MOODY'S INVESTORS SERVICE

New Issue: MOODY'S ASSIGNS Aa3 RATING TO CITY OF WHITEWATER'S (WI) $2.1 MILLION TAXABLE GENERAL OBLIGATION CORPORATE PURPOSE BONDS

Global Credit Research - 16 Sep 2010

Aa3 AFFIRMATION AFFECTS $21.7 MILLION POST-SALE GO DEBT

Municipality
WI

Moody's Rating

ISSUE	RATING
Taxable General Obligation Corporate Purpose Bonds	Aa3

Sale Amount	$2,110,000
Expected Sale Date	09/21/10
Rating Description	General Obligation

Opinion

NEW YORK, Sep 16, 2010 -- Moody's Investors Service has assigned an Aa3 rating to the City of Whitewater's (WI) $2.1 million Taxable General Obligation Corporate Purpose Bonds. Concurrently, Moody's has affirmed the Aa3 rating on the city's outstanding general obligation debt affecting $21.7 million, including current offering.

RATINGS RATIONALE

The Bonds, which are secured by the city's general obligation unlimited tax pledge, will finance various capital improvement projects including street lighting, public fire and safety building improvements, library improvements, fire equipment, and community development projects within the city's Tax Increment District No. 4 and No. 6. Assignment and affirmation of the Aa3 rating reflects the city's sound financial position, stable local economy significantly anchored by a state university, and manageable debt profile.

LOCAL ECONOMY DOMINATED BY STATE UNIVERSITY EXPECTED TO REMAIN STABLE

Whitewater is favorably located 45 miles southeast of Madison (general obligation rated Aaa/stable outlook) and 55 miles southwest of Milwaukee (rated Aa1/negative outlook). The city's economy is dominated by the University of Wisconsin's Whitewater campus. While the associated property is tax-exempt and consequently unavailable as a taxable resource, we believe that the stability and employment opportunities that it affords local residents are significant positive credit factors. Officials estimate the university's potential valuation approximates $500 million. The university is by far the largest employer with over 1,000 employees and enrollment has hit a record level of approximately 11,000 students. The school continues to expand and, as evidence, has recently opened a new business school and residence halls last fall.

The city's tax base is moderately-sized at $637 million, though this excludes the university campus, and growth over the last five years has been somewhat measured, averaging 5.1% increases annually. Due to the broader national economic downturn, the city experienced a modest decline in fiscal 2010. The city has encouraged diversity and growth through the successful use of tax increment districts (TIDs), including five additional TIDs established in 2007. Wealth indices are skewed downward given the presence of the large student population, which accounts for 78% of the total population. While the per capita income figures reflect the impact of the substantial student population (65.7% of the state average), the median family income is much stronger at 91.1% of the state average. Walworth County's (rated Aa1) unemployment rate of 8.6% in June 2010 was slightly higher that than of the state and below the nation at 8.1% and 9.6%, respectively for the same period.

SOUND FINANCIAL POSITION SUPPORTED BY CONSERVATIVE MANAGEMENT

We expect the city to maintain a sound financial position due to prudent management evidenced by relatively healthy reserves. Over the last five years, the city has maintained essentially balanced operations with the exceptions of fiscal 2004 and 2008. In fiscal 2004, the city drew down its reserves by $584,000 due to a one-time expenditure of $623,770 to retire the city's unfunded pension liability. In fiscals 2005, 2006 and 2007 the city's General Fund balance remained stable at $2.5 million, equal to 29.5% of fiscal 2007 revenues. The city realized a deficit of $197,000 in fiscal 2008 due to higher than expected expenditures related to snow and ice removal early in the year and flood clean up over the summer. While the city did receive about $100,000 in Federal Emergency Management Agency (FEMA) reimbursement, the funds did not cover the entire out-of-pocket amount spent by the city. Fiscal 2009 closed with a slight deficit of $63,000 bringing the General Fund balance to $2.3 million, or a healthy 26.6% of revenues. Notably, the city did not implement any staff reductions or furloughs. In fiscal 2010 the city's state shared revenue is expected to decline by $68,000, the city reduced its General Fund levy, and $75,000 of General Fund reserves were applied to the budget. Favorably, over $90,000 was budgeted as a contingency expenditure (equal to 1% of the budget) and, due to unused taxing margin year after year; the city can roll forward about $360,000. Officials report that operations are currently tracking close to budget. Although the city applies a modest amount of reserves to the budget each year, management expects to adhere to its General Fund balance policy of maintaining a minimum of 20% of the subsequent year's budget.

In addition to property taxes, which account for 28.2% of the city's fiscal 2009 operational revenue, the city receives a portion of its operational revenue from state shared utility revenue. Since the property valuation of a co-generation facility, constructed and operated by LS Power (senior secured rated Baa3/stable outlook), is not included in the city's tax base, the utility pays tax on gross receipts to the state and the state subsequently makes annual payments to the city based on the valuation of the utility's assets. Payments of $750,000 began in 1997 and will continue in lesser amounts going forward. Payments are tied to the depreciated value of the facility and therefore will decline slightly through 2012 and remain stable thereafter. The city has chosen to use these funds to pay debt service and cash finance capital projects, in order to preserve structural fiscal balance between recurring revenues and recurring expenditures.

MANAGEABLE DEBT POSITION GIVEN SIGNIFICANT SUPPORT FROM NON-DEBT SERVICE LEVY SOURCES

Moody's expects the city's above average debt burden will remain manageable given significant support from non-debt service levy sources and rapid principal amortization of 88.8% in ten years. The city's direct debt burden is somewhat elevated at 2.5% of full valuation as is its overall debt burden of 3.7%. The city's general obligation debt service is heavily supported by the revenues from the LS Power co-generation facility and increment from the city's TIDs which together cover over 80% of the city's debt service. Management plans to issue a small amount of borrowing for capital purposes in 2011 or 2012.

KEY STATISTICS

2008 Population estimate: 14,291 (6.4% increase since 2000)

2010 Full value: $637 million

Estimated full value per capita: $44,573

Direct Debt: 2.5%

Overlapping Debt: 3.7%

Fiscal 2009 General Fund Balance: $2.3 million (26.6% of revenues)

Walworth County's unemployment rate (6/10): 8.6%

2000 Per capita income as a % of state: 65.7% (64.7% of US)

2000 Median family income as a % of state: 91.1% (96.3% of US)

Post-sale GOULT debt outstanding: $21.7 million

PRINCIPAL METHODOLOGY

The principal methodology used in rating Whitewater (City of) WI was General Obligation Bonds Issued by U.S. Local Governments rating methodology published in October 2009. Other methodologies and factors that may have been considered in the process of rating this issuer can also be found on Moody's website.

REGULATORY DISCLOSURES

Information sources used to prepare the credit rating are the following: parties involved in the ratings, public information, confidential and proprietary Moody's Investors Service's information, confidential and proprietary Moody's Analytics' information.

Moody's Investors Service considers the quality of information available on the credit satisfactory for the purposes of assigning a credit rating.

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Please see the Credit Policy page on Moodys.com for the methodologies used in determining ratings, further information on the meaning of each rating category and the definition of default and recovery.

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