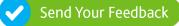
MOODY'S INVESTORS SERVICE

CREDIT OPINION

27 May 2022



Contacts

James Kelley +1.415.274.1716 Associate Lead Analyst james.kelley@moodys.com

David Strungis +1.312.706.9970 VP-Senior Analyst david.strungis@moodys.com

CLIENT SERVICES

Americas	1-212-553-1653
Asia Pacific	852-3551-3077
Japan	81-3-5408-4100
EMEA	44-20-7772-5454

Seattle (City of) Sewer Enterprise, WA

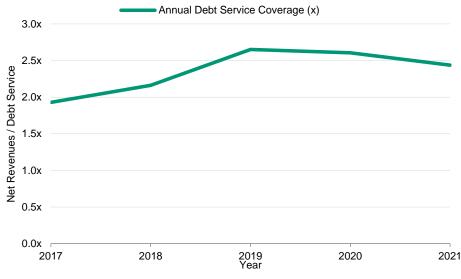
Update to credit analysis

Summary

The City of Seattle, Washington's sewer enterprise (Aa1 stable) benefits from a large and wealthy service area, which essentially matches the boundaries of the City of Seattle <u>City of</u> <u>Seattle</u> (Aaa stable). The utility is further supported by healthy financial operations. While debt service coverage is expected to decline slightly, it will remain satisfactory because the system plans to raise rates to meet growing operating and debt service expenses. Solid liquidity is bolstered by access to the city's shared liquidity pool. Regulatory compliance and capital planning are overseen by a strong management staff. Affordability will be a long-term challenge for the city as water consumption remains stable and rates are increased to pay for system operations, maintenance and improvements.

Exhibit 1

Debt service coverage remains stable and reflects prudent fiscal management



Source: Audited financial statements, Moody's Investors Service

Credit strengths

- » Stable, established customer base and service area
- » Demonstrated willingness to increase utility rates
- » Access to citywide cash pool for liquidity purposes

» Solid coverage levels

Credit challenges

- » Significant capital needs related to combined sewer overflow projects
- » High customer utility bills relative to regional and national peers

Rating outlook

The rating outlook is stable and reflects healthy debt service coverage that is expected to remain at satisfactory levels. The utility has sufficient cash and ample access to additional liquidity that offers financial flexibility.

Factors that could lead to an upgrade

- » Material increase in debt service coverage levels
- » Reduction in future capital needs related to environmental compliance issues

Factors that could lead to a downgrade

- » Deterioration in pledged revenue and coverage
- » Substantial increase in debt levels to address environmental compliance issues

Key indicators

Exhibit 2

Seattle (City of) Sewer Enterprise, WA					
System Characteristics					
Asset Condition (Net Fixed Assets / Annual Depreciation)	35 years				
System Size - O&M (\$000)	\$353,905				
Service Area Wealth: MFI % of US median	172.00%				
Legal Provisions					
Rate Covenant (x)	1.25x				
Debt Service Reserve Requirement	DSRF funded at lesser of standard 3-prong test (Aa)				
Management					
Rate Management	Aa				
Regulatory Compliance and Capital Planning	Aa				
Financial Strength					
	2017	2018	2019	2020	202
Operating Revenue (\$000)	\$400,284	\$419,876	\$454,382	\$460,295	\$502,51
System Size - O&M (\$000)	\$310,186	\$317,601	\$330,092	\$349,925	\$353,90
Net Revenues (\$000)	\$100,209	\$113,271	\$141,196	\$123,354	\$153,746
Net Funded Debt (\$000)	\$867,354	\$843,409	\$814,620	\$798,085	\$871,234
Annual Debt Service (\$000)	\$51,944	\$52,370	\$53,252	\$47,360	\$63,05
Annual Debt Service Coverage (x)	1.9x	2.2x	2.7x	2.6x	2.42
Cash on Hand	194 days	212 days	255 days	228 days	226 day
Debt to Operating Revenues (x)	2.2x	2.0x	1.8x	1.7x	1.7:

Financial figures reflect non-cash adjustments for pension and OPEB. Source: Seattle Public Utilities and Moody's Investors Service

This publication does not announce a credit rating action. For any credit ratings referenced in this publication, please see the issuer/deal page on https://ratings.moodys.com for the most updated credit rating action information and rating history.

Profile

The combined drainage and wastewater system serves the City of Seattle and its rapidly growing urban population of roughly 760,000. The drainage system conveys stormwater runoff through various modes, including storm drains, a combined stormwater and wastewater system and a ditch, culvert and creek system. The wastewater system is responsible for the collection and transmission of wastewater to regional treatment facilities that are operated by <u>King County</u> (Aaa stable).

Detailed credit considerations

Service area and system characteristics: key utility service provider to Seattle

The utility system's robust service area economy is a significant credit strength. Seattle is the commercial and tourism hub of the Puget Sound region and the economic center of the <u>State of Washington</u> (Aaa stable). Software development and aircraft manufacturing are key components of the local economy, and the area serves as the headquarters or major operating base to some of the world's best-known international corporations, including <u>Amazon</u> (A1 stable), <u>Boeing</u> (Baa2 negative), <u>Microsoft</u> (Aaa stable), and <u>Starbucks</u> (Baa1 stable). Positively, business and leisure travel to the region has begun to rebound following the pandemic and general economic activity has improved significantly. As of March 2022, the city's unemployment rate is very low at 2.1%.

Income measures are strong and will continue to be a positive component of the utility's credit profile. Median family income of 172% of the US level is among the highest for large urban areas. This will continue to be supported by the city's high educational attainment rate.

The drainage system conveys stormwater runoff through various modes, including storm drains, a combined stormwater and wastewater system and a ditch, culvert and creek system. The drainage system's roughly 222,500 accounts are principally residential (70%), though revenue generation is more evenly split with commercial activities as drainage fees are based on a property's estimated impact on the drainage system. Single family and duplex properties under 10,000 square feet pay an annual flat fee based on the size of the property while charges for all other properties are based on the percent of impervious surface area and lot size. The largest customer of the drainage system is the city (6.5% of revenue in 2021) and the top 10 customers generated 16.5% of 2021 revenue, similar to figures from prior years.

The wastewater system is responsible for the collection and transmission of wastewater to regional treatment facilities that are operated by King County. Like the drainage system, the wastewater system's roughly 176,000 accounts are principally residential (89%). However, wastewater revenue is more heavily driven by commercial accounts (63%). The largest customer of the wastewater system in 2021 was the University of Washington (2.8%) and the top 10 customers generated 9.7% of revenue.

Unlike the drainage system, wastewater system revenue is subject to some monthly variability. Residential customers are charged based on actual water consumption from November through April and the lesser of actual consumption or average winter water consumption from May through October. Commercial customers are charged based on actual water consumption throughout the year unless they install wastewater submeters. The city anticipates conservation efforts and slower population growth will result in stable demand of over the next several decades.

Debt service coverage and liquidity: coverage is strong and expected to remain healthy; liquidity bolstered by access to city's consolidated cash pool

Debt service coverage is healthy despite increasing annual debt service for bond issuances to finance CSO projects, flood prevention and sewer pipe rehabilitation. Top-line revenue for 2021 reached \$502.5 million, a 9.2% increase from 2020 that was driven by recovery from the pandemic. By ordinance, city utility taxes are remitted to the city after the payment of debt service, though in practice are remitted monthly. Net revenue available for debt service in 2021 was \$153.7 million, sufficient to provide 2.4 times debt service. Debt service coverage is likely to decline slightly while remaining at satisfactory levels as rates increase to meet growing operating and debt service expenses.

Liquidity

Seattle's utilities have historically maintained lower levels of cash on their own balance sheets because of their access to liquidity in the city's \$2.8 billion consolidated cash pool. Short-term liquidity (up to 90 days) can be accessed with approval of the city's finance director. For long-term liquidity, the enterprise must receive approval of the city council. The loans bear interest at the yield

of the investment pool, which is low given the short-term investment nature. This cash management approach has demonstrated as successful with the city's electric enterprise borrowing in excess of \$100 million from the cash pool during the 2001 power crisis.

The combined drainage and wastewater system generates satisfactory operating cash flow. The enterprise ended 2021 with \$219.2 million of cash in working capital, or 226 days of cash on hand. The forward projection for the enterprise shows significantly declining cash balances through 2024, though the city has historically outperformed similar projections by considerable margins. The impact of the pandemic to the enterprise's liquidity has been modest as delinquencies of 90+ days increased to \$17.2 million across the wastewater, drainage, water and solid waste systems, equal to about 2% of annual sales.

Debt and legal covenants: debt to increase with CSO program; legal protections satisfactory

The drainage and wastewater enterprise is modestly leveraged with \$770 million in revenue bonds outstanding and an additional \$192 million WIFIA loan that has not yet been drawn upon. Inclusive of the WIFIA loan, the enterprise's debt to operating revenue ratio is a manageable 2.1x. The utility's capital program through 2027 calls for \$1.2 billion in projects, including \$409 million for CSO projects. The city expects to pay for these using \$431 million of operating cash and \$765 million in debt, including the WIFIA loan. The increase in leverage is material but manageable given currently strong margins and expected rate-driven revenue increases.

Legal security

The bonds are payable from the combined net revenues of the drainage and wastewater system, which has a rate covenant that requires the system to set rates to maintain at least 1.25 times annual debt service coverage on a pre-city tax basis. The additional bonds test similarly requires that rates be set to maintain at least 1.25 times annual debt service coverage on a pre-city tax basis. Furthermore, the bonds are backed by a common debt service reserve sized at the lesser of the standard three-prong test.

Debt structure

The combined drainage and wastewater debt is structured with declining debt service to allow for layering of additional bond issuances in the future. The city will not begin making principal payments on the WIFIA loan until 2026.

Debt-related derivatives

The drainage and water system does not have any debt-related derivatives.

Pensions and OPEB

Pensions and other post-employment benefits (OPEB) are not a material driver for the drainage and wastewater utility. As of fiscal 2020, the utility has an adjusted net pension liability (ANPL) of \$223.8 million based on a discount rate of 3.22%, which is manageable at 0.5x operating revenue. The enterprise uses a discount of 7.25% and therefore has a lower reported pension liability. Contributions have historically been modestly below its "tread water" mark, or the contribution level required to keep pension liabilities from growing given plan assumptions.

Reported OPEB liabilities were just \$3.1 million at the end of 2020. The city funds its OPEB expenses on a pay-as-you-go basis and the utility's share is limited to the implicit subsidy associated with retiree healthcare.

ESG considerations

Environmental

Environmental considerations are important to the utility's overall credit quality. According to Moody's ESG Solutions, the city has medium risk exposure to water stress, sea level rise, heat stress and wildfires.

Some of the city's sewage and stormwater flows move through a single set of pipes, so extreme rainfall events have led to significant sewer overflows into local waterways. In 2013, the city entered into a consent decree related to its combined sewer overflow (CSO) reduction program and management of its wastewater system with the Department of Justice on behalf of the EPA and DOE. The Final Plan to Protect Seattle's Waterways was approved by the EPA and Ecology in August 2015 in accordance with the city's consent decree requirements. The plan requires the construction of a large combined sewage storage facility, several smaller storage and sewer system improvement projects and three projects to remove pollutants from stormwater. Under the consent decree, the construction of all CSO control measures is to be completed no later than the end of 2030.

Social

Social considerations are an important factor in the sewer enterprise's overall credit quality. Resident income measures are among the highest in the nation for a large urban area. While the pandemic is also a factor under our ESG framework given its impact on public health and safety, the city and its utilities have demonstrated significant financial stability.

The average monthly sewer bill in Seattle is high relative to regional peers, contributing to high composite utility rate for users. By 2026, the utility's strategic plan projects the typical monthly single-family residence to have a combined utility bill (excluding electricity) of \$275. This will potentially constrain long-term flexibility for individual utility rates.

To help with affordability, the city offers a discount program for qualifying low-income customers. The city has also waived interest on delinquent accounts through the end of 2023 and provided bill assistance via flexible payment plans for residential and small business customers. In addition to direct customer assistance, the utility is aiming to reduce costs by making improvements to capital planning and delivery, expanding partnership opportunities and improving regulatory alignment. The city's ability to manage affordability while satisfying regulatory and service-level needs will continue to be a focus of future reviews.

Governance

Seattle's Public Utility governance is a credit strength. The city's management team has demonstrated the willingness and ability to generate additional revenue. Rates are set by the city council and are not subject to state oversight. Under the utility's current strategic plan, combined utility rates (including water, wastewater, drainage and solid waste) are expected to increase by an average of 4.2% annually through 2026. Wastewater rates are projected to increase by an average of 4.7% and drainage by an average of 6.7%.

The structure of Seattle's utility billing is a credit strength for the wastewater and drainage systems. Wastewater customers are billed on a combined utility statement, with partial payments applied first to solid waste, then to wastewater and lastly to water. The city has the authority to shut off water to enforce collections, limiting delinquent or unpaid bills. Drainage fees are billed by King County on behalf of the city on the county's property tax statement. A lien is applied to properties for nonpayment of drainage bills. The largest operating expense for the drainage and wastewater systems is the wastewater treatment contract with King County. City ordinance allows the wastewater system to pass on to its customers the county's charges for capital and other operating costs of sewage treatment and disposal. © 2022 Moody's Corporation, Moody's Investors Service, Inc., Moody's Analytics, Inc. and/or their licensors and affiliates (collectively, "MOODY'S"). All rights reserved. CREDIT RATINGS ISSUED BY MOODY'S CREDIT RATINGS AFFILIATES ARE THEIR CURRENT OPINIONS OF THE RELATIVE FUTURE CREDIT RISK OF ENTITIES, CREDIT COMMITMENTS, OR DEBT OR DEBT-LIKE SECURITIES, AND MATERIALS, PRODUCTS, SERVICES AND INFORMATION PUBLISHED BY MOODY'S (COLLECTIVELY, "PUBLICATIONS") MAY INCLUDE SUCH CURRENT OPINIONS. MOODY'S DEFINES CREDIT RISK AS THE RISK THAT AN ENTITY MAY NOT MEET ITS CONTRACTUAL FINANCIAL OBLIGATIONS AS THEY COME DUE AND ANY ESTIMATED FINANCIAL LOSS IN THE EVENT OF DEFAULT OR IMPAIRMENT. SEE APPLICABLE MOODY'S RATING SYMBOLS AND DEFINITIONS PUBLICATION FOR INFORMATION ON THE TYPES OF CONTRACTUAL FINANCIAL OBLIGATIONS ADDRESSED BY MOODY'S CREDIT RATINGS. CREDIT RATINGS DO NOT ADDRESS ANY OTHER RISK, INCLUDING BUT NOT LIMITED TO: LIQUIDITY RISK, MARKET VALUE RISK, OR PRICE VOLATILITY. CREDIT RATINGS, NON-CREDIT ASSESSMENTS ("ASSESSMENTS"), AND OTHER OPINIONS INCLUDED IN MOODY'S PUBLICATIONS ARE NOT STATEMENTS OF CURRENT OR HISTORICAL FACT. MOODY'S PUBLICATIONS MAY ALSO INCLUDE QUANTITATIVE MODEL-BASED ESTIMATES OF CREDIT RISK AND RELATED OPINIONS OR COMMENTARY PUBLISHED BY MOODY'S ANALYTICS, INC. AND/OR ITS AFFILIATES. MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS DO NOT CONSTITUTE OR PROVIDE INVESTMENT OR FINANCIAL ADVICE, AND MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS ARE NOT AND DO NOT PROVIDE RECOMMENDATIONS TO PURCHASE, SELL, OR HOLD PARTICULAR SECURITIES. MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS DO NOT COMMENT ON THE SUITABILITY OF AN INVESTMENT FOR ANY PARTICULAR INVESTOR. MOODY'S ISSUES ITS CREDIT RATINGS. ASSESSMENTS AND OTHER OPINIONS AND PUBLISHES ITS PUBLICATIONS WITH THE EXPECTATION AND UNDERSTANDING THAT EACH INVESTOR WILL. WITH DUE CARE. MAKE ITS OWN STUDY AND EVALUATION OF EACH SECURITY THAT IS UNDER CONSIDERATION FOR PURCHASE. HOLDING, OR SALE.

MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS, AND PUBLICATIONS ARE NOT INTENDED FOR USE BY RETAIL INVESTORS AND IT WOULD BE RECKLESS AND INAPPROPRIATE FOR RETAIL INVESTORS TO USE MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS OR PUBLICATIONS WHEN MAKING AN INVESTMENT DECISION. IF IN DOUBT YOU SHOULD CONTACT YOUR FINANCIAL OR OTHER PROFESSIONAL ADVISER.

ALL INFORMATION CONTAINED HEREIN IS PROTECTED BY LAW, INCLUDING BUT NOT LIMITED TO, COPYRIGHT LAW, AND NONE OF SUCH INFORMATION MAY BE COPIED OR OTHERWISE REPRODUCED, REPACKAGED, FURTHER TRANSMITTED, TRANSFERRED, DISSEMINATED, REDISTRIBUTED OR RESOLD, OR STORED FOR SUBSEQUENT USE FOR ANY SUCH PURPOSE, IN WHOLE OR IN PART, IN ANY FORM OR MANNER OR BY ANY MEANS WHATSOEVER, BY ANY PERSON WITHOUT MOODY'S PRIOR WRITTEN CONSENT.

MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS ARE NOT INTENDED FOR USE BY ANY PERSON AS A BENCHMARK AS THAT TERM IS DEFINED FOR REGULATORY PURPOSES AND MUST NOT BE USED IN ANY WAY THAT COULD RESULT IN THEM BEING CONSIDERED A BENCHMARK.

All information contained herein is obtained by MOODY'S from sources believed by it to be accurate and reliable. Because of the possibility of human or mechanical error as well as other factors, however, all information contained herein is provided "AS IS" without warranty of any kind. MOODY'S adopts all necessary measures so that the information it uses in assigning a credit rating is of sufficient quality and from sources MOODY'S considers to be reliable including, when appropriate, independent third-party sources. However, MOODY'S is not an auditor and cannot in every instance independently verify or validate information received in the rating process or in preparing its Publications.

To the extent permitted by law, MOODY'S and its directors, officers, employees, agents, representatives, licensors and suppliers disclaim liability to any person or entity for any indirect, special, consequential, or incidental losses or damages whatsoever arising from or in connection with the information contained herein or the use of or inability to use any such information, even if MOODY'S or any of its directors, officers, employees, agents, representatives, licensors or suppliers is advised in advance of the possibility of such losses or damages, including but not limited to: (a) any loss of present or prospective profits or (b) any loss or damage arising where the relevant financial instrument is not the subject of a particular credit rating assigned by MOODY'S.

To the extent permitted by law, MOODY'S and its directors, officers, employees, agents, representatives, licensors and suppliers disclaim liability for any direct or compensatory losses or damages caused to any person or entity, including but not limited to by any negligence (but excluding fraud, willful misconduct or any other type of liability that, for the avoidance of doubt, by law cannot be excluded) on the part of, or any contingency within or beyond the control of, MOODY'S or any of its directors, officers, employees, agents, representatives, licensors or suppliers, arising from or in connection with the information contained herein or the use of or inability to use any such information. NO WARRANTY, EXPRESS OR IMPLIED, AS TO THE ACCURACY, TIMELINESS, COMPLETENESS, MERCHANTABILITY OR FITNESS FOR ANY PARTICULAR PURPOSE OF ANY CREDIT RATING, ASSESSMENT, OTHER OPINION OR INFORMATION IS GIVEN OR MADE BY MOODY'S IN ANY FORM OR MANNER WHATSOEVER.

Moody's Investors Service, Inc., a wholly-owned credit rating agency subsidiary of Moody's Corporation ("MCO"), hereby discloses that most issuers of debt securities (including corporate and municipal bonds, debentures, notes and commercial paper) and preferred stock rated by Moody's Investors Service, Inc. have, prior to assignment of any credit rating, agreed to pay to Moody's Investors Service, Inc. for credit ratings opinions and services rendered by it fees ranging from \$1,000 to approximately \$5,000,000. MCO and Moody's Investors Service also maintain policies and procedures to address the independence of Moody's Investors Service credit rating processes. Information regarding certain affiliations that may exist between directors of MCO and rated entities, and between entities who hold credit ratings from Moody's Investors Service and have also publicly reported to the SEC an ownership interest in MCO of more than 5%, is posted annually at <u>www.moodys.com</u> under the heading "Investor Relations — Corporate Governance — Director and Shareholder Affiliation Policy."

Additional terms for Australia only: Any publication into Australia of this document is pursuant to the Australian Financial Services License of MOODY'S affiliate, Moody's Investors Service Pty Limited ABN 61 003 399 657AFSL 336969 and/or Moody's Analytics Australia Pty Ltd ABN 94 105 136 972 AFSL 383569 (as applicable). This document is intended to be provided only to "wholesale clients" within the meaning of section 761G of the Corporations Act 2001. By continuing to access this document from within Australia, you represent to MOODY'S that you are, or are accessing the document as a representative of, a "wholesale client" and that neither you nor the entity you represent will directly or indirectly disseminate this document or its contents to "retail clients" within the meaning of section 761G of the Corporations Act 2001. MOODY'S credit rating is an opinion as to the creditworthiness of a debt obligation of the issuer, not on the equity securities of the issuer or any form of security that is available to retail investors.

Additional terms for Japan only: Moody's Japan K.K. ("MJKK") is a wholly-owned credit rating agency subsidiary of Moody's Group Japan G.K., which is wholly-owned by Moody's Overseas Holdings Inc., a wholly-owned subsidiary of MCO. Moody's SF Japan K.K. ("MSFJ") is a wholly-owned credit rating agency subsidiary of MJKK. MSFJ is not a Nationally Recognized Statistical Rating Organization ("NRSRO"). Therefore, credit ratings assigned by MSFJ are Non-NRSRO Credit Ratings. Non-NRSRO Credit Ratings are assigned by an entity that is not a NRSRO and, consequently, the rated obligation will not qualify for certain types of treatment under U.S. laws. MJKK and MSFJ are credit rating agencies registered with the Japan Financial Services Agency and their registration numbers are FSA Commissioner (Ratings) No. 2 and 3 respectively.

MJKK or MSFJ (as applicable) hereby disclose that most issuers of debt securities (including corporate and municipal bonds, debentures, notes and commercial paper) and preferred stock rated by MJKK or MSFJ (as applicable) have, prior to assignment of any credit rating, agreed to pay to MJKK or MSFJ (as applicable) for credit ratings opinions and services rendered by it fees ranging from JPY100,000 to approximately JPY550,000,000.

MJKK and MSFJ also maintain policies and procedures to address Japanese regulatory requirements.

REPORT NUMBER 1329907

Contacts

James Kelley Associate Lead Analyst james.kelley@moodys.com +1.415.274.1716 David Strur VP-Senior A

David Strungis VP-Senior Analyst david.strungis@moodys.com **CLIENT SERVICES**

+1.312.706.9970

Americas	1-212-553-1653
Asia Pacific	852-3551-3077
Japan	81-3-5408-4100
EMEA	44-20-7772-5454

MOODY'S INVESTORS SERVICE