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Muni Market Rebound or Retreat? Forecasting 2014

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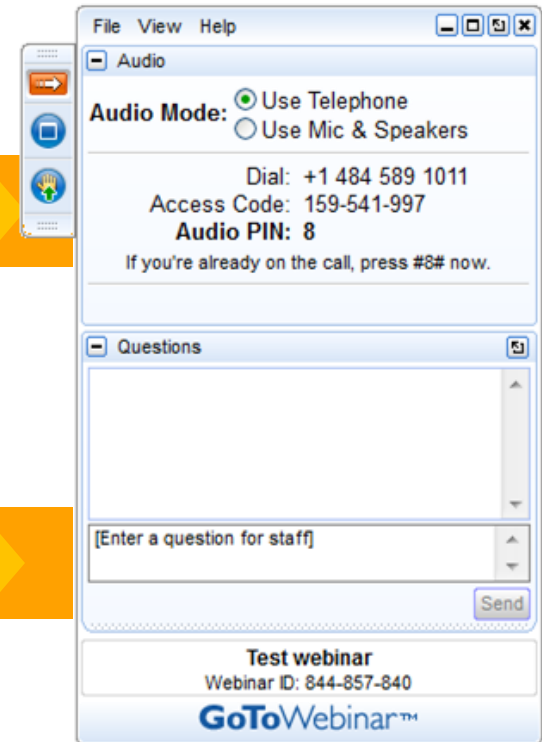
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US Municipal Strategy Special Focus

US Municipals 2014 Outlook: The best of times after the worst of times?

- Maybe not. But, after the worst year for total returns since 1994, we expect 2014 will enable municipal investors to generate modest positive total returns despite a trend towards overall higher yields. In our view, the municipals should perform relatively well in comparison with taxable bonds, with fund outflows finally beginning to ease, and with long-term muni yields already very close to levels at which direct retail demand is likely to strengthen further.
- In our base case scenario, we believe that in 2014 tax-exempt rates will trend higher, but remain range bound. The factors that will likely maintain upward pressure on MMD yields in 2014 are higher Treasury yields (due to strengthening economic fundamentals) and an overall decline in demand for duration. However, Fed policy and muted gross duration supply will keep a lid on rates.
- Even with the expectation for higher overall rates in 2014, the current cheapness of municipal yields provides a decent cushion to protect against negative total returns in the event of a sell-off. We expect a flattening of the 5s10s AAA MMD curve and also lower AAA MMD Treasury ratios for longer dated tenors.
- New issue volume is likely to be down, but only modestly—most of the impact of the spike in municipal yields is already evident in refunding issuance patterns from May 2013 onward.
- We remain cautiously positive on our outlook for municipal credit over the next year though some issuers will face their share of challenges. The removal of some uncertainties, as some special credit situations play out during the year and also the exit of weaker issuers from the market due to competitive pressure, should serve as a cathartic influence on the municipal credit landscape.
- The taxable muni market ended the year very close to our target - 15bp tighter. Going forward we see little room for upside due to very rich valuations. We project marginal spread tightening, but feel the least confident about prospects of this asset class going into 2014.
- Taxable issuance was \$38bn, and we forecast a 10+% increase in supply in 2014. We feel especially strong about the prospects of taxable issuance from non-profit healthcare and higher education.
- Trading volume for muni derivatives increased by 15% year-over-year in 2013. The need for hedging should continue to support volume due to threats of higher rates and Puerto Rico's downgrade.

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FitchRatings

2014 Local Government Credit Outlook

Amy Laskey
Managing Director, U.S. Public Finance

January 21, 2014

Key Credit Issues

- Sector Fundamentals Remain Strong
- Moderate But Uneven Revenue Recovery
- Federal Funding Uncertainty Appears to have Abated
- Reduced Spending Flexibility
- Pension Reforms and Pressures Continue
- Significance of Potential Pension Litigation Rulings
- Other Post-Employment Benefit Flexibility Questioned
- Shifting Incentives to Pay

Sector Fundamentals Remain Strong

- Sector encompasses a vast array of special tax bonds including those supported by sales, gas, utility, and hotel taxes; tax increment revenues; and special assessments.
- The most common security is the full faith and credit, general obligation (GO) pledge.
- The GO pledge usually includes a requirement to levy ad valorem taxes unlimited as to rate or amount for debt service.
- The average GO rating of 'AA' reflects local governments' inherent strengths:
 - The authority to levy property taxes, nonpayment of which can result in property foreclosures
 - Additional taxing power that can include sales, utility, and income taxes
 - The ability to control spending to at least a moderate degree
 - The essentiality of and lack of competition for services provided by local governments
 - Moderate debt service requirements (averaging about 10% of spending)

Moderate But Uneven Revenue Recovery

- Outlook for revenue is more positive than it has been, but some risk remains and varies by revenue type and geographic location.
- Assessed valuation in fiscal 2014 held steady or increased, and housing market trends remain strong in most areas of the country.
- Growth in economically-sensitive revenues, including sales taxes, is expected to continue at a moderate pace.
- State aid has stabilized and in some cases moderately improved

Federal Funding Uncertainty Appears to have Abated

- Large reductions to state funding, which would likely result in an additional round of cuts to local governments, are not expected.
- However, federal healthcare reform creates uncertainty for states, which in turn affects local governments
 - Local entities that are responsible for public hospitals face particular uncertainty.

Pressure on the Spending Side

- Labor is the big-ticket item for local governments, so personnel spending will continue to drive budgets
- Many entities will be faced with growing pension costs as the tail end of the phase-in of market losses still affects annual contributions
 - In the not-too-distant future, governments that have been making actuarially-based contributions are likely to see stability or even improvement
 - Others still have a long way to go to catch up given years of underfunding
- The direction of healthcare costs is uncertain
- Wage pressure is becoming evident as workers expect a reversal of the minimal to no salary increases they have seen over the last several years.
- There is likely additional pent-up demand for non-personnel spending, including deferred maintenance and equipment/supply purchases

Pension Reforms and Pressures Continue

- State and local pension plan reform efforts are encouraging.
- Reforms have mainly affected new employees, with minimal impact on unfunded liabilities in the near term.
 - However, some reforms have affected active employees and retirees, through increased employee contributions and reduced cost of living increases.
- Hurdles to implementing reforms have mainly been legal rather than political.
- New GASB standards to appear in FY 2014 audits (for plans) and FY 2015 (for employers) should enhance transparency and comparability of pension plans.

Outcome of Litigation in Pension Cases will Inform Future Direction of Reforms

- We expect Detroit bankruptcy ultimately to result in landmark ruling
 - Initial ruling on pensions was relatively favorable for bondholders
 - Appeals could be lengthy
- Bankruptcy cases in Stockton and San Bernardino remain unresolved
- Central Falls, RI, pension payments were reduced dramatically and GO bond priority was strengthened
 - Appears to have had an impact on labor relations throughout the state
- Litigation ongoing for San Diego; we expect appeals in San Jose
 - San Jose require increased employee contributions for the same benefit
 - San Diego plan froze amount of pay used to calculate benefit
 - Both reduced benefit for new employees
 - Recent ruling in San Jose was mixed; judge ruled that the city could not increase employee contributions but could reduce salaries to offset pension costs
- Proposed ballot initiative for a constitutional amendment in California could be significant
 - Would limit vesting to benefits already earned but require better funding levels

Other Post-Employment Benefit Flexibility Questioned

- Detroit bankruptcy proposal equates pension and OPEB liabilities; not likely to be resolved in the near term
- Recent ruling affecting a small group of employees in Los Angeles supports the assertion that OPEB is vested right in California
 - Likely to be appealed
- Carve-out of transit workers from statewide changes to OPEB provides another, albeit limited, data point for this trend
 - Based on specific federal law related to transit authorities
- On the other hand, Stockton's bankruptcy judge ruled that OPEB could be impaired in bankruptcy.
- Many entities nationally have reduced benefits without negotiation, but these events give pause
- As for pensions, outcomes are likely to be state-specific

Shifts in Incentives to Pay

- Local governments' demonstrated willingness to repay debts has been a hallmark of the municipal credit market.
- Evidence in a limited number of bankruptcy cases of management's failure to prioritize debt service payments, much less treat them as mandatory, is worrisome.
- The introduction of techniques more common in corporate bankruptcies, such as aggregating disparate classes of creditors into one category and employing Debtor in Possession financing, also cause concern
- We would not be surprised to see a small number of additional municipalities file for bankruptcy
- Even if it were possible to identify municipalities likely to file, the proposed and eventual actual resolutions are unpredictable.
- Ongoing bankruptcy cases will likely set important precedents for other distressed municipalities

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Council of Development Finance Agencies Muni Market Rebound or Retreat?

January 2014

Key Issues

- **Legislative and Regulatory Issues**
- **Detroit**
- **Puerto Rico**

Source: Barclays Research

Legislative and Regulatory Issues

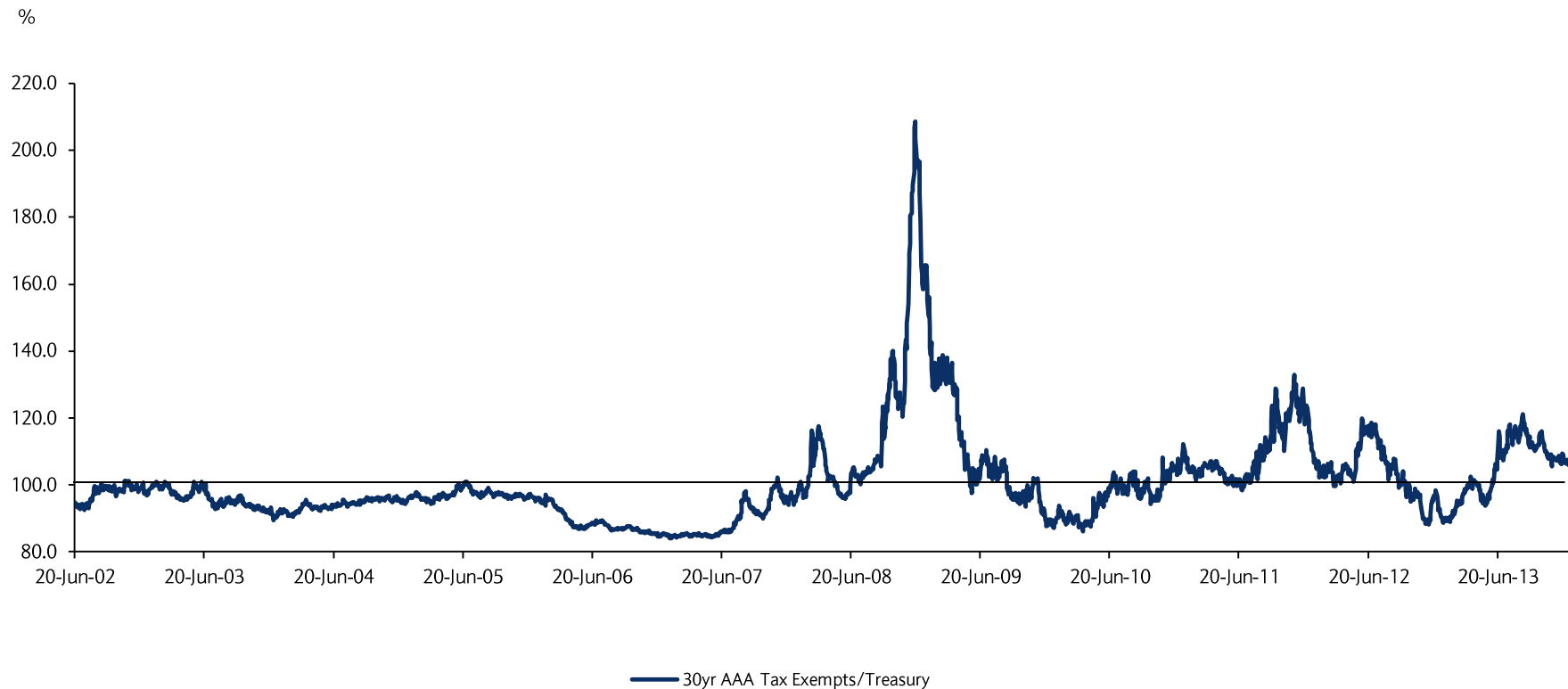
Legislative and Regulatory Issues

- **Volker Rule**
- **Bank Liquidity Coverage Ratio**
- **Tax Reform**

Source: Barclays Research

Current High Municipal Ratios

30y Tax-exempt Muni Ratios (%)



Source: Barclays Research

Detroit

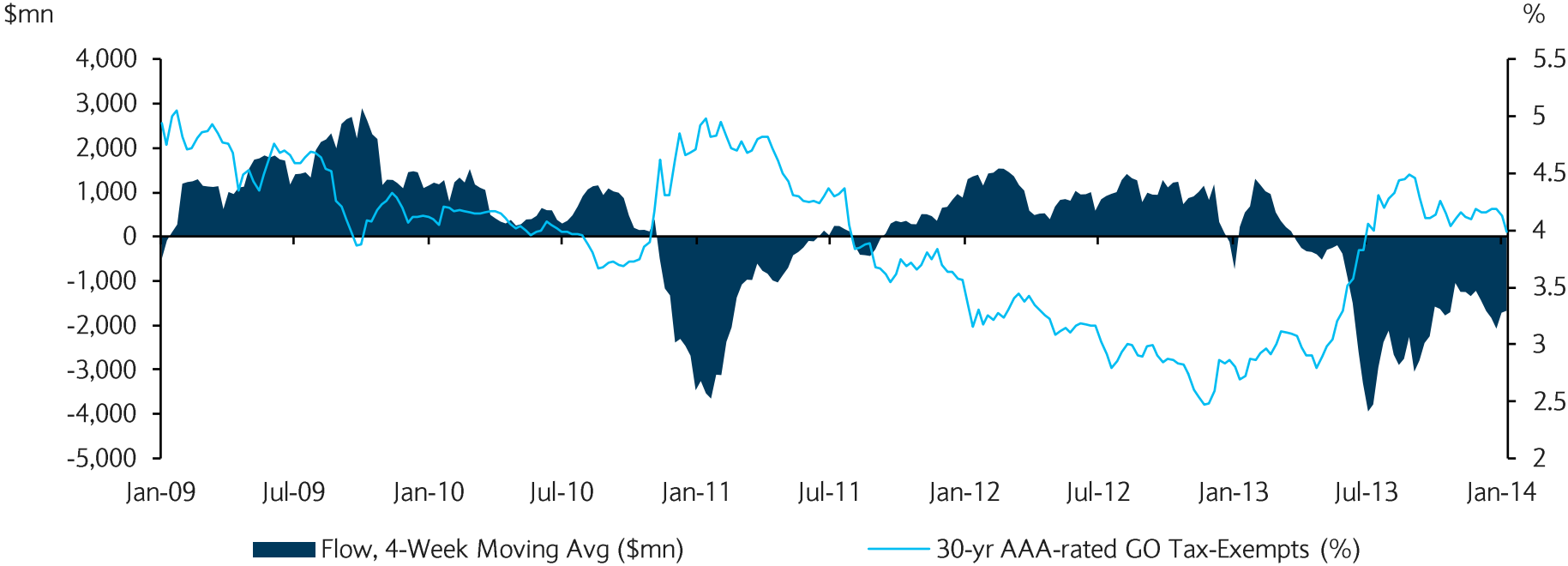
Detroit

- **Debt Structure**
- **Rule of Bond Insurance**
- **Important Rulings**
 - **Pensions**
 - **GO**
 - **Swap Transaction**

Source: Barclays Research

Muni Fund Outflows Led Muni Yields Higher

Municipal Fund Flows and 30y AAA Tax-Exempts



Source: Barclays Research

Uninsured versus Insured Debt in Detroit

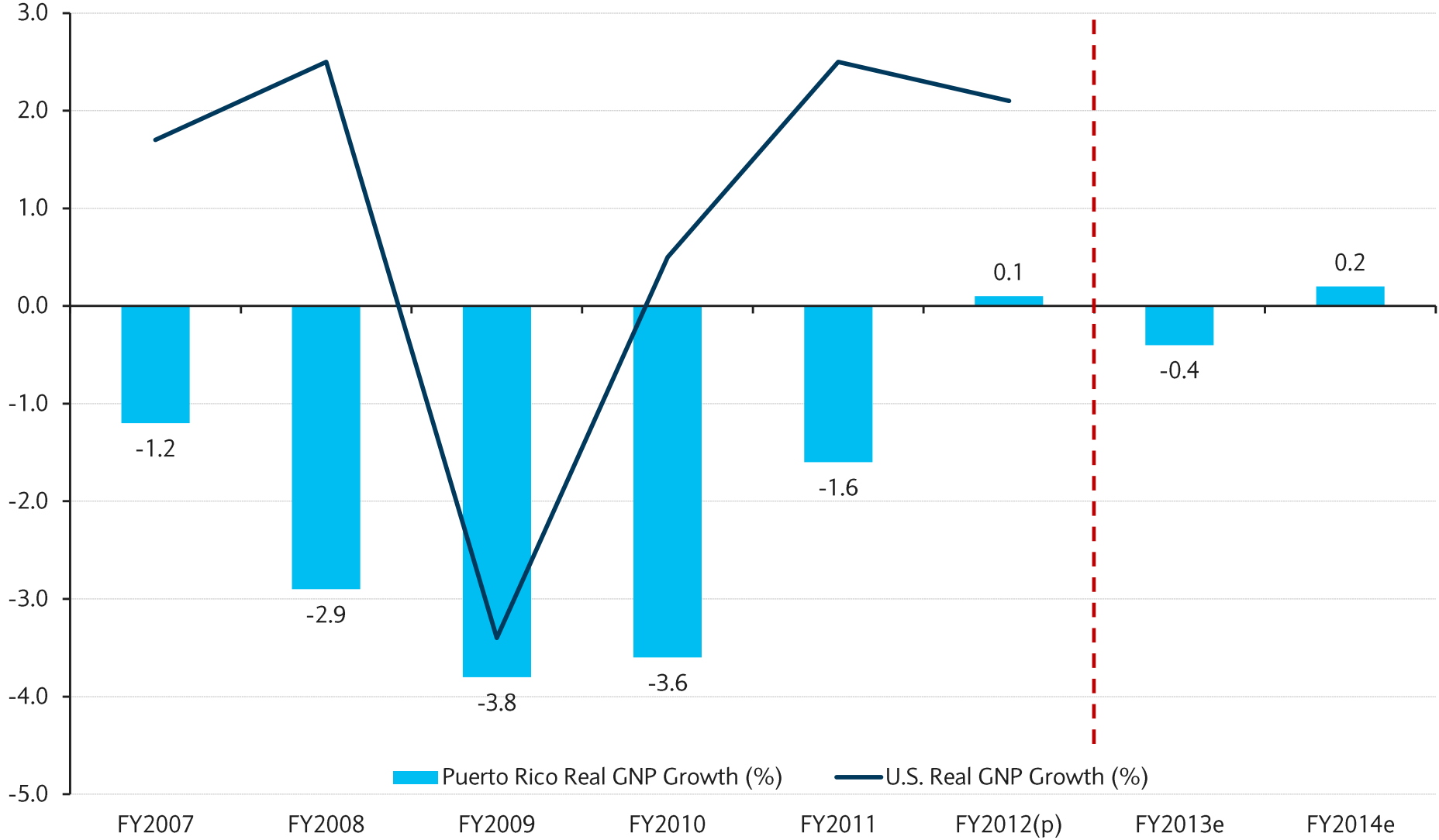
Debt	Uninsured (\$mn)	Insured (\$mn)
Water Revenue Bonds	501	2,056
Sewer Revenue Bonds	0	2,864
UTGO State Aid	100	0
UTGO Standalone	0	369
LTGO State Aid	379	0
LTGO Standalone	68	93
POC	<u>0</u>	<u>1,452</u>
	1,048	6,833

* The amount outstanding and enhanced amounts shown for Detroit Water & Sewer Bonds are as of June 30, 2012; all other amounts outstanding have been adjusted for issuance and principal payments through June 30, 2013. Source: City of Detroit June 14 Proposal for Creditors, Official Statements, Barclays Research

Puerto Rico

Puerto Rico Economic Growth

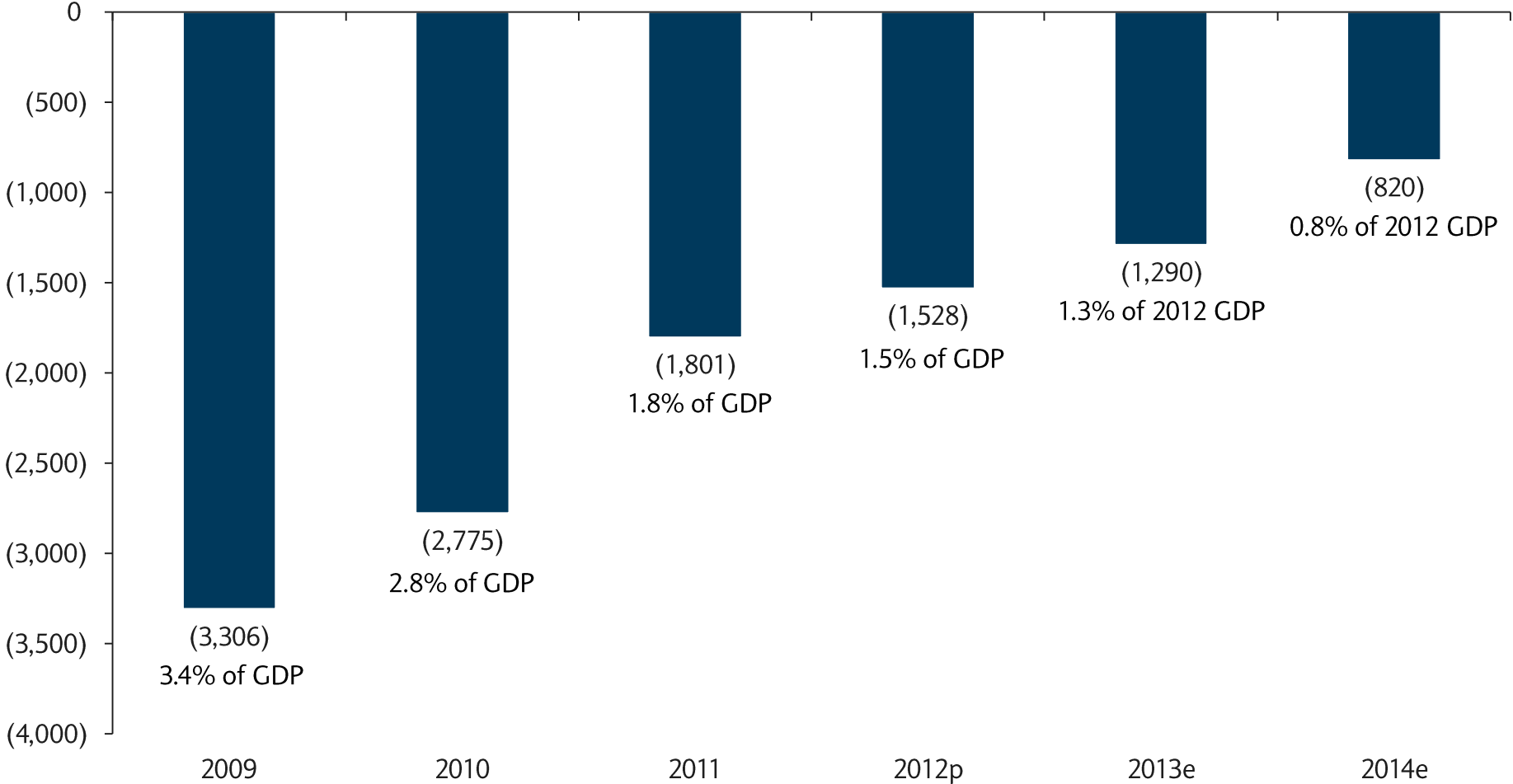
Puerto Rico and U.S. Real GNP Growth (%)



Source: Government Development Bank for Puerto Rico, Puerto Rico Economic Report to the Governor 2012, Barclays Research

Puerto Rico's Deficits

Puerto Rico Historical and Projected Deficit (\$mn)



Source: Government Development Bank for Puerto Rico, Barclays Research

Fiscal Issues Spring 2013

- **FYE 2013 Mid-Year Budget Deficit**
- **FYE 2014 Proposed Budget Deficit**
- **Underfunded Pension**
- **Agency Credits**

Source: Barclays Research

Puerto Rico Debt Structure

Outstanding Debt Public Sector Debt – March 31, 2013

General Fund related debt	\$mn	Non-General Fund related debt	\$mn
Direct full faith and credit obligations	10,599	Sales Tax debt	15,224
Puerto Rico guaranteed debt, including ... ¹	5,617	Public corporation and agencies, including ... ³	25,142
<i>PBA</i>	4,293	<i>PREPA</i>	8,798
<i>PRASA</i>	651	<i>HTA</i>	7,060
<i>Port of the Americas Authority</i>	220	<i>PRASA</i>	3,546
<i>State Revolving Fund Loans</i>	452	<i>PRIFA</i>	2,305
TOTAL PUBLIC DEBT	16,216		
Debt supported by Puerto Rico appropriations or taxes, including ... ²	4,047	Municipal debt	3,795
<i>PFC</i>	1,091	Limited obligations/non-recourse debt	<u>2,178</u>
Tax and Revenue Anticipation Notes	900	Total Non-General Fund related debt	46,339
Pension Obligation Bonds	<u>2,948</u>	Total Public Sector Debt	70,450
Total General Fund related debt	24,111		

(1) Excludes \$267 million of GDB bonds payable from available moneys of GDB.

(2) Represents bonds and notes payable from the Commonwealth General Fund and Public Improvement Fund. Includes Public Finance Corporation bonds.

(3) Excludes \$4.7 billion of notes issued by GDB, the proceeds of which have been principally used to fund loans to the Commonwealth, public corporations, agencies and municipalities. Loans made by GDB to the Commonwealth, public corporations, agencies and municipalities are included in the table.

Source: Commonwealth of Puerto Rico, Government Development Bank for Puerto Rico

Puerto Rico Debt Structure

Insurance Exposure

Insurance Exposure

AGM	\$5.3bn
National	\$4.1bn
AMBAC	\$2.9bn
FGIC	\$2.6bn
AGC	\$500mn
XL	\$375mn
CIFG	\$250mn
FSA	\$30mn

Represents roughly 24% of debt

Source: Orrick

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