

**PUENTE HILLS
HABITAT PRESERVATION AUTHORITY**

ANNUAL FINANCIAL REPORT

June 30, 2019

PUENTE HILLS HABITAT PRESERVATION AUTHORITY
JUNE 30, 2019

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Independent Auditor's Report

To the Honorable Board of Directors
Puente Hills Habitat Preservation Authority
Whittier, California

Report on the Financial Statements

We have audited the accompanying financial statements of the Puente Hills Habitat Preservation Authority (the "Authority") as of and for the fiscal year ended June 30, 2019, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Authority, as of June 30, 2019, and the changes in its financial position and its cash flows for the fiscal year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 7 to the financial statements, in January 2020, the World Health Organization has declared COVID-19 to constitute a “Public Health Emergency of International Concern.” Given the uncertainty of the situation, the duration of any business interruption and related financial impact cannot be reasonably estimated at this time. Our opinion is not modified with respect to this matter.

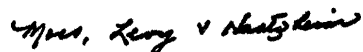
Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management’s discussion and analysis on pages 3 and 4 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management’s responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated April 20, 2020 on our consideration of the Authority’s internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Authority’s internal control over financial reporting and compliance.



Moss, Levy & Hartzheim, LLP
Culver City, California
April 20, 2020

NOTES TO THE BASIC FINANCIAL STATEMENTS

PUENTE HILLS HABITAT PRESERVATION AUTHORITY
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2019

NOTE 1 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Organization

The Puente Hills Habitat Preservation Authority (Authority) was formed on February 15, 1994, as a joint powers authority by the County of Los Angeles, certain County Sanitation Districts, and the City of Whittier. The Authority was established for the purpose of acquiring, restoring, and/or maintaining additional open space lands in the La Puente/Whittier Hills area in order to create or preserve native habitat areas. In addition, it serves to mitigate impact on oak tree resources and natural open space resulting from the operation of the Puente Hills Landfill and to provide for the eventual transfer or dedication of such native habitat areas and maintenance of funds to an appropriate agency. The term of the Authority will continue indefinitely unless cancelled by the County of Los Angeles, certain County Sanitation Districts, and the City of Whittier.

The Authority is governed by a Board of Directors composed of four appointed directors: one by the Board of Directors of the Sanitation Districts, one by the County of Los Angeles, one by the supervisor representing the Fourth Supervisorial District which geographically includes the Puente Hills Landfill, and one by the City of Whittier. The Authority is legally separate and fiscally independent from each of the member entities. This means it can incur debt, set and modify its own budget and fees, enter into contracts, and sue and be sued in its own name.

The accompanying financial statements reflect the financial activities of the Authority. The Authority has no component units.

B. Significant Accounting Policies

The Authority's financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America as applied to governmental agencies. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles.

Basis of Accounting and Measurement Focus

The Authority is accounted for as an enterprise fund (proprietary fund type). A fund is an accounting entity with a self-balancing set of accounts established to record the financial position and results of operations of a specific governmental activity. The activities of enterprise funds closely resemble those of ongoing businesses in which the purpose is to conserve and add to basic resources while meeting operating expenses from current revenues. Enterprise funds account for operations that provide services on a continuous basis and are substantially financed by revenues derived from user charges. The Authority utilizes the accrual basis of accounting. Revenues are recognized when earned and expenses are recognized when the liability is incurred.

PUENTE HILLS HABITAT PRESERVATION AUTHORITY
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2019

NOTE 1 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES
(Continued)

B. Significant Accounting Policies (Continued)

Proprietary funds distinguish operating revenues and expenses from nonoperating items. The principal operating revenues of the Authority are contributions from the Regional Park and Open Space District, donations and site mitigation fees. Operating expenses include administrative expenses and contract and professional service fees. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

When both restricted and unrestricted resources are available for use, it is the Authority's policy to use restricted resources first, then unrestricted resources as they are needed.

The Authority's financial statements are presented in accordance with the provisions of GASB Statement No. 34, *Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments* and GASB Statement No. 63 – *Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position*. Statement No. 34 established standards for external financial reporting for all state and local governmental entities and Statement No. 63 established standards for reporting deferred outflows of resources, deferred inflow of resources, and net position in a statement of financial position. The net position is required to classify into three components – net investment in capital assets; restricted; and unrestricted. These classifications are defined as follows:

Net investment in capital assets – This component of net position consists of capital assets, including restricted capital assets, net of accumulated depreciation and is reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets. If there are significant unspent related debt proceeds at year-end, the portion of the debt attributable to the unspent proceeds is not included in the calculation of invested in capital assets, net of related debt. Rather, that portion of the debt is included in the same net position component as the unspent proceeds.

Restricted net position – This component of net position represents restricted assets net of liabilities that relate to those specific restricted assets. A restricted asset is an asset for which constraints have been placed on the asset's use by creditors, contributors, laws, or regulations of other governments, or as a governing body at the time a particular fee, charge, levy, or assessment was approved. These restrictions must be narrower than the general purposes for which the reporting government can use its resources.

PUENTE HILLS HABITAT PRESERVATION AUTHORITY
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2019

NOTE 1 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES
(Continued)

B. Significant Accounting Policies (Continued)

Unrestricted net position – This component of net position consists of net position that do not meet the definition of “restricted” or “net investment in capital assets.”

C. Revenue Recognition

Revenue is recognized on the accrual basis of accounting and donation revenue is recognized according to the conditions of the promise.

D. Land

Acquisition of land and buildings and improvements are recorded at cost or, if donated, at fair value at date of donation. Land basically consists of open space acquired in accordance with the joint powers agreement that created the Authority. Buildings and improvements consist of houses and improvements that were located on the land at the time of purchase or donation. When land and buildings and improvements are sold or otherwise disposed of, related costs are removed from the accounts and any gain or loss is reported in the statement of revenues, expenses, and changes in net position.

E. Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates.

F. Cash and Cash Equivalents

For the purposes of the statement of cash flows, cash represents balances that can be readily withdrawn without substantial notice or penalty. Cash equivalents are defined as short-term, highly liquid investments that are both readily convertible to known amounts of cash or so near their maturity that they present insignificant risk of changes in value because of changes in interest rates, and have an original maturity date of three months or less.

PUEENTE HILLS HABITAT PRESERVATION AUTHORITY
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2019

NOTE 2 CASH ON DEPOSIT WITH COUNTY TREASURER

In accordance with the Joint Powers Authority agreement and Government Code, cash balances of the Authority are deposited with and pooled and invested by the Los Angeles County Treasurer and Tax Collector (Treasurer) for the purpose of increasing interest earnings through investment activities. Interest earned on pooled investments is deposited to participating funds based upon each fund’s average daily balance during the allocation period.

Statutes authorize the County of Los Angeles to invest pooled investments in obligations of the United States Treasury, federal agencies, municipalities, asset-backed securities, bankers’ acceptances, commercial paper, negotiable certificates of deposit, medium-term notes, corporate notes, repurchase agreements, reverse repurchase agreements, forwards, futures, options, shares of beneficial interest of a Joint Powers Authority that invests in authorized securities, shares of beneficial interest issued by diversified management companies known as money market mutual funds registered with the Securities and Exchange Commission, securities lending agreements, the State of California’s Local Agency Investment Fund, interest rate swaps, and supranational institutions.

Disclosures Relating to Interest Rate Risk

Cash and investments as of June 30, 2019 are classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and investments	<u>\$ 41,507,523</u>
Total cash and investments	<u><u>\$ 41,507,523</u></u>

Cash and investments as of June 30, 2019 consist of the following:

Cash and investments with County Treasurer	\$ 9,976,335
Restricted cash on deposit with County Treasurer	263,179
Investments	<u>31,268,009</u>
Total cash and investments	<u><u>\$ 41,507,523</u></u>

Interest rate risk is the risk that changes in market interest rates will adversely affect the fair value of an investment. Generally, the longer the maturity of an investment, the greater the sensitivity of its fair value to changes in market interest rates. One of the ways that the Authority manages its exposure to interest rate risk is by purchasing a combination of shorter term and longer term investments and by timing cash flows from maturities so that a portion of the portfolio is maturing or coming close to maturity evenly over time as necessary to provide the cash flow and liquidity needed for operations.

PUENTE HILLS HABITAT PRESERVATION AUTHORITY
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2019

NOTE 2 CASH ON DEPOSIT WITH COUNTY TREASURER (Continued)

Information about the sensitivity of the fair value of the Authority's investments to market interest rate fluctuations is provided by the following table that shows the distribution of the Authority's investments by maturity:

Investment Type	Fair Value	Remaining Maturity (in Months)		
		12 Months or Less	13 - 60 Months	More than 60 Months
Cash and Investments with County Treasurer	\$ 10,239,514	\$ 10,239,514	\$ -	\$ -
Federal Agency Securities	31,268,009			31,268,009
Total	\$ 41,507,523	\$ 10,239,514	\$ -	\$ 31,268,009

Disclosures Relating to Credit Risk

Generally, credit risk is the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment. This is measured by the assignment of a rating by a nationally recognized statistical rating organization. Presented below is the minimum rating required by (where applicable) the California Government Code or the Authority's investment policy, and the actual rating as of fiscal year end for each investment type (Standard & Poor's).

Investment Type	Fair Value	Minimum Legal Rating	Ratings as of Fiscal Year End			
			AAA	AA+	AA AA- A+, A-	Not Rated
Cash and Investments	\$ 10,239,514	N / A	\$ -	\$ -	\$ -	\$ 10,239,514
Federal Agency Securities	31,268,009	N / A		31,268,009		
Total	\$ 41,507,523		\$ -	\$ 31,268,009	\$ -	\$ 10,239,514

Concentration of Credit Risk

The investment policy of the Authority contains limitations on the amount that can be invested in any one issuer beyond that stipulated by the California Government Code. Investments (other than external investment pools) in any one issuer that represent 5% or more of total Authority's investments are as follows:

Issuer	Investment Type	Reported Amount	Maturity	Interest Rate
Federal National Mortgage Association	Federal Agency Securities	\$ 3,976,000	2036	2.75%
Federal Home Loan Bank	Federal Agency Securities	21,200,000	2036-2041	2.82%-3.125%
Federal Farm Credit Bank	Federal Agency Securities	7,000,000	2031-2036	2.7%-3%

PUEENTE HILLS HABITAT PRESERVATION AUTHORITY
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2019

NOTE 2 CASH ON DEPOSIT WITH COUNTY TREASURER (Continued)

Investments are stated at fair value and are valued on a monthly basis. The Treasurer categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. Securities classified in Level 1 of the fair value hierarchy are valued using prices quoted in active markets for those securities. Securities classified in Level 2 of the fair value hierarchy are valued using other observable inputs such as matrix pricing techniques or based on quoted prices for assets in markets that are not active. Matrix pricing is used to value securities based on securities' relationship to benchmark quoted prices. Level 3 inputs are significant unobservable inputs. Securities classified in Level 3 are valued using the income approach such as discounted cash flow techniques. Investments in an external government investment pool are not subject to reporting within the level hierarchy.

See the County of Los Angeles' Comprehensive Annual Financial Report for disclosures related to cash and investments and the related interest rate risk, credit rate risk, custodial risk, and concentration risk.

Funds deposited in the Los Angeles County Treasury Pool amounted to \$10,239,514 as of June 30, 2019; however, this external pool is not measured under Level 1, 2, or 3. This represents less than 0.02% of the total Treasury Pool.

Fair Value Measurements

The Authority categorizes its fair value measurement within the fair value hierarchy established by generally accepted accounting principles. These principles recognize a three-tiered fair value hierarchy as follows:

- Level 1: Investments reflect prices quoted in active markets;
- Level 2: Investments reflect prices that are based on a similar observable asset either directly or indirectly, which may include inputs in markets that are not considered active; and
- Level 3: Investments reflect prices based on unobservable sources.

The Authority has the following recurring fair value measurements as of June 30, 2019:

Investments by Fair Value	Total	Fair Value Measurement Using		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Federal Agency Securities	\$ 31,268,009	\$ -	\$ 31,268,009	\$ -
Total investments measured at fair value	<u>\$ 31,268,009</u>	<u>\$ -</u>	<u>\$ 31,268,009</u>	<u>\$ -</u>

The investment activity of the Authority with the Los Angeles County Treasurer occurs separately from the County's investment pool and is reported as a Specific Purpose Investment on behalf of the Authority.

PUENTE HILLS HABITAT PRESERVATION AUTHORITY
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2019

NOTE 3 NET POSITION

Net position at June 30, 2019 consisted of the following:

Net Investment in Capital Assets	\$ 36,570,667
Restricted Net Position	263,179
Unrestricted Net Position	<u>40,948,301</u>
Total Net Position	<u><u>\$ 77,782,147</u></u>

*Under the purchase agreement for the Brearley/Malkenhorst/Turnbull Property, the Authority agreed to pledge \$263,179 of the funds on deposit with the County Treasurer as security for obligations, including street improvements that would need to be made in the event that the property ceases to be used for open space, habitat restoration, or other biological preservation activities consistent with open space management, and passive recreational use.

NOTE 4 CAPITAL ASSETS

For the fiscal year ended June 30, 2019, there were no disposals of capital assets. Capital asset activity for the fiscal year ended June 30, 2019 is as follows:

	<u>Balance at June 30, 2018</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance at June 30, 2019</u>
Capital Assets, Non-depreciable:				
Land (Acquired by the Authority)	\$ 34,131,568	\$ 7,263	\$ -	\$ 34,138,831
Land (Donated to the Authority)	<u>525,075</u>	<u>1,150,344</u>		<u>1,675,419</u>
Total Capital Assets, Non-depreciable	<u>34,656,643</u>	<u>1,157,607</u>		<u>35,814,250</u>
Capital Assets, Depreciable:				
Buildings and improvements	428,480	828,950		1,257,430
Accumulated depreciation	<u>(420,980)</u>	<u>(80,033)</u>		<u>(501,013)</u>
Total Capital Assets, Depreciable	<u>7,500</u>	<u>748,917</u>		<u>756,417</u>
Total Capital Assets, net	<u><u>\$ 34,664,143</u></u>	<u><u>\$ 1,906,524</u></u>	<u><u>\$ -</u></u>	<u><u>\$ 36,570,667</u></u>

PUENTE HILLS HABITAT PRESERVATION AUTHORITY
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2019

NOTE 4 CAPITAL ASSETS (Continued)

Capital assets, at cost, or fair value at the time of donation, for the fiscal year ended June 30, 2019, consist of the following:

<u>Property Name</u>	<u>Land Amount</u>	<u>Building Amount</u>	<u>Construction In Progress</u>
Assets Acquired by the Authority			
a. Powder Canyon	\$ 2,402,197	\$ -	\$ -
b. Hacienda Hills Property	790,467		
c. Unocal Properties	46,524		
d. Davies Property	726,100		
e. Weisel/Sanders Property	352,363	300,000	
f. Old Coach Property	3,616,020		
g. Pellkofer Properties	236,699		
h. Lim Property	450,875		
i. Roberts/Pellkofer Property	769,550		
j. Huang/Chen Property	481,921		
k. Newbre II Property	501,868		
l. Shuey Property	75,877		
m. Canlas Property	396,151		
n. Rose Hills Foundation Property	14,219,006		
o. Kou Property	650,854		
p. Javaid Property	2,204,100		
q. Viola Berg Property	355,737		
r. Public Works Property - La Habra Heights	342,689		
s. Gibson Property	790,440		
t. Ranney Property	2,729		
u. Brearley/Malkenhorst/Turnbull Property	2,124,500		
v. Corona Property	438,175		
w. Maico Property	601,200		
x. Sycamore Canyon Property	1,505,032	128,480	
y. Parcel No. 8239-045-018 in La Habra Heights	3,987		
z. Parcel No. 8239-045-016	21,026		
aa. Easement on Parcel No. 8126-024-004	2,800		
bb. Moravek APN 8221-026-010	22,156		
cc. Conservation Easement	525		
dd. APN 8221-004-013, 014, 015	7,263		
Total Assets Acquired by the Authority	<u>34,138,831</u>	<u>428,480</u>	
Assets donated to the Authority			
a. Benson Ford Donation	104,000		
b. J. Grimont Donation	100,000		
c. Newbre Property	316,394		
d. Gale Property	708,667		
e. Albin Property	446,358	828,950	
Total Assets Donated to the Authority	<u>1,675,419</u>	<u>828,950</u>	
Total Capital Assets as of June 30, 2019	\$ 35,814,250	\$ 1,257,430	\$ -

PUENTE HILLS HABITAT PRESERVATION AUTHORITY
NOTES TO THE BASIC FINANCIAL STATEMENTS
June 30, 2019

NOTE 5 COMMITMENTS AND CONTINGENCIES

The Authority leases its office space from the City of Whittier. In July 2018, the Authority signed a lease renewal for the office space in the City of Whittier. This lease renewal agreement is effective from September 1, 2017 through August 31, 2022. Rent expense for the fiscal year June 30, 2019 amounted to \$7,590. The rent commitment through August 31, 2022 is \$24,034. The Authority personnel are employees of the City of Whittier. Their CalPERS benefits and related pension liabilities are disclosed in the City of Whittier's financial statements.

NOTE 6 CONTINGENT LIABILITIES

Claims and suits have been filed against the Authority in the normal course of business. The outcome of these matters is not presently determinable. However, in the opinion of management, the resolution of these matters is not expected to have a significant impact on the financial condition of the Authority.

NOTE 6 SUBSEQUENT EVENTS

The World Health Organization has declared the outbreak of Novel Coronavirus (COVID-19) as a "Public Health Emergency of International Concern," which continues to spread throughout the world and has adversely impacted global commercial activity and contributed to significant declines and volatility in financial markets. The Coronavirus outbreak and government responses are creating disruption in global supply chains and adversely impacting many industries. The outbreak could have a continued material adverse impact on economic and market conditions and trigger a period of global economic slowdown. The rapid development and fluidity of this situation precludes any prediction as to the ultimate material adverse impact. Nevertheless, the outbreak presents uncertainty and risk with respect to the Authority, its performance, and financial results.