



OFFICE OF THE CITY CONTROLLER
CITY OF HOUSTON
TEXAS

To: Mayor Annise D. Parker
City Council Members

From: Ronald C. Green
City Controller

Date: January 28, 2011

**Subject: December 2010
Financial Report**

Attached is the Monthly Financial and Operations Report for the period ending December 31, 2010.

GENERAL FUND

The Controller's Office is projecting an ending fund balance of \$79.8 million for FY2011. This is \$13.6 million lower than last month's projection. This is also \$43.2 million lower than the projection of the Finance Department. The difference is due to the Finance Department's \$7.6 million higher revenue projection and a \$35.6 million higher projection for the Sale of Capital Assets. Based on our current projections, the fund balance will be \$47 million below the City's target of holding 7.5% of total expenditures, excluding debt service, in reserve. This amount includes the undesignation of the \$20 million in the Rainy Day Fund, and drawdown of fund balance of \$54 million, both approved as part of the FY2011 Adopted Budget.

Our revenue projection decreased \$2.2 million. Sales Tax revenue was increased \$9.75 million, reflecting the five months actuals, and projected growth of 2% for the remaining months. Other Franchise revenues increased \$1.1 million for higher than expected Cable TV fees. We have decreased our projection for Interest revenues \$750,000 for lower than expected rates on investments. We also updated our projections in Other Taxes, Licenses & Permits, Charges for Services, Municipal Courts, and Miscellaneous/Other, to reflect the six month trend data, which caused minor increases and decreases which net to be immaterial. Transfers was increased \$1.3 million from Parking Management. Finally, we have decreased our projection for Sale of Capital Assets \$13.6 million to reflect the possibility of the expected land sales not closing and being approved by Council before the June 30 year-end.

The major differences are in four categories; (1) Property tax revenues are \$1.8 million lower; (2) Charges for Services are \$2.6 million lower; (3) Miscellaneous/Other revenues are \$2 million lower; (4) Sale of Capital Assets are \$35.6 million lower.

Expenditure projections are now at \$1.911 billion, which is \$15.5 million above the adopted budget total. This month's projection has increased \$11.4 million in total. Most departments were reduced for furloughs, health benefit savings, and some adjustments for electricity and fuel costs. Fire was increased \$8.1 million primarily for termination pay and overtime costs. General Government was increased \$13.3 million mainly for additional management initiative savings unable to be realized this fiscal year and increased payments to the LPA's.

ENTERPRISE FUNDS

In the Aviation Operating Fund, we have increased our projection for Operating Revenues \$3 million to reflect higher than expected retail concessions and parking revenues. We have also increased Interest Income \$1million for higher than expected rates and cash balances. These changes caused the projection for Transfer for Capital Improvements to increase accordingly.

**Mayor Annise D. Parker
City Council Members
December 2010 Monthly Financial and Operations Report**

Within the Convention & Entertainment Facilities Operating Fund, we have decreased our projection for Operating Expenses \$851,000, reflecting furlough savings and lower construction costs, while increasing Delinquent HOT tax \$256,000 for higher collections. Finally, we increased our projection for Operating Transfers \$445,000, mainly reflecting project costs not to be completed this fiscal year.

Our projection for Combined Utility System Operating Revenues decreased \$9.5 million, primarily due to lower water consumption than expected. Operating Expenses decreased \$11.9 million reflecting savings in personnel and better data on the cost of the Multi-Family Water Conservation Rebate Program. Finally, we reduced Non-Operating Revenues \$1.1 million for lower than expected interest rates on investments.

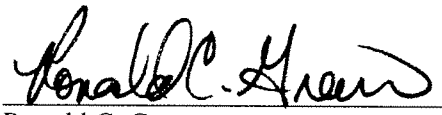
There are no changes in the Stormwater Fund this month.

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. Convention and Entertainment maintains a higher percentage of variable rate debt due to agreements with the hotel corporation. As of December 31, 2010, the ratio of unhedged variable rate debt for each type of outstanding debt was:

General Obligation	4.2%
Combined Utility System	8.5%
Aviation	17.0%
Convention and Entertainment	31.1%

Respectfully submitted,



Ronald C. Green
City Controller

City of Houston, Texas
Quarterly Swap Agreements Disclosure
December 31, 2010

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 April 14, 2008 the City had converted all of the 2004B bonds from auction rate to variable rate demand bonds.

Objective. The objective of the swaps is to hedge against the potential of rising interest rates associated with the 2004B Bonds and to achieve a lower fixed rate than the market rate for traditional fixed rate debt at time of issuance of the 2004B Bonds. 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, as its net interest cost.

Terms. The notional amounts of the swap agreements total \$653.3 million, the principal amount of the associated 2004B Bonds. The City’s swap agreements contain scheduled reductions to outstanding notional amounts that follow anticipated payments of principal of the 2004B 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 date of issuance of the 2004B Bonds. The termination date is May 15, 2034.

Receipts and Payments. For the six months ended December 31, 2010, the City earned \$1.8 million in swap revenue for its 2004B swaps and paid \$835,000 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 4.69%. 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 \$105.4 million on December 31, 2010. 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.

<u>Counterparty</u>	<u>Notional Amount</u>	<u>Fair Value</u>	<u>Counterparty Credit Rating (Moody's/S&P/Fitch)</u>
Goldman Sachs Capital Markets Inc.	\$ 353,325,000	\$ (57,024,000)	A1 /A /A+
JP Morgan Chase	150,000,000	(24,209,000)	Aa1/ AA-/AA-
UBS AG	150,000,000	(24,209,000)	Aa3 /A+ /A+
	<u>\$ 653,325,000</u>	<u>\$ (105,442,000)</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 six months ended December 31, 2010, the swap generated positive cash flow with the average variable rate paid on the underlying tax-exempt bonds at 0.25%, or 0.28% lower than the average 0.53% LIBOR-based rate received for the swap. On December 31, 2010, the interest rate in effect for the underlying bonds was 0.34%, 0.16% 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. 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, which were refunded on March 30, 2010 with the 2010B 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 +130 bps, and the notes expire in March 2013.

Terms. The notional amount of the swap is \$249.1 million with the underlying bonds being the Series 2010B 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 six months ended December 31, 2010, the City earned \$350,000 in swap revenue for its 2010B swap and paid \$256,000 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 1.30%, was 5.13%.

Fair value. Because interest rates have changed, the swap had an estimated negative fair value of \$34.7 million on December 31, 2010. 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 Aa1/AA-/AA. Also, under the agreement, if RBC's credit rating falls below double-A, collateral must be posted 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 six months ended December 31, 2010, the average variable rate paid on the underlying tax-exempt bonds, excluding the fixed credit spread component, was 0.27%, 0.04% higher than the average 0.23% LIBOR-based rate received for the swap. At December 31, 2010, the overall rate in effect for the underlying bonds, excluding the fixed spread component, was 0.29%, 0.13% higher than the 0.16% 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.