# **Bonds 101 City of Manzanita**



John Peterson Senior Vice President Piper Sandler

#### What is a Bond?

- "Bonds" are loans that are broken into pieces and sold to investors.
- Municipalities use bonds for major capital projects that cannot be financed on a pay as you go basis.
- Interest on municipal bonds is generally exempt from both federal and state income taxes, so rate is lower.

## Why do governments issue Municipal Bonds?

Municipal Bonds are most often issued to finance capital projects.

- Streets, Roads, Bridges
- Schools, athletic facilities
- Parks, Libraries, Police and Fire Stations
- City Halls, County Courthouses
- Utilities: Water, Wastewater, Electric
- Airports
- Mass transit
- Hospitals, Universities
- Housing
- Pay for the project over its useful life
- Taxpayer equity users of the project pay for it over the time period of use.



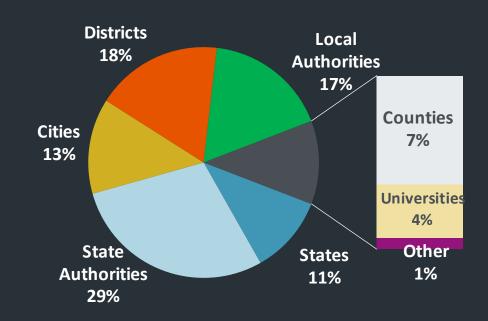


#### **Issuers of Municipal Debt**

#### Approximately 60,000 issuers

- All 50 states (or state authorities)
- 89,476 units of local governments (not all issue debt)
  - 3,031 COUNTIES
  - 19,522 MUNICIPALITIES (CITIES, TOWNS, VILLAGES)
  - 16,364 TOWNSHIPS
  - 37,203 SPECIAL DISTRICTS
  - 12,884 INDEPENDENT SCHOOL DISTRICTS

10 Year Average Share of Issuance Volume



Source: The Bond Buyer, US Census of Governments

## **Types of Municipal Bonds**

- General Obligation Bonds
- ✓ Full Faith and Credit Obligations
- Revenue Bonds
- Urban Renewal Bonds
- ✓ Local Improvement District Financings
- **✓** Local Option Capital Levies

#### **General Obligation Bonds**

- Secured by "full faith and credit" of the Issuer
- Repaid from unlimited, additional property tax levy
- Requires Voter Approval
- Considered most secure form of municipal debt
- Typical usage: projects that have no revenue stream: city halls, courthouses, police and fire stations, parks, libraries

### General Obligation - Use of Proceeds

- Proceeds may be used for "capital costs" = costs of land and other assets with a useful life of more than 1 year.
- "Weighted average life" of bonds may not exceed "weighted average life" of projects.
- "Routine" maintenance and supplies are not eligible.
- Any interest earnings on proceeds must be used in accordance with ballot title.

#### **Election Schedule**

|                                   |                               | County Filing/                |                       |                         |  |
|-----------------------------------|-------------------------------|-------------------------------|-----------------------|-------------------------|--|
|                                   | County                        | Voters' Pamphlet              |                       |                         |  |
|                                   | Filing Date                   | Deadline                      |                       | First FY Taxes          |  |
| <b>Election Date</b>              | (SEL Form 805) <sup>(1)</sup> | (SEL Form 803) <sup>(1)</sup> | <b>Ballots Mailed</b> | Levied                  |  |
| November 2, 2021                  | August 14                     | September 2                   | Oct. 15-19            |                         |  |
| March 8, 2022 <sup>(2)</sup>      | December 18                   | January 6                     | Feb. 18-22            | 18-22 <b>FY 2022-23</b> |  |
| May 17, 2022                      | February 26                   | March 17                      | April 29-May 3        |                         |  |
| September 20, 2022 <sup>(2)</sup> | July 2                        | July 21                       | Sept.2-6              |                         |  |
| November 8, 2022                  | August 20                     | September 8                   | Oct. 21-25            | FY 2023-24              |  |
| March 14, 2023 <sup>(2)</sup>     | December 24                   | January 12                    | Feb. 24-28            | F1 2023-24              |  |
| May 16, 2023                      | February 25                   | March 16                      | April 28-May 2        |                         |  |

Note: Dates associated with future elections are preliminary, subject to change.

- Check with your County elections office to verify filing deadlines.
- ✓ All elections are by mail.
- 1) SEL Form 805 includes ballot title, and may include explanatory statement. Must be filed 81 days prior to election to allow for challenge process. Final filing is 61 days prior to election (SEL Form 803).
- 2) Subject to double majority provisions.

#### **Full Faith and Credit Obligations**

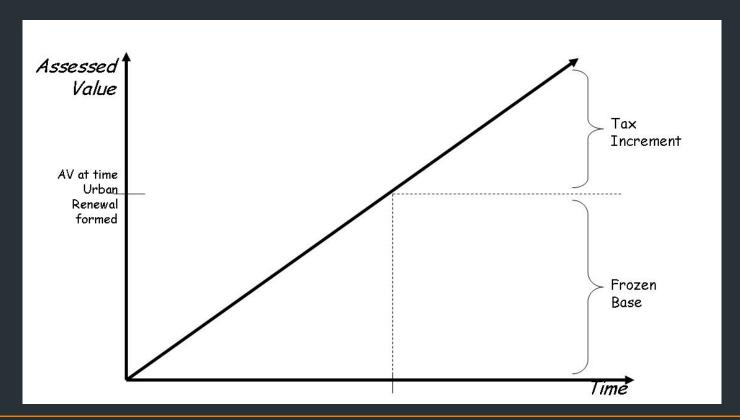
- Secured by Issuers "full faith and credit"
- Unconditional pledge of existing general fund or other monies
- Voter approval not required, but no additional revenues provided.
- Typical usage: smaller projects with no revenue stream.

#### **Revenue Bonds**

- Repaid from revenue stream, typically generated by financed project.
- Generally not supported by FFC or taxing power of Issuer. However, hybrid GO/Revenue "double barreled" bonds possible.
- Voter approval generally not required
- Typical usage: utilities (water, wastewater, electric), airports (passenger facility charges; federal subsidies), toll roads, mass transit, housing

#### **Urban Renewal**

- Financing tool to improve 'blighted' areas that are poorly developed or underdeveloped.
- Area value is 'frozen'; any property tax revenues generated through growth in value ('Tax Increment Revenues") goes to urban renewal agency to repay debt.



### **Local Improvement District (LID) Financings**

Repaid from assessments on benefitted properties within specified geographic area.



- Costs are apportioned according to estimated benefit that will accrue to each property
- In most cases, requires FFC backed financing to access strong interest rates.
- Important for communities to scrutinize types of properties and appetites for risk before pursuing LID.
- Typical usage: street and sidewalk improvements, sewer and stormwater connections

## **Local Option Capital Levy**

- Local option levies can be used to raise additional capital or operating funds from property taxes.
- Available for capital (10 years or useful life of project, whichever is less). Local option for operations has 5 year limit.
- Can be levied as fixed dollar amount or rate per thousand.
- Requires simple majority voter approval at May or November elections or double majority approval at March and September elections.
- Because local option levies are subject to compression, a GO bond levy is a superior source of financing.

#### How much can you legally borrow?

#### **State law sets debt limits:**

#### **City Debt Limits**

- Cities may issue General Obligation bonds totaling no more than 3% of Real Market Value (RMV).
- Limit does not apply for general obligation bonds for water supply treatment or distribution; sanitary or storm sewage collection or treatment, hospitals or infirmaries, gas, power or lighting, or off-street motor vehicle parking facilities.
- Limit also does not generally apply to Full Faith and Credit obligations or Revenue Bonds; however some city charters may have a limit on such borrowings.

#### **Federal Tax-Exemption**

Interest paid not taxed as income; lower interest charged to governmental issuer

Limitations related to tax-exempt projects and proceeds. Key provisions:

- Use of Proceeds
  - ✓ Public purpose projects are OK (certain private activity allowed)
  - Capital projects
- Reimbursement of past expenditures during a limited period with approval of a reimbursement resolution
- Timing of Spending Proceeds:
  - ✓ Issuer must have a reasonable expectation it will spend 85% of the proceeds in 3 years
  - ✓ Includes any premium on proceeds

#### **Securities Law Considerations**

#### **Primary Disclosure**

- Official statement or offering memorandum
- Subject to anti-fraud rules

#### **Continuing Disclosure (15c2-12; EMMA)**

- Annual financial filings
- events notices

#### Who are the Players?

Financial Consultant and Bond Counsel are key team members

#### **Financial Consultant**

- Works with Issuer to determine bond size and structure
- Assists Issuer in evaluating costs on citizens
- Provides guidance on timing of sale
- Plans and executes the sale and coordinates closing of the Bonds



### The Players (Cont'd)

#### **Bond Counsel**

- Provides guidance on eligible projects under Oregon law
- Assists Issuer in preparing ballot title
- Prepares legal documentation authorizing sale of bonds
- Provides guidance on federal tax law and securities laws
- Provides investors with required validity and tax opinions

#### **Bond Sale Options**

**PUBLIC SALE:** sold in securities market to varied group of investors.

- Unlimited amounts, lengthy terms ok.
- Requires disclosure document and typically a bond rating.
- Higher costs, likely lower interest rates, and longer process.
- Bonds can be sold through negotiation or competitive bid

BANK PLACEMENT: entire bond issue sold to a single bank portfolio.

- Typically for smaller issues (< \$5 million) or ones that are more complex.</p>
- Sweet spot of bank demand is 10 year or shorter maturities.
- Faster, less labor intensive.
- Lower costs, potentially higher interest rates.

## **Who Buys Municipal Bonds?**



#### **Municipal Issuer**

**Underwriter** 



#### **Retail Investors**

- Individuals buying through a broker
- Retail proxy:
  Middle Market,
  Mutual Funds

#### **Middle Markets**

- Registered Investment Advisors Professional money managers (ex: fee-based advisors)
- Separately Managed Accounts ("Wrap Accounts")
- Trust Companies/Bank Trust Departments
- Small Insurance Companies

# Institutional Investors

- Mutual Funds (Bond Funds, Money market funds)
- Insurance Companies
- Banks
- Hedge Funds/Arbitrage Accounts
- Pension Funds (taxables)
- Municipalities

#### "The Street"

 Broker/Dealers buying inventory or to trade for their own account

## **Bond Rating Categories**

|                     | Moody's | S&P        | Fitch      |                           |
|---------------------|---------|------------|------------|---------------------------|
| Investment<br>Grade | Aaa     | AAA        | AAA        | Highest Possible Rating   |
|                     | Aa1     | AA+        | AA+        |                           |
|                     | Aa2     | AA         | AA         | High Grade                |
|                     | Aa3     | AA-        | AA-        |                           |
|                     | A1      | <b>A</b> + | <b>A</b> + |                           |
|                     | A2      | A          | A          | Upper Medium Grade        |
|                     | A3      | A-         | <b>A-</b>  |                           |
|                     | Baa1    | BBB+       | BBB+       |                           |
|                     | Baa2    | BBB        | BBB        | Lower Rated               |
|                     | Baa3    | BBB-       | BBB-       |                           |
| Speculative         | Ва      | ВВ         | ВВ         | Non Investment Grade      |
|                     | В       | В          | В          | Highly Speculative        |
|                     | Caa     | CCC        | CCC        | Extremely Speculative     |
|                     | Ca      | CC         | CC         | Default Imminent          |
|                     | С       | С          | С          | No Longer Paying Interest |
|                     |         | D          | DDD        | In Default                |
|                     |         |            | DD         |                           |
|                     |         |            | D          |                           |

# **Questions?**



#### **Contact Information**

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