

Derivatives Use Report

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November 30, 2015

Prepared By Enterprise Risk Management

Introduction

As determined by the University's Derivatives Use Policy (The Policy) which was approved by the Board of Trustees in July 2010 and updated November 2014, the University's exposure to an individual counterparty is measured by the Net Termination Exposure (NTE). The Prairieland Energy, Inc. (PEI) Board of Directors approved a PEI-specific derivatives use policy at their October 20, 2014 meeting (The PEI Policy). The PEI Policy is similar to the University policy, but also provides requirements for physical delivery transactions (which apply to the PEI forward purchase contracts). This report provides information on the University's financial position and potential obligations should there be an early termination of any or all of its existing financial and physical derivative transactions, including positions held by PEI. This is a snapshot of counterparty exposure, only as it relates to derivatives.

Counterparty Financial Health

The Policy requires regular due diligence reviews of the financial strength of University/PEI counterparties. It is the responsibility of the departments that originate each hedging transaction to review the related counterparties regularly in compliance with § 12 of the Policy.

Bond credit ratings are used as a proxy for counterparty financial strength. The Policy requires an A-/A3 rating to qualify as a counterparty. As of November 30, 2015 the financial institutions (JPMorgan Chase Bank, Loop Financial Products, and Morgan Stanley) meet this requirement. Deutsche Bank however, credit support provider for Loop Financial Products does have a split rating of BBB+/A3. It is important to note that Standard & Poor's downgraded Morgan Stanley from an A- to a BBB+ on December 2, after this report date. The Capital Financing office should continue to monitor the financial condition and outlook of their counterparties.

The PEI Policy requires an A-/A3 rating to qualify for financial transactions and a BBB-/Baa3 or BB+/Ba1 with LOC for physical delivery transactions. The energy companies all meet the PEI Policy qualifying credit rating for physical delivery transactions. PEI should continue to monitor the financial condition and outlook of their counterparties.

University Total NTE

The combined current notional value of these derivative agreements is \$196.61 million. Should there be immediate termination of all agreements, the combined NTE for all outstanding agreements is a negative \$26.01 million, unfavorable to the University. The liability is mainly due to the MTM on the interest rate swaps, which is in line with the current market environment. The overall immediate risk of termination is low since the counterparties have no ability to terminate these transactions unilaterally unless certain triggers are met (see Financial Hedging NTE - Interest Rate Swaps).

Financial Hedging NTE (Interest Rate Swaps)

The November 30, 2015 aggregate mark-to-market value or total NTE of all interest rate swaps is a negative \$19.63 million, which would be a liability of the University to each of the swap counterparties if the swaps were terminated. This is a result of the current market environment. The immediate risk of all swaps terminating is low since the counterparties cannot unilaterally terminate these contracts unless certain triggers are met, including: (i) a University default, or (ii) the long-term rating on the University's bonds is withdrawn, suspended or reduced below BBB+/Baa1 on the COPs 2004 and UIC SC 2008 and reduced below BBB/Baa2 on the HSFS 2008 bonds.

The current underlying ratings are: COPs 2004, AA-/Aa3; UIUC SC 2008, AA-/A1; and HSFS 2008, A/A2.

The state of Illinois suffered a downgrade from both Moody's Investor Services and Fitch Ratings in October, and is currently rated Baa1/BBB+/A- from Moody's, Fitch, and Standard & Poor's respectively. They attributed Illinois' worsening fiscal position to the ongoing state budget standoff and criticized Illinois for failing to put forward any plan for paying the pension debt. On October 26 Moody's affirmed the rating of the University of Illinois and ISU but downgraded the other six Illinois universities stating their dependence on the state of Illinois as the driver. If the rating agencies take a hard stance with the state of Illinois due to their financial crisis and lack of action on pension reform and lower their rating again, the University may experience a reduced rating. Depending on the magnitude of a downgrade, this could trigger a termination of some or all of the interest rate swaps. The Capital Financing team is closely monitoring this situation.

Financial Hedging NTE (Futures - Energy Commodity Transactions)

PEI has completed the necessary steps to set up a Futures account with FC Stone. They anticipate using futures in January 2016.

Physical Hedging NTE (Energy Commodity Transactions)

The total NTE of all physical energy hedges is a negative \$6.38 million, unfavorable to PEI/The University. If all of the agreements were terminated as of November 30, 2015 PEI would have an obligation to all counterparties.

Counterparty Concentration

Morgan Stanley, with a total notional value of \$116.31 million, exceeds the 50% Policy limit with 59% of the \$196.61 million current notional total. The University has two interest rate swaps with this counterparty; both predate The Policy and are coincident with related bond issues. Future use of Morgan Stanley as a hedging counterparty would require approval by the VP/CFO as an exception to The Policy.

Material Events¹

It is important to note that Standard & Poor's downgraded Morgan Stanley from an A- to a BBB+ on December 2, after this report date. In November 2015, PEI purchased \$2.09 million of an additional natural gas forward hedge due to favorable market prices.

Summary of Collateral Posted by the University (Thresholds)

With respect to the University, the threshold requirement in all of the interest rate swap agreements is infinite, which means the University is never required to post collateral. Threshold requirements are not addressed in the energy forward purchases contracts, except for Shell and TransAlta which are \$10 million each, the same as the University guarantee.

The University does provide guaranty agreements to PEI's energy commodity vendors including \$35 million with Sequent, \$10 million each with Shell, TransAlta, and BP Canada Energy Marketing Corp., and an unlimited agreement with Exelon. PEI is working with vendors to reduce the Sequent guarantee and establish a limit with Exelon. The University also provided a \$2 million guarantee to PJM Interconnection for physical procurement at UIC and a \$1 million guarantee to MISO for physical procurement at UIUC but both are unrelated to physical or financial hedging.

Summary of Collateral Held by the University (Thresholds)

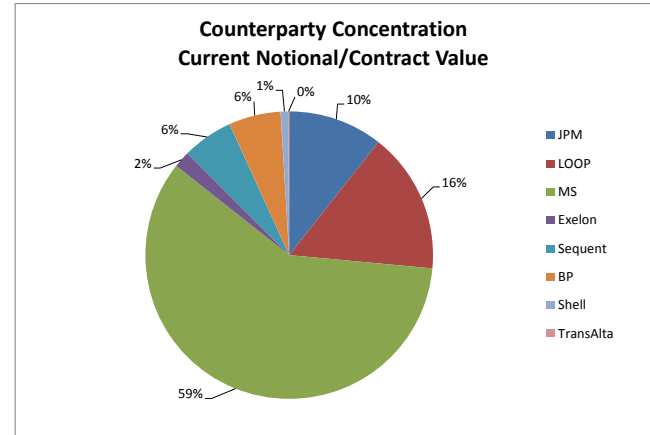
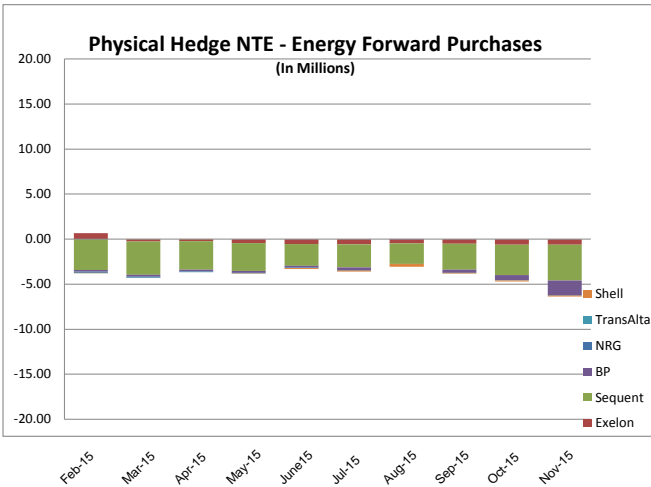
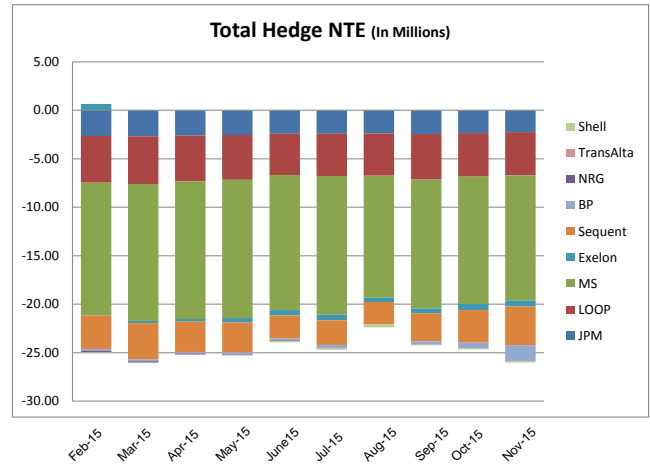
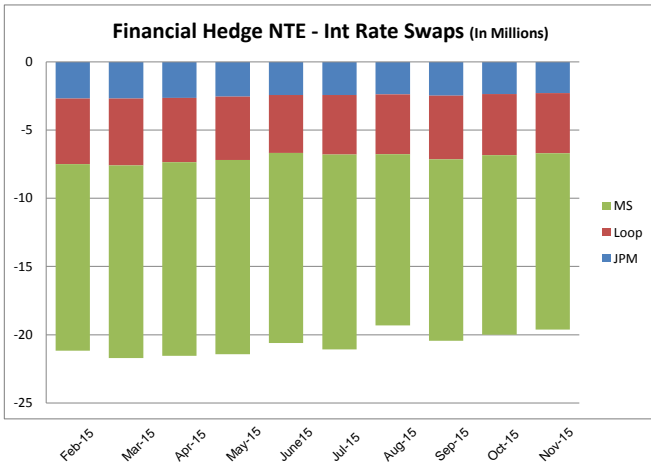
The collateral requirements for counterparties on the interest rate swaps are more risk tolerant than The Policy (see table below). All of the swap agreements were approved by the Board of Trustees and executed prior to The Policy, so this is noted as a predated-exception on the Dashboard report.

The contracts with Sequent, Exelon, and BP do not address collateral thresholds with bond rating triggers. Sequent, Exelon, and BP provide recourse through Credit or Adequate Assurances provisions if reasonable grounds exist regarding unsatisfactory creditworthiness or performance. It is incumbent upon PEI to request Performance Assurance if a rating change triggers the Policy collateral requirements. This provision allows PEI to be proactive, and not necessarily wait for a downgrade event before requesting Performance Assurance. The Shell and TransAlta contracts provide bond rating triggered collateral thresholds in line with The PEI Policy, however, not to exceed the parental company guarantee.

Collateral Requirements of Counterparties / Thresholds

Counterparty Credit Rating S&P / Moody's	The Policy	The PEI Policy	Interest Rate Swaps	
	Maximum NTE - Net of Collateral FINANCIAL	Maximum NTE - Net of Collateral PHYSICAL	Counterparty Credit Rating S&P / Moody's	Maximum NTE - Net of Collateral
AAA / Aaa Category	\$35 million	\$35 million	A / A2 and above	Infinite
AA / Aa Category	\$30 million	\$30 million	A- / A3	\$10 million
A / A Category	\$20 million	\$20 million	BBB+ / Baa1 or Below	\$0 million
BBB+ / Baa1 or Below	\$0 million	NA		
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BBB/Baa Category		\$10 million		
BB+/Ba1 or Below		\$0 million		

¹Items reflected in the Material Events section relate to the Policy requirements and may not conform to material events for financial reporting.



Org	Responsible Unit	Counterparty	Rated Entity	Bond Rating (S&P / Moody's)	Derivative Type	Expires	Underlying Asset / Liability	Orig Contract (in Millions)	Current Notional / Contract (in Millions)	Market Value (in Millions)	*MTM or NTE (in Mill)	Univ Guarantee Limit (in Mill)	CP Threshold	
Financial Hedges (Interest Rate Swaps):				Qualifying Rating A- / A3										
Univ	Capital Financing	Morgan Stanley Capital Services, Inc.	Morgan Stanley	A- / A3	Int Rate Swap	8/15/2021	COPs 2004	\$ 143.67	95.03		(10.62)		Predated Exception	
Univ	Capital Financing	Morgan Stanley Capital Services, Inc.	Morgan Stanley	A- / A3	Int Rate Swap	1/15/2022	UIC SC 2008	\$ 27.40	21.28		(2.32)		Predated Exception	
								SUBTOTAL MS	\$ 171.07	116.31	(12.94)			
Univ	Capital Financing	JP Morgan Chase Bank, N.A.	JP Morgan Chase Bank, N.A.	A+ / Aa3	Int Rate Swap	1/15/2022	UIC SC 2008	\$ 26.85	20.89		(2.27)		Predated Exception	
Univ	Capital Financing	Loop Financial Products, I, LLC	Deutsche Bank AG (CSP)	BBB+ / A3	Int Rate Swap	10/1/2026	HSFS 2008	\$ 40.88	31.17		(4.43)		Predated Exception	
								SUBTOTAL FINANCIAL	\$ 238.80	168.37	(19.63)			
Physical Hedges (Energy Forward Purchases):				BBB-/Baa3 or BB+/Ba1 with LOC										
PEI	Utilities Admin	Sequent Energy Management, LP	AGL Resources Inc. (PCG)	BBB+ / WR	Forward Purchase	6/30/2016	Natural Gas Mult FY16	\$ 16.91	10.43					
PEI	Utilities Admin	Sequent Energy Management, LP	AGL Resources Inc. (PCG)	BBB+ / WR	Forward Purchase	6/30/2017	Natural Gas Mult FY17	\$ 0.77	0.77					
								SUBTOTAL Sequent	\$ 17.68	11.20	7.22	(3.98)	35.00	Adequate Assurance
PEI	Utilities Admin	BP Canada Energy Marketing Corp.	BP Corporation North America, Inc. (PCG)	A / Baa1	Forward Purchase	6/30/2017	Natural Gas Mult FY17	\$ 7.93	7.93					
PEI	Utilities Admin	BP Canada Energy Marketing Corp.	BP Corporation North America, Inc. (PCG)	A / Baa1	Forward Purchase	6/30/2018	Natural Gas Mult FY18	\$ 3.54	3.54					
								SUBTOTAL BP	\$ 11.47	11.47	9.81	(1.66)	10.00	Adequate Assurance
PEI	Utilities Admin	Exelon Generation Company LLC	Exelon Generation Company LLC	BBB / Baa2	Forward Purchase	6/30/2016	Electricity Mult FY16	\$ 3.61	1.68					
PEI	Utilities Admin	Exelon Generation Company LLC	Exelon Generation Company LLC	BBB / Baa2	Forward Purchase	6/30/2017	Electricity Mult FY17	\$ 2.01	2.01					
								SUBTOTAL Exelon	\$ 5.62	3.69	3.08	(0.61)	Unlimited	Credit Assurance
PEI	Utilities Admin	TransAlta Energy Marketing (US) Inc.	TransAlta Corp (PCG)	BBB- / Baa3	Forward Purchase	6/30/2016	Electricity Mult FY16	\$ 0.46	0.24	0.22	(0.02)			
								SUBTOTAL TransAlta	\$ 0.46	0.24	0.22	(0.02)	10.00	Rating Triggers
PEI	Utilities Admin	Shell Energy North America (US), L.P.	Shell Energy North America (US), L.P.	A+ / A2	Forward Purchase	6/30/2016	Electricity Mult FY16	\$ 1.05	0.23					
PEI	Utilities Admin	Shell Energy North America (US), L.P.	Shell Energy North America (US), L.P.	A+ / A2	Forward Purchase	6/30/2017	Electricity Mult FY17	\$ 0.95	0.95					
PEI	Utilities Admin	Shell Energy North America (US), L.P.	Shell Energy North America (US), L.P.	A+ / A2	Forward Purchase	6/30/2018	Electricity Mult FY18	\$ 0.46	0.46					
								SUBTOTAL Shell	\$ 2.46	1.64	1.53	(0.11)	10.00	Rating Triggers
								SUBTOTAL PHYSICAL	\$ 37.69	\$ 28.24	21.86	(6.38)		
								GRAND TOTAL	\$ 276.49	196.61		(26.01)		

*Negative termination value means the University or PEI is obligated to the counterparty (transaction is "underwater").

CSP - Credit Support Provider
LOC - Letter of Credit provided

PCG - Parental Company Guarantee provided
WR - Withdrawn Rating