Santa Fe, New Mexico

General Obligation Bonds
New Issue Report

Ratings

New Issue

General Obligation Bonds, Series 2014	AA+

Outstanding Debt

General Obligation Bonds	AA+
Gross Receipts Tax Revenue Bonds	AA+
Subordinate Lien Gross Receipts Tax Bonds	AA

Rating Outlook
Stable

Related Research

Fitch Rates Santa Fe, NM's GOS 'AA+'; Outlook Stable (July 2014)

Fitch Affirms Santa Fe, NM's Water Utility/ Capital Outlay GRT Revs at 'AAA'; Outlook Stable (September 2013)

Fitch Rates Santa Fe, NM GOs 'AA+'; Outlook Stable (May 2013)

Analysts
Jose Acosta
+1 512 215-3726
jose.acosta@fitchratings.com

Rebecca Moses
+1 512 215-3739
rebecca.moses@fitchratings.com

New Issue Details

Sale Information: $5,800,000 General Obligation Bonds, Series 2014, scheduled to sell competitively on July 9.

Security: Unlimited annual property tax levy.

Purpose: Proceeds to finance parks, trails and drainage improvements.

Final Maturity: Aug. 1, 2034.

Key Rating Drivers

Sound Economy: Economic stability is provided by the large state government presence, and unemployment rates remain below state and national averages. Wealth indices are also generally above average.

Structural Balance Pressured: The city's structural balance has been pressured from recent hikes in labor costs. Financial cushion is still favorable, but remaining expenditure flexibility is limited, leading management to emphasize efficiencies and cost savings in providing city services.

Prominence of Gross Receipts Taxes: Given the importance of gross receipts tax (GRT) revenues to general fund operations (73% of general fund revenues), the credit rating for the GRT revenue bonds is tied to the city's overall financial performance and equal to the GO bond rating.

Taxing Margin Available: The city maintains revenue-raising flexibility through its GRT and property tax rates.

Strong Debt Service Coverage: Debt service coverage is favorable, and legal covenants, particularly the additional bonds test (ABT), are strong.

Moderate Debt; Rapid Payout: Debt levels relative to market value are moderate, and the principal payout rate for all bonds remains rapid.

Rating Sensitivities

Consistent Budgetary Balance: The continuance of solid reserves remains integral to maintaining the city's high-grade credit quality, given the heavy reliance on economically sensitive GRT revenue. The rating assumes that operating performance will result in consistent reserves, at least at current levels.

Rating History — GO Bonds

Rating	Action	Outlook/ Watch	Date
AA+	Affirmed	Stable	7/2/14
AA+	Affirmed	Stable	5/30/13
AA+	Affirmed	Stable	5/1/13
AA+	Affirmed	Stable	11/8/12
AA+	Affirmed	Stable	1/19/12
AA+	Affirmed	Stable	11/2/10
AA+	Assigned	Stable	9/20/10

Rating History — GRT Bonds

Rating	Action	Outlook/ Watch	Date
AA+	Affirmed	Stable	7/2/14
AA+	Affirmed	Stable	5/1/13
AA+	Affirmed	Stable	11/8/12
AA+	Affirmed	Stable	1/19/12
AA+	Assigned	Stable	11/2/10

Rating History — Subordinate Lien GRT

Rating	Action	Outlook/ Watch	Date
AA	Affirmed	Stable	7/2/14
AA	Affirmed	Stable	5/1/13
AA	Affirmed	Stable	11/8/12
AA	Affirmed	Stable	1/19/12
AA	Assigned	Stable	11/2/10

Related Criteria

U.S. Local Government Tax-Supported Rating Criteria (August 2012)

Tax-Supported Rating Criteria (August 2012)

Credit Profile

Healthy Regional Economy

Santa Fe serves as the county seat and state capital and is located in north central New Mexico. The local economy is anchored by the large state government presence. Other important sectors include tourism and recreation, retail trade, healthcare and some industry. The commuter rail line between Santa Fe and Albuquerque enhances employment and tourism opportunities for the region.

Historically, Santa Fe unemployment rates have been below those of both the state and nation. However, the city was not immune to the recent economic downturn, as evidenced by a rising unemployment rate that peaked at 6.1% in 2010. Although employment gains remain sluggish, the jobless rate declined to 4.2% as of April 2014, still well below the 5.9% rate of both the state and nation.

Wealth indices for the city are above the statewide average. Property wealth is evident in the city's high market value per capita, which equals $157,000, despite the large amount of tax-exempt values. After years of healthy annual gains in taxable assessed valuation (TAV), growth flattened over the past three years, although Fitch Ratings notes the city did not experience any recessionary declines. A recent annexation increased the city's acreage by 13% and boosted its population by 12,900 residents, or 19%. The associated TAV is modest and will roll on in fiscal 2015. The annexation incorporated isolated parcels of land within its previous boundaries plus property along its main growth corridors.

Concentrated Revenues Recover Slowly from Losses

Typical of municipalities in New Mexico, the city's general fund is heavily dependent on state-shared and local GRTs for general fund support. The local portion of state-shared taxes is remitted back to local governments based on the point of sale. In fiscal 2013, combined GRTs accounted for approximately 73% of revenues. Property taxes, on the other hand, represented only 5% of operating support.

Combined state-shared and municipal GRT collections declined by 9% and 5% in fiscal years 2009 and 2010, respectively, and subsequently posted modest annual gains through fiscal 2013. Fiscal 2014 projections point to a 3.8% gain.

Labor Costs Pressure Structural Balance

The city's general fund reserves thinned during the recession but remained solid. The city posted general fund drawdowns of $5.9 million and $5.3 million in fiscal years 2009 and 2010, respectively, each equal to over 7% of spending. Aided by stabilized GRT collections and budget cuts, operating results were positive, with a modest addition to the fund balance in fiscal years 2011 and 2012.

Fiscal 2013 results were not balanced as expected by Fitch. The general fund posted a $3.2 million drawdown (equal to 4.4% of spending), due to primarily to cost of living increases for the city's three unions plus some pay-as-you-go capital outlays. However, its financial cushion remained solid, comprising an $8.9 million unrestricted fund balance, and the state-required 30-day reserve for operations totaling $14.5 million, or 20% of spending and transfers out.

Fiscal 2014, during which no union cost of living allowances (COLAs) were funded, is projected to add $2.7 million to the fund balance. The projected surplus has been aided by a 3.8% gain in GRT revenues compared to budgeted flat revenues. In fiscal 2014, the city began to phase in police services to the newly annexed areas with 10 additional officers.

For the adopted fiscal 2015 budget, the city added five additional police officers to the annexed area and funded COLAs for two unions along with a modest $200,000 in pay-as-you-go outlays. The budget is based on flat GRT revenues, which Fitch views favorably, but includes $900,000 in new GRTs from the recently annexed areas. Fitch believes limited spending flexibility remains as additional cuts would begin to affect city services.

General Fund Financial Summary

($000, Audited Fiscal Years Ended June 30)

	2009	2010	2011	2012	2013
Property Tax Revenue	2,316	2,657	2,868	3,042	3,199
GRT Revenue	14,963	14,145	14,360	52,229	50,462
Other Tax Revenue	2,863	2,570	2,207	2,869	3,348
Total Tax Revenue	**20,142**	**19,372**	**19,435**	**58,140**	**57,009**
License and Permits	2,262	1,572	1,855	2,341	2,856
Fines and Forfeits	518	527	449	371	412
Charges for Services	3,577	4,119	5,028	5,251	5,934
Intergovernmental Revenue	38,207	36,376	36,830	161	158
Other Revenue	678	306	464	277	109
General Fund Revenue	**65,384**	**62,272**	**64,061**	**66,541**	**66,478**
General Government	17,020	16,790	15,261	15,990	15,715
Public Safety Expenditures	31,606	31,204	31,134	29,935	32,563
Public Works Expenditures	3,934	3,903	2,924	2,926	3,043
Culture and Recreation Expenditures	7,522	7,482	7,573	6,908	8,214
Educational Expenditures	2,893	2,983	2,842	2,670	2,711
Capital Outlay Expenditures	1,316	293	239	352	836
Other Expenditures	5,660	5,302	5,128	4,427	4,740
General Fund Expenditures	**69,951**	**67,957**	**65,101**	**63,208**	**67,822**
General Fund Surplus/(Deficit)	**(4,567)**	**(5,685)**	**(1,040)**	**3,333**	**(1,344)**
Transfers In	6,504	6,874	8,116	4,996	2,917
Transfers Out	7,923	6,484	6,723	6,593	4,738
Net Transfers and Other	(1,419)	390	1,393	(1,597)	(1,597)
Net Surplus/(Deficit)	**(5,986)**	**(5,295)**	**353**	**1,736**	**(3,165)**
Total Fund Balance	20,967	15,672	16,024	17,760	17,760
As % of Expenditures, Transfers Out and Other Uses	26.9	21.1	22.3	25.4	20.1
Unreserved Fund Balance[a]	13,461	8,652	—	—	—
As % of Expenditures, Transfers Out and Other Uses	17.3	11.6	—	—	—
Unrestricted Fund Balance[b]	—	—	9,512	12,156	8,941
As % of Expenditures, Transfers Out, and Other Uses	—	—	13.2	17.4	12.3
Adjusted Unrestricted Fund Balance[c]	—	—	15,583	17,614	14,490
As % of Expenditures, Transfers Out, and Other Uses	—	—	21.7	25.2	20.0

[a]Pre-GASB 54. [b]Reflects GASB 54 classifications: sum of committed, assigned and unassigned. [c]Adjusted to include state-mandated one-month reserve. Note: Numbers may not add due to rounding.

Ample Revenue Flexibility Remains

The city maintains some important revenue-raising flexibility, with the availability of an additional one-fourth on the municipal GRT rate, as well as substantial property tax margin. The combined revenue margins equal a large $24 million, or 33% of fiscal 2013 spending. The state also authorized municipalities to impose an additional three-eighths GRT — starting in 2015 — to offset the gradual elimination of state payments that reimburse local governments for certain GRT exemptions. The elimination will be phased in slowly over a 15-year period, with the annual impact estimated at $640,000–$700,000, or about 1% of fiscal 2013 spending. The city chose not to implement any portion of this additional three-eighths GRT in the fiscal 2015 budget. If imposed in its entirety, the three-eighths GRT would generate approximately $10.5 million, or 15% of fiscal 2013 spending.

Reportedly, the city maintains the second-lowest property tax rate in the state behind Albuquerque. Management expects the city council to consider adopting up to a 2 mill, or 100% increase for the fiscal 2016 budget (equivalent to $7 million, or 9% of general fund revenues), although such an action may be politically challenging.

Moderate Debt Levels; Rapid Pay Out

The majority of the city's outstanding tax-supported debt is secured by GRTs. At 400 years old, the city's age and infrastructure needs have driven the overall debt per capita ratio to a high $5,230, down from $6,103 due to the recent annexation. Overall debt per market value remains moderate at 3.8%.

The current offering exhausts the $17 million bond authorization approved by voters in 2012. Assuming continued stabilized GRT collections, management's goal is to issue GRT bonds on a two-year cycle, beginning with a planned $18 million issuance in August. The combined payout rate for GO bonds and GRT bonds remains rapid, with 74% of principal maturing in 10 years.

Debt Statistics

($000)

This Issue	5,800
Outstanding Direct Debt — Net of Refunding	
GO Bonds	37,265
GRT Bonds	85,665
Subordinate Lien GRT Bonds	35,615
Subordinate Lien GRT/Wastewater Bonds	17,095
Subordinate Lien GRT — NMFA Loans[a]	30,991
Water Utility System/Capital Outlay GRT Bonds	93,230
NMFA Loans	48,745
Less:Self-Supporting	(122,231)
Total Net Direct Debt	**232,175**
Overlapping Debt	190,340
Total Overall Debt	**422,515**
Debt Ratios	
Net Direct Debt Per Capita ($)[b]	2,874
As % of Market Value[c]	2.1
Overall Debt Per Capita ($)[b]	5,230
As % of Market Value[c]	3.8

[a]New Mexico Finance Authority. [b]Population: 80,788 (2014 estimate). [c]Market value: $11,019,381,000 (fiscal 2014).
Note: Numbers may not add due to rounding.

Strong Debt Service Coverage

Debt service coverage on senior and subordinate lien bonds and New Mexico Finance Authority loans is strong as expected, given the importance of GRTs to operations. Fiscal 2013 pledged revenues provide 4.2x coverage of senior lien maximum annual debt service (MADS) and 2.5x coverage on senior and subordinate lien MADS, including debt service paid in practice from other sources, but secured by subordinate GRT revenues.

Legal provisions are solid. A multitiered additional bonds test calls for, among other provisions, at least 1.0x coverage of senior lien MADS by municipal and infrastructure GRTs only (state-shared GRTs represent the bulk of pledged revenues) and a subordinate lien additional bonds test of 2.0x combined senior and subordinate MADS.

Property Value and Pledged Gross Receipts Tax Trends

($000, Fiscal Years Ended June 30)

Fiscal Year	Assessed Value	% Change	Gross Receipts Taxes[a]	% Change
2006	2,622,431	—	54,419	—
2007	2,888,942	10.2	56,526	3.9
2008	3,171,186	9.8	59,260	4.8
2009	3,450,999	8.8	54,220	(8.5)
2010	3,505,358	1.6	51,285	(5.4)
2011	3,627,507	3.5	52,059	1.5
2012	3,647,208	0.5	53,709	3.2
2013	3,656,491	0.3	54,534	1.5
2014	3,669,453	0.4	56,589	3.8

[a]Reflects pledged GRTs comprised of the 1.225% state-shared GRT, 0.5% local-option GRT and 0.0625% infrastructure GRT.

Reforms Improve Pension's Funded Position

The city's cost-sharing multiple employer defined benefit pension plan and OPEB services are provided through the state-administered Public Employees Retirement Association (PERA). Pension reforms, signed into law in April 2013, reduced PERA's unfunded actuarially accrued liability by $1.5 billion, or a large 15%. As a result, PERA's fiscal 2013 funded position increased to 73% from 65%, based on a 7.75% return assumption. Adjusted for Fitch's more conservative 7% rate of return assumption, the funded position is approximately 67%. Although the city has fully funded its annual required contributions, the funded position had declined due to recessionary losses, which have now started to reverse.

Employees' pension contributions are negotiated annually with its three unions, which comprise 71% of city staff. Three-quarters of current pension contributions for regular employees are paid for by the city as allowed by state statute. Total carrying costs for debt service, pensions and OPEB are sizable at 23% of fiscal 2013 governmental spending.

The ratings above were solicited by, or on behalf of, the issuer, and therefore, Fitch has been compensated for the provision of the ratings.

STANDARD & POOR'S RATINGS SERVICES
McGRAW HILL FINANCIAL

One California Street, 31st Floor
San Francisco, CA 94111-5432
tel 415 371-5000
reference no.: 1350414

July 1, 2014

City of Santa Fe
200 Lincoln Avenue
PO Box 909
Santa Fe, NM 87504
Attention: Mr. Marcos Tapia, Finance Director

Re: ***US$5,800,000 City of Santa Fe, New Mexico, General Obligation Bonds, Series 2014, dated: Date of delivery, due: August 01, 2034***

Dear Mr. Tapia:

Pursuant to your request for a Standard & Poor's Ratings Services ("Ratings Services") rating on the above-referenced obligations, Ratings Services has assigned a rating of "AA". Standard & Poor's views the outlook for this rating as stable. A copy of the rationale supporting the rating is enclosed.

This letter constitutes Ratings Services' permission for you to disseminate the above-assigned ratings to interested parties in accordance with applicable laws and regulations. However, permission for such dissemination (other than to professional advisors bound by appropriate confidentiality arrangements) will become effective only after we have released the rating on standardandpoors.com. Any dissemination on any Website by you or your agents shall include the full analysis for the rating, including any updates, where applicable.

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Please send hard copies to:
Standard & Poor's Ratings Services
Public Finance Department
55 Water Street
New York, NY 10041-0003

The rating is subject to the Terms and Conditions, if any, attached to the Engagement Letter applicable to the rating. In the absence of such Engagement Letter and Terms and Conditions, the rating is subject to the attached Terms and Conditions. The applicable Terms and Conditions are incorporated herein by reference.

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Sincerely yours,

Standard & Poor's

Standard & Poor's Ratings Services

sb
enclosures
cc: Ms. Misty Gutierrez,
First Southwest Co.

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FITCH RATES SANTA FE, NM'S GOS 'AA+'; OUTLOOK STABLE

Fitch Ratings-Austin-02 July 2014: Fitch Ratings has assigned the following rating to Santa Fe, New Mexico's (the city) general obligation (GO) bonds:

--$5.8 million series 2014 'AA+'.

The bonds are expected to sell competitively on July 9. Proceeds from the sale of the bonds will be used for public parks, trails, and drainage improvements.

In addition, Fitch affirms the following ratings:

--$37.3 million GO bonds at 'AA+';
--$47.2 million GRT revenue bonds outstanding, series 2010A, 2012A, series 2013A at 'AA+';
--$27.4 million subordinate lien GRT revenue bonds outstanding, series 2010B, series 2012C, series 2013B at 'AA';

The Rating Outlook is Stable.

SECURITY
The GO bonds are secured by an unlimited property tax levy on all taxable property within the city.

The GRT bonds are secured by pledged revenues comprised of the 1.225% state shared GRTs, 0.5% municipal GRT, and 0.0625% infrastructure GRT; any portion of the above-mentioned GRTs that would have been remitted to the city but previously exempted; and any other GRT received by the city pledged for payment of the bonds. The subordinate lien bonds are secured by a subordinate lien on the pledged revenues.

RATING DRIVERS

SOUND ECONOMY: Economic stability is provided by the large state government presence, and unemployment rates remain below state and national averages. Wealth indices are also generally above average.

STRUCTURAL BALANCE PRESSURED: The city's structural balance has been pressured from recent hikes in labor costs. Financial cushion is still favorable but remaining expenditure flexibility is limited, leading management to emphasize efficiencies and cost savings in providing city services.

PROMINENCE OF GROSS RECEIPTS TAXES: Given the importance of GRT revenues to general fund operations (73% of general fund revenues), the credit rating for the GRT revenue bonds is tied to the city's overall financial performance and equal to the GO bond rating.

TAXING MARGIN AVAILABLE: The city maintains revenue-raising flexibility through its GRT and property tax rates.

STRONG DEBT SERVICE COVERAGE: Debt service coverage is favorable and legal covenants, particularly the additional bonds test (ABT), are strong.

MODERATE DEBT; RAPID PAY-OUT: Debt levels relative to market value are moderate and the principal pay-out rate for all bonds remains rapid.

RATING SENSITIVITIES

CONSISTENT BUDGETARY BALANCE: The continuance of solid reserves remains integral to maintaining the city's high-grade credit quality given the heavy reliance on economically sensitive GRT revenue. The rating assumes that operating performance will result in consistent reserves at least at current levels.

CREDIT PROFILE

HEALTHY REGIONAL ECONOMY

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CONCENTRATED REVENUES RECOVER SLOWLY FROM LOSSES

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Fiscal 2013 results were not balanced as expected by Fitch. The general fund posted a $3.2 million draw down (equal to 4.4% of spending) due to primarily to cost of living increases for the city's three unions plus some pay-go capital outlays. However, its financial cushion remained solid, comprised of its $8.9 million unrestricted fund balance and the state-required 30-day reserve for operations, totaling $14.5 million or 20% of spending and transfers out.

Fiscal 2014, during which no union COLAs were funded, is projected to add $2.7 million to fund balance. The projected surplus has been aided by a 3.8% gain in GRT revenues, compared to budgeted flat revenues. In fiscal 2014, the city began to phase in police services to the newly annexed areas with 10 additional officers.

For the adopted fiscal 2015 budget, the city added five additional police officers to the annexed area and funded COLAs for two unions along with a modest $200,000 in pay-go outlays. The budget is based on flat GRT revenues, which Fitch views favorably, but includes $900,000 in new GRTs from the recently annexed areas. Fitch believes limited spending flexibility remains as additional cuts would begin to affect city services.

AMPLE REVENUE FLEXIBILITY REMAINS
The city maintains some important revenue raising flexibility with the availability of an additional 1/4% on the municipal GRT rate as well as substantial property tax margin. The combined revenue margins equal a large $24 million or 33% of fiscal 2013 spending. The state also authorized municipalities to impose an additional 3/8th GRT (starting in 2015) to offset the gradual elimination of state payments that reimburse local governments for certain GRT exemptions. The elimination will be phased in slowly over a 15 year period with the annual impact estimated at $640,000 - $700,000 or about 1% of fiscal 2013 spending. The city chose not to implement any portion of this additional 3/8th GRT in the fiscal 2015 budget. If imposed in its entirety, the 3/8th GRT would generate approximately $10.5 million or 15% of fiscal 2013 spending.

Reportedly, the city maintains the second lowest property tax rate in the state, behind Albuquerque. Management expects the city council to consider adopting up to a 2 mill or 100% increase for the fiscal 2016 budget (equivalent to $7 million or 9% of general fund revenues),although such an action may be politically challenging.

ELEVATED DEBT LEVELS; RAPID PAY-OUT
The majority of the city's outstanding tax-supported debt is secured by GRTs. At 400 years old, the city's age and infrastructure needs have driven the overall debt per capita ratio to a high $5,230, down from $6,103 due to the recent annexation. Overall debt per market value remains moderate at 3.8%.

The current offering exhausts the $17 million bond authorization approved by voters in 2012. Assuming continued stabilized GRT collections, management's goal is to issue GRT bonds on a two-year cycle beginning with a planned $18 million issuance in August. The combined pay-out rate for GO bonds and GRT bonds remains rapid with 74% of principal maturing in 10 years.

STRONG DEBT SERVICE COVERAGE
Debt service coverage on senior and subordinate lien bonds and New Mexico Finance Authority loans is strong as expected, given the importance of GRTs to operations. Fiscal 2013 pledged revenues provide 4.2x coverage of senior lien MADS and 2.5x coverage on senior and subordinate lien MADS (including debt service paid in practice from other sources but secured by subordinate GRT revenues).

Legal provisions are solid. A multi-tiered additional bonds test calls for, among other provisions, at least 1.0x coverage of senior lien MADS by municipal and infrastructure GRTs only (state-shared GRTs represent the bulk of pledged revenues) and a subordinate lien additional bonds test of 2.0x combined senior and subordinate MADS.

REFORMS IMPROVE PENSION'S FUNDED POSITION
The city's cost-sharing multiple employer defined benefit pension plan and OPEB services are provided through the state-administered Public Employees Retirement Association (PERA). Pension reforms, signed into law in April 2013, reduced PERA's unfunded actuarially accrued liability by $1.5 billion or a large 15%. As a result, PERA's fiscal 2013 funded position increased to 73% from 65% based on a 7.75% return assumption. Adjusted for Fitch's more conservative 7% rate of return assumption, the funded position is approximately 67%. Although the city has fully funded its annual

required contributions, the funded position had declined due to recessionary losses which have now started to reverse.

Employees' pension contributions are negotiated annually with its three unions which comprise 71% of city staff. Three-quarters of current pension contributions for regular employees are paid for by the city as allowed by state statute. Total carrying costs for debt service, pensions and OPEB are sizable at 23% of fiscal 2013 governmental spending.

Contact:

Primary Analyst
Jose Acosta
Senior Director
+1-512-215-3726
Fitch Ratings, Inc.
111 Congress Ave, Suite 2010
Austin, TX 78701

Secondary Analyst
Rebecca Moses
Director
+1-512-215-3739

Committee Chairperson
Amy Laskey
Managing Director
+1-212-908-0568

Media Relations: Elizabeth Fogerty, New York, Tel: +1 (212) 908 0526, Email: elizabeth.fogerty@fitchratings.com.

Additional information is available at 'www.fitchratings.com'.

In addition to the sources of information identified in Fitch's Tax-Supported Rating Criteria, this action was additionally informed by information from Creditscope, University Financial Associates, S&P/Case-Shiller Home Price Index, IHS Global Insight, and the National Association of Realtors.

Applicable Criteria and Related Research:
--'Tax-Supported Rating Criteria' (Aug. 14, 2012);
--'U.S. Local Government Tax-Supported Rating Criteria' (Aug. 14, 2012).

Applicable Criteria and Related Research:
Tax-Supported Rating Criteria
http://www.fitchratings.com/creditdesk/reports/report_frame.cfm?rpt_id=686015
U.S. Local Government Tax-Supported Rating Criteria
http://www.fitchratings.com/creditdesk/reports/report_frame.cfm?rpt_id=685314

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