



THE METROPOLITAN WATER DISTRICT
OF SOUTHERN CALIFORNIA

Report

Office of the CFO

- **Swap Report**

Summary

The attached monthly report provides a summary of outstanding interest rate swaps in accordance with Resolution No. 8773, as amended, and Section 5922 of the California Government Code.

Attachment 1: Swap Report – May 2012



THE METROPOLITAN WATER DISTRICT
OF SOUTHERN CALIFORNIA

Date: June 11, 2012
To: Finance and Insurance Committee
From: Gary Breaux, Assistant General Manager/Chief Financial Officer
Subject: Swap Monthly Report, May 2012

This letter provides a summary of the interest rate swaps outstanding as of May 31, 2012. These transactions are consistent with Board policy and Section 5922 of the California Government code, and have been executed to reduce debt service costs and reduce duration and interest rate risk.

As approved by the Board, Metropolitan has \$1.40 billion in outstanding interest rate swaps. These transactions and their associated bonds have resulted in \$84.8 million in savings through the date of this report. The mark-to-market value of the portfolio is a negative \$225.4 million, reflecting interest rates as of May 31, 2012, which was significantly lower than when these swaps were executed. Net exposure to all counterparties is within Board-approved guidelines. As of May 31, 2012, Metropolitan had \$29.3 million of collateral posted with Morgan Stanley and \$3.0 million with JP Morgan Chase Bank.

At the August 2010 board meeting, the Board approved \$500 million of interest rate swap authority for the next two years. As discussed at the May 2012, Finance and Insurance Committee meeting, Metropolitan is planning to terminate all or a portion of several fixed payor swaps and fund the related termination payments, in conjunction with a refunding of the variable rate bonds related to these swaps. The swap terminations and bond refundings will generate debt service savings. Pricing and closing is anticipated at the end of June 2012.

A handwritten signature in black ink, appearing to read "Gary Breaux".

Gary Breaux

The Metropolitan Water District of Southern California

Outstanding Swaps By Counterparty

<u>Swap</u>	<u>Amount Outstanding</u>	<u>Swap Counterparty</u>
2004C	\$ 59,094,000	Citigroup Financial Products Inc.
July 2005	\$ 58,547,500	Citigroup Financial Products Inc.
2001B (1)	\$107,500,000	JPMorgan Chase Bank
2002B (1)	\$ 33,320,700	JPMorgan Chase Bank
2004 Basis (1)	\$125,000,000	JPMorgan Chase Bank
2003	\$164,637,500	JPMorgan Chase Bank
2004 Basis-Amended	\$125,000,000	JPMorgan Chase Bank
April 2006	\$ 30,990,000	JPMorgan Chase Bank
April 2006	\$ 6,027,500	JPMorgan Chase Bank
July 2005	\$ 58,547,500	JPMorgan Chase Bank
2002A	\$ 89,069,300	Morgan Stanley Capital Services Inc.
2004A	\$155,930,000	Morgan Stanley Capital Services Inc.
2004C	\$ 72,226,000	Morgan Stanley Capital Services Inc.
2001B (2)	\$107,500,000	Deutsche Bank AG
2003 (2)	\$164,637,500	Deutsche Bank AG
2006 (2)	\$ 30,990,000	Deutsche Bank AG
2006A (2)	<u>\$ 6,027,500</u>	Deutsche Bank AG
Total	\$1,395,045,000	

(1) Interest rate swaps formerly with Bear Stearns Financial Products, Inc., which merged with JPMorgan Chase Bank, effective May 26, 2009.

(2) Interest rate swaps were novated from UBS AG to Deutsche Bank AG, effective July 22, 2010.

**SUMMARY OF
COUNTERPARTY EXPOSURE
AND NOTIONAL AMOUNT
(\$ in Millions)
May 31, 2012**

<u>Swap Counterparty</u>	<u>Notional Amount Outstanding (1)</u>	<u>Net Exposure (2)</u>
Citigroup Financial Products Inc.	\$117.6	\$(22.1)
JPMorgan Chase Bank (3)	651.0	(83.6)
Morgan Stanley Capital Services Inc.	317.2	(54.9)
Deutsche Bank AG (4)	<u>309.2</u>	<u>(64.8)</u>
Total	\$ 1,395.0	\$(225.4)

(1) Metropolitan's Master Swap Policy adopted by the Board on September 11, 2001, states "The sum total notional amount per swap counterparty may not exceed 25 percent of Metropolitan's total revenue bond indebtedness." As of May 31, 2012, Metropolitan's total revenue bond indebtedness was \$4.61 billion. No swap counterparty currently exceeds the limitation of \$1.16 billion.

(2) Shown from Metropolitan's perspective. Amounts in parenthesis (negative) mean that Metropolitan would pay the counterparty upon termination of all transactions. Positive amounts mean that the counterparty would pay Metropolitan.

(3) Effective May 26, 2009, JPMorgan Chase Bank merged with Bear Stearns Financial Products, Inc. (BSFP) and assumed the obligations of \$269.1 million of Metropolitan's interest rate swaps with BSFP.

(4) Deutsche Bank AG replaced UBS AG as counterparty effective July 22, 2010.

Counterparty Credit Ratings As of May 31, 2012

<u>Swap Counterparty</u>	<u>Credit Rating S&P/Moody's/Fitch</u>	<u>Credit Ratings From Prior Month</u>
Citigroup Financial Products Inc.	A-/A3/A	
JPMorgan Chase Bank	A+/Aa1/A+	A+/Aa1/AA-
Morgan Stanley Capital Services Inc.	A-/A2/A	
Deutsche Bank AG	A+/Aa3/A+	

Metropolitan is authorized to enter into interest rate swap transactions with qualified swap counterparties as outlined in its Master Swap Policy. Qualified swap counterparties must be rated at least "Aa3," or "AA-," or equivalent by any two of the nationally recognized rating agencies (Moody's, Standard and Poor's, and Fitch); or have a "AAA" subsidiary as rated by at least one nationally recognized credit rating agency.

Rating Agency Ratings

<u>Standard & Poor's</u>	<u>Moody's</u>	<u>Fitch</u>
AAA	Aaa	AAA
AA+	Aa1	AA+
AA	Aa2	AA
AA-	Aa3	AA-
A+	A1	A+
A	A2	A
A-	A3	A-

Debt Service Savings As of May 31, 2012

<u>Swap Transactions</u>	<u>Projected Savings To-Date</u>	<u>Actual Savings To-Date</u>
2001 Series B	\$15.7 Million	\$ 8.7 Million
2002 Series A-B	7.0 Million	9.8 Million
2003 Series	10.8 Million	15.2 Million
2004 Series	10.7 Million	12.8 Million
2004 Series C	6.0 Million	7.6 Million
2006 Series	3.4 Million	4.6 Million
2006 Series A	<u>1.0 Million</u>	<u>1.2 Million</u>
Total	\$54.6 Million	\$59.9 Million
2002 Receiver Swap	NA	\$15.4 Million
2004 Basis Swap	NA	5.6 Million ⁽¹⁾
2006 CMS Swap	NA	0.3 Million ⁽²⁾
2005 Basis Swap	NA	<u>3.6 Million ⁽³⁾</u>
Total		\$24.9 Million
Total Savings To-Date		\$84.8 Million

(1) Includes impact of accumulated cash-flow savings and the \$1.05 million receipt for the 01/02/08 amendment of the JPMorgan 2004 Basis Swap.

(2) Includes accumulated impact of negative cash-flow and the \$1.05 million termination receipt of 12/17/07.

(3) Accumulated cash-flow savings and the \$2.7 million termination receipt of 01/11/07.

The Metropolitan Water District of Southern California- Swap Summary as of May 31, 2012

Purpose of Swap (1)	Swap	Notional Amount Outstanding	Counterparty	S&P/Moody's/Fitch	Effective Date	Maturity Date	Type of Swap	Metropolitan Pays	Metropolitan Receives	Mark-to-Market Value	Change in Mark-to-Market (2)(3)	Remaining Average Life	Collateral Posting
(A)	2001 B	\$107,500,000	Deutsche Bank AG	A+/Aa3/A+	9/6/2001	7/1/2020	Floating to Fixed	4.219%	SIFMA minus 35 basis points	\$(20,326,000)	\$2,710,000	5.0 Years	No
	2001 B	107,500,000	JPMorgan Chase Bank	A+/Aa1/A+	9/6/2001	7/1/2020	Floating to Fixed	4.219%	SIFMA minus 35 basis points	(20,326,000)	2,710,000	5.0 Years	No
(B)	2002 A	89,069,300	Morgan Stanley Capital Services Inc.	A-/A2/A	9/12/2002	7/1/2025	Floating to Fixed	3.300%	57.74% of One Month LIBOR	(20,073,000)	3,980,000	9.6 Years	Yes
	2002 B	33,320,700	JPMorgan Chase Bank	A+/Aa1/A+	9/12/2002	7/1/2025	Floating to Fixed	3.300%	57.74% of One Month LIBOR	(7,400,000)	1,490,000	9.6 Years	No
(C)	2003	164,637,500	Deutsche Bank AG	A+/Aa3/A+	12/18/2003	7/1/2030	Floating to Fixed	3.257%	61.20% of One Month LIBOR	(39,939,000)	9,310,000	12.9 Years	No
	2003	164,637,500	JPMorgan Chase Bank	A+/Aa1/A+	12/18/2003	7/1/2030	Floating to Fixed	3.257%	61.20% of One Month LIBOR	(39,939,000)	9,310,000	12.9 Years	Yes
(D)	2004 A	155,930,000	Morgan Stanley Capital Services Inc.	A-/A2/A	2/19/2004	7/1/2023	Floating to Fixed	2.917%	61.20% of One Month LIBOR	(23,409,000)	5,680,000	7.6 Years	Yes
(E)	2004 C	72,226,000	Morgan Stanley Capital Services Inc.	A-/A2/A	11/16/2004	10/1/2029	Floating to Fixed	2.980%	61.55% of One Month LIBOR	(11,400,000)	2,660,000	7.8 Years	Yes
	2004 C	59,094,000	Citigroup Financial Products Inc.	A-/A3/A	11/16/2004	10/1/2029	Floating to Fixed	2.980%	61.55% of One Month LIBOR	(9,327,000)	2,180,000	7.8 Years	No
(F)	2005	58,547,500	JPMorgan Chase Bank	A+/Aa1/A+	7/6/2005	7/1/2030	Floating to Fixed	3.360%	70.0% of Three Month LIBOR	(12,809,000)	2,950,000	11.5 Years	Yes
	2005	58,547,500	Citigroup Financial Products Inc.	A-/A3/A	7/6/2005	7/1/2030	Floating to Fixed	3.360%	70.0% of Three Month LIBOR	(12,809,000)	2,950,000	11.5 Years	No
(G)	2006	30,990,000	Deutsche Bank AG	A+/Aa3/A+	4/4/2006	7/1/2021	Floating to Fixed	3.210%	63.00% of Three Month LIBOR	(4,456,000)	960,000	6.5 Years	No
	2006	30,990,000	JPMorgan Chase Bank	A+/Aa1/A+	4/4/2006	7/1/2021	Floating to Fixed	3.210%	63.00% of Three Month LIBOR	(4,456,000)	960,000	6.5 Years	Yes
(H)	2006 A	6,027,500	Deutsche Bank AG	A+/Aa3/A+	4/4/2006	7/1/2012	Floating to Fixed	2.911%	63.00% of Three Month LIBOR	(27,000)	8,000	3 Months	No
	2006 A	6,027,500	JPMorgan Chase Bank	A+/Aa1/A+	4/4/2006	7/1/2012	Floating to Fixed	2.911%	63.00% of Three Month LIBOR	(27,000)	8,000	3 Months	Yes
(I)	2004 Basis	250,000,000	JPMorgan Chase Bank	A+/Aa1/A+	5/19/2004	7/1/2014	Floating to Floating	SIFMA	70% of One Month LIBOR plus 31.5 basis points	1,322,000	34,000	2.3 Years	No
Total		\$1,395,045,000								\$(225,399,000)			

- (1) See footnotes on Attachment 1, page 7
- (2) For payor swaps-change in mark-to-market as the result of a 50 basis point change in interest rates.
- (3) For 2004 Basis swap-change in mark-to-market as the result of a one ratio change in the SIFMA/LIBOR ratio.

Purpose of the Swap Transactions:

- A. The 2001B swap was executed in conjunction with the issuance of the 2001 Series B variable rate bonds, to provide funds to refund portions of the 1992 Water Revenue Bond issue and the 1993 Series B Water Revenue Bonds. The transaction was expected to achieve debt service savings of \$25.7 million and net present value savings of \$15.0 million.
- B. The 2002A and 2002B swaps were executed in conjunction with the issuance of 2002 Series A and Series B Variable Rate Demand Bonds, to provide funds to refund portions of the 1992 Water Revenue Bonds, the 1995 Series A Water Revenue bonds and the 1999 Series A Water Revenue Bonds. The transaction was expected to achieve debt service savings of \$15.6 million and net present value savings of \$9.7 million.
- C. The 2003 swap was executed in conjunction with the issuance of the 2003 Series C1- C3 variable rate bonds, sold on December 18, 2003, were issued to provide funds to refund a portion of the 1996 Series C Water Revenue Bonds and the 1997 Series A Water Revenue bonds. The transaction was expected to achieve debt service savings of \$33.3 million and net present value savings of \$21.1 million.
- D. The 2004 swap was executed in conjunction with the issuance of 2004 Series A variable rate bonds, sold on February 19, 2004, were issued to provide funds to refund a portion of the 1996 Series C Water Revenue Bonds, the 1997 Series A Water Revenue bonds and the 1999 Series A Water Revenue Bonds. The transaction was expected to achieve debt service savings of \$29.3 million and net present value savings of \$11.4 million.
- E. The 2004C swap was executed in conjunction with the issuance of the 2004 Series C variable rate bonds were sold on November 16, 2004. Proceeds were used to refund a portion of the 1996 Series B Water Revenue Bonds, the 1996 Series C Water Revenue Bonds and the 1997 Series A Water Revenue bonds. The transaction was expected to achieve debt service savings of \$14.4 million and net present value savings of \$11.0 million.
- F. The 2005 swap was executed to lock-in a fixed rate of 3.36% for approximately \$117.1 million of Metropolitan's variable rate debt.
- G. The 2006 swap was executed with the issuance of the 2006 Series A1 and A2 variable rate bonds to provide funds to refund a portion of the 1996 Series B Water Revenue Bonds. The transaction was expected to achieve debt service savings of \$8.3 million and net present value savings of \$4.8 million.
- H. The 2006A swap was executed with the issuance of the 2006 Series A1 and A2 variable rate bonds to provide funds to refund a portion of the 1996 Series B Water Revenue Bonds. The transaction was expected to achieve debt service savings of \$1.0 million and net present value savings of \$610,000.
- I. The 2004 basis swap was executed to achieve debt service savings, estimated to be \$400,000 to \$1.1 million per year, depending on actual tax-exempt to taxable ratios.