets for fiscal year 2022.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

	Balance FYE 06/30/2021	Additions	Deletions	Transferred from PPA	Balance FYE 06/30/2022
Non-depreciable assets					
Land and intangibles	\$ 230,642,916	\$ 6,236,108	\$ -	\$ -	\$ 236,879,024
Right to Use Lease Asset - Land	11,342,954	-	-	-	11,342,954
Construction-in-progress	378,954,101	108,766,735	(138,596,164)	-	349,124,672
Total non-depreciable assets	620,939,971	115,002,843	(138,596,164)	-	597,346,650
Depreciable assets					
Buildings & improvements	2,026,262,622	7,686,622	-	-	2,033,949,244
Right to Use Lease Asset - Equipment	151,252	94,125	-	-	245,377
Infrastructure	1,295,028,841	71,733,218	-	-	1,366,762,059
Other improvements	465,349,060	52,940,216	-	312,677,149	830,966,425
Equipment	63,620,877	376,007	(588,439)	4,726,721	68,135,166
Total depreciable assets	3,850,412,652	132,830,188	(588,439)	317,403,870	4,300,058,271
Accumulated depreciation					
Buildings & improvements	(1,124,907,820)	(52,440,279)	-	-	(1,177,348,099)
Right to Use Lease Asset - Equipment	-	(73,586)	-	-	(73,586)
Other Improvements	(267,307,945)	(24,539,618)	-	(225,851,471)	(517,699,034)
Equipment (including Furniture)	(49,086,166)	(5,127,531)	562,134	(4,502,200)	(58,153,763)
Infrastructure	(826,419,345)	(32,035,855)	-	-	(858,455,200)
Total accumulated depreciation	(2,267,721,276)	(114,216,869)	562,134	(230,353,671)	(2,611,729,682)
Net depreciable assets	1,582,691,376	18,613,319	(26,305)	87,050,199	1,688,328,589
Total capital assets	\$ 2,203,631,347	\$ 133,616,162	\$ (138,622,469)	\$ 87,050,199	\$ 2,285,675,239

Note: Beginning balances changed for adoption of GASB 87.

Prior to calendar year 2022, the parking garages at PHL occupied leased land space and were owned by Philadelphia Parking Authority (PPA). At that time, pursuant to a lease agreement and contract for parking services, PPA remitted net parking revenue to PHL. Upon the Department of Aviation's defeasance of PPA's airport parking bonds outstanding in the aggregate principal amount of \$53.8 million, on January 26, 2022, the Department assumed ownership of parking garages, equipment, and other improvements from PPA with a net book value of \$87,050,191.

4. UNEARNED REVENUE

Unearned revenue was \$69,003,849 for the fiscal year ending June 30, 2022 and includes revenues received in advance, excess billing to the scheduled airlines, and credit balance receivables.

5. ARBITRAGE REBATE

The Aviation Fund has several series of revenue bonds subject to federal arbitrage requirements. Federal tax legislation requires that the accumulated net excess of interest income on the proceeds of these issues over interest expense paid on the bonds be paid to

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

the federal government at the end of a five-year period. The Airport’s arbitrage rebate liability was \$0 as of June 30, 2022.

6. DERIVATIVE INSTRUMENTS AND INTEREST RATE SWAP

Beginning in fiscal year 2010, the City adopted the provisions of GASB Statement No. 53, *Accounting and Financial Reporting for Derivative Instruments*. The fair value balances and notional amounts of derivative instruments outstanding for the Aviation Fund as of June 30, 2022 are as follows:

Type	Cash Flow Hedge - pay fixed interest rate swap
Change in Fair Value of Deferred Outflow at June 30, 2022	(\$3,172,501)
Fair value at June 30, 2022	\$200,802
Objective	Hedge changes in cash flow on the 2005 Series bonds
Notional amount at June 30, 2022	\$46,100,000
Effective date	06/15/2005
Maturity date	06/15/2025
Terms	Airport pays multiple fixed swap rates, and receives SIFMA Municipal Swap Index
Counterparty credit rating at June 30, 2022	Aa2/A+

Objective: In April 2002, the City entered into a swaption that provided the City’s Aviation Department with an up-front payment of \$6.5 million. As a synthetic refunding of its 1995 Bonds, this payment approximated the present-value savings as of April 2002, of refunding on June 15, 2005, based upon interest rates in effect at the time. The swaption gave JP Morgan Chase Bank, N.A. the option to enter into an interest rate swap with the Airport whereby JP Morgan would receive fixed amounts and pay variable amounts.

Terms: JP Morgan exercised its option to enter into a swap on June 15, 2005, and the swap commenced on that date. Under the swap, the Airport pays multiple fixed swap rates (starting at 6.466% and decreasing over the life of the swap to 1.654%). The payments are based on an amortizing notional schedule (with an initial notional amount of \$189.5 million) and when added to an assumption for remarketing, liquidity costs and cost of issuance were expected to approximate the debt service of the refunded bonds at the time the swaption was entered into. The swap’s variable payments are based on the Securities Industry and Financial Markets Association (“SIFMA”) Municipal Swap Index. If the rolling 180-day average of the SIFMA Municipal Swap Index exceeds 7.00%, JP Morgan Chase has the option to terminate the swap.

As of June 30, 2022, the swap had a notional amount of \$46.1 million and the associated variable-rate bonds had a \$46.1 million principal amount. The bonds’ variable-rate coupons

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

are based on an SIFMA-based index. The bonds mature on June 15, 2025. The swap will terminate on June 15, 2025 if not previously terminated by JP Morgan Chase.

Fair Value: As of June 30, 2022, the swap had a fair value of \$201 thousand. The fair value reflects the effect of non-performance risk, which includes credit risk. The fair value of the swap was measured using the income approach and is categorized within Level 2 of the fair value hierarchy.

Risk: As of June 30, 2022, the Airport was exposed to credit risk in the amount of the swap's fair value. Because the bonds and swap both reset at a rate linked to SIFMA, the Airport is not subject to basis risk. The swap includes an additional termination event based on downgrades in credit ratings. The swap may be terminated by the Airport if JP Morgan's ratings fall below A- or A3, or by JP Morgan Chase if the Airport's ratings fall below BBB or Baa2.

As of June 30, 2022, the rates were:

<u>Interest Rate Swap</u>	<u>Terms</u>	<u>June 30, 2022</u>
Fixed payment to JPMorgan Chase	Fixed-declining	2.66200%
Variable rate payment from JPMorgan Chase	SIFMA	<u>(0.72880)%</u>
Net interest rate swap payments		1.93320%
Variable rate bond coupon payments	Weekly resets	<u>0.98000%</u>
Synthetic interest rate on bonds		<u><u>2.91320%</u></u>

Swap payments and associated debt: As of June 30, 2022, debt service requirements of the variable-rate debt and net swap payments for their term, assuming current interest rates remain the same, were as follows:

<u>Fiscal Years Ending June 30</u>	<u>Variable Rate Bonds Principal</u>	<u>Interest</u>	<u>Interest Rate Swaps Net</u>	<u>Total Interest</u>
2023	14,900,000	4,518	1,053,596	1,058,114
2024	15,400,000	3,058	608,636	611,694
2025	<u>15,800,000</u>	<u>1,548</u>	<u>260,138</u>	<u>261,686</u>
Totals	<u>\$ 46,100,000</u>	<u>\$ 9,124</u>	<u>\$ 1,922,370</u>	<u>\$ 1,931,494</u>

7. COMMERCIAL PAPER NOTES

The Aviation Fund established a commercial paper ("CP") program, which closed on August 22, 2019, in the amount of \$350 million to provide funding for capital projects. CP is a short-term financing tool with a maximum maturity of 270 days. The Airport's CP

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Program enables capital projects to be financed on an as-needed basis; lowers the Airport's cost of borrowing, as amounts drawn can be closely matched to capital cash flow requirements; and limits negative arbitrage during project construction periods. CP Notes will continue to be “rolled over” until long-term bonds are issued to refund the outstanding commercial paper. As of June 30, 2022, the Aviation Fund had outstanding letters of credit of \$125.3 million and unused letters of credit equal to \$224.7 million related to the CP program.

As of June 30, 2022, the total outstanding balance of CP notes was \$125,343,000.

Balance as of July 1, 2021	\$ 80,343,000
Commercial Paper Notes Issued	487,273,000
Commercial Paper Notes Refunded	<u>(442,273,000)</u>
Balance as of July 1, 2022	\$ 125,343,000

8. BONDS PAYABLE

In June 2005, Airport Revenue Refunding Bonds, Series 2005C in the amount of \$189.5 million were issued. The proceeds of Series 2005C were used to refund \$183.9 million of the 1995A Series Airport Revenue Bonds, maturing from 2006 through 2025, and to pay issuance and insurance costs on the bonds. The cash flow required by the new bonds was the same as the cash flow required by the refunded bonds at the time of the sale. JPMorgan entered into a swaption agreement with the Airport on the 1995A bonds in 2002, which was exercised June 15, 2005. In December 2008, the outstanding balance of \$178.6 million of Airport Revenue Refunding Bonds, Series 2005C was remarketed under an irrevocable direct pay letter of credit (“LOC”) from TD Bank. The LOC replaces a bond insurance policy from MBIA Insurance Corporation and a liquidity facility for the 2005C bonds provided by JP Morgan Chase Bank, N.A., pursuant to a standby bond purchase agreement, issued simultaneously with the issuance of the 2005C bonds in June 2005, and the surety policy for the sinking fund reserve account for the 2005C bonds. The bonds have a weekly interest rate and maturity date in 2025.

In August 2015, Airport Revenue Refunding Bonds, Series 2015A were issued in the amount of \$97.8 million. The proceeds of Series 2015A were used to refund Revenue Bonds, Series 2005A and pay the costs of issuance of the Bonds. The refunding structure of the 2015A bonds realized a net present value savings of approximately \$9.3 million or 8.75% of the principal amount of the refunded bonds.

In December 2017, Airport Revenue and Refunding Bonds, Series 2017 were issued in the amount of \$692.5 million. The Series 2017A bonds (Non-AMT), totaling \$138.6 million, were issued as serial bonds in the amount of \$97.6 million with interest rates ranging from 3.125% to 5%, maturing in 2037, and term bonds in the amounts of \$16.0 million and \$25.1

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

million with interest rates of 5% and maturing in 2042 and 2047, respectively. The Series 2017B bonds, totaling \$553.9 million, were issued as serial bonds in the amount of \$334.9 million, with interest rates of 5% and maturing in 2037, and term bonds in the amounts of \$85.2 million and \$133.8 million with interest rates of 5% and maturing in 2042 and 2047, respectively. The proceeds of these bonds were used to: (i) currently refund certain outstanding commercial paper notes, (ii) pay for a portion of the costs of the 2017 Capital Project, (iii) currently refund all of the City's outstanding Airport Revenue Bonds, Series 2007A, and all of the City's outstanding Airport Revenue Refunding Bonds, Series 2007B, and a portion of the 2017B Bonds proceeds will be used to currently refund all of the City's outstanding Airport Revenue Refunding Bonds, Series 2009A, (iv) provide for capitalized interest on a portion of the 2017 Bonds, (v) fund a deposit to the Parity Sinking Fund Reserve Account, and (vi) pay the costs of issuance of the 2017 Bonds.

In October 2020, the City issued Airport Refunding Bonds, Series 2020A, B, & C in the original principal amount of \$389.2 million. The 2020A Bonds were issued for the purpose of providing funds, together with other available moneys, to: (i) refund all of the outstanding 2010A Airport Revenue Bonds, and (ii) pay the cost of issuance of the 2020A Bonds. The 2020B Bonds were issued for the purpose of providing funds to (i) refinance certain outstanding Commercial Paper Notes, and (ii) pay the cost of issuance of the 2020B Bonds. The 2020C Bonds were issued for the purpose of providing funds to (i) refund all of the outstanding Series 2010D Airport Revenue Bonds, (ii) refinance certain outstanding Commercial Paper Notes, and (iii) pay the cost of issuance of the 2020C Bonds. The fiscal year 2021 Airport Refunding Bonds, Series 2020A, B, & C liability of \$389.2 million is reflected in the City's financial statements as Long-Term Obligation.

In July 2021, the City issued \$302.0 million of Airport Revenue and Refunding Bonds Series 2021 Bonds to refund the outstanding Series 2011A and 2011B Bonds in the amount of \$149.8 million and to pay the costs of issuing the Series 2021 Bonds. The Series 2021 Bonds were issued for the purpose of providing funds, together with other available moneys, to (i) fund a deposit to the Project Fund to finance certain capital projects, (ii) finance capitalized interest on a portion of the Series 2021 Bonds, (iii) refund all or a portion of the City's Outstanding Airport Revenue Refunding Bonds, Series 2011, consisting of the Series 2011A (AMT) Bonds (the "2011A Bonds") and the Series 2011B (AMT) Bonds (the "2011B Bonds" and together with the 2011A Bonds, the "Refunded Bonds"), (iv) pay the costs of the bond insurance policy and (v) pay the costs of issuance of the Series 2021 Bonds. The issuance of the 2021 Bonds deposited \$200 million to the Airport Capital Fund to finance certain capital projects. The total proceeds of the 2021 Bonds were \$371.0 million (which includes a premium of \$69.0 million). The interest rates of the bonds that were refunded ranged from 3.750% to 5.000%. The interest rates of the newly issued bonds range from 4.000% to 5.000%. The transaction resulted in a total savings to the City of \$29.3 million over the next 10 years, the economic gain was \$26.7 million.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

The amount of debt service payable for revenue bonds to maturity is as follows:

Fiscal Years Ending June 30	Principal	Interest	Total Debt Service
2023	52,240,000	66,411,148	\$ 118,651,148
2024	61,065,000	64,060,938	125,125,938
2025	88,450,000	61,069,097	149,519,097
2026	104,330,000	57,205,169	161,535,169
2027	84,495,000	53,206,669	137,701,669
2028-2032	269,070,000	211,251,869	480,321,869
2033-2037	244,480,000	149,373,109	393,853,109
2038-2042	215,210,000	95,756,900	310,966,900
2043-2047	207,840,000	50,412,825	258,252,825
2048-2052	104,995,000	8,827,375	113,822,375
Totals	<u>\$1,432,175,000</u>	<u>\$ 817,575,099</u>	<u>\$2,249,750,099</u>

The early extinguishment of debt can result in a gain or loss on refunding, representing the difference between the reacquisition price, plus or minus unamortized premium or discount, and the amount of debt extinguished. The resulting gain or loss is amortized annually over the life of the refunded bonds and reflected in the Deferred Inflows or Outflows section on the Statements of Net Position.

Total interest costs for fiscal year 2022 were \$61.4 million, all of which was recorded as non-operating expense.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Type of Debt	Authorized and Issued	Included in Current Liabilities	Portion Due After 30-Jun-21	Total Outstanding Bonded Debt	Final Maturity	Interest Percentage Rate
Airport Revenue Bonds - Series 2005C	\$ 189,500,000	14,900,000	31,200,000	46,100,000	2025	Variable Rate
Airport Revenue Bonds - Series 2011A	\$ 199,040,000	-	-	-	2028	2.00-5.00%
Airport Revenue Bonds - Series 2011B	\$ 34,790,000	-	-	-	2031	2.00-5.05%
Airport Revenue Bonds - Series 2015A	\$ 97,780,000	4,120,000	68,545,000	72,665,000	2035	4.00-5.05%
Airport Revenue Bonds - Series 2017A	\$ 138,630,000	4,740,000	118,625,000	123,365,000	2047	3.125-5.00%
Airport Revenue Bonds - Series 2017B	\$ 533,900,000	15,715,000	496,795,000	512,510,000	2047	5.00%
Airport Revenue Bonds - Series 2020A	\$ 187,140,000	-	187,140,000	187,140,000	2040	4.00-5.00%
Airport Revenue Bonds - Series 2020B	\$ 43,140,000	5,000	43,130,000	43,135,000	2050	3.00-5.00%
Airport Revenue Bonds - Series 2020C	\$ 111,520,000	12,755,000	132,465,000	145,220,000	2028	5.00%
Airport Revenue Bonds - Series 2021A	\$ 106,210,000	-	106,210,000	106,210,000	2029	5.00%
Airport Revenue Bonds - Series 2021B	\$ 16,195,000	-	16,195,000	16,195,000	2032	5.00%
Airport Revenue Bonds - Series 2021C	\$ 179,635,000	5,000	179,630,000	179,635,000	2052	4.00-5.00%
	<u>\$ 1,837,480,000</u>	<u>\$ 52,240,000</u>	<u>\$ 1,379,935,000</u>	<u>\$ 1,432,175,000</u>		

Changes in Long-Term Debt

	Beginning Balance	Additions (Deletions)	Retirements/ Repayments	Ending Balance	Due Within One Year
Revenue Bonds Payable	\$ 1,331,400,000	\$ 302,040,000	\$ (201,265,000)	\$ 1,432,175,000	\$ 52,240,000
Taxable Airport Revenue Note	118,040,000	-	(2,505,000)	115,535,000	2,605,000
Unamortized Premium/(Discount)	146,097,285	65,970,793	(20,781,875)	191,286,203	-
Total Revenue Bonds Payable	<u>\$ 1,595,537,285</u>	<u>\$ 368,010,793</u>	<u>\$ (224,551,875)</u>	<u>\$ 1,738,996,203</u>	<u>\$ 54,845,000</u>

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

9. DIRECT PURCHASE FEDERALLY TAXABLE LOAN

In April 2017, the Airport issued \$125.0 million of Airport Revenue Bond Series 2017 (Direct Purchase Federally Taxable Loan), which was purchased by PNC Bank, NA, for the purpose of providing funds which, together with other available moneys, were used for some or all of the following: (i) to refund a portion of commercial paper notes issued by the City; (ii) the acquisition of land for the Airport System; (iii) other capital financing needs of the Airport System; and (iv) paying the costs of issuing the Taxable Loan. This loan was subject to optional tender in full on April 26, 2022. In December 2021, the City renegotiated with PNC Bank to extend the optional tender date to June 2025. As part of this extension, the interest rate was revised from the 2.797% to 1.513%. As part of the closing, the City was required to pay PNC Bank a “make whole” termination payment of \$656,148, which is equal to the interest PNC Bank would forego by lowering the interest rate.

<u>Ending June 30</u>	<u>Principal</u>	<u>Interest</u>	<u>Debt Service</u>
2023	2,605,000	1,711,915	4,316,915
2024	2,710,000	1,671,045	4,381,045
2025	110,220,000	1,682,683	111,902,683
Totals	<u>\$ 115,535,000</u>	<u>\$ 5,065,643</u>	<u>\$ 120,600,643</u>

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

10. FUND BALANCES

The following is a description of the restrictions for all net position categories of the Airport:

- *Net Investment in Capital Assets* reflects the investment in fixed assets net of accumulated depreciation and reduced by outstanding debt related to expended bond proceeds.
- *Restricted for Capital Projects* reflects the unexpended funds from bond and CP proceeds, CFCs and PFCs, which are reserved for construction of capital projects, offset by outstanding debt related to unexpended bond proceeds.
- *Restricted for Debt Service* reflects the unexpended funds from bond proceeds and PFCs, which are reserved for repayment of debt.
- *Unrestricted* reflects net position available for current and future operations.

11. DEFERRED COMPENSATION PLAN

The City offers its employees a deferred compensation plan in accordance with Internal Revenue Code section 457. As required by the Code and Pennsylvania laws in effect at June 30, 2014, the assets of the plan are held in trust for the exclusive benefit of the participants and their beneficiaries. In accordance with GASB Statement No. 32, *Accounting and Financial Reporting for Internal Revenue Code Section 457 Deferred Compensation Plans*, the Airport does not include the assets or activity of the plan in its financial statements.

12. OPERATING LEASES

The Airport as a Lessee

A lease is defined as a contractual agreement that conveys control of the right to use another entity's nonfinancial asset, for a minimum contractual period of greater than one year, in an exchange or exchange-like transaction. The Airport leases and subleases a significant amount of nonfinancial assets such as land, buildings, equipment, and infrastructure. The related obligations are presented in the amounts equal to the present value of lease payments, payable during the remaining lease term. As the lessee, a lease liability and an associated lease asset are recognized in the Statement of Net Position.

The Airport has a variety of variable payment clauses, within its lease arrangements, which include payments dependent on indexes and rates (such as the Consumer Price Index and a market interest rates), including variable payments based on future performance and usage of the underlying asset. Components of variable payments that are fixed in substance, are included in the measurement of the lease liability presented in the table below. The Airport did not incur expenses related to its leasing activities related to residual value guarantees, lease termination penalties or losses due to impairment. As a lessee, there are currently no agreements that include sale-leaseback and lease-leaseback transactions.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

The Airport also enters into lease arrangements with third parties in which the Airport is a sublessee.

As of June 30, 2022, the Airport had minimum principal and interest payment requirements for its leasing activities, with a remaining term more than one year:

Lessee Activities (in \$000)			
Fiscal Year Ending	Principal	Interest	Total
June 30			
2023	\$ 214	\$ 240	\$ 454
2024	216	235	451
2025	200	230	430
2026	185	226	411
2027	172	222	395
2028-2032	909	1,055	1,964
2033-2037	1,011	953	1,964
2038-2042	1,124	840	1,964
2043-2047	1,251	714	1,964
2048-2052	1,391	573	1,964
2053-2057	1,547	417	1,964
2058-2062	1,721	244	1,964
2063-2066	1,398	57	1,456
	<u>\$ 11,341</u>	<u>\$ 6,008</u>	<u>\$ 17,348</u>

The Airport as a Lessor

The Airport's most significant non-airline lease is with MarketPlace PHL, LLC, an entity responsible for the development and management of the food and retail program throughout Philadelphia International Airport. This award-winning food and retail program consists of approximately 170 shops, restaurants, retail carts and passenger services throughout Terminals A-West through F. The lease agreement provides for MarketPlace PHL, LLC to remit rents to the City, net of the concession management fee. As part of the post-pandemic recovery, PHL implemented a phased in return to contract rents for all concessionaires based on enplanement levels in the Terminals in which they were located. All contract rents will be in full force effective April 1, 2023.

Additionally, as the lessor, the Airport leases and subleases Airport owned properties such as buildings, land, terminal concessions, and advertising space. The related receivables are presented in the Statement of Net Position for the amounts equal to the present value of

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

lease payments expected to be received during the lease term. Revenue recognized under these lease contracts including interest, during the year ended June 30, 2022, was \$38.3 million. These amounts include variable payments not previously included in the measurement of the lease receivable.

The Airport's variable payments clause within its lease arrangements as the lessor, is similar to the arrangements made as lessee. The Airport did not incur revenue related to residual value guarantees or lease termination penalties. It also does not currently have agreements that include sale-leaseback and lease-leaseback transactions.

The following are schedules by year of minimum payments to be received under lease contracts that are included in the measurement of the lease receivable as of June 30, 2022:

Lessor Activities			
(in \$000)			
Fiscal Year Ending	Principal	Interest	Total
June 30			
2023	\$ 17,267	\$ 2,584	\$ 19,851
2024	15,773	2,107	17,880
2025	10,898	1,683	12,581
2026	6,876	1,441	8,317
2027	6,718	1,241	7,959
2028-2032	15,681	4,279	19,960
2033-2037	8,140	2,728	10,868
2038-2042	8,134	1,538	9,672
2043-2047	5,628	418	6,046
2048-2052	509	29	538
2053-2054	53	1	54
	\$ 95,677	\$ 18,049	\$ 113,726

As of June 30, 2022, the Airport reported lease assets of \$95.7 million. The Airport also reported a deferred inflow of resources in the amount of \$96.9 million.

Regulated Leases

The Department of Aviation does not recognize a lease receivable or a deferred inflow of resources for regulated leases. Regulated leases are certain leases that are subject to external laws, regulations, or legal rulings, e.g., the U.S. Department of Transportation and the Federal Aviation Administration, between airports and air carriers and other aeronautical users. Regulated leases include the following:

Airline Use Agreements: On July 1, 2015, the Department of Aviation entered into an Airport-Airline Use and Lease Agreements (Agreements) with 15 airlines operating at

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

PHL. These Agreements while regulated by the FAA are not within the disclosures. This Agreement expired on June 30, 2022 as described in footnote 20, Subsequent Events.

Fixed Base Operators: The Department of Aviation entered two contracts with Fixed Base Operators (FBO) for the lease of certain airport system property. These two FBOs are commercial enterprises that provide aeronautical services such as fueling, aircraft parking and storage to general aviation operators, and are therefore considered to be regulated leases. These agreements are scheduled to expire in March 2023 and April 2028. Revenues for FBOs was \$4.3 million in Fiscal Year 2022.

Hangars and Ground Rentals: The Department of Aviation entered into several agreements for aircraft maintenance facilities, cargo facilities and ramps, buildings, and land, which are regulated and whose term extends beyond June 30, 2022. Revenue recognized for these leases was \$2.5 million in Fiscal Year 2022.

Other Regulated Leases: The Department of Aviation entered into an agreement with an airline fueling consortium at PHL. As defined by GASB 87, fuel consortium agreements are considered regulated. Revenue recognized for this agreement was \$1.8 million in Fiscal Year 2022.

Expected future minimum lease payments from Regulated Leases at June 30, 2022 are as follows (in thousands):

Fiscal Year Ending June 30	Future Minimum Expected Receipts
2023	\$ 5,612
2024	5,498
2025	5,518
2026	5,449
2027	5,443
2028-2032	17,314
2033-2037	11,415
2038-2042	13,531
2043-2047	13,519
2048-2052	1,963
2053-2057	632
2058-2062	632
2063-2067	632
2068-2069	158
	\$ 87,316

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

13. CONCENTRATION OF CREDIT RISK

American Airlines is the principal airline serving Philadelphia International Airport. The airline, together with its American Eagle affiliates, accounted for approximately 64.9% of passengers enplaned at the airport in fiscal year 2022. Operating revenues from American Airlines and its affiliates totaled approximately \$141.7 million in fiscal year 2022 which represented approximately 43.7% of total Airport operating revenues in fiscal year 2022.

14. PENSION PLANS

The Airport contributes to the Municipal Pension Plan (“City Plan”) of the City of Philadelphia. The City maintains two single-employer defined benefit plans for its employees and several of its component units. The two plans maintained by the City are the City Plan and the Philadelphia Gas Works (“PGW”) Plan. In addition to the City, the three other quasi-governmental agencies that participate in the City Plan are the Philadelphia Parking Authority (“PPA”), the Philadelphia Municipal Authority (“PMA”), and the Philadelphia Housing Development Corporation (“PHDC”). Information for the City Plan as a whole is available in the Annual Comprehensive Financial Report (“ACFR”) of the City of Philadelphia for the year ended June 30, 2022.

Effective with fiscal year 2015, the City implemented GASB Statement No. 68, *Accounting and Financial Reporting for Pensions – an amendment of GASB Statement No. 27*. This Statement revised existing standards for measuring and reporting pension liabilities for pension plans. GASB Statement No. 68 defines a single employer as the primary government and its component units. All three quasi-governmental agencies that participate in the City Plan were determined to be component units of the City. Therefore, the City Plan meets the definition of a single-employer plan.

The note disclosures and Required Supplementary Information required by GASB Statement No. 67, *Financial Reporting for Pension Plans – an amendment of GASB Statement No. 25*, are presented in the separately issued audited financial statements of the City Plan and PGW Plan. Copies of these financial statements may be obtained by contacting the Director of Finance of the City of Philadelphia.

Pension Fund Description

Plan Administration

The Philadelphia Board of Pensions (“Pension Board”) administers the City of Philadelphia Municipal Pension Fund (“Fund”), a single-employer defined benefit pension plan with a small but increasing defined contribution component, which provides pensions for all officers and employees of the City of Philadelphia (“City”), as well as those of three quasi-governmental agencies (per applicable enabling legislation and contractual agreements). The Pension Board was established by section 2-308 of the 1952 Philadelphia Home Rule Charter. Its actions in administering the Retirement System are governed by Title 22 of the Philadelphia Code.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

The Board consists of nine voting members – four elected by the active members within civil service, and the City’s Controller, Solicitor, Managing Director, Personnel Director, and Director of Finance, who serves as the Chair.

Plan Membership

At July 1, 2021, the date of the most recent actuarial valuation, pension plan membership for the City as a whole consisted of the following:

Active Members	27,020
Terminated Vested	900
Disabled	3,796
Retirees	22,202
Beneficiaries	8,445
DROP Members	1,878
Total City Members	<u>64,241</u>
Annual Salaries	\$1,886,511,515
Average Salary per Active Member	\$69,819
Annual Retirement Allowances	\$804,906,478
Average Retirement Allowance	\$23,369

Contributions

Per Title 22 of the Philadelphia Code, members contribute to the Fund at various rates based on bargaining unit, uniform/non-uniform/elected/exempt status, and entry date into the Fund. Beginning July 1, 2021, members contributed at one of the following rates:

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Employee Contribution Rates				
For the Plan Year Beginning July 1, 2021 to June 30, 2022				
	Municipal (1)	Elected (2)	Police	Fire
Plan 67	7.00%	N/A	6.00%	6.00%
Plan 87	3.55%	11.56%	6.84%	6.84%
Plan 87 - 50% of Aggregate Normal Cost (3)	4.25%	N/A	N/A	N/A
Plan 87 - Accelerated Vesting (4)	4.46%	12.59%	N/A	N/A
Plan 87 Prime (5)	4.55%	12.56%	7.84%	7.84%
Plan '10	2.42%	N/A	7.34%	7.34%
Plan '10 - Accelerated Vesting	2.86%	N/A	N/A	N/A
Plan '16 (6)	4.14%	N/A	N/A	N/A
Plan '16 - Accelerated Vesting (7)	4.45%	N/A	N/A	N/A

1 - For the Municipal Plan 67 members who participate in the Social Security System, employee contributions are 4.75% of compensation up to the social security wage base and 7% above it.

2 - The employee contribution rate is based upon the normal cost of \$575,921 under Plan 87 Elected, normal cost of \$329,131 under Plan 87 Municipal and current annual payroll of \$3,271,935.

3 - This represents 50% of aggregate Normal Cost for all members in Plan Y and applies to Deputy Sheriffs hired between 1/1/2012 and 6/20/2018.

4 - Member rates for Municipal Plan 87 (Y5) members eligible to vest in 5 years and Elected Officials (L8) eligible to be vested in 8 years instead of 10.

5 - Plan 87 Prime refers to new hires who have the option to elect Plan '10 but have elected to stay in Plan '87. New hires after 7/1/2017 in Police and Fire Plan 87 Prime pay 8.50% and are not reflected above.

6 - All Municipal groups (except elected officials) hired after January 1, 2019 participate in Plan '16.

7 - Member rate for Municipal Plan 16 members eligible to vest in 7 years instead of 10 years.

Employer contributions are made by the City throughout each fiscal year (which ends June 30) and by three (3) quasi-governmental agencies on a quarterly basis. These contributions, determined by an annual actuarial valuation report (“AVR”), when combined with plan member contributions, are expected to finance the costs of benefits earned by plan members during the year, with an additional amount to finance any unfunded accrued liability.

Within the AVR, three contribution amounts are determined based upon three different sets of rules for determining the way the unfunded actuarial liability is funded.

The first method is defined in accordance with Act 205 and defines the Minimum Municipal Obligation (“MMO”), which is the City’s minimum required contribution under Pennsylvania state law.

The second method is in accordance with the City’s Funding Policy, which predates the Act 205 rules and calls for contributions that are greater than the MMO until the initial unfunded liability determined in 1984 is fully funded.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

The third method currently followed by the City, the Revenue Recognition Policy (“RRP”), calls for additional revenue to be contributed each year to the fund in excess of the MMO. There are three sources of additional revenue that will be received by the Fund: 1) a portion of the sales tax according to the State Legislation, 2) additional tiered member contributions based on salary level for all municipal employees, and 3) additional member contributions from the current and future uniform members in Plan 87.

Under all funding methods, there are two components: the normal cost and the amortized unfunded actuarial liability. The actuarial unfunded liability is the amount of the unfunded actuarial liability that is paid each year based upon the given or defined amortization periods. The amortization periods are the same under the MMO and RRP, but differ under the City’s Funding Policy.

City’s Funding Policy

The initial July 1, 1985 unfunded actuarial liability (“UAL”) is amortized over 34 years ending June 30, 2019 with payments increasing at 3.3% per year, the assumed payroll growth. All future amortization periods will follow the MMO funding policy below. Other changes in the actuarial liability are amortized in level-dollar payments as follows:

- Actuarial gains and losses – 20 years beginning July 1, 2009. Prior gains and losses were amortized over 15 years.
- Assumptions changes – 15 years beginning July 1, 2010. Prior to July 1, 2010, assumption changes were amortized over 20 years.
- Plan changes for active members – 10 years.
- Plan changes for inactive members – 1 year.
- Plan changes mandated by the State – 20 years.

In fiscal year 2022, the City and other employers’ contributions of \$859.8 million were more than the actuarially determined employer contribution (“ADEC”) of \$826.4 million. In the event that the City contributes less than the funding policy, an experience loss will be created that will be amortized in accordance with the funding policy over a closed 20-year period.

The Schedule of Employer Contributions (based on the City’s Funding Policy) is included as Required Supplemental Information (in the City’s ACFR) and provides a 10-year presentation of the employer contributions.

Minimum Municipal Obligation (MMO)

For the purposes of the MMO under Act 205 reflecting the fresh start amortization schedule, the July 1, 2009 UAL was “fresh started” to be amortized over 30 years ending June 30, 2039. This is a level dollar amortization of the UAL.

In fiscal year 2022, the City and other employers’ contributions of \$859.8 million exceeded the Minimum Municipal Obligation of \$678.2 million.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

The Schedule of Employer Contributions (based on the MMO Funding Policy) is included as Required Supplemental Information (in the City's ACFR) and provides a 10-year presentation of employer contributions.

Revenue Recognition Policy (RRP)

Revenue Recognition Policy is similar to the MMO except that assets used to determine the unfunded liability do not include a portion of sales tax revenue, tiered member contributions from the municipal employees, and additional uniform members' contributions. These sources of income are contributed over and above the City's contribution of the MMO and will be in addition to the MMO. Therefore, under this funding method, the additional revenue amounts are separately tracked and accumulated in a notional account, which is then subtracted from the assets before calculating the contribution amounts due under the Minimum Municipal Obligation methodology. The fund accumulates these amounts in a notional account and deducts them from the Actuarial Asset Value return rates to preserve the new funding methodology objective.

In fiscal year 2022, the City and other employers' contributions of \$859.8 million exceeded the contribution under the Revenue Recognition Policy of \$727.4 million.

The Schedule of Employer Contributions (based on the RRP Funding Policy) is included as Required Supplemental Information (in the City's ACFR) and provides a 10-year presentation of employer contributions.

Benefits

The Fund provides retirement, disability, and death benefits according to the provisions of Title 22 of the Philadelphia Code. These provisions prescribe retirement benefit calculations, vesting thresholds, and minimum retirement ages that vary based on bargaining unit, uniform/non-uniform status, and entry date into the System.

Non-uniform employees may retire at either age 55 with up to 80% of average final compensation ("AFC") or age 60 with up to 100% or 25% of AFC, depending on entry date into the Fund. Uniform employees may retire at either age 45 with up to 100% of AFC or age 50 with up to either 100% or 35% of AFC, depending on entry date into the Fund. Survivorship selections may result in an actuarial reduction to the calculated benefit.

Members may qualify for service-connected disability benefits regardless of length of service. Service-connected disability benefits are equal to 70% of a member's final rate of pay and are payable immediately without an actuarial reduction. These applications require approval by the Board. Eligibility to apply for non-service-connected disability benefits varies by bargaining unit and uniform/non-uniform status. Non-service-connected disability benefits are determined in the same manner as retirement benefits and are payable immediately.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Service-connected death benefits are payable to:

- 1) surviving spouse/life partner at 60% of final rate of pay plus up to two children under age 18 at 10% each of final rate of pay (maximum payout: 80%);
- 2) if no surviving spouse/life partner, up to three children under age 18 at 25% each of final rate of pay (maximum payout 75%); or
- 3) if no surviving spouse/life partner or children under age 18, up to two surviving parents at 15% each of final rate of pay (maximum payout 30%).

Non-service-connected deaths are payable as a lump sum payment, unless the deceased was either vested or had reached minimum retirement age for their plan, in which case the beneficiary(ies) may instead select a lifetime monthly benefit, payable immediately with an actuarial reduction.

A Pension Adjustment Fund (“PAF”) is funded with 50% of the excess earnings that are between 1% and 6% above the actuarial assumed earnings rate. Each year, within 60 days of the end of the fiscal year, by majority vote of its members, the Board of Directors of the Fund (“the Board”) shall consider whether sufficient funds have accumulated in the PAF to support an enhanced benefit distribution (which may include, but is not limited to, a lump sum bonus payment, monthly pension payment increases, ad hoc cost-of-living adjustments, continuous cost-of-living adjustments, or some other form of increase in benefits as determined by the Board) to retirees, their beneficiaries, and their survivors. As of July 1, 2021, the date of the most recent actuarial valuation, there was \$76,471,047 in the PAF and the Board voted to make PAF distributions of \$37,395,128 during the fiscal year ended June 30, 2022.

The Fund includes a Deferred Retirement Option Plan (“DROP Plan”). The DROP Plan allows a participant to declare that they will retire within four years. During the 4-year period, the City will make no further contributions for the participant. The participant would continue to work and to receive their salary; however, any increases would not be counted towards their pension benefit. During the four-year period the individual participates in the DROP Plan, their pension benefits will be paid into an escrow account in the participant's name. After the four-year period, the participant would begin to receive their pension benefits and the amount that has been accumulated in the escrow account in a lump sum payment. The balance in the DROP Plan as of June 30, 2022 is \$141.5 million.

Investments

The Pension Board’s Investment Policy Statement provides, in part:

The overall investment objectives and goals should be achieved by use of a diversified portfolio, with safety of principal a primary emphasis. The portfolio policy should employ flexibility by prudent diversification into various asset classes based upon the relative

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

expected risk-reward relationship of the asset classes and the expected correlation of their returns.

The Fund seeks an annual total rate of return of not less than 7.40% over a full market cycle. It is anticipated that this return standard should enable the Fund to meet its current actuarially assumed earnings projection 7.40% over a market cycle. The investment return assumption was reduced by the Board from 7.50% to 7.40% from the prior fiscal year. The Fund's investment program will pursue its aforesaid total rate of return by a combination of income and appreciation, relying upon neither exclusively in evaluating a prospective investment for the Fund.

All investments are made only upon recommendation of the Fund's Investment Committee and approval by a majority of the Pension Board. In order to document and communicate the objectives, restrictions, and guidelines for the Fund's investment staff and investments, a continuously updated Investment Policy Statement is maintained. The Investment Policy Statement is updated (and reaffirmed) each year at the January Board meeting.

The following was the Board's approved asset allocation policy as of April 22, 2021:

Asset Class	Target Allocation
U.S. Large-Cap Core	20.0%
Broad Fixed Income	13.0%
Private Equity	12.0%
Global Low Volatility	10.0%
International Developed Large Cap Equity	10.0%
Core Real Estate	10.0%
Global Infrastructure	5.0%
U.S. Mid-Cap Core	4.0%
U.S. Small-Cap Core	4.0%
International Small Cap Equity	3.0%
Emerging Market Equity	3.0%
Emerging Market Debt	2.0%
HighYield	1.0%
Global Aggregate	1.0%
Public REITs	1.0%
Real Estate - Opportunistic	1.0%
Total	<u>100.0%</u>

Money-Weighted Rate of Return

For the fiscal year ended June 30, 2022, the annual money-weighted rate of return on pension plan investments, net of pension plan investment expense, was -5.44%. The

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

money-weighted rate of return expresses investment performance, net of investment expense, adjusted for changing amounts actually invested.

Summary of Significant Accounting Policies

Basis of Presentation

Financial statements of the Fund are prepared using the accrual basis of accounting. Member contributions are recognized in the period in which the contributions are due. Employer contributions are recognized when due and the employer has made a formal commitment to provide the contributions. Benefits and refunds of contributions are recognized when due and payable in accordance with the terms of the Fund.

Methods Used to Value Investments

The Fund's investments are reported at fair value. Fair value is the amount that the Fund can reasonably expect to receive for an investment in a current sale between a willing buyer and a willing seller, that is, other than in a forced or liquidation sale. Fixed income securities and common and preferred stocks are generally valued based on published market prices and quotations from national security exchanges or securities pricing services. Securities which are not traded on a national security exchange are valued by the respective fund manager or other third parties based on similar sales.

For private market investments which include private equity, private debt, venture capital, hedge funds and equity real estate investments where no readily ascertainable market value exists, management, in consultation with the general partner and investment advisors, has determined the fair values for the individual investments based upon the partnership's most recent available financial information. Some of the investment values provided in the report are estimates due to a lag in reporting for private market investments.

Futures contracts, foreign exchange contracts, and options are marked-to-market daily with changes in market value recognized as part of net appreciation/depreciation in the fair value of investments. Initial margin requirements for such financial instruments are provided by investment securities pledged as collateral or by cash.

Investment expenses consist of investment manager fees and investment consultant fees related to the traditional investments only, and not those fees related to the alternative investments. Unsettled investment sales are reported as Accrued Interest and Other Receivables, and unsettled investment purchases are included in Accrued Expenses and Other Liabilities.

Dividend income is recorded on the ex-dividend date. Interest income is recorded as earned on an accrual basis.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Income Taxes

The Fund qualifies under Section 401(a) of the Internal Revenue Code (“IRC”) and is exempt from income taxation as allowed by Section 501(a) of the IRC.

Related Parties

The City’s Department of Finance provides cash receipt and cash disbursement services to the Fund. The City Solicitor’s Office provides legal services to the Fund. Other administrative services are also provided by the City.

Use of Estimates in Preparing Financial Statements

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Risks and Uncertainties

The Fund invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the Statement of Fiduciary Net Position.

Contributions are calculated based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption process, it is at least reasonably possible that changes in these statements and assumptions in the near term would be material to the financial statements.

Administrative Expenses

Administrative expenses of the Fund are paid for by the Fund.

Cash Deposits, Investments and Securities Lending

Legal Provisions

The Fund is authorized to invest in “prudent investments,” including obligations of the U.S. Treasury, agencies and instrumentalities of the United States, investment grade corporate bonds, common stock, real estate, private market, etc. City ordinances contain provisions which preclude the Fund from investing in organizations that conduct business in certain countries and also impose limitations on the amounts invested in certain types of securities.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Custodial Credit Risk

Custodial credit risk for Deposits is the risk that in the event of a bank failure, the Fund's deposits may not be returned to them. The Fund's cash deposits are held in two banks as of June 30, 2022. Amounts are insured up to \$250,000 per bank by the Federal Deposit Insurance Corporation ("FDIC"). Deposits in excess of the FDIC limit are collateralized with securities held by the pledging financial institution's trust department or agent in the Fund's name. The Fund classifies Money Market funds held by custodian institution, Northern Trust, as cash equivalents. The Fund also classifies Treasury Bills as cash equivalent if the date of maturity is three months or less from the acquisition date.

Custodial credit risk for Investments is the risk that in the event of counterparty failure, the Fund may not be able to recover the value of its investment or collateral securities that are in the possession of an outside party. Investment securities are exposed to custodial credit risk if the securities held by the counterparty or counterparty's trust department are uninsured and are not registered in the name of the Fund. The Fund requires that all investments be clearly marked as to ownership, and to the extent possible, be registered in the name of the Fund. Certain investments may be held by the managers in the Fund's name.

Interest Rate Risk

Interest rate risk is the largest risk faced by an investor in the fixed income market. The price of a fixed income security generally moves in the opposite direction of the change in interest rates. Securities with long maturities are highly sensitive to interest rate changes.

Duration is a measure of the approximate sensitivity of a bond's value to interest rate changes. The higher the duration, the greater the changes in fair value when interest rates change. The Fund measures interest rate risk using segmented time distribution, which shows the total fair value of investments maturing during a given period.

Concentration of Credit Risk

Concentration of credit risk is the risk of substantial loss if investments are concentrated in one issuer. As of June 30, 2022, the Fund has no single issuer that exceeds 5% of total investments. Investments issued or explicitly guaranteed by the U.S. government and investments in mutual funds, external investment pools, and other pooled investments are excluded.

Credit Risk

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligation. The Fund is subject to credit risk on \$589.3 million of directly owned fixed income. The Fund's directly owned rated debt investments as of June 30, 2022 were rated by Standard & Poor's, a nationally recognized statistical rating agency.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Foreign Currency Risk

The Fund's exposure to foreign currency risk derives from its position in foreign currency-denominated cash and investments in fixed income, equities, and derivatives. The foreign currency investment in equity securities is 41.83% of the total investment in equities.

Derivatives

The Fund may invest in derivatives as permitted by guidelines established by the Pension Board. Pursuant to such authority, the Fund may invest in foreign currency forward contracts, options, futures (S&P Fund) and swaps. No derivatives were purchased with borrowed funds.

Derivatives are generally used to provide market exposure in the equity portfolio and to hedge against foreign currency risk and changes in interest rates, improve yield and adjust the duration of the Fund's fixed income portfolio. These securities are subject to changes in value due to changes in interest rates or currency valuations. Credit risk for derivatives results from the same considerations as other counterparty risk assumed by the Fund, which is the risk that the counterparty might be unable to meet its obligations.

Derivative instruments such as swaps, options, futures and forwards are often complex financial arrangements used by governments to manage specific risks or to make investments. By entering into these arrangements, governments receive and make payments based on market prices without actually entering into the related financial or commodity transactions. Derivative instruments associated with changing financial and commodity prices result in changing cash flows and fair values that can be used as effective risk management or investment tools. However, derivative instruments can also expose governments to significant risks and liabilities.

The Fund enters into a variety of financial contracts, which include options, futures, forwards and swap agreements to gain exposure to certain sectors of the equity and fixed income markets; collateralized mortgage obligations ("CMOs"); other forward contracts, and U.S. treasury strips. The contracts are used primarily to enhance performance and reduce the volatility of the portfolio. The Fund is exposed to credit risk in the event of non-performance by counterparties to financial instruments. The Fund generally enters into transactions only with high quality institutions. Legal risk is mitigated through selection of executing brokers and review of all documentation. The Fund is exposed to market risk, the risk that future changes in market conditions may make an instrument less valuable. Exposure to market risk is managed in accordance with risk limits set by senior management, through buying or selling instruments or entering into offsetting positions. The notional or contractual amounts of derivatives indicate the extent of the Fund's involvement in the various types and uses of derivative financial instruments and do not measure the Fund's exposure to credit or market risks and do not necessarily represent amounts exchanged by the parties. The amounts exchanged are determined by reference to the notional amounts and the other terms of the derivatives.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Derivative Instruments

The following table summarizes the aggregate notional or contractual amounts for the Fund's derivative financial instruments at June 30, 2022 in addition to the fair value and the change in the fair value of derivatives.

List of Derivatives Aggregated by Investment Type

Classification	Change in Fair Value	Fair Value at June 30, 2022	Notional
Investment Derivatives			
Forward Currency Contracts	Net appreciation / (depreciation) in investments	\$ (3,978,185)	Investments
		\$ (4,216,511)	\$ 216,418,984
Futures	Net appreciation / (depreciation) in investments	\$ 370,770	Investments
		\$ -	\$ 17,162,415
	Grand Totals	\$ (3,607,415)	\$ (4,216,511) \$ 233,581,399

A Derivatives Policy Statement identifies and allows common derivative investments and strategies which are consistent with the Investment Policy Statement of the City of Philadelphia Municipal Pension Fund. The guidelines identify transaction-level and portfolio-level risk control procedures and documentation requirements. Managers are required to measure and monitor exposure to counterparty credit risk. All counterparties must have credit ratings available from nationally recognized rating institutions such as Moody's, Fitch, and S&P. The details of other risks and financial instruments in which the Fund is involved are described below.

Credit Risk

The Fund is exposed to credit risk on hedging derivative instruments that are in asset positions. To minimize its exposure to loss related to credit risk, it is the Fund's policy to require counterparty collateral posting provisions in its non-exchange-traded hedging derivative instruments. These terms require full collateralization of the fair value of hedging derivative instruments in asset positions (net of the effect of applicable netting arrangements) should the counterparty's credit rating fall below AA as issued by Fitch Ratings and Standard & Poor's or Aa as issued by Moody's Investors Service. Collateral posted is to be in the form of U.S. Treasury securities held by a third-party custodian. The City has never failed to access collateral when required.

It is the Fund's policy to enter into netting arrangements whenever it has entered into more than one derivative instrument transaction with counterparty. Under the terms of these arrangements, should one party become insolvent or otherwise default on its obligations, close-out netting provisions permit the non-defaulting party to accelerate and terminate all

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

outstanding transactions and net the transactions' fair values so that a single sum will be owed by, or owed to, the non-defaulting party.

Swap Agreements

These derivative instruments provide for periodic payments at predetermined future dates between parties based on the change in value of underlying securities, indexes or interest rates. Under fixed interest rate type swap arrangements, the Fund receives the fixed interest rate on certain equity or debt securities or indexes in exchange for a fixed charge. There were not any total receive fixed interest swaps during 2022. On its pay-variable, receive-fixed interest rate swap, as LIBOR increases, the Fund's net payment on the swap increases. Alternatively, on its pay-fixed, receive-variable interest rate swap, as LIBOR or the SIFMA swap index decreases, the Fund's net payment on the swap increases.

Futures Contracts

These derivative instruments are types of contracts in which the buyer agrees to purchase, and the seller agrees to make delivery of a specific financial instrument at a predetermined date and price. Gains and losses on futures contracts are settled daily based on a notional (underlying) principal value and do not involve an actual transfer of the specific instrument. Futures contracts are standardized and are traded on exchanges. The exchange assumes the risk that counterparty will not pay and generally requires margin payments to minimize such risk. In addition, the Fund enters into short sales, sales of securities it does not presently own, to neutralize the market risk of certain equity positions. Initial margin requirements on futures contracts and collateral for short sales are provided by investment securities pledged as collateral and by cash held by various brokers. Although the Fund has the right to access individual pledged securities, it must maintain the amount pledged by substituting other securities for those accessed. The realized loss from futures contracts was (\$149,287).

Forward Contracts

The Fund is exposed to basis risk on its forward contracts because of possible mismatch between the price of the asset being hedged and the price at which the forward contract is expected to settle. The realized loss from forward contracts was (\$3,600,825).

Termination Risk

The Fund or its counterparties may terminate a derivative instrument if the other party fails to perform under the terms of the contract. In addition, the Fund is exposed to termination risk on its receive-fixed interest rate swap. The Fund is exposed to termination risk on its rate cap because the counterparty has the option to terminate the contract if the SIFMA swap index exceeds 12%. If at the time of termination, a hedging derivative instrument is in a liability position, the City would be liable to the counterparty for a payment equal to the liability, subject to netting arrangements.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Rollover Risk

The Fund is exposed to rollover risk on hedging derivative instruments that are hedges of debt that mature or may be terminated prior to the maturity of the hedged debt. When these hedging derivative instruments terminate, or in the case of a termination option, if the counterparty exercises its option, the Fund will be re-exposed to the risks being hedged by the hedging derivative instrument.

Fair Value Measurement

The accounting pronouncement on fair value measurements establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobserved inputs (Level 3 measurements). See the City's ACFR to view the Municipal Pension Fund's recurring fair value measurement as of June 30, 2022.

Level 1 – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access. Such inputs include quoted prices in active markets for identical assets or liabilities.

Level 2 – Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; or other inputs that are observable or can be corroborated by observable market data sustainability for the full term of the assets or liabilities.

Level 3 – Unobservable inputs that are supported by little or no market activity and that are financial instruments whose values are determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant judgement or estimation.

1. Credit distressed hedge funds: This Fund seeks to identify and exploit event driven opportunities both on the long and short side in the stressed and distressed corporate debt markets. Investments are generally driven by fundamental, value-oriented analysis and specific credit events. The Fund maintains the flexibility to invest globally and across capital structures of stressed and distressed companies. Investments generally target secondary U.S. credit opportunities across all tranches of a company's debt capital structure. The Fund may also invest opportunistically in certain equities, long and short. The fair values of the investments in this type have been determined using the net asset value ("NAV") per share (or its equivalent) of the investments. Investments can be redeemed with a 90 days' notice. This Fund has been terminated but due to its structure and illiquid nature, investments have not been fully liquidated yet.
2. Equity long/short hedge funds: This Fund will typically hold 0-50 long positions and 10-15 short positions in U.S. common stocks. Management can shift investments from

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

value to growth strategies, from small to large capitalization stocks, and from a net long position to a net short position. The Fund mitigates market risk by utilizing short positions. In periods of extreme volatility, the Fund may hold a significant portion of its assets in cash. The fair values of the investments in this type have been determined using the NAV per share of the investments. Investments can be redeemed with a 90 days' notice.

3. Real estate funds: This type includes funds that invest in U.S. and non-U.S. commercial and residential real estate. The fair values of the investments in this type have been determined using the NAV per share (or its equivalent) of the Plan's ownership interest in partners' capital. These investments can never be redeemed with the funds. Distributions from each fund will be received as the underlying investments of the funds are liquidated. However, the individual investments that will be sold have not yet been determined. Because it is not probable that any individual investment will be sold, the fair value of each individual investment has been determined using the NAV per share (or its equivalent) of the Plan's ownership interest in partners' capital. Once it has been determined which investments will be sold and whether those investments will be sold individually or in a group, the investments will be sold in an auction process. The investee fund's management is required to approve of the buyer before the sale of the investments can be completed. It is expected that the underlying assets of the funds will be liquidated over the next seven to ten years.
4. Private equity funds: The primary goal of these Funds is to generate returns for investors that exceed private equity industry benchmarks and are commensurate with asset class risk through the construction of a portfolio of opportunistic, highly performing private equity investments. Investments that these funds may undertake include early-stage venture capital, later-stage growth financings, leveraged buyouts of medium and large-sized companies, mezzanine investments, private investments in public equity (PIPES) and investments in companies that are being taken private. These investments can never be redeemed with the funds. Instead, the nature of the investments in this type is that distributions are received through the liquidation of the underlying assets of the fund. If these investments were held, it is expected that the underlying assets of the fund would be liquidated over five to ten years. The fair values of the investments in this type have been determined using recent observable transaction information for similar investments and nonbinding bids received from potential buyers of the investments. Once a buyer has been identified, the investee fund's management is required to approve of the buyer before the sale of the investments can be completed.
5. Fixed income hedge funds: The primary goal of these Funds is to create alpha by sourcing proprietary opportunities, avoiding capital loss, buying securities below their intrinsic value and selling securities above their intrinsic value. Firms look for opportunities that are currently mispriced, based on fundamentals or potentially an event that may improve the price of the holding. Investments are generally driven by

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

fundamental, value-oriented analysis, and specific credit events. The fair values of the investments in this type have been determined using NAV per share (or its equivalent) of the investments. Investments can be redeemed with 90-120 days' notice. These funds have been terminated but because of their structure and illiquid nature, the investments have not been fully liquidated yet.

Securities Lending Program

The Fund, pursuant to a Securities Lending Authorization Agreement ("SLAA"), has authorized Northern Trust to act as the Fund's agent in lending the Fund's securities to approved borrowers. Northern Trust, as agent, enters into Securities Loan Agreements with borrowers.

Securities are loaned versus collateral that may include cash; U.S. government and select OECD government debt securities; and domestic and international equities from major indices as defined specifically in the non-cash collateral guidelines within the Securities Lending Authorization Agreement. U.S. securities are loaned versus collateral valued at 102% of the market value of the securities plus any accrued interest. Non-U.S. securities are loaned versus collateral valued at 105% of the market value of the securities plus any accrued interest. Non-Cash collateral cannot be pledged or sold unless the borrower defaults.

All securities loans can be terminated on demand by either the lender or the borrower, although the average term of City of Philadelphia Board of Pensions and Retirement loans was approximately 80 days as of June 30, 2022. Cash open collateral is invested in a short-term investment pool, the NT Coll SL Core S/T Inv Fund, which had an interest sensitivity of 24 days as of this statement.

There were no violations of legal or contractual provisions, no borrower or lending agent default losses to the securities lending agent.

There are no dividends or coupon payments, owing on the securities lent. Securities lending earnings are credited to participating clients on approximately the fifteenth day of the following month.

Indemnification deals with the situation in which a client's securities are not returned due to the insolvency of a borrower and Northern Trust has failed to live up to its contractual responsibilities relating to the lending of those securities. Northern Trust's responsibilities include performing appropriate borrower and collateral investment credit analyses, demanding adequate types and levels of collateral, and complying with applicable Department of Labor and Federal Financial Institutions Examination Council regulations concerning securities.

As of June 30, 2022, the fair value of securities on loan was \$483.9 million. Associated collateral totaling \$500.4 million was comprised of cash which was invested in a separately managed account based upon the investment guidelines established by the Pension Fund.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

As of June 30, 2022, the invested cash collateral was \$500.4 million and is valued at amortized cost.

Investments Advisors

The Fund utilizes investment advisors to manage long-term debt, real estate, private market, and equity portfolios. To be eligible for consideration, investments must meet criteria set forth in governing laws and regulations.

Net Pension Liability

The components of the net pension liability as of June 30, 2022 were as follows:

Total Pension Liability	\$ 12,374,126,417
Plan Fiduciary Net Position	<u>6,939,833,896</u>
Collective Net Pension Liability	\$ 5,434,292,521

Plan Fiduciary Net Position as a Percentage of the Total Pension Liability: 56.1%

Actuarial Assumptions

The total pension liability was determined by an actuarial valuation as of June 30, 2021 and was rolled forward to June 30, 2022. The June 30, 2021 valuation used the following actuarial assumptions, applied to all periods, including the measurement period:

Actuarial Cost Method:	Entry Age Normal
Investment Rate of Return:	7.40% compounded annually, net of expenses
Salary Increases:	Age-based table

* The investment return assumption was changed from 7.50% from the prior year valuation to 7.40% for the current year valuation.

* To recognize the expense of the benefits payable under the Pension Adjustment Fund, the actuarial liabilities have been increased by 0.54%. This estimate is based on the statistical average expected value of benefits.

* Mortality Rates: For Municipal and Elected Officials, 127% and 119% for males and females, respectively, of the RP-2014 Healthy Annuitant Table projected from base year of 2006 to 2021 using mortality improvement scale MP-2017. For Uniform, 115% of the RP-2014 Blue Collar Healthy Annuitant Table projected from base year of 2006 to 2021 using mortality improvement scale MP-2017.

The measurement date for the net pension liability (NPL) is June 30, 2022. Measurements are based on the fair value of assets as of June 30, 2022 and the total pension liability (TPL) as of the valuation date, July 1, 2021, updated to June 30, 2022. The roll-forward procedure included the addition of service cost and interest cost offset by actual benefit payments and an adjustment to reflect changes in assumptions.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

There were no changes in benefits during the year. After issuance of the June 30, 2021 GASB report, the Board adopted a reduction in the expected long-term assets from 7.50% to 7.45% effective July 1, 2021. Furthermore, effective July 1, 2022, the Board approved reducing the expected long-term return on assets from 7.45% to 7.40% and proposed demographic assumption changes resulting from the Experience Study completed in April 2022 which includes updates to mortality rates, retirement rates, termination rates, disability rate, salary scale, and percent married for non-active members. The combined effect of these assumptions changes increased the TPL by approximately \$220 million.

During the measurement year, the collective NPL decreased by approximately \$641 million. The service cost and interest cost increased the collective NPL by approximately \$1.07 billion while contributions offset by investment losses and administrative expenses decreased the collective NPL by approximately \$482 million. Additionally, there was an actuarial experience gain during the year of approximately \$201 million.

Long-term Expected Rate of Return

The long-term expected rate of return on pension plan investments was determined using the software simulations developed by the Fund's investment consultant, Marquette Associates, in which best-estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation.

Discount Rate

The discount rate used to measure the total pension liability was 7.40%. The projection of cash flows used to determine the discount rate assumed that plan member contributions will be made at the current contribution rate and the participating governmental entity contributions will be made at rates equal to the difference between actuarially determined contribution rates and the member rate. Based on those assumptions, the pension plan's fiduciary net position was projected to be available to make all projected future benefit payments of current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods on projected benefit payment to determine the total pension liability.

Sensitivity of the Net Pension Liability

The following table presents the NPL of the Fund, calculated using the discount rate of 7.40%, as well as what the Fund's net pension liability would be if it were calculated using a discount rate that is 1% lower or 1% higher than the current rate:

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

	1% Decrease 6.40%	Discount Rate 7.40%	1% Increase 8.40%
Total Pension Liability	\$13,637,931,891	\$12,374,126,417	\$11,296,402,627
Plan Fiduciary Net Position	\$6,939,833,896	\$6,939,833,896	\$6,939,833,896
Collective Net Position Liability	\$6,698,097,995	\$5,434,292,521	\$4,356,568,731
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability	50.9%	56.1%	61.4%

Guarantee of Benefits

Benefits under the Fund are guaranteed by statute. In the event that employee contributions do not equal required benefits, the City's General Fund must provide any shortfall.

Participation in the Pension Fund

The trustees for the Fund are also members of the Fund and as such, are subject to the provisions of the Fund as described in the notes to the City's financial statements.

Reporting Information for Participating Employers

Changes in Collective Net Pension Liability

The following table shows the changes in TPL, the plan fiduciary net position (i.e., fair value of the System assets) (FNP), and the NPL during the measurement period ending on June 30, 2022.

	Change in Collective Net Pension Liability		
	Total Pension Liability	Increase (Decrease) Plan Fiduciary Net Position	Net Pension Liability
Balances at June 30, 2021	\$ 12,218,303,114	\$ 7,424,982,787	\$ 4,793,320,327
Changes for the year:			
Service cost	186,293,827	-	186,293,827
Interest	879,400,291	-	879,400,291
Changes in benefits	-	-	-
Differences between expected and actual experience	(200,733,436)	-	(200,733,436)
Changes of assumptions	220,153,521	-	220,153,521
Contributions - employer	-	859,786,617	(859,786,617)
Contributions - member	-	110,446,674	(110,446,674)
Net investment income	-	(479,762,783)	479,762,783
Benefit payments	(929,290,900)	(929,290,900)	-
Administrative expense	-	(8,933,371)	8,933,371
PAF Distributions	-	(37,395,128)	37,395,128
Net Changes	155,823,303	(485,148,891)	640,972,194
Balances at June 30, 2022	\$ 12,374,126,417	\$ 6,939,833,896	\$ 5,434,292,521

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Employer's Proportionate Share

GASB Statement No. 68 requires that the proportionate share for each employer be determined based upon the "employer's projected long-term contribution effort to the pension as compared to the total long-term contribution effort to all employers." In addition to the City, three governmental agencies currently participate in the system, PHDC, PMA, and PPA. The method of allocation is based on the ratio of quasi-agency contributions in proportion to total contributions by plan.

See the City's ACFR for further details on the Plan's financials.

15. ACCUMULATED UNPAID SICK LEAVE

The Airport follows City policies regarding the accumulation of sick leave. City and certain component unit employees are credited with varying amounts of sick leave according to type of employee and/or length of service. City employees may accumulate unused sick leave to predetermined balances. Non-uniformed employees (upon retirement only) and uniformed employees (upon retirement or in case of death while on active duty) are paid varying amounts ranging from 25% to 60% of unused sick time, not to exceed predetermined amounts. Employees, who separate for any reason other than indicated above, forfeit their entire sick leave.

16. OTHER POSTEMPLOYMENT BENEFITS (OPEB)

The following information is provided for the City as a whole because discrete information is not available for the Airport. Please see the ACFR of the City of Philadelphia for required supplemental information.

Plan Description

The City of Philadelphia self-administers a single-employer, defined benefit plan that provides OPEB for all eligible retirees. No assets are accumulated in a trust that meets the criteria in paragraph four of GASB Statement No. 75.

Benefits Provided

The City of Philadelphia subsidizes health care for five years from the time of coverage election for eligible retirees. Certain union represented employees may defer their coverage until a later date but the amount that the City pays for their health care is limited to the amount that the City would have paid at the date of their retirement. The City also provides lifetime insurance coverage for all eligible retirees. Firefighters are entitled to \$7,500 coverage and all other employees receive \$6,000 in coverage. The plan does not issue stand-alone financial statements, and the accounting for the plan is reported within the financial statements of the City of Philadelphia.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Funding Policy

The City's funding policy is to pay the net expected benefits for the current retirees. To provide health care coverage, the City pays a negotiated monthly premium for retirees covered by union contracts and is self-insured for non-union employees. The City's contributions are estimated to be about \$118.3 million for fiscal year ending June 30, 2022.

Employees Covered by Benefit Terms

As of July 1, 2020, the date of the latest actuarial valuation, the following employees were covered by the benefit terms:

<u>Medical Coverage</u>	
Active employees	28,889
Inactive employees or beneficiaries currently receiving medical coverage	3,054
DROPs with medical coverage	1,640
Inactive employees entitled to, but not yet receiving medical coverage	423
Total	34,006

<u>Life Insurance Coverage</u>	
Active employees	28,889
Inactive employees or beneficiaries currently receiving life insurance coverage	27,416
Total	56,305

Total OPEB Liability

The City's total OPEB liability reported as of June 30, 2022 of \$2.16 billion was measured as of June 30, 2021 and was determined by an actuarial valuation as of June 30, 2020.

Actuarial Assumptions and Other Inputs

The total OPEB liability in the June 30, 2020 actuarial valuation was determined using the following actuarial assumptions and other inputs, applied to all periods included in the measurement, unless otherwise specified.

Measurement Dates

The measurement dates were June 30, 2020 and June 30, 2021 for reporting dates June 30, 2021 and June 30, 2022, respectively.

Discount Rates

The discount rate was 2.16% per annum for the valuation measured as of June 30, 2021 and 2.21% per annum for the valuation measured as of June 30, 2020.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Per Person Cost Trends

The trend rates represent the annual rate of increase in employer claim payments, employer premiums (including those paid to union-sponsored plans), and retiree contributions.

See the City's ACFR for further details on these trends.

Retirees Share of Benefit-related Costs

Participation rates for medical coverage:

- * 85% of future retirees from non-represented groups are assumed to elect post-retirement medical coverage.
- * 100% of future retirees from represented groups (DC 33, DC 47, Fire, and Police) are assumed to elect post-retirement medical coverage.
- * 100% of DROP participants are assumed to continue in DROP for the remainder of their DROP period (maximum four years) and then retire with a medical benefit.

Participation rates for life insurance coverage:

- * 95% of current and future retired firefighters who participated in the pension plan are assumed to be covered by City-provided life insurance.
- * 87% of all other current and future retired pension plan participants are assumed to be covered by City-provided life insurance.

Mortality Rates

It is assumed that deaths of active municipal and elected members, 110% and 115%, for males and females, respectively, follows the RP-2014 Employee Table projected from base year of 2006 to 2021 using mortality improvement scale MP-2017.

It is assumed that deaths of active uniformed members follow 85% of the RP-2014 Blue Collar Employee Table projected from base year of 2006 to 2021 using mortality improvement scale MP-2017.

For municipal and elected members, 127% and 119% for males and females, respectively, the rate of post-retirement and post-disability mortality follow RP-2014 Healthy Annuitant Table projected from base year 2006-2021 using mortality improvement scale MP-2017.

For uniformed members, the rate of post-retirement and post-disability mortality follow 115% of the RP-2014 Blue Collar Healthy Annuitant Table projected from base year 2006 to 2021 using mortality improvement scale MP-2017.

For municipal and elected members, the rate of post-disability mortality follows 95% of the RP-2014 Disabled Retiree Table projected from base year 2006-2021 using mortality improvement scale MP-2017.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

For uniformed members, the rate of post-disability mortality follows 80% of the RP-2014 Disabled Retiree Table projected from base year 2006-2021 using mortality improvement scale MP-2017.

Change in the Total OPEB Liability

The table below shows the changes in the Total OPEB Liability (“TOL”), the plan fiduciary net position (i.e., the fair value of Plan assets) (“FNP”), and the Net OPEB Liability (“NOL”) during the measurement period ending on July 30, 2021.

Change in Net OPEB Liability

	Increase (Decrease)		
	Total OPEB Liability	Plan Fiduciary Net Position	Net OPEB Liability
Balances at June 30, 2020	\$ 2,087,200,000	\$ -	\$ 2,087,200,000
Changes for the year:			
Service cost	110,900,000	-	110,900,000
Interest	47,500,000	-	47,500,000
Changes in benefits	-	-	-
Differences between expected and actual experience	-	-	-
Changes of assumptions	8,300,000	-	8,300,000
Contributions - employer	-	97,800,000	(97,800,000)
Contributions - non-employer	-	-	-
Contributions - member	-	-	-
Net investment income	-	-	-
Benefit payments	(97,800,000)	(97,800,000)	-
Administrative expense	-	-	-
Net Changes	<u>68,900,000</u>	<u>-</u>	<u>68,900,000</u>
Balances at June 30, 2021	<u>\$ 2,156,100,000</u>	<u>\$ -</u>	<u>\$ 2,156,100,000</u>

During the measurement year, the NOL increased by approximately \$68.9 million. The service cost and interest cost increased the NOL by approximately \$158.4 million while contributions decreased the NOL by approximately \$97.8 million. The employer contribution of \$97.8 million is based on a blend of actual contributions provided by the City of Philadelphia and estimated contributions based on the prior report. Because a portion of the contribution is estimated, this was reviewed by the City for reasonability.

The change in the 20-year bond buyer index rate decreased the discount rate assumption from 2.21% to 2.16% and resulted in a loss in the liability of \$8.3 million.

There were no benefit changes during the measurement period.

Sensitivity of the Total OPEB Liability to Changes in the Discount Rate

The following represents the Total OPEB Liability (“TOL”) of the City, as well as what the City’s total liability would be if it were calculated using a discount rate that is 1% lower (1.16%) or 1% higher (3.16%) than the current discount rate.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Changes in the discount rate affect the measurement of the TOL. Lower discount rates produce a higher TOL, and higher discount rates produce a lower TOL. The table below shows the sensitivity of the NOL to the healthcare trends.

	1% Decrease 1.16%	Discount Rate 2.16%	1% Increase 3.16%
Total OPEB Liability	\$2,329,000,000	\$2,156,100,000	\$1,997,400,000
Plan Fiduciary Net Position	\$0	\$0	\$0
Net OPEB Liability	\$2,329,000,000	\$2,156,100,000	\$1,997,400,000
Plan Fiduciary Net Position as a Percentage of the Total OPEB Liability	0.0%	0.0%	0.0%

A 1% decrease in the discount rate increases the TOL and NOL by approximately 8%. A 1% increase in the discount rate decreases the TOL and NOL by approximately 7%.

Sensitivity of the Total OPEB Liability to Changes in the Healthcare Cost Trend Rates

The following represents the Total OPEB Liability of the City, as well as what the City's total liability would be if it were calculated using healthcare cost trend rates that are 1% lower or 1% higher than the current discount rate.

Changes in healthcare trends affect the measurement of the TOL. Lower healthcare trends produce a lower TOL and higher healthcare trends produce a higher TOL. The table below shows the sensitivity of the NOL to healthcare trends.

	1% Decrease	Healthcare Trend	1% Increase
Total OPEB Liability	\$1,935,500,000	\$2,156,100,000	\$2,417,100,000
Plan Fiduciary Net Position	\$0	\$0	\$0
Net OPEB Liability	\$1,935,500,000	\$2,156,100,000	\$2,417,100,000
Plan Fiduciary Net Position as a Percentage of the Total OPEB Liability	0.0%	0.0%	0.0%

A 1% decrease in the healthcare trends rate decreases the TOL and NOL by approximately 10%. A 1% increase in the healthcare trends rate increases the TOL and NOL by approximately 12%.

OPEB Expense, Deferred Outflows of Resources and Deferred Inflows of Resources Related to OPEB

For the fiscal year ended June 30, 2022, the City recognized OPEB expense of \$150.5 million. The table below shows the development of OPEB expense.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

Calculation of OPEB Expense

Fiscal Year Ending	June 30, 2022
Measurement Year Ending	June 30, 2021
Change in Net OPEB Liability	\$ 68,900,000
Change in Deferred Outflows	15,300,000
Change in Deferred Inflows	(31,500,000)
Non-Employer Contributions	-
Employer Contributions	97,800,000
	150,500,000
OPEB Expense	\$ 150,500,000
OPEB Expense as % of Payroll	7.98%

Operating Expenses

Service Costs	\$ 110,900,000
Employee Contributions	-
Administrative Expenses	-
Total	\$ 110,900,000

Financing Expenses

Interest Costs	\$ 47,500,000
Expected Return on Assets	-
Total	\$ 47,500,000

Changes

Benefit Changes	\$ -
Recognition of Assumption Changes	(16,200,000)
Recognition of Liability Gains and Losses	8,300,000
Recognition of Investment Gains and Losses	-
Total	\$ (7,900,000)
OPEB Expense	\$ 150,500,000

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

At June 30, 2022, the City reported deferred outflows of resources and deferred inflows of resources related to OPEB from the following sources.

Schedule of Deferred Inflows and Outflows of Resources as of
June 30, 2022 Projected Fiscal Year End
June 30, 2021 Measurement Date

	<u>Deferred</u> Outflows of <u>Resources</u>	<u>Deferred</u> Inflows of <u>Resources</u>
Differences between expected and actual experience	\$ 45,700,000	\$ -
Changes in assumptions	101,900,000	112,300,000
Net differences between projected and actual earnings on OPEB plan investments	-	-
Contributions subsequent to measurement date	(118,300,000)	-
Totals	\$ 29,300,000	\$ 112,300,000

Amounts reported as deferred outflows and deferred inflows of resources will be recognized in OPEB expense as follows:

June 30, 2023	(7,900,000)
June 30, 2024	(7,800,000)
June 30, 2025	7,200,000
June 30, 2026	7,200,000
June 30, 2027	7,100,000
Thereafter	29,500,000

The subsequent contributions after the measurement date are reflected as a deferred outflow, but this is not subject to a deferred recognition period in the OPEB expense. Instead, this will be fully recognized in the OPEB expense for the fiscal year ending June 30, 2022.

The Plan is not currently being pre-funded and so there is no actuarially determined contribution. The actuarially determined contribution is a target or recommended contribution to the OPEB plan for the reporting period, determined in conformity with Actuarial Standards of Practice based on the most recent measurement available when the contributions for the reporting period was adopted. If the Plan decides to pre-fund the liabilities, we will provide an appropriate actuarially determined contribution.

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

17. RISK MANAGEMENT

The City is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. The City (except for Aviation Fund operations, the Municipal Authority, and PICA) is self-insured for fire damage, casualty losses, public liability, Workers' Compensation and Unemployment Compensation. The Aviation Fund is self-insured for Workers' Compensation and Unemployment Compensation and insured through insurance carriers for other coverage. The City is self-insured for medical benefits provided to employees in the Fraternal Order of Police, its city-administered health plan, the International Association of Fire Fighters and District Council 47.

The City covers all claim settlements and judgments, except for those discussed above, out of the resources of the fund associated with the claim. Claims expenditures and liabilities are reported when it is probable that a loss has occurred, and the amount of the loss can be reasonably estimated. These losses include: an estimate of claims that have been incurred but not reported; the effects of specific, incremental claims adjustment expenditures, salvage, and subrogation; and unallocated claims adjustment expenditures.

At June 30, 2022 the amount of these liabilities was \$449.3 million for the Primary Government. This liability is the City's best estimate based on available information. Changes in the reported liability since June 30, 2020 resulted from the following:

Fiscal Years Ending June 30	Beginning Liability	Current Year Claims and Changes in Estimates	Claim Payments	Ending Liability
2020	\$ 343.9	\$ 271.9	\$ (224.0)	\$ 391.8
2021	\$ 391.8	\$ 321.2	\$ (222.6)	\$ 490.4
2022	\$ 490.4	\$ 194.1	\$ (235.2)	\$ 449.3

The City's Unemployment Compensation and Workers' Compensation coverages are provided through its General Fund. Unemployment Compensation and Workers' Compensation coverages are funded by a pro-rata charge to the various funds. Payments for fiscal year 2022 were \$2.1 million for Unemployment Compensation claims and \$87.0 million for Workers' Compensation claims.

The City's estimated outstanding workers' compensation liabilities are \$300.7 million, discounted at 3.5%. On an undiscounted basis, these liabilities total \$390.5 million. These liabilities include provisions for indemnity, medical and allocated loss adjustment expense ("ALAE"). Excluding the ALAE, the respective liabilities for indemnity and medical payments relating to workers' compensation total \$269.9 million (discounted) and \$352.9 million (undiscounted).

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

During the last five (5) fiscal years, no claim settlements have exceeded the level of insurance coverage for operations using third party carriers. None of the City's insured losses have been settled with the purchase of annuity contracts.

18. COMMITMENTS

The Airport had commitments, which are open encumbrance balances, of approximately \$29.4 million for operating expenses and \$189.4 million for capital assets and improvements for fiscal year 2022. The Airport expects to fund these commitments through operating revenue and through bond proceeds, capital grants, customer facility charges, and passenger facility charges.

19. CONTINGENCIES

Claims and Litigation

Henderson Inverse Condemnation: In early September 2016, a Petition for the Appointment of a Board of View pursuant to the Pennsylvania Eminent Domain Code 26 Pa. C. Section 502(c), was filed in Delaware County, Pennsylvania against the City by numerous Henderson related entities and trusts (the "Hendersons"). The Petition alleged that the City effected a de facto taking of the Henderson properties (the "Property"), which Property is proximate to Philadelphia International Airport and located in Tinicum Township, Delaware County. The City desired to acquire the Property for Airport purposes and had numerous discussions with representatives for the Hendersons over time.

The City filed Preliminary Objections to the Petition and there was a hearing on the Petition and the Preliminary Objections scheduled for January 2018. Prior to the hearing, the City filed its own Declaration of Taking in September 2017 and made an offer of just compensation. The City and the Hendersons then settled the foregoing matters. The City obtained possession of the Property and paid the Hendersons estimated just compensation of \$54.5 million. The Hendersons' de facto taking case was dismissed with prejudice.

The Board of View (the "Board") which was appointed by the Court of Common Pleas in Delaware County (the "trial court") issued its Report, which was filed on October 19, 2020, awarding damages to the Hendersons in the amount of \$139,120,000 as "just compensation" for the taking of the Property. The amount of \$54,500,000 referenced above is to be deducted from this amount. On November 12, 2020, the City filed an appeal to the damage award to the Trial Court raising objections, as a matter of law, to the Report. The Trial Court then asked the parties to brief the issues respecting the preliminary determination of whether the report issued by the Board was legally erroneous. On November 9, 2021, after multiple rounds of briefing, the Trial Court issued an order overruling the City's objections. The City filed a timely notice of appeal to the Commonwealth Court, and the Hendersons filed a Motion to Quash the appeal as interlocutory. The Commonwealth Court has ordered that the Motion to Quash be listed with merits of the appeal. The Trial Court has stayed the action pending disposition of the City's appeal in the Commonwealth Court. If the appeal is denied there will be a trial de

CITY OF PHILADELPHIA
AVIATION FUND
Notes to Financial Statements (Unaudited)

novo in the Trial Court. The Commonwealth Court granted the City's request for oral argument during appeal; a date for the argument has not been scheduled at this time. A payout related to this matter, if any, will be coming out of the Aviation Fund and deemed a possible loss. The City is represented by outside counsel Schnader Harrison Segal & Lewis LLP.

20. SUBSEQUENT EVENTS

- The Airport-Airline Use and Lease Agreement expired on July 1, 2022. In anticipation of its expiration, the Airport, in consultation with the Airlines, established a Rate Regulation that became effective July 1, 2022. The Airport and Airlines continue to operate as they have previously under established procedures for annual review and adjustment of airline rentals, fees, and charges so that the Airport System yields Amounts Available for Debt Service at least sufficient to comply with the Rate Covenant established in its General Airport Revenue Bond Ordinance. The Airport is in the process of negotiating a new Use and Lease Agreement that it presently anticipates could take effect on July 1, 2023.
- In November 2022, voters passed a ballot amendment to the City of Philadelphia's Home Rule Charter establishing a standalone Department of Aviation to oversee Philadelphia International Airport and Northeast Philadelphia Airport. Prior to this amendment, the airports were operated by the Division of Aviation and oversight resided with the City's Department of Commerce. The Department of Aviation, as a standalone department, reports directly to the Mayor of Philadelphia.



**REQUIRED SUPPLEMENTARY
INFORMATION**

CITY OF PHILADELPHIA

AVIATION FUND

Reconciliation of Fund Balance (Legally Enacted Basis) to Net Position (GAAP Basis)

	Fiscal Year <u>2022</u>	Fiscal Year <u>2021</u>	Percentage Increase (Decrease)
Fund balance, legal basis	\$ 330,793,698	\$ 265,704,486	24.5%
Add assets not included in legal basis:			
Current assets	125,192,036	23,418,409	434.6%
Fixed assets, net of depreciation	2,285,675,241	2,192,137,143	4.3%
Restricted assets	815,375,785	659,764,418	23.6%
	<u>3,226,243,062</u>	<u>2,875,319,970</u>	<u>12.2%</u>
Deduct liabilities not included in legal basis:			
Construction accounts payable	(22,452,093)	(45,511,101)	(50.7)%
Current liabilities	(225,460,037)	(150,527,330)	49.8%
Bonds payable	(1,547,010,590)	(1,594,112,206)	(3.0)%
Other long-term liabilities	(611,866,058)	(310,601,173)	97.0%
	<u>(2,406,788,778)</u>	<u>(2,100,751,810)</u>	<u>14.6%</u>
Add (deduct) fund balance accounts included in legal basis:			
Reserve for encumbrance, current	27,276,602	31,185,941	(12.5)%
Reserve for encumbrance, prior	(12,654,560)	(8,373,368)	51.1%
Reserve for collectible accounts	928,278	928,278	0.0%
	<u>15,550,320</u>	<u>23,740,851</u>	<u>(34.5)%</u>
Net position - GAAP basis	<u>\$ 1,165,798,302</u>	<u>\$ 1,064,013,497</u>	<u>9.6%</u>

CITY OF PHILADELPHIA
AVIATION FUND
Budgetary Comparison Schedule
For the Fiscal Year Ended June 30, 2022
(Amounts in thousands)

	<u>Budgeted Amounts</u>			Final Budget to Actual
	<u>Original</u>	<u>Final</u>	<u>Actual</u>	Positive (Negative)
<u>Revenues</u>				
Locally Generated Non-Tax Revenue	\$282,448	\$277,497	\$353,889	\$76,392
Revenue from Other Governments	95,346	95,346	54,081	(41,265)
Revenue from Other Funds	1,300	1,300	1,357	57
Total Revenues	379,094	374,143	409,327	35,184
<u>Expenditures and Encumbrances</u>				
Personal Services	73,464	77,953	77,142	811
Pension Contributions	29,720	29,720	24,965	4,755
Other Employee Benefits	27,135	27,264	22,342	4,922
Sub-Total Employee Compensation	130,319	134,937	124,449	10,488
Purchase of Services	99,963	98,347	97,659	688
Materials and Supplies	5,828	5,706	5,574	132
Equipment	3,075	2,579	2,579	-
Contributions, Indemnities and Taxes	8,812	6,392	4,892	1,500
Debt Service	132,004	132,004	114,814	17,190
Payments to Other Funds	11,019	13,000	6,407	6,593
Total Expenditures and Encumbrances	391,020	392,965	356,374	36,591
Operating Surplus (Deficit) for the Year	(11,926)	(18,822)	52,953	71,775
Fund Balance Available for Appropriation, July 1, 2021	179,649	265,704	265,704	-
<u>Operations in Respect to Prior Fiscal Years</u>				
Commitments Cancelled - Net	15,000	15,000	12,137	(2,863)
Adjusted Fund Balance, July 1, 2021	194,649	280,704	277,841	(2,863)
Fund Balance Available for Appropriation, June 30, 2022	<u>\$182,723</u>	<u>\$261,882</u>	<u>\$330,794</u>	<u>\$68,912</u>

Disclosure Requirements
Fiscal Year Ended June 30, 2022

This report has been prepared pursuant to certain provisions of the following Continuing Disclosure Agreements, collectively referred to as the “Disclosure Agreements”:

- Continuing Disclosure Agreements dated, as of August 4, 2005, as of September 1, 2015, as of December 15, 2017, as of October 8, 2020 and as of July 7, 2021 between the City of Philadelphia, Pennsylvania and Digital Assurance Certification, L.L.C.

This report contains financial information and operating data which, together with the City of Philadelphia’s Comprehensive Annual Financial Report (“CAFR”), constitute the “Annual Financial Information” as defined in the Disclosure Agreements.

In accordance with Section 3 of the Disclosure Agreements, the enclosed tables and financial information are substantially similar to the type set forth in the Official Statements for the City of Philadelphia, Pennsylvania Airport Revenue Bonds, Series, 2005C, 2015A, 2017A/B, 2020 A/B/C and 2021.

Table 1

**City of Philadelphia Aviation Division
Philadelphia International Airport (PHL)
Recent Trends in Enplaned Passengers
Fiscal Years 2020 - 2022**

<u>Airlines</u>	<u>Fiscal Year 2020</u>	<u>Fiscal Year 2021</u>	<u>Percentage Change</u>	<u>Fiscal Year 2022</u>	<u>Percentage Change</u>
Domestic					
Scheduled Major / National					
American	4,531,069	2,412,503	(46.8)%	4,189,732	73.7%
Other	3,341,166	2,078,461	(37.8)%	3,634,501	74.9%
	<u>7,872,235</u>	<u>4,490,964</u>	<u>(43.0)%</u>	<u>7,824,233</u>	<u>74.2%</u>
Scheduled Regional / Commuter	2,658,927	1,794,910	(32.5)%	2,844,076	58.5%
Charter	294	562	91.2%	1,046	86.1%
Subtotal - Domestic	<u>10,531,456</u>	<u>6,286,436</u>	<u>(40.3)%</u>	<u>10,669,355</u>	<u>69.7%</u>
International					
Scheduled Major / National	1,098,105	236,549	(78.5)%	948,117	300.8%
Scheduled Regional / Commuter	217,677	19,657	(91.0)%	47,655	142.4%
Charter	169	0	(100.0)%	10,195	-----
Subtotal - International	<u>1,315,951</u>	<u>256,206</u>	<u>(80.5)%</u>	<u>1,005,967</u>	<u>292.6%</u>
Total Enplaned Passengers	<u>11,847,407</u>	<u>6,542,642</u>	<u>(44.8)%</u>	<u>11,675,322</u>	<u>78.4%</u>

Note: (1) The City's fiscal year ends June 30th.

Table 2

**City of Philadelphia Aviation Division
Philadelphia International Airport (PHL)
Airline Market Shares of Enplaned Passengers
Fiscal Year 2022**

<u>Airlines</u>	<u>Enplaned Passengers</u>	<u>Percent of Total</u>
Domestic		
Scheduled Major / National		
American Airlines	4,189,732	35.9%
Frontier Airlines	1,113,508	9.5%
Spirit Airlines	686,478	5.9%
Delta Air Lines	622,057	5.3%
Southwest Airlines	581,134	5.0%
United Airlines	426,115	3.6%
JetBlue Airways	114,573	1.0%
Alaska Airlines	79,021	0.7%
Sun Country Airlines	11,615	0.1%
	<u>7,824,233</u>	<u>67.0%</u>
Scheduled Regional / Commuter		
American Eagle		
PSA Airlines	1,077,067	9.2%
Piedmont Airlines	818,459	7.0%
Republic Airlines	764,766	6.6%
	<u>2,660,292</u>	<u>22.8%</u>
Other	183,784	1.6%
	<u>2,844,076</u>	<u>24.4%</u>
Charter	1,046	0.0%
	<u>10,669,355</u>	<u>91.4%</u>
International		
Scheduled Major / National		
American Airlines	672,675	5.8%
Qatar Airways	86,186	0.7%
Frontier Airlines	63,530	0.5%
Air Canada / Jazz Aviation	36,610	0.3%
British Airways	36,345	0.3%
Lufthansa German Airlines	22,081	0.2%
Spirit Airlines	17,228	0.1%
Aer Lingus	11,922	0.1%
Delta Air Lines	1,540	0.0%
	<u>948,117</u>	<u>8.1%</u>
Scheduled Regional / Commuter		
American Eagle		
Piedmont Airlines	33,972	0.3%
PSA Airlines	7,541	0.1%
Republic Airlines	6,142	0.1%
	<u>47,655</u>	<u>0.4%</u>
Charter	10,195	0.1%
	<u>1,005,967</u>	<u>8.6%</u>
	<u>11,675,322</u>	<u>100.0%</u>

Note: The City's fiscal year ends June 30th.

TABLE 3

City of Philadelphia Aviation Division
Philadelphia International Airport (PHL)
Airline Market Shares of Landed Weight (in 1,000 lb. Units)
Fiscal Year 2022

<u>Airlines</u>	<u>Landed Weight</u>	<u>Percent of Total</u>
Domestic		
Scheduled Major / National		
American Airlines	4,948,794	28.8%
Frontier Airlines	1,088,975	6.3%
Southwest Airlines	576,608	3.4%
Spirit Airlines	686,033	4.0%
Delta Air Lines	695,678	4.0%
JetBlue Airways	163,955	1.0%
United Airlines	457,608	2.7%
Alaska Airlines	81,071	0.5%
Sun Country Airlines	15,215	0.1%
Air Canada	1,607	0.0%
	8,715,544	50.7%
Scheduled Regional / Commuter		
American Eagle		
Republic Airlines	906,954	5.3%
PSA Airlines	1,331,982	7.7%
Piedmont Airlines	868,373	5.1%
Air Wisconsin	611	0.0%
Envoy Air	124	0.0%
	3,108,044	18.1%
Other	235,081	1.4%
	3,343,125	19.4%
Charter	2,290	0.0%
Subtotal - Domestic	12,060,959	70.2%
International		
Scheduled Major / National		
American Airlines	1,151,945	6.7%
British Airways	107,665	0.6%
Qatar Airways	177,564	1.0%
Frontier Airlines	73,223	0.4%
Lufthansa	60,141	0.3%
Air Canada	57,757	0.3%
Spirit Airlines	23,114	0.1%
Aer Lingus	13,920	0.1%
Delta Air Lines	6,444	0.0%
	1,671,773	9.7%
Scheduled Regional / Commuter		
American Eagle		
Piedmont Airlines	43,694	0.3%
PSA Airlines	15,004	0.1%
Republic Airlines	11,317	0.1%
	70,015	0.4%
Charter	29,261	0.2%
Subtotal - International	1,771,049	10.3%
All-Cargo Airlines	3,356,587	19.5%
Total Landed Weight	17,188,595	100.0%

Note: The City's Fiscal Year Ends June 30.

Table 4
City of Philadelphia Aviation Division
Philadelphia International Airport (PHL)
Summary of Historical Project Revenues and Expenses of the Airport System
(Fiscal Years ending June 30th - dollar amounts are listed in thousands)

	Fiscal Year <u>2018</u>	Fiscal Year <u>2019</u>	Fiscal Year <u>2020</u>	Fiscal Year <u>2021</u>	Fiscal Year <u>2022</u>
<u>Amounts Available for Debt Service</u>					
1. Space rentals	123,705	116,966	85,717	109,670	113,991
2. Landing fees	90,438	83,890	55,080	79,570	64,619
3. Ramp Area rentals	427	212	(13)	321	298
4. International Terminal revenues	34,141	31,823	23,616	29,623	17,082
5. Subtotal, Airline Rentals, Fees and Charges	248,712	232,891	164,400	219,184	195,990
6. Nonairline Revenues	132,183	157,420	221,630	110,658	158,584
7. Interest income and Contribution for carrier incentive program	773	3,131	4,137	1,985	1,389
8. Total Project Revenues	381,668	393,442	390,167	331,827	355,963
9. Passenger Facility Charges (PFCs) Available for Debt Service	31,201	31,189	31,200	49,621	31,976
10. Portion of Fund Balance Attributable to Amounts Available for Debt Service	107,820	126,824	144,218	160,843	173,724
11. Total Amounts Available for Debt Service	520,689	551,455	565,585	542,291	561,663
<u>Expenses</u>					
12. Net Operating Expenses	150,972	161,161	151,739	130,128	149,982
13. Required Renewal Fund Deposit	0	0	0	0	0
14. Revenue Bond Debt Service	127,790	126,007	127,910	124,331	117,989
15. Interdepartmental Charges	116,749	121,054	123,017	109,798	103,007
16. Total Expenses	395,511	408,222	402,666	364,257	370,978
17. Net Revenue	\$ 125,178	\$ 143,233	\$ 162,919	\$ 178,034	\$ 190,685
<u>Rate Covenant Tests of the Original General Airport Revenue Bond Ordinance</u>					
18. Test A (Line 11- Line 12- Line 13) / (Line 14)	2.89	3.10	3.24	3.32	3.49
19. Test B (Line 11- Line 12- Line 13- Line 15) / (Line 14)	1.98	2.14	2.27	2.43	2.62

Note: The information presented above reconciles to the Basic Financial Statements contained in the City's Annual Comprehensive Financial Report (ACFR), which is audited by the Office of the City Controller.

Table 5

**City of Philadelphia Aviation Division
Philadelphia International Airport (PHL)
History of Applications to Use PFC Revenues**

<u>PFC Application No.</u>	<u>Approval Date</u>	<u>Initial Approved Amount</u>	<u>Amended Approved Amount</u>
93-02-U-00-PHL	05/15/1993	\$ 14,250,000	\$ 12,805,493
95-03-C-00-PHL	02/27/1995	101,500,000	94,683,960
95-04-U-00-PHL	10/13/1995	950,000	1,270,605
95-05-C-00-PHL	11/21/1995	14,000,000	14,000,000
98-06-C-00-PHL	02/11/1998	26,150,000	19,534,950
99-08-U-00-PHL	10/12/1999	672,000,000	999,267,790
01-09-C-00-PHL	02/22/2000	22,250,000	24,177,050
06-10-C-00-PHL	02/16/2006	83,250,000	289,450,000
15-11-C-00-PHL	09/15/2015	109,080,000	109,080,000
	Totals	<u>\$ 1,043,430,000</u>	<u>\$ 1,564,269,848</u>

Table 6
City of Philadelphia Aviation Division
Philadelphia International Airport (PHL)
Historical PFC Revenues
Fiscal Years 1993 - 2022

<u>Fiscal Year</u>	<u>Collections</u>	<u>Interest</u>	<u>Total Revenues</u>
1993	14,484,101	142,790	14,626,891
1994	22,605,318	1,111,511	23,716,829
1995	21,828,173	2,285,485	24,113,658
1996	22,817,704	2,277,935	25,095,639
1997	27,229,901	1,837,334	29,067,235
1998	30,931,674	1,654,752	32,586,426
1999	29,408,652	2,018,264	31,426,916
2000	32,278,858	2,828,083	35,106,941
2001	31,880,729	3,362,695	35,243,424
2002	53,688,877	2,112,347	55,801,223
2003	43,961,971	1,537,729	45,499,700
2004	51,766,443	808,417	52,574,859
2005	61,378,549	1,284,025	62,662,574
2006	62,165,176	3,252,682	65,417,858
2007	65,328,768	5,047,045	70,375,813
2008	70,120,974	5,098,760	75,219,734
2009	60,898,941	1,886,741	62,785,682
2010	61,696,738	353,391	62,050,129
2011	62,338,653	191,092	62,529,745
2012	59,885,669	325,805	60,211,475
2013	58,495,629	414,832	58,910,461
2014	60,377,268	329,507	60,706,775
2015	60,644,305	436,648	61,080,953
2016	61,256,560	538,897	61,795,457
2017	55,151,223	933,338	56,084,561
2018	60,302,833	1,337,307	61,640,140
2019	63,596,713	2,348,424	65,945,137
2020	55,582,198	1,991,200	57,573,398
2021	23,520,217	705,515	24,225,732
2022	52,192,394	400,032	52,592,427
Totals	\$ 1,437,815,210	\$ 48,852,582	\$ 1,486,667,792
		Expenditures	\$ 1,372,762,555
		Balance	\$ 113,905,237

Note: The City's fiscal year ends June 30th.

Table 7

**City of Philadelphia Aviation Division
Philadelphia International Airport (PHL)
Historical Enplaned Passengers
Fiscal Years 1990 - 2022**

<u>Fiscal Year</u>	<u>Domestic</u>	<u>International</u>	<u>Total</u>	<u>Percentage Increase (Decrease)</u>
1990	7,400,854	379,667	7,780,521	
1991	7,322,959	388,954	7,711,913	(0.9)%
1992	7,041,274	534,004	7,575,278	(1.8)%
1993	7,645,396	582,621	8,228,017	8.6%
1994	7,777,184	607,718	8,384,902	1.9%
1995	8,419,133	634,955	9,054,088	8.0%
1996	8,538,732	665,334	9,204,066	1.7%
1997	9,502,168	890,094	10,392,262	12.9%
1998	10,601,187	1,104,443	11,705,630	12.6%
1999	10,737,979	1,329,813	12,067,792	3.1%
2000	10,652,391	1,326,524	11,978,915	(0.7)%
2001	11,149,732	1,521,721	12,671,453	5.8%
2002	10,501,846	1,499,659	12,001,505	(5.3)%
2003	10,519,234	1,617,391	12,136,625	1.1%
2004	11,149,952	1,938,821	13,088,773	7.8%
2005	13,427,191	2,063,378	15,490,569	18.4%
2006	13,563,540	2,011,457	15,574,997	0.5%
2007	13,864,721	1,986,970	15,851,691	1.8%
2008	13,971,056	2,081,917	16,052,973	1.3%
2009	13,357,446	2,005,297	15,362,743	(4.3)%
2010	13,334,229	1,859,512	15,193,741	(1.1)%
2011	13,635,784	1,975,799	15,611,583	2.8%
2012	13,368,218	1,975,908	15,344,126	(1.7)%
2013	13,246,485	1,969,400	15,215,885	(0.8)%
2014	13,273,937	2,042,116	15,316,053	0.7%
2015	13,272,717	2,040,021	15,312,738	(0.0)%
2016	13,695,700	1,987,858	15,683,558	2.4%
2017	12,967,584	1,839,298	14,806,882	(5.6)%
2018	13,372,943	1,872,510	15,245,453	3.0%
2019	14,046,663	2,041,761	16,088,424	5.5%
2020	10,531,456	1,315,951	11,847,407	(26.4)%
2021	6,286,436	256,206	6,542,642	(44.8)%
2022	10,669,355	1,005,967	11,675,322	78.4%
	<u>Compound Annual Growth Rate</u>			
2002 - 2007	5.7%	5.8%	5.7%	
2002 - 2012	2.4%	2.8%	2.5%	
2002 - 2017	1.4%	1.4%	1.4%	
2007 - 2012	(0.7)%	(0.1)%	(0.6)%	
2007 - 2017	(0.7)%	(0.8)%	(0.7)%	
2007 - 2022	(1.7)%	(4.4)%	(2.0)%	
2017 - 2022	(3.8)%	(11.4)%	(4.6)%	
2012 - 2022	(2.2)%	(6.5)%	(2.7)%	

Note: (1) The City's fiscal year ends June 30th.

(2) Domestic and International Enplanements from 2010 through 2018 were restated.



STATISTICAL SECTION

II. Statistical Section

Demographic and Economic Information

These schedules show the airport service area environment over the past ten years.

Exhibit S-1	Airport Information
Exhibit S-2	Population Trends
Exhibit S-3	Employment by Industry
Exhibit S-4	City of Philadelphia Airport Employees

Business Drivers

These schedules show the different factors that produce revenue for the airport over the past ten years.

Exhibit S-5	Commercial Flights and Available Seats
Exhibit S-6	Passenger Load Factors
Exhibit S-7	Commercial Passenger Enplanements
Exhibit S-8	Airline Market Share by Passenger Enplanements
Exhibit S-9	Aircraft Operations by Airport
Exhibit S-10	Cargo Tonnage and Market Share

Financial Trends and Revenue Capacity

These schedules show changes in Aviation's financial performance, major revenue sources, and rates and charges over the past ten years.

Exhibit S-11	Annual Revenues, Expenses and Changes in Fund Net Position
Exhibit S-12	Operating Revenues by Source
Exhibit S-13	Scheduled Rates and Charges

Debt Capacity

These schedules show current levels of outstanding debt and how Aviation has fulfilled debt obligations over the past ten years.

Exhibit S-14	Ratios of Outstanding Debt
Exhibit S-15	Pledged Debt Service Coverage
Exhibit S-16	Airport Debt Service by Year

Markets Served and Other Information

These schedules show domestic and international markets served, as well as other airport-related information over the past ten years..

Exhibit S-17	Current Top 30 Passenger Origin and Destination Markets
Exhibit S-18	Historical Domestic Top 10 Passenger Origin and Destination Markets
Exhibit S-19	Historical International Top 10 Passenger Destination Markets
Exhibit S-20	Airline Market Share by Landed Weight
Exhibit S-21	Passenger Facility Charges

Exhibit S-1: Philadelphia International Airport Information

Location	Located partly in the southwestern section of the City and partly in the northeastern section of Delaware County, about 7.2 miles from center city Philadelphia		
Acres	2,598 +/- acres		
Airport Code	PHL		
Runways		<u>Length</u>	<u>Width</u>
	9R-27L	12,001'	200'
	9L-27R	9,500'	150'
	17-35	6,500'	150'
	8-26	5,001'	150'
Aircraft Capability	Group VI - Airbus 380 (Limited)		
Terminals	Terminal A-East	433,001	square feet
	Terminal A-West	818,100	square feet
	Terminals B & C	951,721	square feet
	Terminals D & E	808,095	square feet
	Terminal F	<u>243,437</u>	square feet
	Total Terminal Space	3,254,354	square feet
	Number of Passenger Gates	124	gates
	Number of Landline Bus Areas	5	areas
Parking	<u>Public</u>		
	Garage Parking	11,245	spaces
	Cell Phone Waiting Area	151	spaces
	Tenant Employee Parking	3,700	spaces
Cargo	Number of Cargo Buildings	6	buildings
	Cargo Space	450,910	square feet
International	Customs/Immigration Federal Inspection Facility		
Tower	TRACON - Philadelphia, PA - Operating 24 Hours/Day 7 Days/Week		
Intermodal Access	Interstate 95 (I-95) Regional Rail & Buses operated by the Southeastern Pennsylvania Transportation Authority (SEPTA)		
Northeast Philadelphia Airport	Located on a 1,118-acre site situated within the City limits about 10 miles by road northeast of center city Philadelphia and provides for general aviation, air taxi and corporate, as well as occasional military use		

Data as of December 31, 2022
Source: City of Philadelphia

Exhibit S-2: Population Trends
Metropolitan Statistical Area (MSA)
(By Calendar Year)

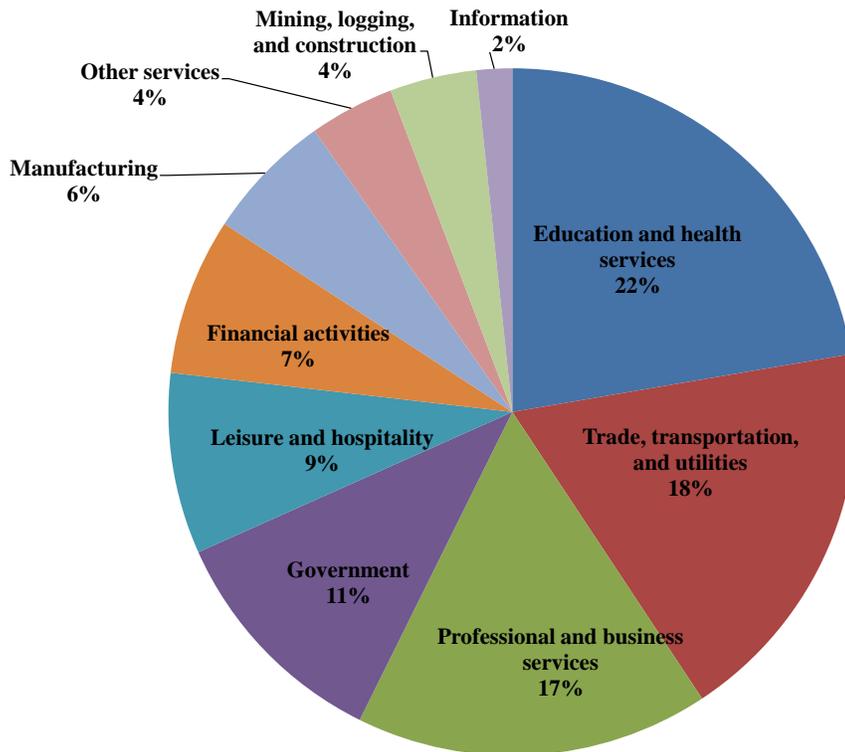
	2021	2020	2019	2018	2017	2016	2015	2014	2013	2012	10-Year Annual Growth
Delaware & Maryland											
Cecil County, MD	103,905	103,740	102,855	102,826	102,746	102,701	102,452	102,249	101,931	101,767	0.21%
New Castle County, DE	571,708	570,718	558,753	559,335	559,793	557,851	555,587	552,465	549,486	546,120	0.46%
Total - Delaware & Maryland	675,613	674,458	661,608	662,161	662,539	660,552	658,039	654,714	651,417	647,887	0.42%
New Jersey											
Burlington County	464,269	461,862	445,349	445,384	448,596	448,342	448,844	450,318	449,858	451,256	0.28%
Camden County	523,771	523,204	506,471	507,078	510,719	510,741	510,809	510,913	511,798	512,827	0.21%
Gloucester County	304,477	302,607	291,636	291,408	292,206	291,703	291,651	291,151	290,151	289,912	0.49%
Salem County	65,046	64,859	62,385	62,607	62,792	63,158	63,730	64,360	64,840	65,446	(0.06%)
Total - New Jersey	1,357,563	1,352,532	1,305,841	1,306,477	1,314,313	1,313,944	1,315,034	1,316,742	1,316,647	1,319,441	0.29%
Pennsylvania											
Bucks County	646,098	646,008	628,270	628,195	628,341	626,751	626,209	625,806	625,321	625,572	0.32%
Chester County	538,649	534,645	524,989	522,046	519,293	516,489	515,226	512,864	509,388	506,283	0.62%
Delaware County	573,849	576,388	566,747	564,751	564,696	563,995	563,705	562,913	561,609	560,782	0.23%
Montgomery County	860,578	856,947	830,915	828,604	826,075	820,656	817,869	815,947	812,838	808,912	0.62%
Philadelphia County	1,576,251	1,601,005	1,584,064	1,584,138	1,580,863	1,574,765	1,570,507	1,564,042	1,558,109	1,551,944	0.16%
Total - Pennsylvania	4,195,425	4,214,993	4,134,985	4,127,734	4,119,268	4,102,656	4,093,516	4,081,572	4,067,265	4,053,493	0.34%
Philadelphia MSA	6,228,601	6,241,983	6,102,434	6,096,372	6,096,120	6,077,152	6,066,589	6,053,028	6,035,329	6,020,821	0.34%

Note: Population estimates for 2011 to 2016 modified by U.S. Census Bureau, Population Division.
Population estimates as of July 1st
2022 data is not available
Source: U.S. Census Bureau, Population Division

Exhibit S-3: Employment by Industry Metropolitan Statistical Area (By Calendar Year)

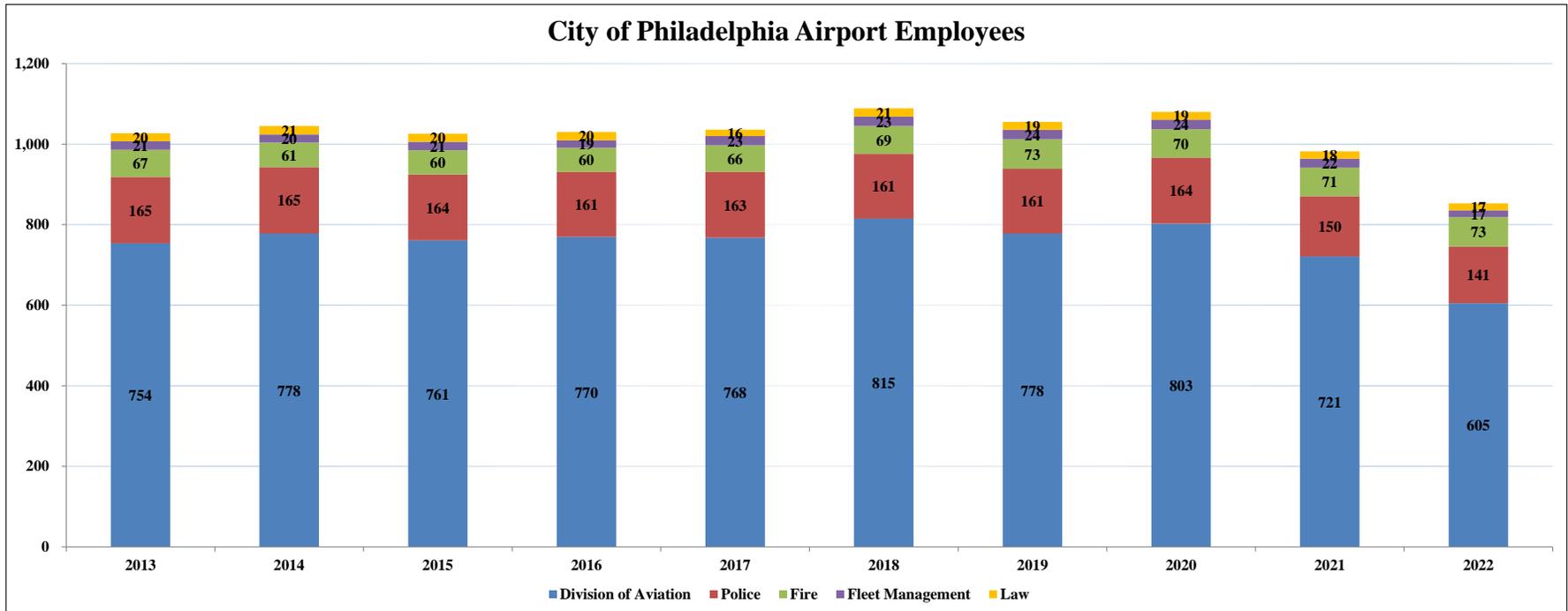
Industry	Annual Average Number of Employees (in thousands)										10-Year Annual Growth
	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013	
Education and health services	662.7	642.2	634.5	678.4	658.0	641.3	621.7	603.6	589.3	574.5	1.44%
Trade, transportation, and utilities	546.5	524.4	497.7	536.2	529.2	523.2	522.0	518.5	514.9	509.3	0.71%
Professional and business services	493.9	471.0	447.6	480.7	477.2	466.7	461.0	450.7	439.9	431.5	1.36%
Government	326.6	326.1	329.3	346.8	338.7	335.6	333.8	334.3	335.5	337.4	-0.32%
Leisure and hospitality	252.9	224.3	196.0	273.1	268.7	265.9	259.0	252.3	247.0	241.4	0.47%
Financial activities	219.8	217.4	215.3	220.5	217.1	214.6	211.8	208.4	204.1	203.2	0.79%
Manufacturing	179.1	173.4	174.5	181.8	181.1	180.3	179.0	179.6	179.7	180.2	-0.06%
Other services	118.7	111.8	101.3	121.8	120.5	120.3	119.8	117.6	116.8	118.9	-0.02%
Mining, logging, and construction	121.3	119.3	113.1	123.4	117.9	116.5	114.0	110.1	104.8	101.9	1.76%
Information	49.8	48.9	50.7	48.6	44.6	45.9	46.4	46.4	46.5	48.1	0.35%
Philadelphia PA-NJ-DE-MD Metropolitan statistical area	2,971.3	2,858.8	2,760.0	3,011.3	2,953.0	2,910.3	2,868.5	2,821.5	2,778.5	2,746.4	0.79%

Area Employment by Industry - 2022



* Number of employees (in thousands) for 2013-2022 modified by U.S. Department of Labor, Bureau of Labor Statistics for all industries
Source: U.S. Department of Labor, Bureau of Labor Statistics

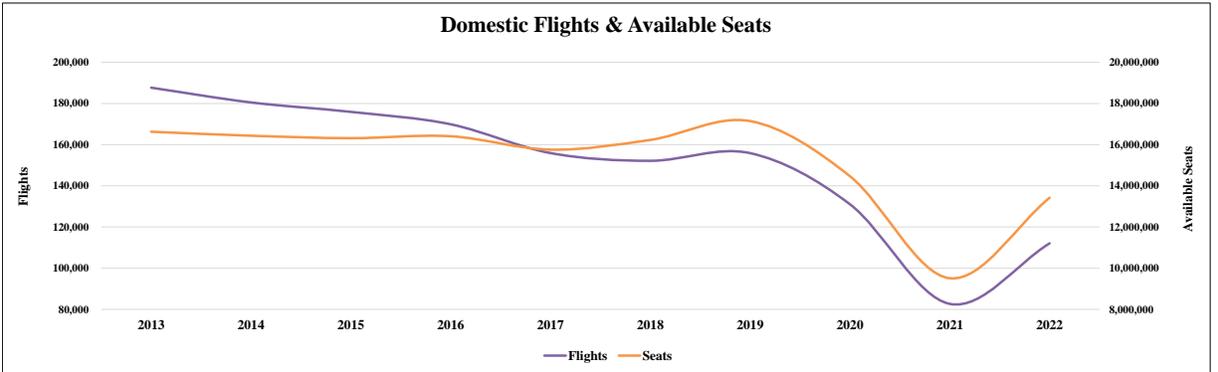
**Exhibit S-4: City of Philadelphia Airport Employees
(By Fiscal Year)**



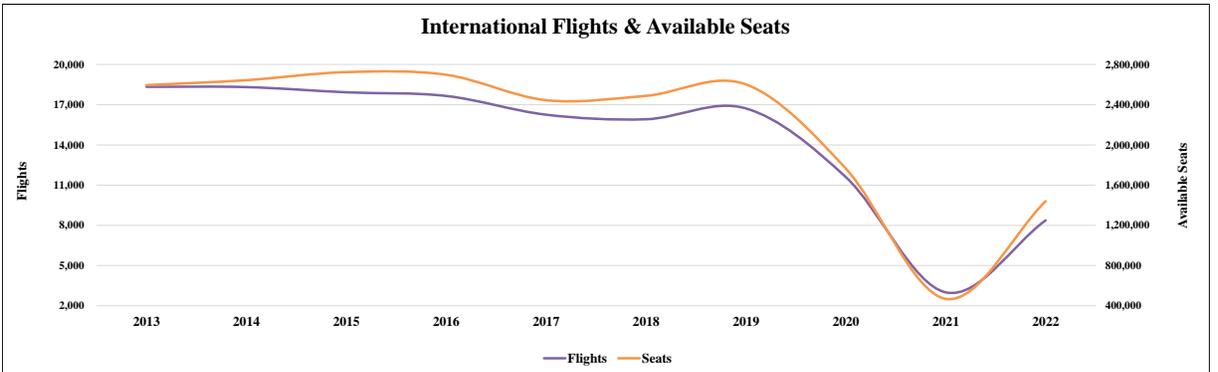
Filled positions at the end of the fiscal year
 Division of Aviation for 2013 - 2022 includes Division of Technology
 Source: City of Philadelphia, Quarterly City Manager's Report

Exhibit S-5: Commercial Flights and Available Seats (By Fiscal Year)

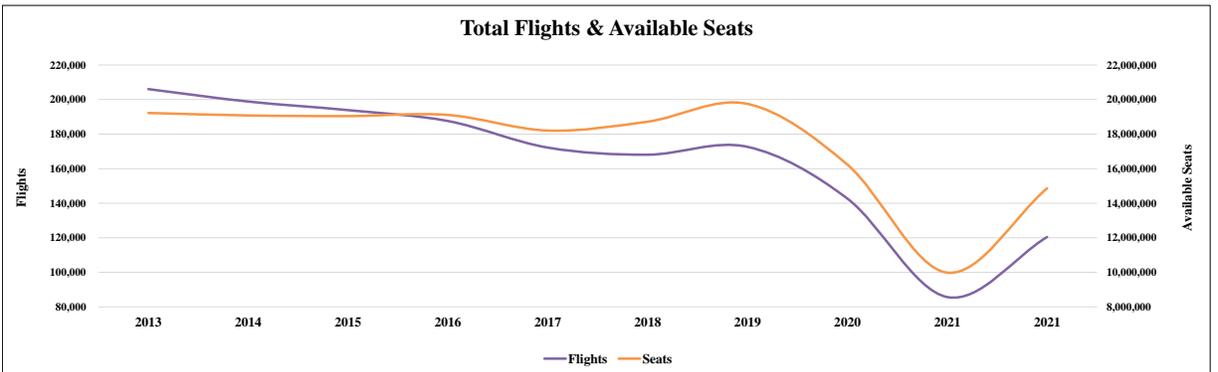
	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	10-Year Annual Growth
Domestic Flights	187,696	180,527	175,947	169,921	155,947	152,169	155,908	131,077	82,677	112,072	(5.03%)
Domestic Seats	16,629,825	16,435,626	16,317,090	16,411,017	15,759,155	16,232,474	17,147,659	14,469,247	9,511,546	13,422,837	(2.12%)



	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	10-Year Annual Growth
International Flights	18,332	18,312	17,923	17,650	16,252	15,911	16,720	11,598	2,999	8,370	(7.54%)
International Seats	2,594,329	2,643,622	2,723,892	2,697,451	2,444,766	2,488,116	2,601,675	1,764,595	468,469	1,439,907	(5.72%)



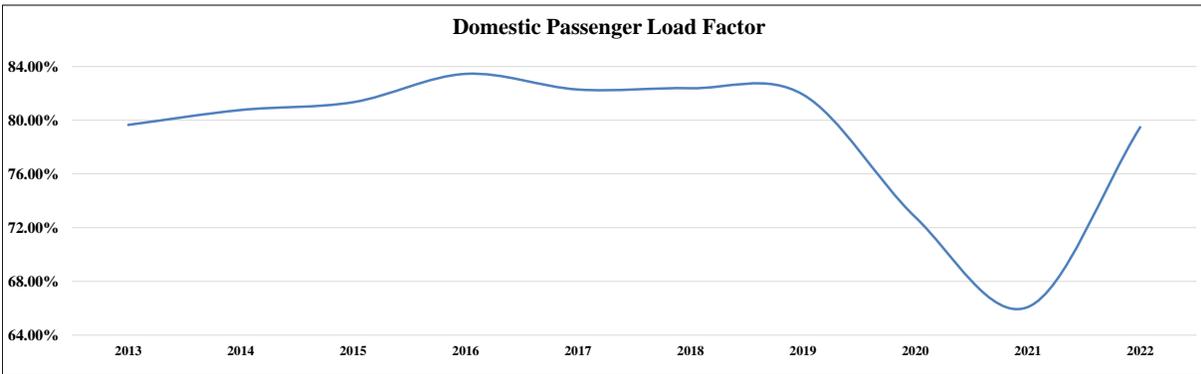
	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	10-Year Annual Growth
Total Flights	206,028	198,839	193,870	187,571	172,199	168,080	172,628	142,675	85,676	120,442	(5.23%)
Total Seats	19,224,154	19,079,248	19,040,982	19,108,468	18,203,921	18,720,590	19,749,334	16,233,842	9,980,015	14,862,744	(2.54%)



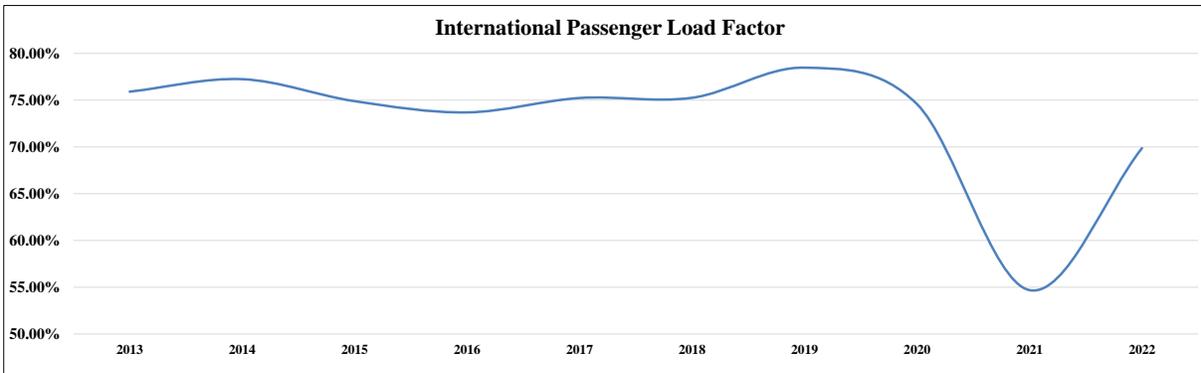
Source: Campbell-Hill Aviation Group, LLC

Exhibit S-6: Passenger Load Factors (By Fiscal Year)

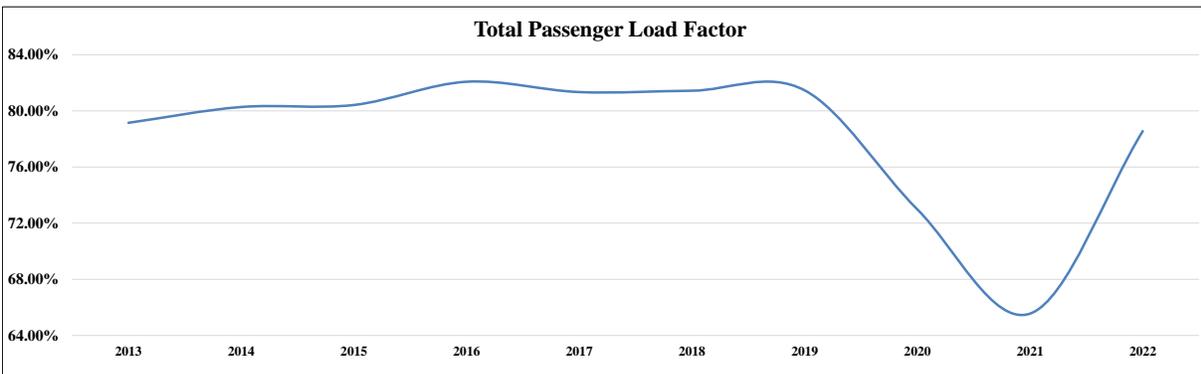
Domestic Passenger Load Factor	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	10-Year Annual Growth (0.02%)
	79.65%	80.76%	81.34%	83.45%	82.29%	82.38%	81.92%	72.79%	66.09%	79.49%	



International Passenger Load Factor	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	10-Year Annual Growth (0.83%)
	75.91%	77.25%	74.89%	73.69%	75.23%	75.26%	78.48%	74.58%	54.69%	69.86%	



Total Passenger Load Factor	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	10-Year Annual Growth (0.08%)
	79.15%	80.28%	80.42%	82.08%	81.34%	81.44%	81.46%	72.98%	65.56%	78.55%	



* Note: Domestic and International Enplanements from 2010 through 2018 were restated.
Sources: Campbell-Hill Aviation Group, LLC
City of Philadelphia

Exhibit S-7: Commercial Passenger Enplanements
(By Fiscal Year)

Domestic enplanements

Fiscal Year	PHL Domestic Passenger Enplanements	PHL Annual Growth	U.S. Air Carrier Domestic Enplanements *	U.S. Annual Growth
2022	10,669,355	69.7%	721,345,000	80.8%
2021	6,286,436	(40.3%)	398,995,000	(33.7%)
2020	10,531,456	(25.0%)	601,519,000	(24.4%)
2019	14,046,663	5.0%	795,947,000	4.5%
2018	13,372,943	3.1%	761,971,000	4.1%
2017	12,967,584	(5.3%)	732,289,000	2.6%
2016	13,695,700	3.2%	713,652,000	5.3%
2015	13,272,717	(0.0%)	677,973,000	3.7%
2014	13,273,937	0.2%	654,061,000	1.3%
2013	13,246,485	(0.9%)	645,821,000	(0.1%)

International enplanements

Fiscal Year	PHL International Passenger Enplanements	PHL Annual Growth	U.S. Air Carrier International Enplanements *	U.S. Annual Growth
2022	1,005,967	292.6%	85,018,000	134.2%
2021	256,206	(80.5%)	36,304,000	(55.7%)
2020	1,315,951	(35.5%)	81,986,000	(28.7%)
2019	2,041,761	9.0%	114,999,000	3.1%
2018	1,872,510	1.8%	111,580,000	3.2%
2017	1,839,298	(7.5%)	108,069,000	1.6%
2016	1,987,858	(2.6%)	106,402,000	3.2%
2015	2,040,021	(0.1%)	103,114,000	1.1%
2014	2,042,116	3.7%	101,991,000	3.4%
2013	1,969,400	(0.3%)	98,593,000	1.7%

Total enplanements

Fiscal Year	PHL Total Passenger Enplanements	PHL Annual Growth	U.S. Air Carrier Total Enplanements	U.S. Annual Growth
2022	11,675,322	78.4%	806,363,000	85.2%
2021	6,542,642	(44.8%)	435,299,000	(36.3%)
2020	11,847,407	(26.4%)	683,505,000	(25.0%)
2019	16,088,424	5.5%	910,946,000	4.3%
2018	15,245,453	3.0%	873,551,000	3.9%
2017	14,806,882	(5.6%)	840,358,000	2.5%
2016	15,683,558	2.4%	820,054,000	5.0%
2015	15,312,738	(0.0%)	781,087,000	3.3%
2014	15,316,053	0.7%	756,052,000	1.6%
2013	15,215,885	(0.8%)	744,414,000	0.2%

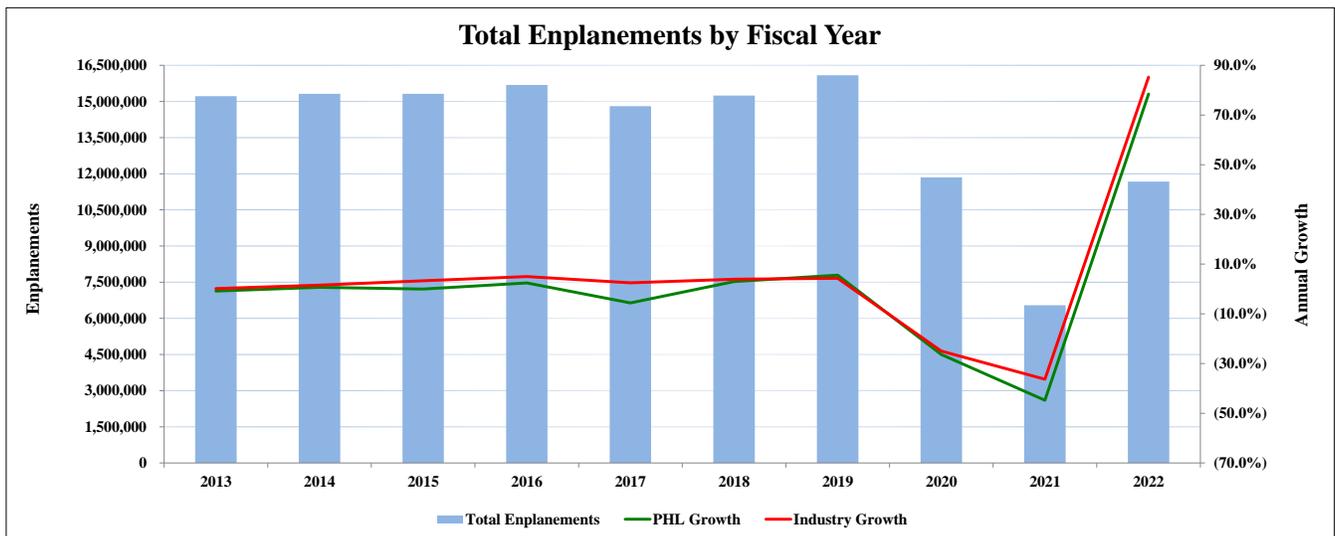
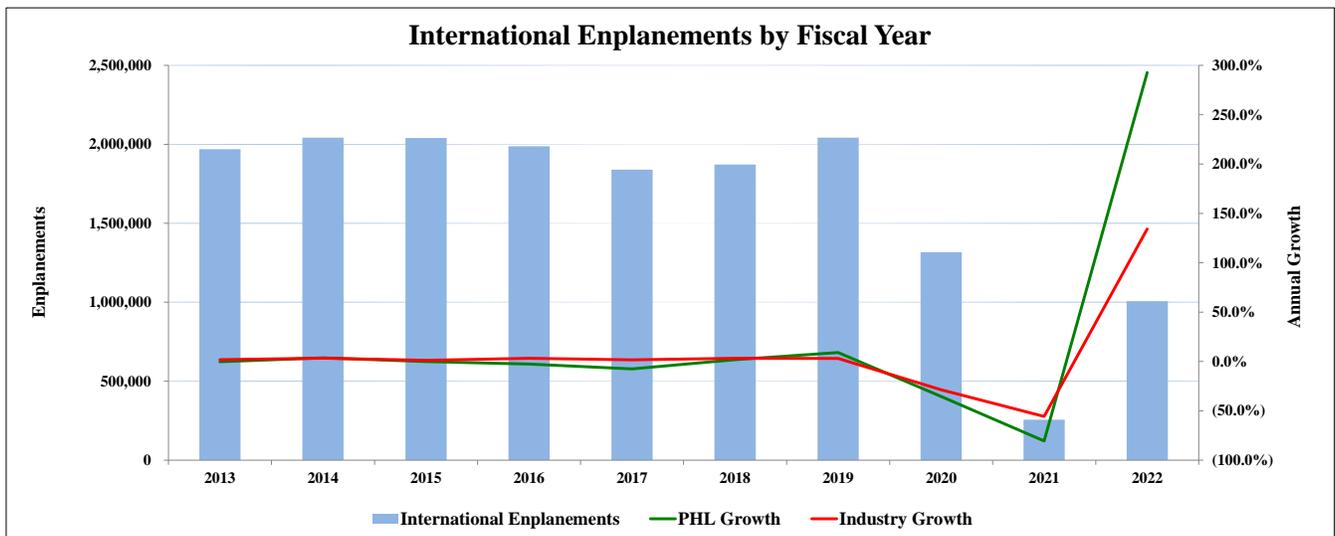
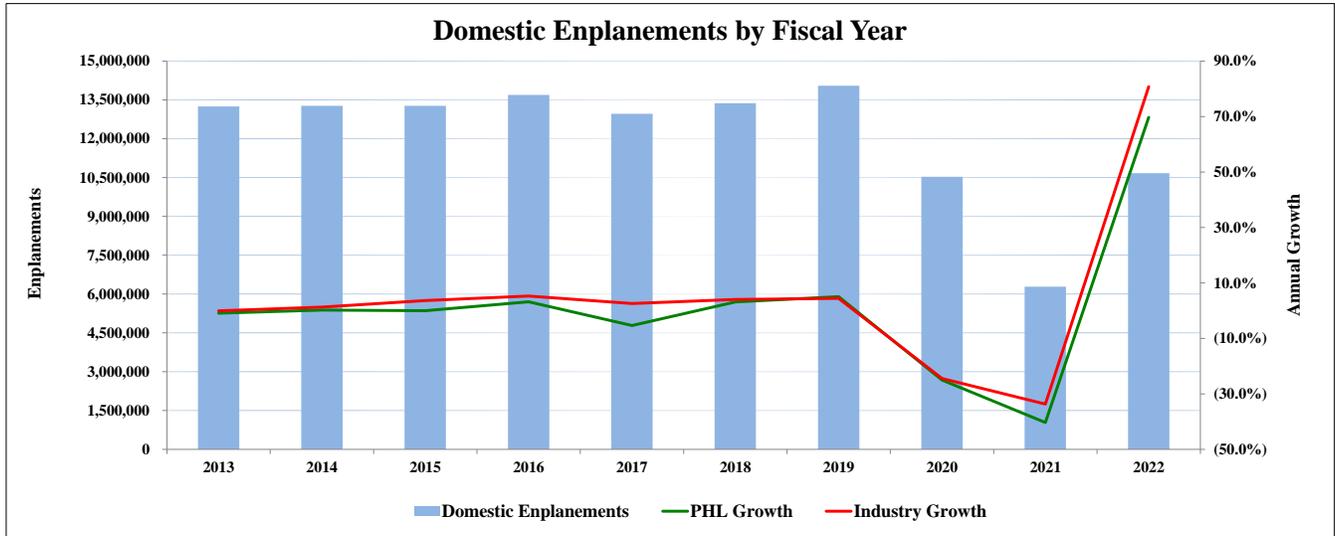
* 2017 U.S. Air Carrier Domestic and International Enplanements modified by Bureau of Transportation Statistics

Note: Domestic and International Enplanements from 2013 through 2018 were restated.

PHL Passenger Enplanements and Annual Growth from City of Philadelphia

U.S. Air Carrier Enplanements and Annual Growth from Bureau of Transportation Statistics

Exhibit S-7: Commercial Passenger Enplanements (Continued, By Fiscal Year)



* Note: Domestic and International Enplanements from 2013 through 2018 were restated.
 Source: City of Philadelphia
 Source: Bureau of Transportation Statistics

Exhibit S-8: Airline Market Share by Passenger Enplanements
(By Fiscal Year)

Airlines	2022		2021		2020		2019		2018	
	Enplaned Passengers	Market Share								
Domestic										
Scheduled major/national										
American	4,189,732	35.9%	2,412,503	36.9%	4,531,069	38.2%	6,609,437	41.1%	6,099,214	40.0%
Frontier	1,113,508	9.5%	598,096	9.1%	797,901	6.7%	790,154	4.9%	657,572	4.3%
Spirit	686,478	5.9%	501,805	7.7%	487,649	4.1%	515,578	3.2%	421,325	2.8%
Delta	622,057	5.3%	270,227	4.1%	604,282	5.1%	832,378	5.2%	834,666	5.5%
Southwest	581,134	5.0%	383,428	5.9%	744,815	6.3%	1,096,018	6.8%	1,123,008	7.4%
United	426,115	3.6%	124,860	1.9%	391,686	3.3%	554,088	3.4%	554,152	3.6%
JetBlue	114,573	1.0%	150,054	2.3%	177,613	1.5%	223,713	1.4%	218,290	1.4%
Alaska	79,021	0.7%	43,036	0.7%	114,340	1.0%	163,207	1.0%	141,157	0.9%
Sun Country	11,615	0.1%	6,955	0.1%	22,880	0.2%	6,934	0.0%	-	-
Subtotal - scheduled major/national	7,824,233	67.0%	4,490,964	68.6%	7,872,235	66.4%	10,791,507	67.1%	10,049,384	65.9%
Scheduled regional/commuter										
American Eagle										
PSA	1,077,067	9.2%	443,891	6.8%	576,780	4.9%	671,061	4.2%	394,252	2.6%
Piedmont	818,459	7.0%	428,105	6.5%	1,082,605	9.1%	1,432,000	8.9%	1,172,067	7.7%
Republic	764,766	6.6%	745,475	11.4%	808,038	6.8%	925,678	5.8%	1,063,517	7.0%
Envoy	-	-	0	0.0%	6,202	0.1%	8,147	0.1%	16,635	0.1%
Air Wisconsin	-	-	-	-	-	-	-	-	453,101	3.0%
Subtotal - American Eagle	2,660,292	22.8%	1,617,471	24.7%	2,473,625	20.9%	3,036,886	18.9%	3,099,572	20.3%
Other	183,784	1.6%	177,439	2.7%	185,302	1.6%	215,374	1.3%	222,087	1.5%
Subtotal - scheduled regional/commuter	2,844,076	24.4%	1,794,910	27.4%	2,658,927	22.4%	3,252,260	20.2%	3,321,659	21.8%
Charter	1,046	0.0%	562	0.0%	294	0.0%	2,896	0.0%	1,900	0.0%
Total - domestic	10,669,355	91.4%	6,286,436	96.1%	10,531,456	88.9%	14,046,663	87.3%	13,372,943	87.7%
International										
Scheduled										
American	672,675	5.8%	192,089	2.9%	815,679	6.9%	1,349,623	8.4%	1,228,549	8.1%
Qatar	86,186	0.7%	23,932	0.4%	63,574	0.5%	80,795	0.5%	66,047	0.4%
Frontier	63,530	0.5%	15,899	0.2%	44,084	0.4%	74,154	0.5%	67,467	0.4%
Air Canada - Sky Regional / Jazz Aviation	36,610	0.3%	0	0.0%	72,582	0.6%	99,909	0.6%	93,978	0.6%
British	36,345	0.3%	2,771	0.0%	79,991	0.7%	97,561	0.6%	88,688	0.6%
Piedmont	33,972	0.3%	12,040	0.2%	111,181	0.9%	161,566	1.0%	73,803	0.5%
Lufthansa	22,081	0.2%	0	0.0%	56,945	0.5%	78,033	0.5%	71,971	0.5%
Spirit	17,228	0.1%	1,583	0.0%	1,922	0.0%	-	-	-	-
Aer Lingus	11,922	0.1%	0	0.0%	29,418	0.2%	46,969	0.3%	10,951	0.1%
PSA	7,541	0.1%	4,789	0.1%	12,554	0.1%	-	-	217	0.0%
Republic	6,142	0.1%	2,828	0.0%	21,360	0.2%	41,720	0.3%	64,517	0.4%
Delta	1,540	0.0%	-	-	-	-	52	0.0%	29,362	0.2%
Eastern Airlines	-	-	275	0.0%	-	-	-	-	-	-
Icelandair	-	-	0	0.0%	6,492	0.1%	11,379	0.1%	9,690	0.1%
Air Wisconsin	-	-	-	-	-	-	-	-	67,128	0.4%
Subtotal - scheduled	995,772	8.5%	256,206	3.9%	1,315,782	11.1%	2,041,761	12.7%	1,872,368	12.3%
Charter	10,195	0.1%	-	0.0%	169	0.0%	-	-	142	0.0%
Total - international	1,005,967	8.6%	256,206	3.9%	1,315,951	11.1%	2,041,761	12.7%	1,872,510	12.3%
Grand total	11,675,322	100.0%	6,542,642	100.0%	11,847,407	100.0%	16,088,424	100.0%	15,245,453	100.0%

* Note: Domestic and International Enplanements from 2010 through 2018 were restated.
Source: City of Philadelphia

Exhibit S-8: Airline Market Share by Passenger Enplanements
(Continued, By Fiscal Year)

Airlines	2017		2016		2015		2014		2013	
	Enplaned Passengers	Market Share								
Domestic										
Scheduled major/national										
American	5,677,406	38.3%	5,890,212	37.6%	5,912,774	38.6%	6,090,891	39.8%	5,918,404	38.9%
Southwest	1,152,350	7.8%	1,133,501	7.2%	1,017,105	6.6%	927,172	6.1%	1,054,353	6.9%
Delta	853,135	5.8%	973,307	6.2%	924,773	6.0%	908,882	5.9%	804,404	5.3%
Frontier	580,452	3.9%	473,972	3.0%	154,956	1.0%	1,783	0.0%	28,307	0.2%
United	529,057	3.6%	549,849	3.5%	520,995	3.4%	492,899	3.2%	540,335	3.6%
Spirit	361,782	2.4%	245,438	1.6%	142,411	0.9%	129,417	0.8%	30,747	0.2%
JetBlue	205,817	1.4%	183,285	1.2%	123,511	0.8%	116,655	0.8%	15,502	0.1%
Alaska	64,154	0.4%	59,076	0.4%	56,514	0.4%	54,569	0.4%	47,617	0.3%
AirTran	-	-	-	-	42,858	0.3%	189,037	1.2%	296,466	1.9%
Virgin America	-	-	-	-	26,566	0.2%	97,932	0.6%	155,152	1.0%
Subtotal - scheduled major/national	9,424,153	63.6%	9,508,640	60.6%	8,922,463	58.3%	9,009,237	58.8%	8,891,287	58.4%
Scheduled regional/commuter										
American Eagle										
Piedmont	918,638	6.2%	694,448	4.4%	708,011	4.6%	792,688	5.2%	854,595	5.6%
Republic	864,036	5.8%	1,326,308	8.5%	1,529,350	10.0%	1,462,890	9.6%	1,307,524	8.6%
PSA	309,469	2.1%	307,357	2.0%	239,146	1.6%	231,547	1.5%	264,630	1.7%
Air Wisconsin	1,002,131	6.8%	1,419,663	9.1%	1,508,945	9.9%	1,302,475	8.5%	1,333,837	8.8%
Mesa	-	-	-	-	49,094	0.3%	50,508	0.3%	-	-
Chautauqua	-	-	-	-	-	-	-	-	75,628	0.5%
Subtotal - American Eagle	3,094,274	20.9%	3,747,776	23.9%	4,034,546	26.3%	3,840,108	25.1%	3,836,214	25.2%
Other	257,068	1.7%	227,752	1.5%	315,442	2.1%	434,826	2.8%	518,639	3.4%
Subtotal - scheduled regional/commuter	3,351,342	22.6%	3,975,528	25.3%	4,349,988	28.4%	4,274,934	27.9%	4,354,853	28.6%
Charter	463	0.0%	85	0.0%	266	0.0%	603	0.0%	345	0.0%
Total - domestic	12,775,958	86.3%	13,484,253	86.0%	13,272,717	86.7%	13,284,774	86.7%	13,246,485	87.1%
International										
Scheduled										
American	1,378,328	9.3%	1,536,251	9.8%	1,424,940	9.3%	1,472,915	9.6%	1,458,393	9.6%
Air Canada - Sky Regional / Jazz Aviation	77,018	0.5%	61,797	0.4%	56,038	0.4%	56,524	0.4%	53,728	0.4%
British	118,177	0.8%	128,290	0.8%	120,461	0.8%	112,422	0.7%	110,271	0.7%
Qatar	52,728	0.4%	61,745	0.4%	57,650	0.4%	18,299	0.1%	-	-
Lufthansa	73,251	0.5%	69,405	0.4%	70,438	0.5%	63,334	0.4%	54,906	0.4%
Frontier	68,053	0.5%	80,497	0.5%	35,937	0.2%	23,108	0.2%	22,949	0.2%
Republic	36,300	0.2%	62,725	0.4%	59,107	0.4%	45,726	0.3%	70,712	0.5%
Icelandair	2,806	0.0%	-	-	-	-	-	-	-	-
Delta	45,046	0.3%	35,045	0.2%	18,784	0.1%	15,473	0.1%	15,672	0.1%
Air Wisconsin	175,336	1.2%	160,730	1.0%	195,937	1.3%	219,574	1.4%	182,534	1.2%
Air Jamaica / Caribbean	-	-	-	-	-	-	-	-	66	0.0%
Subtotal - scheduled	2,027,043	13.7%	2,196,485	14.0%	2,039,292	13.3%	2,027,375	13.2%	1,969,231	12.9%
Charter	3,881	0.0%	2,820	0.0%	729	0.0%	3,904	0.0%	169	0.0%
Total - international	2,030,924	13.7%	2,199,305	14.0%	2,040,021	13.3%	2,031,279	13.3%	1,969,400	12.9%
Grand total	14,806,882	100.0%	15,683,558	100.0%	15,312,738	100.0%	15,316,053	100.0%	15,215,885	100.0%

* Note: (1) Domestic and International Enplanements from 2010 through 2018 were restated.
(2) American and US Airways numbers combined for all previous years.
Source: City of Philadelphia

Exhibit S-9: Aircraft Operations by Airport
(By Fiscal Year)

PHL Takeoffs and landings

Fiscal Year	Air Carrier	Commuter	General Aviation	Military	Total
2022	218,226	58,891	15,208	546	292,871
2021	165,542	41,985	10,941	334	218,802
2020	221,914	83,226	11,683	521	317,344
2019	263,684	107,327	14,644	457	386,112
2018	240,676	115,986	14,323	412	371,397
2017	222,618	141,120	14,184	412	378,334
2016	226,056	153,590	13,971	405	394,022
2015	237,788	161,386	14,548	399	414,121
2014	241,252	166,014	13,883	400	421,549
2013	240,165	183,828	13,848	423	438,264

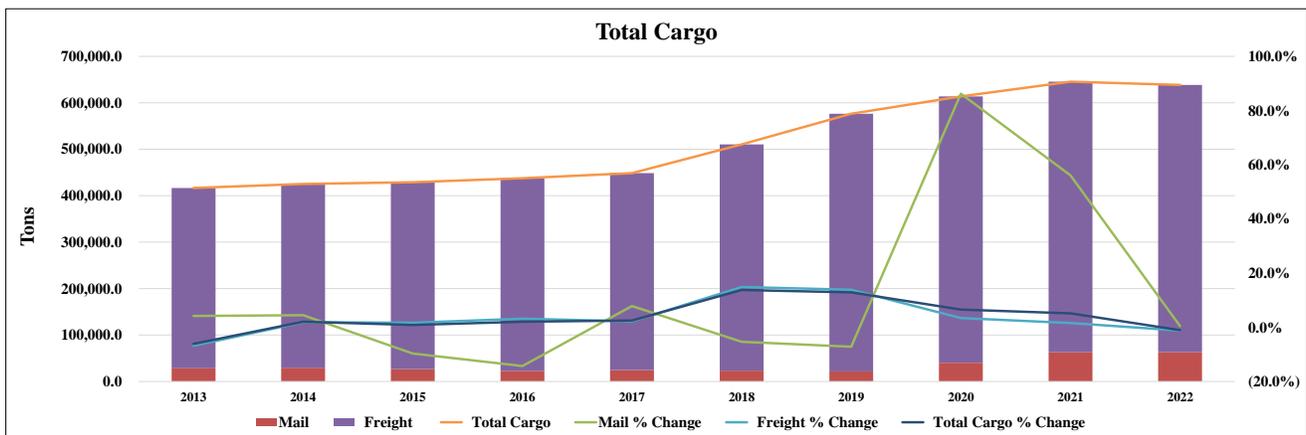
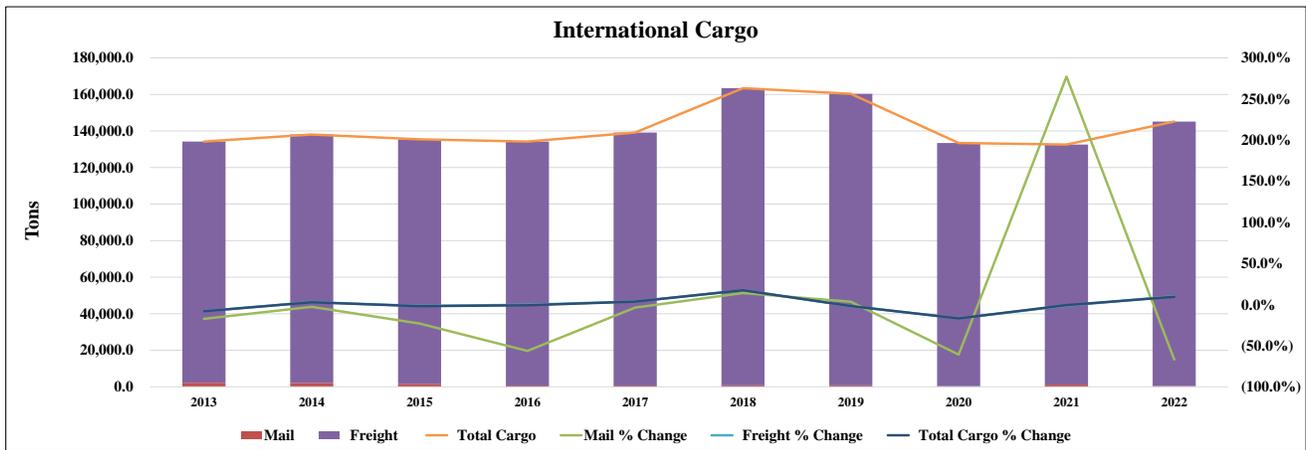
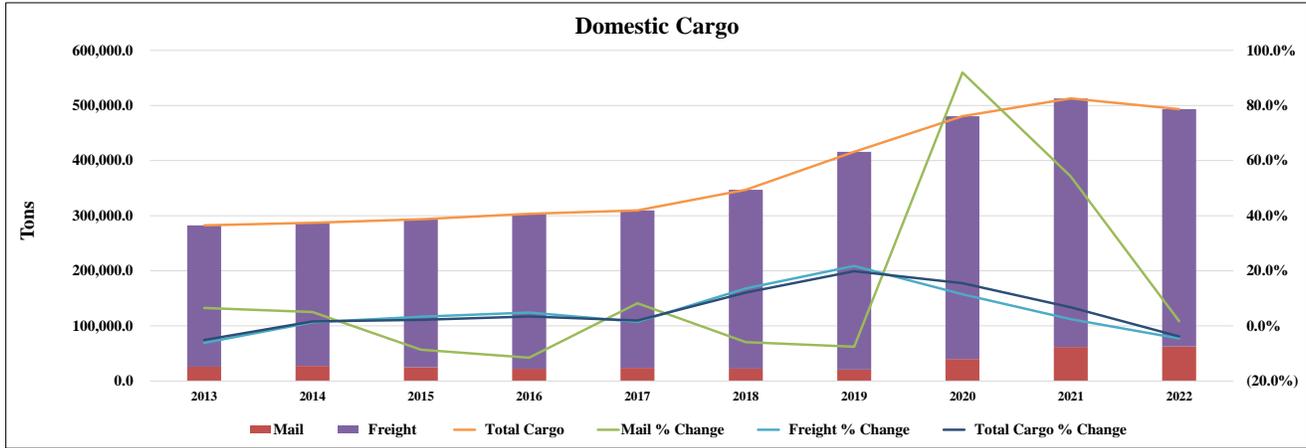
Note: Philadelphia International Airport's annual aircraft operations have declined from FY 2006 through FY 2018. The reduction in flights can be partially attributed to airline mergers and consolidations, and increasing load factors. Airlines have been reducing the number of flights that use smaller, less fuel-efficient aircraft.

PNE Takeoffs and landings

Fiscal Year	Air Carrier	Commuter	General Aviation	Military	Total
2022	0	0	88,108	0	88,108
2021	0	0	68,877	0	68,877
2020	0	0	68,059	0	68,059
2019	0	0	69,240	0	69,240
2018	0	0	55,817	0	55,817
2017	0	0	56,373	0	56,373
2016	0	0	54,222	0	54,222
2015	0	0	72,975	0	72,975
2014	0	0	71,723	0	71,723
2013	0	0	67,997	0	67,997

Source: City of Philadelphia

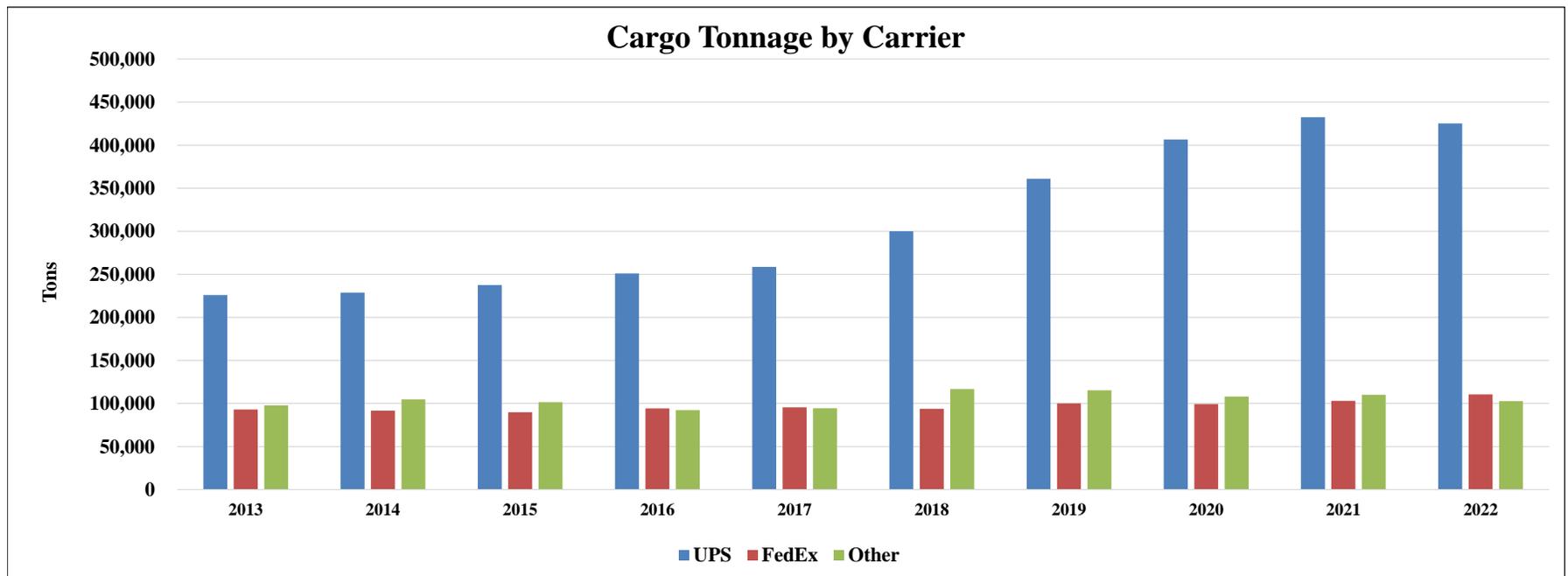
Exhibit S-10: Cargo Tonnage (By Fiscal Year)



Source: City of Philadelphia

Exhibit S-10: Cargo Tonnage by Carrier
(Continued, By Fiscal Year)

Carrier	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	10-Year Annual Growth
UPS	225,839	228,810	237,529	251,080	258,615	299,905	360,955	406,468	432,363	425,238	6.53%
FedEx	93,041	91,628	89,925	94,341	95,518	93,789	100,064	99,311	103,002	110,526	1.74%
Other	97,791	104,768	101,421	92,337	94,535	116,736	115,252	108,061	110,042	102,706	0.49%
Total	416,671	425,206	428,875	437,758	448,668	510,430	576,271	613,840	645,407	638,470	4.36%



Source: City of Philadelphia

* Other Airlines include commercial airlines and itinerant passenger & cargo airlines.

Exhibit S-11: Annual Revenues, Expenses And Changes In Fund Net Position
(By Fiscal Year)

	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
Operating revenues										
Charges for goods and services (1)	\$ 88,348,145	\$ 89,659,933	\$ 74,473,841	\$ 120,832,729	\$ 128,320,912	\$ 104,531,921	\$ 110,787,260	\$ 100,619,746	\$ 110,782,462	\$ 88,823,551
Rentals and concessions (2)	226,348,020	190,531,718	215,702,641	264,946,027	245,881,682	232,887,674	224,999,976	216,190,420	200,192,045	197,912,708
Miscellaneous operating revenues	6,506,559	8,232,303	5,228,340	5,292,986	5,367,810	4,200,936	5,009,010	5,554,490	4,439,768	4,630,590
Total operating revenues	321,202,724	288,423,954	295,404,822	391,071,742	379,570,404	341,620,531	340,796,246	322,364,656	315,414,275	291,366,849
Operating expenses										
Personal services	76,875,953	74,137,016	86,385,831	81,052,522	79,223,366	73,776,022	69,283,424	70,424,997	65,636,270	63,190,699
Purchase of services	105,599,910	89,510,412	107,925,323	113,187,323	111,100,076	118,283,429	108,418,709	101,642,118	94,403,544	88,684,536
Materials and supplies	5,771,546	3,344,533	8,862,639	8,202,311	9,805,303	5,156,099	6,944,528	8,669,852	8,927,068	6,557,009
Employee benefits	38,727,161	49,041,023	66,409,686	64,803,539	60,602,579	61,939,679	57,854,677	52,106,797	65,665,321	46,467,020
Indemnities and taxes	4,890,371	5,363,423	5,524,518	5,773,036	1,966,973	5,196,986	1,695,946	1,839,638	1,108,774	1,945,850
Depreciation and amortization	114,216,869	106,538,446	102,393,319	100,679,051	112,033,607	101,109,005	101,909,394	98,125,419	99,707,937	97,873,389
Total operating expenses	346,081,810	327,934,853	377,501,316	373,697,782	374,731,904	365,461,220	346,106,678	332,808,821	335,448,914	304,718,503
Operating income (loss)	(24,879,086)	(39,510,899)	(82,096,494)	17,373,960	4,838,500	(23,840,689)	(5,310,432)	(10,444,165)	(20,034,639)	(13,351,654)
Non-operating revenues (expenses)										
Federal, state and local grants	54,629,330	64,397,829	57,639,261	1,463,277	1,672,222	2,488,459	1,621,300	1,885,786	2,483,722	1,661,600
Interest income	(8,753,241)	1,590,956	25,343,078	23,582,264	9,836,271	3,786,077	2,658,109	363,206	1,076,392	632,234
Debt service, interest	(50,701,730)	(50,324,133)	(59,289,830)	(57,032,860)	(68,195,690)	(54,271,038)	(54,003,323)	(41,428,793)	(40,966,678)	(40,179,599)
Other revenue (expenses)	(859,037)	103,355	(50,338)	2,476,639	3,000,000	-	-	-	-	(13,994,139)
Gain/(Loss) on disposal of property, net	59,702	121,046	(307,101)	51,887	(59,048)	(122,785)	(67,463)	(69,113)	(75,920)	(13,394)
Customer facility charges	12,230,510	10,560,880	24,636,032	31,080,128	30,440,208	30,875,320	31,934,786	29,933,177	4,857,600	-
Passenger facility charges	48,553,346	30,032,505	46,749,088	64,031,965	61,067,558	59,384,648	60,920,335	61,180,724	60,653,369	58,188,449
Total non-operating revenues (expenses)	55,158,880	56,482,438	94,720,190	65,653,300	37,761,521	42,140,681	43,063,744	51,864,987	28,028,485	6,295,151
Gain (Loss) before capital contributions	30,279,794	16,971,539	12,623,696	83,027,260	42,600,021	18,299,992	37,753,312	41,420,822	7,993,846	(7,056,503)
Capital contributions										
Federal, state and local grants	22,455,409	29,318,006	20,327,935	22,238,626	19,583,401	9,566,140	24,203,573	35,549,920	20,046,410	39,691,462
Contributed assets	49,049,602	-	-	-	-	-	-	-	-	-
Total capital contributions	71,505,011	29,318,006	20,327,935	22,238,626	19,583,401	9,566,140	24,203,573	35,549,920	20,046,410	39,691,462
Increase (decrease) in net position	\$ 101,784,805	\$ 46,289,545	\$ 32,951,631	\$ 105,265,886	\$ 62,183,422	\$ 27,866,132	\$ 61,956,885	\$ 76,970,742	\$ 28,040,256	\$ 32,634,959
Net position beginning of period	1,064,013,497	1,017,723,952	993,543,168	888,277,282	894,083,996	866,217,864	804,260,979	894,969,059	866,928,803	834,293,844
Adjustment	-	-	(8,770,847)	-	(67,990,136)	-	-	(167,678,822)	-	-
Net position end of period	\$ 1,165,798,302	\$ 1,064,013,497	\$ 1,017,723,952	\$ 993,543,168	\$ 888,277,282	\$ 894,083,996	\$ 866,217,864	\$ 804,260,979	\$ 894,969,059	\$ 866,928,803

* Related to the adoption of GASB 65

Source: City of Philadelphia, Financial Statements

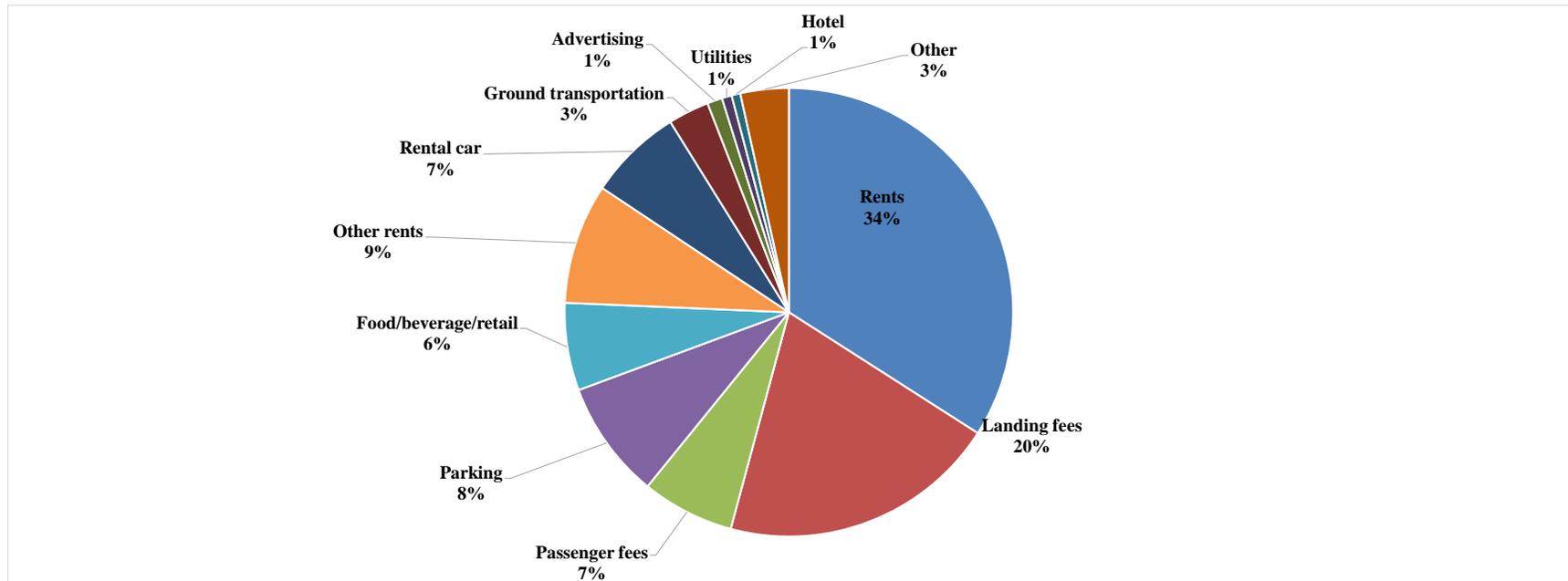
(1) Charges for goods and services are comprised of airline revenues, specifically landing fees and international arrival fees, and non-airline revenues, specifically utilities and other fees.

(2) Rental and concessions are comprised of airline revenues, specifically rents, and non-airline revenues, specifically concessions, and other rents.

Exhibit S-12: Operating Revenues by Source (By Fiscal Year)

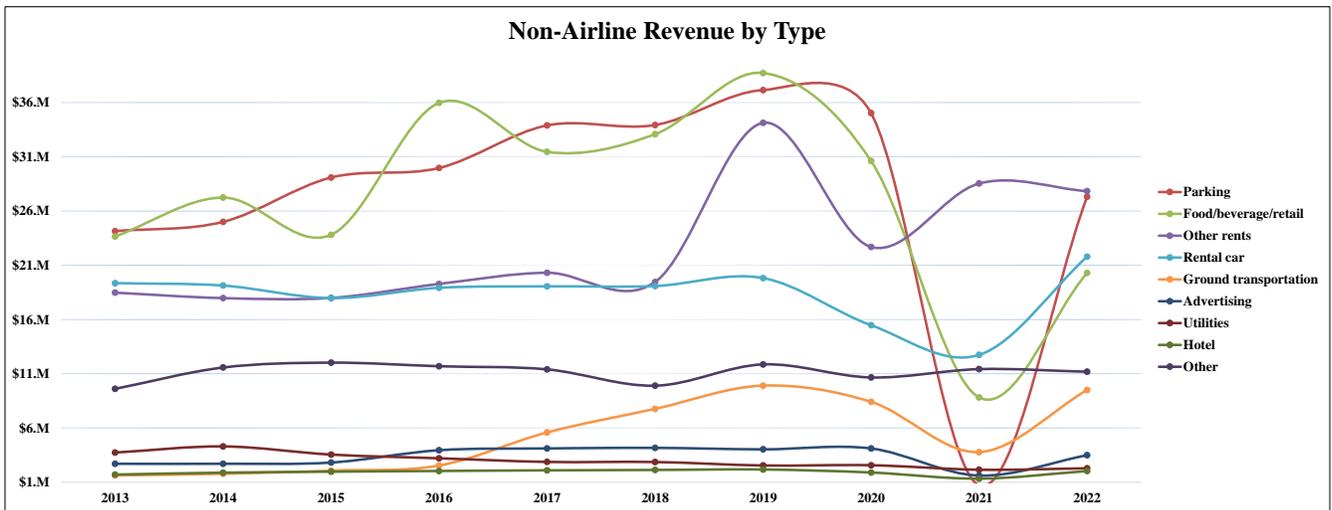
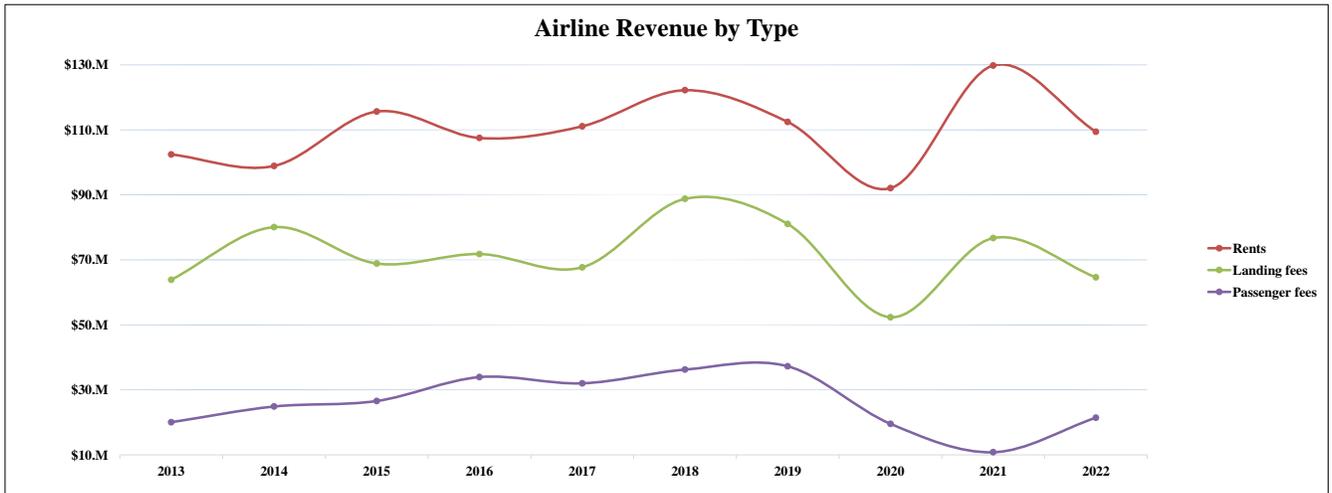
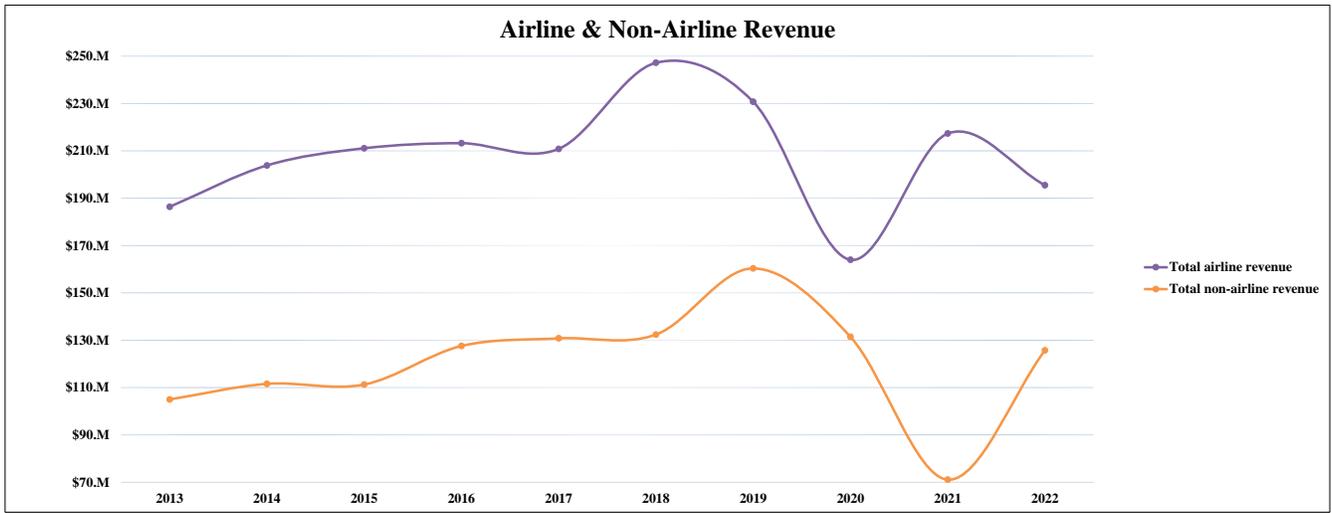
	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013	10-Year Annual Growth
Airline revenue											
Rents	\$ 109,403,014	\$ 129,802,226	\$ 92,060,092	\$ 112,437,578	\$ 122,195,881	\$ 111,099,652	\$ 107,504,766	\$ 115,637,922	\$ 98,895,068	\$ 102,444,565	0.66%
Landing fees	64,622,330	76,702,244	52,351,021	81,040,660	88,769,632	67,710,165	71,796,365	68,868,068	80,068,379	63,876,786	0.12%
Passenger fees	21,443,817	10,805,851	19,556,454	37,249,170	36,228,901	32,017,978	33,927,721	26,573,596	24,873,375	20,041,927	0.68%
Total airline revenue	195,469,161	217,310,321	163,967,567	230,727,408	247,194,414	210,827,795	213,228,852	211,079,586	203,836,822	186,363,278	0.48%
Non-airline revenue											
Parking	27,317,434	723,814	35,023,752	37,151,976	33,620,940	33,892,719	29,968,056	29,090,299	25,000,777	24,147,808	1.24%
Food/beverage/retail	20,297,188	8,818,108	30,613,092	38,725,616	33,082,150	31,458,225	35,971,023	23,802,476	27,241,432	23,651,437	(1.52%)
Other rents	27,831,622	28,538,257	22,686,419	34,128,018	19,456,269	20,309,076	19,279,017	17,990,122	17,972,046	18,475,294	4.18%
Rental car	21,798,300	12,738,457	15,473,293	19,821,992	19,088,359	19,057,032	18,925,037	17,972,921	19,129,901	19,353,044	1.20%
Ground transportation	9,501,287	3,776,497	8,410,149	9,905,712	7,759,709	5,589,833	2,539,609	2,069,814	1,777,269	1,627,271	19.30%
Advertising	3,490,755	1,612,088	4,111,262	4,031,350	4,165,545	4,113,665	3,948,970	2,814,100	2,700,000	2,700,000	2.60%
Utilities	2,281,998	2,151,838	2,566,366	2,542,899	2,862,116	2,872,521	3,207,446	3,548,830	4,300,906	3,733,830	(4.80%)
Hotel	2,028,244	1,328,618	1,896,680	2,174,191	2,131,110	2,095,984	2,036,604	1,972,306	1,881,380	1,707,073	1.74%
Other	11,186,735	11,425,956	10,656,242	11,862,580	10,209,792	11,403,680	11,691,632	12,024,202	11,573,742	9,607,814	1.53%
Total non-airline revenue	125,733,563	71,113,633	131,437,255	160,344,334	132,375,990	130,792,736	127,567,394	111,285,070	111,577,453	105,003,571	1.82%
Total operating revenues	\$ 321,202,724	\$ 288,423,954	\$ 295,404,822	\$ 391,071,742	\$ 379,570,404	\$ 341,620,531	\$ 340,796,246	\$ 322,364,656	\$ 315,414,275	\$ 291,366,849	0.98%

2022 Revenues by Source



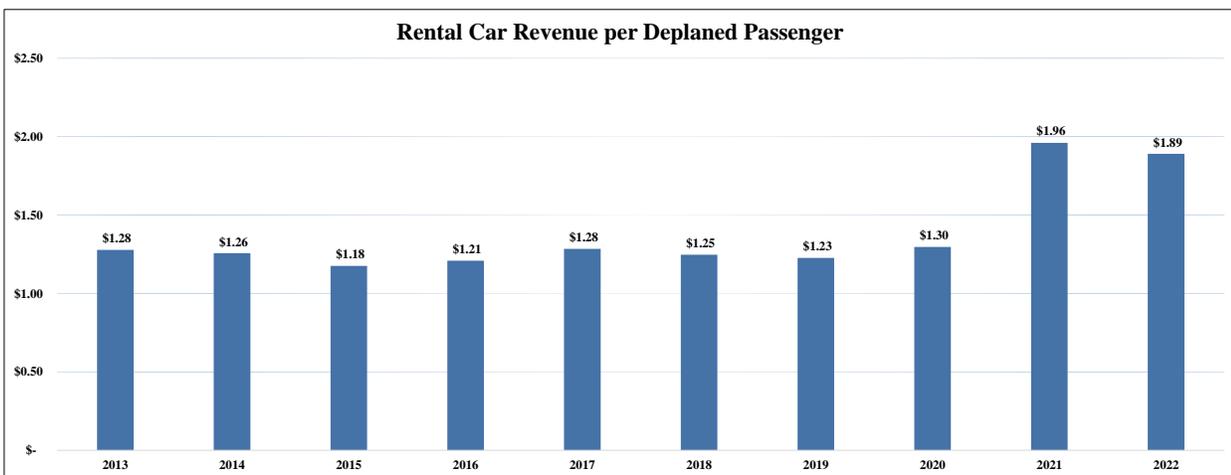
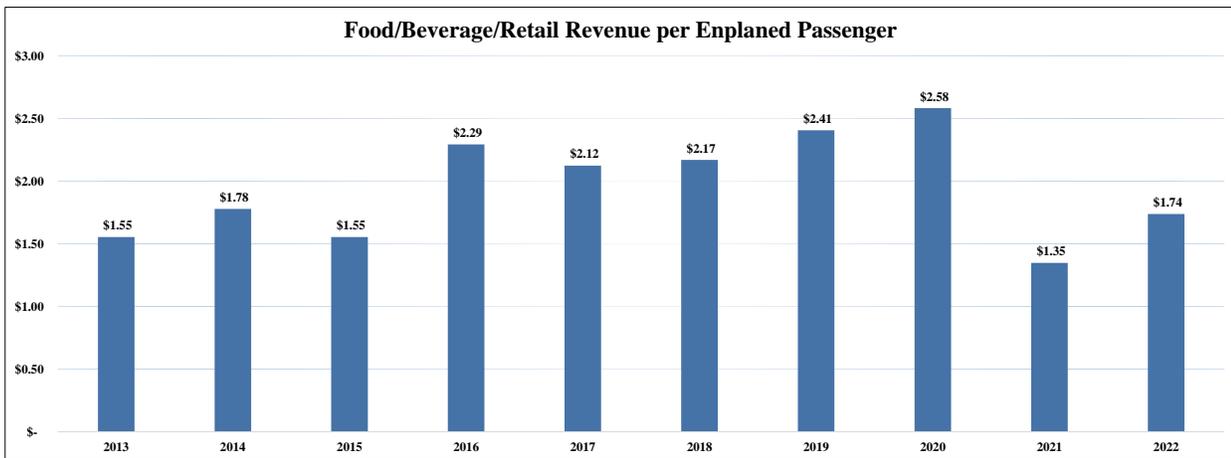
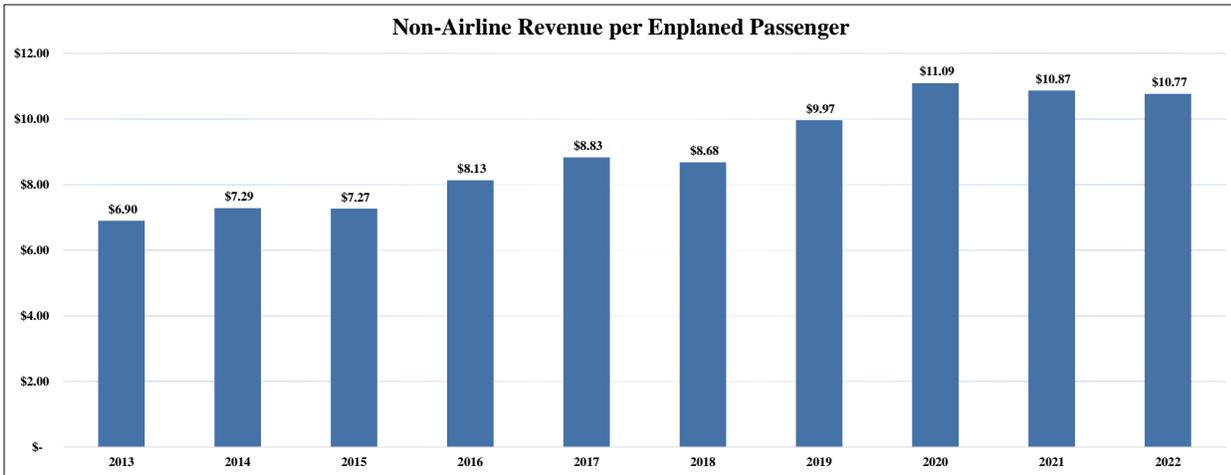
Source: City of Philadelphia

Exhibit S-12: Operating Revenues by Source (Continued, By Fiscal Year)



Source: City of Philadelphia

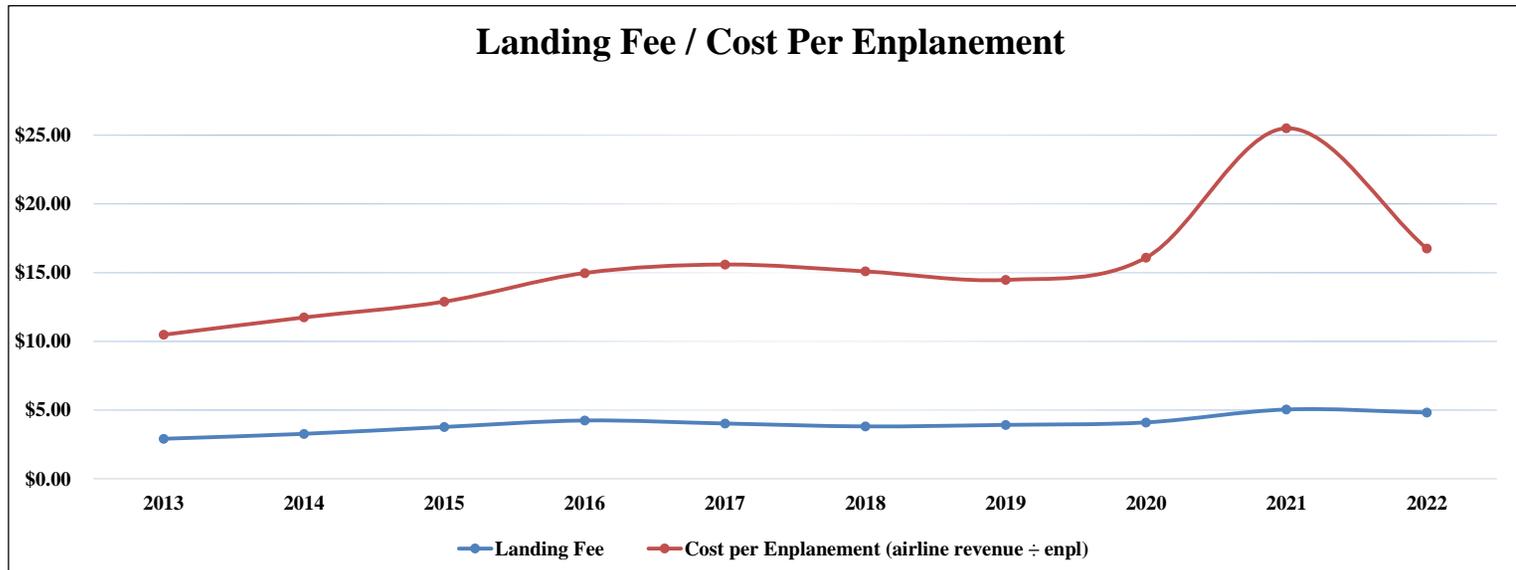
Exhibit S-12: Revenues by Source
(Continued, by Fiscal Year)



Source: City of Philadelphia

Exhibit S-13: Scheduled Rates and Charges
(By Fiscal Year)

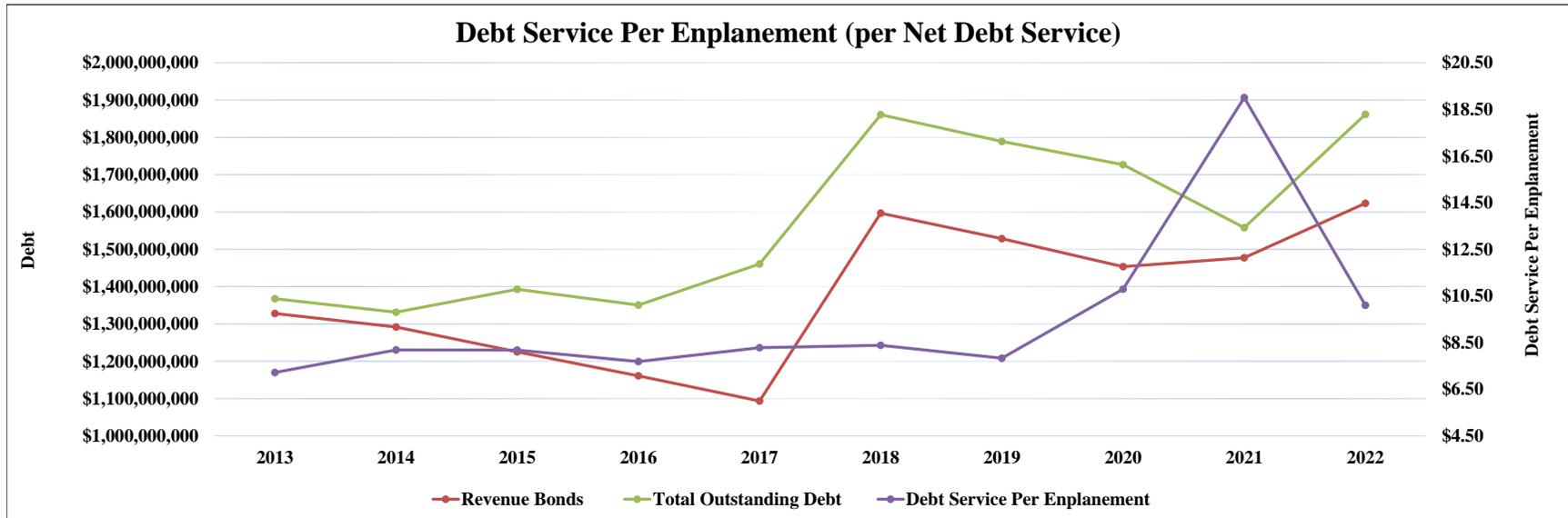
	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
Signatory airline rates & charges										
Landing fee rate (per 1,000 pounds)	\$ 4.82	\$ 5.04	\$ 4.10	\$ 3.92	\$ 3.81	\$ 4.02	\$ 4.24	\$ 3.77	\$ 3.27	\$ 2.91
Terminal rental rates (per square foot)										
Type 1 - Ticket counter and ticket counter offices	\$ 194.18	\$ 196.44	\$ 197.69	\$ 219.02	\$ 232.51	\$ 241.74	\$ 223.11	\$ 195.38	\$ 184.28	\$ 172.51
Type 2 - Hold rooms, baggage claim area, baggage claim offices, airline lounge, airline space	\$ 145.64	\$ 147.33	\$ 148.27	\$ 164.26	\$ 174.38	\$ 181.30	\$ 167.34	\$ 146.54	\$ 138.21	\$ 129.38
Type 3 - Airline operations space, baggage makeup space, inbound baggage	\$ 97.09	\$ 98.22	\$ 98.84	\$ 109.51	\$ 116.25	\$ 120.87	\$ 111.56	\$ 97.69	\$ 92.14	\$ 86.25
Type 4 - FIS Area, cart tunnel/baggage recheck	\$ 48.55	\$ 49.11	\$ 49.42	\$ 54.75	\$ 58.13	\$ 60.43	\$ 55.78	\$ 48.85	\$ 46.07	\$ 43.13
Ramp area rental rate (per linear foot)	\$ 22.29	\$ 10.10	\$ 25.33	\$ 22.37	\$ 16.30	\$ (8.60)	\$ 87.82	\$ 71.35	\$ 81.79	\$ 76.34
International common use fees (per passenger)										
Enplaning area fee	\$ 5.52	\$ 8.57	\$ 3.62	\$ 4.75	\$ 5.41	\$ 5.11	\$ 4.93	\$ 4.10	\$ 4.19	\$ 3.75
Deplaning area fee	\$ 5.52	\$ 8.57	\$ 3.46	\$ 4.61	\$ 5.16	\$ 5.10	\$ 4.82	\$ 4.18	\$ 4.10	\$ 3.65
FIS Area fee	\$ 5.28	\$ 8.21	\$ 5.21	\$ 6.31	\$ 7.21	\$ 6.10	\$ 4.96	\$ 3.98	\$ 3.30	\$ 2.42
Ticket counter area fee	\$ 1.63	\$ 2.53	\$ 1.79	\$ 1.98	\$ 1.72	\$ 1.79	\$ 1.98	\$ 1.73	\$ 1.63	\$ 1.26
Passenger facility charges (per ticket sold)	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50	\$ 4.50
Cost per enplanement	\$ 16.75	\$ 25.50	\$ 16.09	\$ 14.47	\$ 15.09	\$ 15.59	\$ 14.97	\$ 12.89	\$ 11.74	\$ 10.48



Source: City of Philadelphia

Exhibit S-14: Ratios of Outstanding Debt (By Fiscal Year)

	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
Outstanding debt by type										
Revenue bonds payable, net	\$ 1,623,461,203	\$ 1,477,497,285	\$ 1,453,462,105	\$ 1,528,355,631	\$ 1,596,864,911	\$ 1,093,534,740	\$ 1,160,904,087	\$ 1,225,329,622	\$ 1,291,748,241	\$ 1,328,226,206
General obligation bonds payable, net	-	-	-	-	-	-	-	-	-	-
Commercial paper	125,343,000	80,343,000	155,262,000	140,262,000	141,162,000	242,100,000	189,900,000	167,600,000	39,700,000	39,600,000
Taxable revenue note	112,930,000	-	118,040,000	120,450,000	122,770,000	125,000,000	-	-	-	-
Total outstanding debt	\$ 1,861,734,203	\$ 1,557,840,285	\$ 1,726,764,105	\$ 1,789,067,631	\$ 1,860,796,911	\$ 1,460,634,740	\$ 1,350,804,087	\$ 1,392,929,622	\$ 1,331,448,241	\$ 1,367,826,206
Debt factors										
Enplaned passengers	11,675,322	6,542,642	11,847,407	16,088,424	15,245,453	14,806,882	15,683,558	15,312,738	15,316,053	15,215,885
Operating revenue	\$ 324,781,542	\$ 288,423,954	\$ 295,404,822	\$ 391,071,742	\$ 379,570,404	\$ 341,620,531	\$ 340,796,245	\$ 322,364,656	\$ 315,414,275	\$ 291,366,849
Total assets	\$ 3,473,221,413	\$ 3,165,900,775	\$ 3,177,840,858	\$ 3,179,048,877	\$ 3,130,503,695	\$ 2,663,111,931	\$ 2,502,763,258	\$ 2,470,974,676	\$ 2,305,749,387	\$ 2,336,308,473
Total MSA population*	6,228,601	6,228,601	6,102,434	6,096,372	6,096,120	6,096,120	6,077,152	6,066,589	6,053,028	6,035,329
Ratios										
Outstanding debt per enplaned passenger	\$ 159.46	\$ 238.11	\$ 145.75	\$ 111.20	\$ 122.06	\$ 98.65	\$ 86.13	\$ 90.97	\$ 86.93	\$ 89.89
Outstanding debt to operating revenue	\$ 5.73	\$ 5.40	\$ 5.85	\$ 4.57	\$ 4.90	\$ 4.28	\$ 3.96	\$ 4.32	\$ 4.22	\$ 4.69
Outstanding debt to total assets	\$ 0.54	\$ 0.49	\$ 0.54	\$ 0.56	\$ 0.59	\$ 0.55	\$ 0.54	\$ 0.56	\$ 0.58	\$ 0.59
Outstanding debt per capita	\$ 298.90	\$ 250.11	\$ 282.96	\$ 293.46	\$ 305.24	\$ 239.60	\$ 222.28	\$ 229.61	\$ 219.96	\$ 226.64



* 2022 data is not available

All other MSA data source: U.S. Census Bureau, Population Division

Non-MSA data source: City of Philadelphia

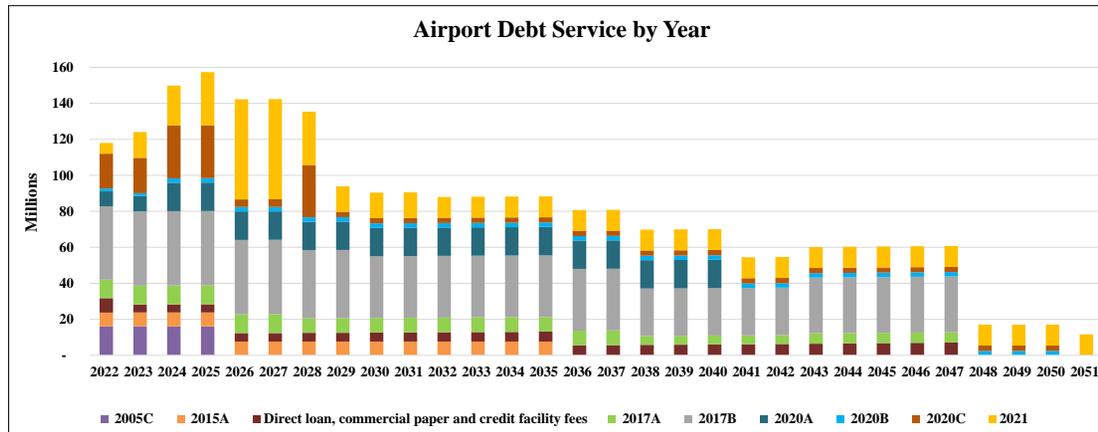
Exhibit S-15: Pledged Debt Service Coverage
(By Fiscal Year)

	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
Amounts available for debt service										
Fund balance	\$ 173,724,277	\$ 160,842,939	\$ 144,218,209	\$ 126,824,322	\$ 107,819,701	\$ 87,875,140	\$ 71,220,305	\$ 66,340,425	\$ 66,542,146	\$ 69,271,565
Project revenues	355,962,610	331,828,680	390,167,827	393,443,075	381,668,041	362,065,094	341,249,876	322,846,631	316,893,125	291,781,082
Passenger facility charges	31,976,000	49,620,818	31,199,992	31,188,782	31,201,355	33,692,950	31,176,287	31,169,120	31,168,394	31,159,879
1	561,662,887	542,292,437	565,586,028	551,456,179	520,689,097	483,633,184	443,646,468	420,356,176	414,603,665	392,212,526
Total expenses										
2 Net operating expenses*	149,981,739	130,128,359	151,738,808	161,160,835	150,971,582	136,747,633	132,649,211	125,966,943	117,782,250	110,710,079
Interdepartmental charges	103,006,532	109,798,278	123,017,460	121,054,115	116,749,066	116,753,148	106,775,414	108,692,423	103,902,286	101,858,400
3	252,988,271	239,926,637	274,756,268	282,214,950	267,720,648	253,500,781	239,424,625	234,659,366	221,684,536	212,568,479
Funds available for debt service coverage										
4 Revenue bonds (Line 1 - Line 2)	411,681,148	412,164,078	413,847,220	390,295,344	369,717,515	346,885,551	310,997,257	294,389,233	296,821,415	281,502,447
5 All bonds (Line 1 - Line 3)	308,674,616	302,365,800	290,829,760	269,241,229	252,968,449	230,132,403	204,221,843	185,696,810	192,919,129	179,644,047
Debt service										
Revenue bonds										
Series 1995	-	-	-	-	-	-	-	-	-	-
Series 1997A	-	-	-	-	-	-	-	-	-	-
Series 1997B	-	-	-	-	-	-	-	-	-	-
Series 1998A	-	-	-	-	-	-	-	-	-	-
Series 1998 PAID	-	-	-	-	5,019	256	257	250	256	256
Series 2001 PAID	-	-	-	-	-	-	-	-	-	-
Series 2001B	-	-	-	-	-	-	-	-	-	-
Series 2005A	-	-	-	-	-	-	-	8,127,118	8,318,454	8,315,455
Series 2005B	-	-	-	-	-	-	-	-	-	-
Series 2005C	16,143,944	15,410,326	14,303,578	15,798,022	16,506,573	15,816,253	15,510,902	15,321,233	15,525,161	15,680,308
Series 2007A	-	-	-	-	3,669,500	11,780,500	11,677,215	11,513,459	11,775,999	11,744,763
Series 2007B	-	-	-	-	1,169,625	6,933,000	6,872,668	6,773,572	6,928,249	6,928,000
Series 2009A	-	-	-	-	814,652	3,745,704	3,717,417	3,663,031	3,746,016	3,748,666
Series 2010A	-	-	18,207,471	18,527,965	18,665,713	18,668,963	18,508,796	18,248,041	17,046,190	1,284,292
Series 2010B	-	-	-	-	-	-	-	5,444,908	5,572,999	5,573,750
Series 2010C	-	-	-	-	9,444,750	9,448,250	9,361,206	9,237,111	9,444,749	9,447,250
Series 2010D	-	-	25,738,362	26,192,436	26,392,200	26,404,199	26,164,179	25,795,633	26,388,847	26,391,851
Series 2011A	-	15,003,181	14,985,877	15,228,633	15,356,406	15,340,656	15,203,315	14,973,955	15,319,405	15,310,406
Series 2011B	-	2,524,717	2,528,576	2,568,328	2,590,019	2,594,019	2,569,120	2,534,670	2,593,018	2,591,019
Series 2015A	7,553,570	7,473,679	7,479,890	7,610,344	7,663,150	7,668,550	7,734,447	-	-	-
Series 2017A	10,333,631	10,220,860	10,104,784	9,184,483	5,045,809	-	-	-	-	-
Series 2017B	40,746,423	40,308,690	24,354,513	20,980,992	12,681,150	-	-	-	-	-
Series 2020A	8,295,010	5,994,503	-	-	-	-	-	-	-	-
Series 2020B	1,591,743	1,151,786	-	-	-	-	-	-	-	-
Series 2020C	19,362,596	18,767,858	-	-	-	-	-	-	-	-
Series 2021	5,936,762	-	-	-	-	-	-	-	-	-
Direct loan, commercial paper and credit facility fees	8,024,984	7,474,902	10,207,036	9,916,060	7,785,739	4,195,981	3,275,822	3,615,367	2,737,987	2,819,925
6 Net revenue bond debt service	117,988,661	124,330,503	127,910,086	126,007,263	127,790,305	122,596,331	120,595,344	125,248,348	125,397,330	109,835,941
General obligation bonds	-	-	-	-	-	-	-	-	-	-
7 Total net debt service	\$ 117,988,661	\$ 124,330,503	\$ 127,910,086	\$ 126,007,263	\$ 127,790,305	\$ 122,596,331	\$ 120,595,344	\$ 125,248,348	\$ 125,397,330	\$ 109,835,941
Debt service coverage										
Revenue bonds only - Test "1" (Line 4/Line 6)	3.49	3.32	3.24	3.10	2.89	2.83	2.58	2.35	2.37	2.56
Total debt service - Test "2" (Line 5/Line 7)	2.62	2.43	2.27	2.14	1.98	1.88	1.69	1.48	1.54	1.64

* Includes required Renewal Fund deposits

Exhibit S-16: Airport Debt Service by Year (By Fiscal Year)

Year	2005C	2015A	Direct loan, commercial paper and credit facility fees	2017A	2017B	2020A	2020B	2020C	2021	Total
2022	16,143,944	7,553,570	8,024,984	10,333,631	40,746,423	8,295,010	1,591,743	19,362,596	5,936,762	117,988,661
2023	16,097,228	7,667,700	4,418,631	10,487,294	41,344,750	8,415,950	1,614,700	19,642,150	14,370,000	124,058,403
2024	16,104,510	7,666,700	4,487,629	10,488,294	41,344,500	15,775,950	2,479,450	29,317,650	22,179,750	149,844,432
2025	16,108,690	7,665,450	4,559,962	10,476,794	41,348,000	15,777,950	2,475,950	29,310,900	29,614,000	157,337,696
2026	-	7,663,450	4,630,555	10,487,794	41,348,000	15,776,450	2,480,450	4,230,150	55,697,000	142,313,849
2027	-	7,665,200	4,704,409	10,479,544	41,342,500	15,775,700	2,477,450	4,231,150	55,706,750	142,382,703
2028	-	7,669,950	4,786,447	8,167,294	37,814,500	15,779,700	2,477,200	29,009,400	29,684,750	135,389,241
2029	-	7,661,950	4,866,518	8,165,544	37,817,750	15,777,200	2,479,450	2,930,900	14,182,250	93,881,562
2030	-	7,671,200	4,954,622	8,168,794	34,252,000	15,772,450	2,478,950	2,931,400	14,177,750	90,407,166
2031	-	7,671,200	5,040,608	8,166,294	34,263,500	15,779,450	2,475,700	2,928,900	14,182,500	90,508,152
2032	-	7,663,600	5,134,476	8,167,794	34,260,000	15,771,450	2,479,700	2,933,400	11,595,250	88,005,669
2033	-	7,669,000	5,231,074	8,167,544	34,260,250	15,777,950	2,475,450	2,929,400	11,594,750	88,105,418
2034	-	7,667,750	5,330,327	8,170,044	34,262,000	15,776,150	2,476,650	2,931,600	11,592,250	88,206,771
2035	-	7,665,000	5,432,159	8,167,744	34,263,000	15,777,400	2,475,650	2,931,400	11,592,250	88,304,603
2036	-	-	5,541,495	8,168,681	34,261,000	15,773,600	2,477,450	2,933,800	11,594,000	80,750,026
2037	-	-	5,653,183	8,164,150	34,263,750	15,770,000	2,476,850	2,933,600	11,591,750	80,853,283
2038	-	-	5,772,148	4,941,750	26,363,500	15,770,800	2,478,850	2,930,800	11,591,350	69,849,198
2039	-	-	5,893,238	4,942,250	26,362,750	15,775,000	2,478,250	2,930,400	11,591,150	69,973,038
2040	-	-	6,016,377	4,940,500	26,363,500	15,771,600	2,480,050	2,932,200	11,595,750	70,099,977
2041	-	-	6,151,491	4,941,250	26,358,750	-	2,479,050	2,931,000	11,594,550	54,456,091
2042	-	-	6,288,351	4,939,000	26,361,750	-	2,478,700	2,931,800	11,592,350	54,591,951
2043	-	-	6,426,883	5,788,500	30,905,000	-	2,476,700	2,929,400	11,593,750	60,120,233
2044	-	-	6,577,011	5,791,750	30,904,250	-	2,478,050	2,933,800	11,593,150	60,278,011
2045	-	-	6,728,508	5,788,500	30,903,000	-	2,477,600	2,929,600	11,595,150	60,422,358
2046	-	-	6,891,298	5,793,500	30,903,250	-	2,475,350	2,932,000	11,594,150	60,589,548
2047	-	-	7,055,154	5,790,750	30,906,750	-	2,476,300	2,930,600	11,594,750	60,754,304
2048	-	-	-	-	-	-	2,480,300	2,930,400	11,595,500	17,006,200
2049	-	-	-	-	-	-	2,477,200	2,931,200	11,593,500	17,001,900
2050	-	-	-	-	-	-	2,477,150	2,932,800	11,592,750	17,002,700
2051	-	-	-	-	-	-	-	-	11,592,000	11,592,000
	64,454,372	107,221,720	146,597,535	198,084,981	883,524,423	284,889,760	70,106,343	199,594,396	487,601,612	2,442,075,140



Sources: City of Philadelphia, Schedule of Rate Covenant Compliance (2021)
Frasca & Associates, LLC (2022 and forward)

Exhibit S-17: Current Top 30 Passenger Origination and Destination Markets
(By Fiscal Year)

Domestic		
2022 Market	Distance	Daily Pax
Orlando, Florida	861	2,233
Atlanta, Georgia	665	1,166
Miami, Florida	1,013	912
Fort Lauderdale, Florida	992	903
Los Angeles, California	2,401	896
Tampa, Florida	920	889
San Juan, Puerto Rico	1,576	782
Chicago-O'Hare, Illinois	678	771
Denver, Colorado	1,557	740
Las Vegas, Nevada	2,176	689
Boston, Massachusetts	280	618
Dallas/Fort Worth, Texas	1,302	618
Fort Myers, Florida	992	548
Phoenix, Arizona	2,075	514
Charlotte-Douglas, North Carolina	447	472
Nashville, Tennessee	675	467
San Francisco, California	2,521	447
Houston-Intercontinental, Texas	1,324	424
West Palm Beach, Florida	951	381
Seattle, Washington	2,378	313
Raleigh/Durham, North Carolina	336	301
San Diego, California	2,369	298
Detroit, Michigan	453	298
Minneapolis/St. Paul, Minnesota	980	292
New Orleans, Louisiana	1,088	273
Jacksonville, Florida	742	245
Austin, Texas	1,430	233
Chicago-Midway, Illinois	668	209
Charleston, South Carolina	550	201
Salt Lake City, Utah	1,926	200

International		
2022 Market	Distance	Daily Pax
Cancun, Mexico	1,468	490
London-Heathrow, England	3,546	299
Doha, Qatar	6,797	241
Montego Bay, Jamaica	1,480	214
Punta Cana, Dominican Republic	1,523	184
Dublin, Ireland	3,274	152
Toronto, Canada	347	151
Aruba, Aruba	1,911	109
Athens, Greece	5,035	67
Rome-Da Vinci, Italy	4,371	64
Nassau, Bahamas	1,030	64
Montreal, Canada	394	61
Zurich, Switzerland	4,025	61
Amsterdam, Netherlands	3,737	58
Frankfurt, Germany	3,950	57
Santo Domingo, Dominican Republic	1,514	54
Lisbon, Portugal	3,458	52
Barcelona, Spain	3,925	49
Paris-De Gaulle, France	3,729	45
Santiago, Dominican Republic	1,431	42
Madrid, Spain	3,683	40
Venice, Italy	4,249	29
Providenciales, Turks and Caicos Islands	1,259	26
Bermuda, Bermuda	784	23
Kingston, Jamaica	1,512	13
St. Lucia, Saint Lucia	1,998	7
Quebec, Canada	516	5
St. Maarten, St. Maarten (Dutch)	1,669	5
Halifax, Canada	692	4
Cozumel, Mexico	1,502	2

Daily Pax represents passengers per day each way

Distance is great-circle distance between PHL and indicated airport

Source: U.S. DOT O&D Passenger Survey (domestic) and T-100 (International) data via Cirium

**Exhibit S-18: Historical Domestic Top 10 Passenger Origination and Destination Markets
(By Fiscal Year)**

FY 2022	
Market	Daily Pax
Orlando, Florida	2,233
Atlanta, Georgia	1,166
Miami, Florida	912
Fort Lauderdale, Florida	903
Los Angeles, California	896
Tampa, Florida	889
San Juan, Puerto Rico	782
Chicago-O'Hare, Illinois	771
Denver, Colorado	740
Las Vegas, Nevada	689

FY 2021	
Market	Daily Pax
Orlando, Florida	1,548
Atlanta, Georgia	815
Fort Lauderdale, Florida	744
San Juan, Puerto Rico	664
Tampa, Florida	612
Miami, Florida	549
Denver, Colorado	511
Los Angeles, California	484
Las Vegas, Nevada	420
Fort Myers, Florida	368

FY 2020	
Market	Daily Pax
Orlando, Florida	1,671
Atlanta, Georgia	900
Boston, Massachusetts	822
Los Angeles, California	788
Ft. Lauderdale, Florida	781
Chicago-O'Hare, Illinois	736
Tampa/St. Petersburg, Florida	695
Denver, Colorado	666
Dallas/Fort Worth, Texas	647
Miami, Florida	551

FY 2019	
Market	Daily Pax
Orlando, Florida	2,209
Atlanta, Georgia	1,255
Boston, Massachusetts	1,231
Los Angeles, California	1,216
Ft. Lauderdale, Florida	1,077
Chicago-O'Hare, Illinois	1,041
Tampa/St. Petersburg, Florida	963
Denver, Colorado	920
Dallas/Fort Worth, Texas	880
San Francisco, California	860

FY 2018	
Market	Daily Pax
Orlando, Florida	2,109
Atlanta, Georgia	1,345
Los Angeles, California	1,154
Boston, Massachusetts	1,097
Ft. Lauderdale, Florida	1,035
Chicago-O'Hare, Illinois	1,011
Tampa/St. Petersburg, Florida	954
Denver, Colorado	899
Dallas/Fort Worth, Texas	861
Las Vegas, Nevada	762

FY 2017	
Market	Daily Pax
Orlando, Florida	2,055
Atlanta, Georgia	1,329
Chicago-O'Hare, Illinois	1,128
Boston, Massachusetts	1,053
Los Angeles, California	1,028
Ft. Lauderdale, Florida	956
Tampa/St. Petersburg, Florida	916
Denver, Colorado	855
Las Vegas, Nevada	808
Dallas/Fort Worth, Texas	782

FY 2016	
Market	Daily Pax
Orlando, Florida	2,064
Atlanta, Georgia	1,450
Chicago-O'Hare, Illinois	1,295
Boston, Massachusetts	1,053
Tampa/St. Petersburg, Florida	936
Los Angeles, California	910
Ft. Lauderdale, Florida	872
Las Vegas, Nevada	862
Dallas/Fort Worth, Texas	780
Denver, Colorado	734

FY 2015	
Market	Daily Pax
Orlando, Florida	1,618
Atlanta, Georgia	1,066
Boston, Massachusetts	1,056
Chicago-O'Hare, Illinois	1,012
Los Angeles, California	857
Las Vegas, Nevada	831
Tampa/St. Petersburg, Florida	799
Dallas/Fort Worth, Texas	791
San Francisco, California	766
Ft. Lauderdale, Florida	675

FY 2014	
Market	Daily Pax
Orlando, Florida	1,402
Boston, Massachusetts	1,018
Atlanta, Georgia	948
Los Angeles, California	937
Chicago-O'Hare, Illinois	923
Las Vegas, Nevada	900
Dallas/Fort Worth, Texas	818
San Francisco, California	779
Ft. Lauderdale, Florida	727
Tampa/St. Petersburg, Florida	670

FY 2013	
Market	Daily Pax
Orlando, Florida	1,589
Chicago-O'Hare, Illinois	1,016
Atlanta, Georgia	994
Los Angeles, California	977
San Francisco, California	886
Ft. Lauderdale, Florida	779
Las Vegas, Nevada	769
Tampa/St. Petersburg, Florida	761
Dallas/Fort Worth, Texas	677
Boston, Massachusetts	669

Daily Pax represents passengers per day each way

Distance is great-circle distance between PHL and indicated airport

Source: GRA, Incorporated for FY 2010 - FY 2019; Restated Daily Pax updated 10.5X scaling to reflect latest GRA recommendation for under sampling correction

Source for FY2020: U.S. DOT O&D Passenger Survey data via Cirium.

**Exhibit S-19: Historical International Top 10 Passenger Destination Markets
(By Fiscal Year)**

FY 2022	
Market	Daily Pax
Cancun, Mexico	490
London-Heathrow, England	299
Doha, Qatar	241
Montego Bay, Jamaica	214
Punta Cana, Dominican Republic	184
Dublin, Ireland	152
Toronto, Canada	151
Aruba, Aruba	109
Athens, Greece	67
Rome-Da Vinci, Italy	64

FY 2021	
Market	Daily Pax
Cancun, Mexico	277
Montego Bay, Jamaica	94
Punta Cana, Dominican Rep	74
Doha, Qatar	57
Aruba, Aruba	56
London-Heathrow, England	32
Toronto-Pearson, Canada	27
Montreal-Dorval, Canada	24
Dublin, Ireland	21
Santo Domingo, Dominican Republ	20

FY 2020	
Market	Daily Pax
London-Heathrow, England	420
Toronto-Pearson, Canada	289
Cancun, Mexico	270
Dublin, Ireland	214
Montego Bay, Jamaica	177
Doha, Qatar	177
Montreal-Dorval, Canada	166
Frankfurt, Germany	161
Rome-Da Vinci, Italy	132
Madrid, Spain	122

FY 2019	
Market	Daily Pax
London-Heathrow, England	638
Toronto-Pearson, Canada	392
Cancun, Mexico	360
Dublin, Ireland	320
Punta Cana, Dominican Rep	294
Frankfurt, Germany	274
Montego Bay, Jamaica	265
Montreal-Dorval, Canada	262
Doha, Qatar	221
Rome-Da Vinci, Italy	200

FY 2018	
Market	Daily Pax
London-Heathrow, England	647
Toronto-Pearson, Canada	417
Cancun, Mexico	366
Frankfurt, Germany	293
Punta Cana, Dominican Rep	284
Montreal-Dorval, Canada	274
Montego Bay, Jamaica	228
Dublin, Ireland	210
Rome-Da Vinci, Italy	193
Doha, Qatar	192

FY 2017	
Market	Daily Pax
London-Heathrow, England	649
Cancun, Mexico	414
Toronto-Pearson, Canada	385
Frankfurt, Germany	295
Punta Cana, Dominican Rep	289
Montreal-Dorval, Canada	242
Montego Bay, Jamaica	207
Paris-De Gaulle, France	202
Rome-Da Vinci, Italy	201
Dublin, Ireland	187

FY 2016	
Market	Daily Pax
London-Heathrow, England	654
Cancun, Mexico	472
Toronto-Pearson, Canada	391
Frankfurt, Germany	338
Punta Cana, Dominican Rep	316
Montego Bay, Jamaica	244
Montreal-Dorval, Canada	200
Rome-Da Vinci, Italy	200
Paris-De Gaulle, France	195
Madrid, Spain	181

FY 2015	
Market	Daily Pax
London-Heathrow, England	557
Cancun, Mexico	428
Frankfurt, Germany	376
Toronto-Pearson, Canada	370
Punta Cana, Dominican Rep	311
Paris-De Gaulle, France	220
Montego Bay, Jamaica	216
Tel Aviv/Yafo, Israel	204
Montreal-Dorval, Canada	198
Rome-Da Vinci, Italy	195

FY 2014	
Market	Daily Pax
London-Heathrow, England	507
Frankfurt, Germany	437
Cancun, Mexico	388
Punta Cana, Dominican Rep	264
Toronto-Pearson, Canada	264
Paris-De Gaulle, France	232
Tel Aviv/Yafo, Israel	216
Montego Bay, Jamaica	210
Rome-Da Vinci, Italy	209
Munich, Germany	202

FY 2013	
Market	Daily Pax
London-Heathrow, England	518
Frankfurt, Germany	444
Cancun, Mexico	357
Toronto-Pearson, Canada	315
Paris-De Gaulle, France	248
Montego Bay, Jamaica	235
Rome-Da Vinci, Italy	225
Munich, Germany	222
Punta Cana, Dominican Rep	215
Tel Aviv/Yafo, Israel	212

Daily Pax represents passengers per day each way
 Distance is great-circle distance between PHL and indicated airport
 Source: GRA, Incorporated for FY 2010 - FY 2019
 Source for FY 2020: U.S. DOT T-100 data via Cirium

Exhibit S-20: Airline Market Share by Landed Weight
(By Fiscal Year, Expressed in 1,000 lb. Units)

Airlines	2022		2021		2020		2019		2018	
	Landed Weight	Market Share								
Domestic										
Scheduled major/national										
American	4,948,794	28.8%	3,429,714	27.1%	5,780,244	31.6%	7,555,183	34.4%	6,596,290	32.5%
Frontier	1,088,975	6.3%	641,060	5.1%	768,662	4.2%	679,553	3.1%	610,208	3.0%
Delta	695,678	4.0%	457,240	3.6%	706,240	3.9%	944,727	4.3%	965,077	4.8%
Spirit	686,033	4.0%	510,539	4.0%	514,559	2.8%	503,168	2.3%	434,762	2.1%
Southwest	576,608	3.4%	518,415	4.1%	875,664	4.8%	1,137,504	5.2%	1,136,154	5.6%
United	457,608	2.7%	168,393	1.3%	442,788	2.4%	607,765	2.8%	608,859	3.0%
JetBlue	163,955	1.0%	211,902	1.7%	243,445	1.3%	284,454	1.3%	269,609	1.3%
Alaska	81,071	0.5%	62,733	0.5%	129,926	0.7%	176,452	0.8%	153,673	0.8%
Sun Country	15,215	0.1%	9,948	0.1%	25,102	0.1%	-	-	-	-
Air Canada	1,607	0.0%	134	0.0%	269	0.0%	807	0.0%	574	0.0%
Subtotal - scheduled major/national	8,715,544	50.7%	6,010,078	47.4%	9,486,899	51.8%	11,889,613	54.1%	10,775,207	53.1%
Scheduled regional/commuter										
American Eagle										
PSA	1,331,982	7.7%	713,989	5.6%	849,642	4.6%	894,744	4.1%	513,352	2.5%
Republic	906,954	5.3%	1,068,191	8.4%	1,096,532	6.0%	1,192,913	5.4%	1,311,277	6.5%
Piedmont	868,373	5.1%	610,707	4.8%	1,269,255	6.9%	1,556,777	7.1%	1,288,107	6.3%
Air Wisconsin	611	0.0%	5,264	0.0%	-	-	-	-	530,395	2.6%
Envoy	124	0.0%	-	-	8,450	0.0%	11,961	0.1%	19,929	0.1%
Subtotal - American Eagle	3,108,044	18.1%	2,398,151	18.9%	3,223,879	17.6%	3,656,396	16.6%	3,663,060	18.1%
Other	235,081	1.4%	263,031	2.1%	264,314	1.4%	266,991	1.2%	263,343	1.3%
Subtotal - scheduled regional/commuter	3,343,125	19.4%	2,661,182	21.0%	3,488,193	19.0%	3,923,387	17.9%	3,926,403	19.4%
Charter	2,290	0.0%	1,545	0.0%	878	0.0%	11,982	0.1%	4,054	0.0%
Total - domestic	12,060,959	70.2%	8,672,805	68.4%	12,975,970	70.8%	15,824,982	72.1%	14,705,664	72.5%
International										
Scheduled										
American	1,151,945	6.7%	612,162	4.8%	1,464,705	8.0%	2,443,560	11.1%	2,332,684	11.5%
Qatar	177,564	1.0%	66,738	0.5%	126,980	0.7%	167,058	0.8%	165,072	0.8%
British	107,665	0.6%	43,515	0.3%	231,472	1.3%	263,789	1.2%	237,237	1.2%
Frontier	73,223	0.4%	20,499	0.2%	48,378	0.3%	70,208	0.3%	62,575	0.3%
Lufthansa	60,141	0.3%	-	-	135,418	0.7%	160,317	0.7%	142,492	0.7%
Air Canada - Sky Regional / Jazz Aviation	57,757	0.3%	172	0.0%	99,842	0.5%	133,305	0.6%	132,880	0.7%
Piedmont	43,694	0.3%	19,643	0.2%	111,657	0.6%	158,973	0.7%	71,848	0.4%
Spirit Airlines	23,114	0.1%	-	-	2,910	0.0%	-	-	-	-
PSA	15,004	0.1%	9,983	0.1%	15,925	0.1%	-	-	268	0.0%
Aer Lingus	13,920	0.1%	-	-	45,614	0.2%	70,140	0.3%	15,750	0.1%
Republic	11,317	0.1%	8,319	0.1%	24,129	0.1%	47,818	0.2%	72,324	0.4%
Delta	6,444	0.0%	396	0.0%	3,366	0.0%	3,184	0.0%	62,562	0.3%
Eastern	-	-	578	0.0%	-	-	-	-	-	-
Air Wisconsin	-	-	329	0.0%	-	-	-	-	68,761	0.3%
Icelandair	-	-	-	-	10,710	0.1%	16,104	0.1%	14,224	0.1%
JetBlue	-	-	-	-	-	-	142	0.0%	142	0.0%
United	-	-	-	-	-	-	142	0.0%	-	-
Southwest	-	-	-	-	-	-	128	0.0%	256	0.0%
Subtotal - scheduled	1,741,788	10.1%	782,334	6.2%	2,321,105	12.7%	3,534,868	16.1%	3,379,075	16.7%
Charter	29,261	0.2%	2,181	0.0%	2,766	0.0%	4,184	0.0%	1,290	0.0%
Total - international	1,771,049	10.3%	784,515	6.2%	2,323,871	12.7%	3,539,052	16.1%	3,380,365	16.7%
All-cargo airlines	3,356,587	19.5%	3,216,797	25.4%	3,018,703	16.5%	2,599,498	11.8%	2,199,913	10.8%
Grand total	17,188,595	100.0%	12,674,117	100.0%	18,318,544	100.0%	21,963,532	100.0%	20,285,942	100.0%

Note: American and US Airways numbers combined for all previous years.
Source: City of Philadelphia

Exhibit S-20: Airline Market Share by Landed Weight
(Continued, By Fiscal Year, Expressed in 1,000 lb. Units)

Airlines	2017		2016		2015		2014		2013	
	Landed Weight	Market Share								
Domestic										
Scheduled major/national										
American	6,519,145	33.0%	6,622,369	31.8%	6,645,942	32.0%	6,729,332	32.5%	6,494,844	31.5%
Southwest	1,147,550	5.8%	1,122,080	5.4%	1,073,920	5.2%	1,010,276	4.9%	1,189,716	5.8%
Frontier	540,837	2.7%	463,422	2.2%	164,022	0.8%	4,693	0.0%	28,290	0.1%
Delta	986,238	5.0%	1,054,651	5.1%	1,074,449	5.2%	1,024,831	5.0%	955,459	4.6%
Spirit	394,267	2.0%	265,760	1.3%	143,495	0.7%	132,519	0.6%	31,841	0.2%
United	581,513	2.9%	593,949	2.9%	585,951	2.8%	555,244	2.7%	661,536	3.2%
JetBlue	249,728	1.3%	219,834	1.1%	158,080	0.8%	158,398	0.8%	18,624	0.1%
Alaska	61,952	0.3%	55,912	0.3%	55,475	0.3%	55,410	0.3%	52,460	0.3%
Sun Country	-	-	-	-	-	-	-	-	-	-
Air Canada	647	0.0%	660	0.0%	440	0.0%	660	0.0%	1,100	0.0%
AirTran	-	-	-	-	42,864	0.2%	204,488	1.0%	340,320	1.6%
Virgin America	-	-	-	-	35,545	0.2%	134,812	0.7%	213,741	1.0%
Subtotal - scheduled major/national	10,481,877	53.0%	10,398,636	49.9%	9,980,183	48.0%	10,010,661	48.4%	9,987,931	48.4%
Scheduled regional/commuter										
American Eagle										
Piedmont	1,073,784	5.4%	856,093	4.1%	844,519	4.1%	984,862	4.8%	1,108,958	5.4%
Republic	1,054,737	5.3%	1,573,718	7.6%	1,758,726	8.5%	1,729,624	8.4%	1,575,475	7.6%
PSA	411,243	2.1%	393,415	1.9%	292,049	1.4%	274,903	1.3%	321,950	1.6%
Envoy	-	-	448	0.0%	-	-	-	-	-	-
Air Wisconsin	1,170,582	5.9%	1,641,945	7.9%	1,730,258	8.3%	1,486,845	7.2%	1,559,460	7.6%
Mesa	-	-	-	-	60,863	0.3%	64,607	0.3%	-	-
Chautauqua	-	-	-	-	-	-	-	-	86,587	0.4%
Subtotal - American Eagle	3,710,346	18.8%	4,465,619	21.4%	4,686,414	22.6%	4,540,840	21.9%	4,652,430	22.5%
Other	299,419	1.5%	262,640	1.3%	382,585	1.8%	501,896	2.4%	626,130	3.0%
Subtotal - scheduled regional/commuter	4,009,765	20.3%	4,728,259	22.7%	5,068,999	24.4%	5,042,736	24.4%	5,278,560	25.6%
Charter	1,706	0.0%	679	0.0%	1,641	0.0%	4,257	0.0%	1,192	0.0%
Total - domestic	14,493,348	73.4%	15,127,575	72.7%	15,050,823	72.5%	15,057,655	72.8%	15,267,683	74.0%
International										
Scheduled										
American	2,136,282	10.8%	2,575,401	12.4%	2,710,497	13.0%	2,809,292	13.6%	2,644,675	12.8%
British	292,559	1.5%	293,400	1.4%	284,499	1.4%	275,550	1.3%	268,709	1.3%
Lufthansa	144,230	0.7%	155,154	0.7%	165,814	0.8%	137,300	0.7%	112,147	0.5%
Qatar	163,004	0.8%	174,408	0.8%	183,868	0.9%	44,280	0.2%	-	-
Air Canada - Sky Regional / Jazz Aviation	123,047	0.6%	106,378	0.5%	99,695	0.5%	99,656	0.5%	99,814	0.5%
Frontier	60,003	0.3%	76,825	0.4%	35,976	0.2%	25,738	0.1%	25,738	0.1%
Republic	41,748	0.2%	79,176	0.4%	74,146	0.4%	58,631	0.3%	103,697	0.5%
Icelandair	3,780	0.0%	142	0.0%	142	0.0%	-	-	-	-
Delta	84,262	0.4%	81,552	0.4%	34,650	0.2%	22,694	0.1%	24,104	0.1%
JetBlue	172	0.0%	142	0.0%	142	0.0%	-	-	-	-
Southwest	-	-	-	-	128	0.0%	-	-	-	-
Air Wisconsin	187,389	0.9%	192,136	0.9%	220,289	1.1%	255,351	1.2%	240,546	1.2%
Subtotal - scheduled	3,236,477	16.4%	3,734,713	17.9%	3,809,846	18.3%	3,728,492	18.0%	3,519,430	17.1%
Charter	6,400	0.0%	3,273	0.0%	2,532	0.0%	6,377	0.0%	1,483	0.0%
Total - International	3,242,877	16.4%	3,737,986	18.0%	3,812,379	18.4%	3,734,869	18.1%	3,520,913	17.1%
All-Cargo Airlines	2,022,419	10.2%	1,955,784	9.4%	1,909,573	9.2%	1,899,162	9.2%	1,849,771	9.0%
Grand Total	19,758,644	100.0%	20,821,345	100.0%	20,772,775	100.0%	20,691,686	100.0%	20,638,367	100.0%

Note: American and US Airways numbers combined for all previous years.

Source: City of Philadelphia

Exhibit S-21: Passenger Facility Charges
(By Fiscal Year)

Airlines	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
American Airlines	\$ 30,943,244	\$ 19,342,463	\$ 30,835,285	\$ 42,224,374	\$ 40,555,758	\$ 39,043,549	\$ 41,796,027	\$ 44,750,745	\$ 45,073,825	\$ 42,039,158
Frontier Airlines	5,027,742	3,093,172	3,337,467	3,976,829	3,401,138	2,885,920	2,677,659	1,099,228	110,986	194,315
Spirit Airlines	3,388,182	2,417,304	2,175,675	2,413,729	1,924,982	1,612,767	1,176,999	662,867	580,156	232,309
Delta Air Lines	2,947,926	1,657,115	2,985,885	3,821,901	3,682,816	4,026,462	4,341,411	4,278,345	4,431,825	4,280,096
United Airlines	2,080,798	1,075,730	1,723,831	2,562,644	2,784,830	2,858,141	3,294,665	3,242,993	3,605,346	4,300,163
Southwest Airlines	1,938,142	1,503,500	2,356,576	4,051,031	4,175,470	4,368,651	4,289,012	4,105,508	4,239,400	4,631,058
Qatar Airways	544,789	180,732	336,050	504,626	438,982	378,817	478,185	510,368	244,782	-
JetBlue Airways	534,694	707,999	700,938	959,985	929,915	842,883	783,146	534,959	493,608	112,065
Alaska Airlines	318,341	199,678	346,259	699,374	462,178	307,026	233,192	216,975	196,234	176,761
British Airways	312,718	66,181	660,997	1,206,820	1,150,912	1,139,619	921,880	869,270	472,492	436,866
Air Canada	161,962	-	276,193	412,727	394,457	316,888	262,846	238,548	314,671	300,001
Lufthansa German Airlines	108,553	-	172,183	274,763	255,235	269,827	252,421	277,672	278,363	248,459
Sun Country	59,717	-	-	-	-	-	-	-	-	-
Aer Lingus	50,511	-	135,287	195,223	107,638	-	-	-	-	-
Icelandair	-	-	23,508	50,274	43,518	37,135	-	-	-	-
Virgin America	-	-	-	-	-	-	-	45,827	396,871	620,919
AirTran Airways	-	-	-	-	-	-	-	-	-	474,237
Other	136,028	(211,368)	682,953	677,664	759,727	1,296,964	412,891	347,420	214,807	142,043
Total	\$ 48,553,346	\$ 30,032,505	\$ 46,749,088	\$ 64,031,965	\$ 61,067,558	\$ 59,384,648	\$ 60,920,335	\$ 61,180,724	\$ 60,653,369	\$ 58,188,449

The figures presented above are on the accrual basis and reconcile to those reported on the Statement of Revenues, Expenses and Changes in Fund Net Position.

Source: City of Philadelphia