



OFFICE OF THE CITY CONTROLLER
CITY OF HOUSTON
TEXAS

RONALD C. GREEN

To: Mayor Annise D. Parker
City Council Members

From: Ronald C. Green
City Controller

Date: July 26, 2013

**Subject: June 2013
Financial Report**

Attached is the Monthly Financial and Operations Report for the period ending June 30, 2013.

GENERAL FUND

The Controller's Office is projecting an ending fund balance of \$181.1 million for FY2013. This is \$486,000 lower than the projection of the Finance Department. The difference is due to a \$486,000 higher revenue projection from the Finance Department. Based on our current projections, the fund balance will be \$52.1 million above the City's target of holding 7.5% of total expenditures, excluding debt service, in reserve.

We have increased our revenue projection \$4.8 million over last month's projection. Property Tax was increased \$2.8 million due to higher delinquent collections. Industrial Assessments was increased \$840,000 reflecting a higher than expected collection rate. Sales Tax was increased \$1.9 million to reflect the May sales tax receipt. Licenses & Permits increased \$1.4 million for Burglar Alarm, Special Fire and Administration Fees. Charges for Services was decreased \$3.7 million, mainly for lower Ambulance collections. Direct Interfund was decreased \$570,000 for lower charge backs to Houston Transtar and Houston Permit Center. Miscellaneous/Other was increased \$474,000 for Recoveries & Refunds. Finally, we increased Transfers from Other Funds \$1.8 million for higher transfers from Parking Management and Hotel Occupancy Taxes.

Expenditure projections decreased \$5.2 million from last month's report, primarily for year-end savings in personnel, supplies, and services in various departments, as well as a \$1.1 million decrease in General Services for lower utility costs.

ENTERPRISE FUNDS

In the Aviation Operating Fund, we have increased our projection for Operating Revenues \$9.5 million, primarily for Parking and Concessions. We also increased our projection for Operating Expenses \$700,000 for higher supplies and vehicle maintenance costs. This caused the corresponding increase in Capital Improvement Transfer.

In the Convention & Entertainment Facilities Operating Fund, our projection for Operating Revenues increased \$591,000 for Parking revenues higher than expected. Non-Operating Revenues increased \$1.8 million for higher than expected Hotel Occupancy Taxes.

Our projection for the Combined Utility System Operating Expenses decreased \$4.1 million for savings in Personnel and overhead costs. We also decreased our projection for Operating Transfers \$6.5 million due to continued lower variable rates on debt, and delayed equipment acquisitions and project costs.

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**Mayor Annise D. Parker
City Council Members
June 2013 Monthly Financial and Operations Report**

In the Dedicated Drainage & Street Renewal Fund, we have decreased our projection for Expenditures \$700,000 primarily for savings in personnel, supplies, and services.

Our projection for the Storm Water Fund Operating Expenditures decreased \$1.5 million for lower than expected personnel, supplies, and services. We also decreased Operating Transfers \$927,000 for the transfer in from CUS.

COMMERCIAL PAPER AND BONDS

The City's practice has been to maintain no more than 20% of the total outstanding debt for each type of debt in a variable rate structure. As of June 30, 2013, the ratio of unhedged variable rate debt for each type of outstanding debt was:

General Obligation	5.6%
Combined Utility System	0.0%
Aviation	13.5%
Convention and Entertainment	18.3%

Respectfully submitted,



Ronald C. Green
City Controller

City of Houston, Texas
Quarterly Swap Agreements Disclosure
June 30, 2013

I. Combined Utility System Swaps

A. Combined Utility System Synthetic Fixed Rate Swap

On June 10, 2004 the City entered into three pay-fixed, receive-variable rate swap agreements (“the 2004B Swaps”) related to the Combined Utility System 2004B auction rate variable interest bonds (“the 2004B Bonds”). The City pre-qualified six firms to submit competitive bids on the swaps. The three firms selected all matched the lowest fixed rate bid of 3.78%. As of August 15, 2012 the City had converted all of the 2004B bonds from auction rate to variable rate demand bonds (“the 2004B bonds”) and SIFMA-Index notes (“the 2012A and 2012B Refunding Bonds”), collectively referred to herein as the “Bonds.”

Objective. The objective of the swaps is to hedge against the potential of rising interest rates associated with the Bonds and to achieve a lower fixed rate than the market rate for traditional fixed rate debt at time of issuance. The City’s goal is that its variable receipts under these swaps equal the variable payments made on the bonds, leaving the fixed payment on the swap, plus dealer and liquidity fees and the fixed spread to SIFMA, as its net interest cost.

Terms. The notional amounts of the swap agreements total \$653.3 million, the principal amount of the associated Bonds. The City’s swap agreements contain scheduled reductions to outstanding notional amounts that follow anticipated payments of principal of the Bonds in varying amounts during the years 2028 to 2034.

Under the terms of the swaps, the City will pay a fixed rate of 3.78% and receive a floating rate equal to 57.6% of One-Month US Dollar LIBOR plus 37 basis points. All agreements were effective June 10, 2004, the original date of issuance of the Bonds. The termination date is May 15, 2034.

Receipts and Payments. For the fiscal year ended June 30, 2013, the City earned \$3,274,688 in swap revenue for these swaps and paid \$900,526 of interest on the underlying securities. The contractual rate for the City’s swap payment is 3.78%. The average effective rate for the 2004B bonds, including interest for the Series 2004B bonds, the City’s swap payments, and its dealer and liquidity fees, reduced by swap receipts, was 4.21%. In contrast, the comparable fixed rate the City paid on its Combined Utility System Series 2004A bonds was 5.08%.

Fair value. Because interest rates have changed, the swaps had an estimated negative fair value of \$144.3 million on June 30, 2013. This value was calculated using the zero-coupon method.

Credit risk. As of this date, the City was not exposed to credit risk because the swaps had a negative fair value. However, should interest rates change and the fair value of the swap become positive, the City would be exposed to credit risk on the swap in the amount of its fair value. If a counterparty’s credit rating falls below rating thresholds established by the agreements, collateral must be posted in varying amounts depending on the credit rating and swap fair value. No collateral has been required to date.

Counterparty	Notional Amount	Fair Value	Counterparty Credit Rating (Moody's/S&P/Fitch)
Goldman Sachs Capital Markets Inc.	\$ 353,325,000	\$ (78,045,000)	A3 /A- /A
JP Morgan Chase	150,000,000	(33,138,000)	A2/ A/A+
UBS AG	150,000,000	(33,138,000)	A2 /A /A
	<u>\$ 653,325,000</u>	<u>\$ (144,321,000)</u>	

Basis risk. The City is exposed to basis risk on the swaps because the variable payment received is based on a different taxable index from the tax-exempt rate paid by the City on the bonds. Should the relationship between taxable LIBOR and tax-exempt rates move to convergence (because of reductions in tax rates, for example), the expected cost savings may not be realized. For the twelve months ended June 30, 2013 the swap generated positive cash flow with the average variable rate paid on the underlying tax-exempt bonds at 0.14%, or 0.37% lower than the average 0.51% LIBOR-based rate received for the swap. On June 30, 2013, the interest rate in effect for the underlying bonds was 0.18%, 0.32% lower than the 0.50% rate in effect for swap receipts.

Remarketing risk. The City faces a risk that the remarketing agent will not be able to sell the variable rate demand bonds at a competitive rate each week. There is no remarketing risk associated with the SIFMA index notes until the end of the respective maturities in 2015 and 2017. Rates may vary considerably as investors shift in and out of the tax-exempt variable rate sector.

Termination risk. The City may terminate for any reason. A counterparty may terminate a swap if the City fails to perform under the terms of the contract. The City's on-going payment obligations under the swap (and to a limited extent, its termination payment obligations) are insured, and counterparties cannot terminate so long as the insurer does not fail to perform. If a swap is terminated, the associated variable-rate bonds would no longer carry synthetic fixed interest rates. Also, if the swap has a negative fair value at termination, the City would be liable to the counterparty for a payment equal to the swap's fair value.

B. Combined Utility System Forward Rate Lock/Synthetic Fixed Rate Swap

On November 1, 2005 the City priced a floating to fixed interest rate exchange agreement swap with Royal Bank of Canada ("RBC") on a forward basis. The City pre-qualified eight firms to submit competitive bids, and RBC submitted the lowest bid of 3.761%.

Objective. The City entered the swap agreement to hedge against the potential of rising interest rates and to achieve a lower fixed rate than the market rate for traditional fixed rate debt. This swap was previously assigned to the 2008A variable rate demand bonds and the 2010B SIFMA Indexed Notes. The swap is currently associated with the 2012C SIFMA Indexed Notes, which refunded the 2010 SIFMA Indexed Notes. The addition of the SIFMA-Indexed Notes diversifies the System's variable rate debt portfolio. Rates on the notes are calculated at SIFMA +60 bps, and the notes expire in 2016.

Terms. The notional amount of the swap is \$249.1 million with the underlying bonds being the Series 2012C Notes. The swap agreement contains scheduled reductions to the outstanding notional amount during the years 2028 to 2034.

Under terms of the swap, the City pays a fixed rate of 3.761% and receives a floating rate equal to 70% of One-Month US Dollar LIBOR. The agreement became effective December 3, 2007 with a termination date of May 15, 2034.

Receipts and Payments. For the fiscal year ended June 30, 2013, the City earned \$381,684 swap revenue for its 2012C swap and paid \$338,333 on the underlying notes. The contractual rate for the City's swap payment is 3.761%. The average effective rate for the bonds, including the City's swap payments and a fixed component of 0.69%, was 4.43%.

Fair value. Because interest rates have changed, the swap had an estimated negative fair value of \$53.6 million on June 30, 2013. This value was calculated using the zero-coupon method.

Credit risk. The City's swap policy generally requires that swap counterparties be rated double-A or better by at least one nationally recognized rating agency. As of this date, RBC met this requirement with ratings of Aa3/AA-/AA. Also, under the agreement, if RBC's credit rating falls below double-A, collateral may be requested in varying amounts depending on the credit rating and swap fair value. No collateral has been required to date.

Basis risk. The City will be exposed to basis risk on the swap because the variable payment received is based on a taxable index other than the tax-exempt SIFMA based rate paid by the City on the bonds. In the future, if tax-exempt rates move to convergence with the taxable LIBOR index (because of reductions in tax rates, for example), the expected cost savings may not be realized, resulting in a higher synthetic rate. For the twelve months ended June 30, 2013, the average variable rate paid on the underlying tax-exempt bonds, excluding the fixed credit spread component, was 0.15%, 0.01% lower than the average 0.16% LIBOR-based rate received for the swap. At June 30, 2013, the overall rate in effect for the underlying bonds, excluding the fixed spread component, was 0.18%, 0.03% higher than the 0.15% rate in effect for the swap receipts.

Termination risk. The City may terminate for any reason. RBC may terminate a swap if the City fails to perform under the terms of the contract. The City's on-going payment obligations under the swap (and to a limited extent, its termination payment obligations) are insured, and RBC cannot terminate so long as the insurer does not fail to perform. If a swap is terminated, the associated variable-rate bonds would no longer carry synthetic fixed interest rates. Also, if the swap has a negative fair value at termination, the City would be liable to the counterparty for a payment equal to the swap's fair value.