

CREDIT OPINION

19 May 2020

Update

✓ Rate this Research

RATINGS

First Nations Finance Authority

Domicile	Kelowna, British Columbia, Canada
Long Term Rating	Aa3
Type	LT Issuer Rating - Dom Curr
Outlook	Stable

Please see the [ratings section](#) at the end of this report for more information. The ratings and outlook shown reflect information as of the publication date.

Contacts

Adam Hardi, CFA +1.416.214.3636
 Vice President-Senior Analyst
 adam.hardi@moody's.com

Michael Yake +1.416.214.3865
 VP-Sr Credit Officer/Manager
 michael.yake@moody's.com

Alejandro Olivo +1.212.553.3837
 Associate Managing Director
 alejandro.olivo@moody's.com

CLIENT SERVICES

Americas 1-212-553-1653

Asia Pacific 852-3551-3077

Japan 81-3-5408-4100

EMEA 44-20-7772-5454

First Nations Finance Authority (Canada)

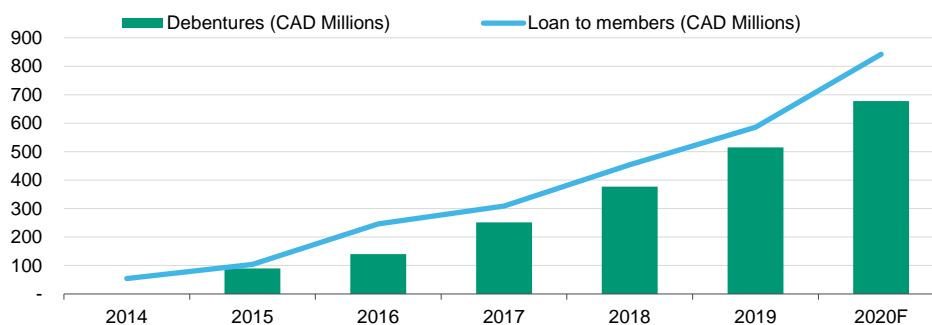
Update following rating upgrade

Summary

The credit profile of the [First Nations Finance Authority](#) (FNFA, Aa3 stable) reflects a growing loan portfolio with improving member geographic diversification. FNFA's stringent monitoring process ensures that the credit quality of borrowing members will remain strong despite continued loan growth. Very high levels of intercepted revenues, which gives FNFA priority over cash flows, ensures strong interest and debt service coverage ratios. FNFA's framework and governance and management structure provide significant debenture holder security, including robust structural mechanisms. FNFA's credit profile also reflects both the direct and implicit support of the [Government of Canada](#) (Aaa stable). The credit profile is constrained by a relatively short history of borrowing and operations and low interest rates which could pressure investment returns.

Exhibit 1

FNFA's borrowing grows in line with its loan program (fiscal years ending March 31)



Source: Moody's Investors Service, FNFA financial statements

Credit strengths

- » Stringent monitoring of pool participants' credit quality support loan portfolio quality
- » Robust structural credit protection mechanisms support high cash flow coverage
- » Continued growth in borrowing members and improving loan diversification

Credit challenges

- » Persistent low interest rates pressure investment returns
- » Short history of operations and borrowing

Rating outlook

The outlook is stable, reflecting our expectations of FNFA's continued stable institutional framework, and continued solid operating performance.

Factors that could lead to an upgrade

A material improvement in the credit quality and default tolerance of the pool participants, together with improving diversity of the borrower member pool could lead to upward pressure on the rating. Additional improvements in liquidity above our current expectations would also result in upward rating pressure.

Factors that could lead to a downgrade

A deterioration of the credit quality and default tolerance, size and diversity of the participant pool (leading to increased geographic or single name concentration) could put downward pressure on the rating. A material weakening in liquidity and reserves, or indications of lower extraordinary support from the federal government including adverse changes to FNFA's Act would also result in downward rating pressure.

Key indicators

First Nations Finance Authority

(Year Ending 3/31)	2014	2015	2016	2017	2018	2019
Total Direct Debt (C\$000)	54,049	107,736	249,840	315,978	469,663	619,470
Loans Outstanding to Clients (C\$000)	54,143	103,367	246,022	308,569	453,504	585,977
Total Cash and Investments (C\$000)	13,597	19,820	33,008	59,319	88,476	137,268
Interest Income as % of Revenues	33.4	56.4	69.8	71.5	74.5	76.4
Net interest margin (%)	0.11	0.16	0.21	(0.03)	0.03	0.17
Operating Margin as % of Revenues	(26.7)	(2.6)	6.8	7.2	9.9	10.6
Cash and Investments as % of Net Debt	30.9	21.4	14.7	22.1	22.3	26.3

Source: Moody's Investors Service, FNFA financial statements

Detailed rating considerations

On 14 May 2020 we upgraded FNFA's issuer and senior unsecured debt ratings to Aa3. The rating upgrade is driven by an update to the Public Sector Pool Programs and Financings Methodology, published on 13 April 2020, including a stronger focus on the pool program management attributes inherent in FNFA's structure. The methodologies used in assessing the ratings were the [Public Sector Pool Programs and Financings Methodology](#) (April 2020) and the [Government-Related Issuers Methodology](#) (February 2020).

The credit profile of FNFA, as expressed in its Aa3 stable rating, combines a baseline credit assessment (BCA) of a1, and a strong likelihood of extraordinary support from the Government of Canada in the event that FNFA faced acute liquidity stress, should this unlikely scenario occur.

Baseline credit assessment

Stringent monitoring of pool participants' credit quality support loan portfolio quality

FNFA acts as a central borrowing agency for financing capital requirements and economic and social infrastructure development projects of member First Nations. In addition to providing long-term capital financing for member First Nations, FNFA includes the provision of interim financing and short-term investment opportunities for First Nations. FNFA is not an agent of the crown and its obligations are not guaranteed by the federal government, although the federal government continues to provide direct support to FNFA.

FNFA is one of three First Nation-led national institutions legislated under the First Nations Fiscal Management Act by the Government of Canada. The First Nations Fiscal Management Act (FNFMA) came into force on 1 April 2006 and established three institutions (1) First Nations Finance Authority (FNFA), (2) First Nations Tax Commission (FNTC) and (3) the First Nations Financial Management Board (FMB), which is responsible for financial management system certification for First Nations.

This publication does not announce a credit rating action. For any credit ratings referenced in this publication, please see the ratings tab on the issuer/entity page on www.moody's.com for the most updated credit rating action information and rating history.

FNFA's rating is supported by the pool program management attributes inherent in FNFA's structure and the stringent qualification process for becoming a borrowing member. This includes a comprehensive onboarding process and FNFA's regular monitoring of the pool participants' credit quality to ensure borrowers' timely cash flow payment of debt service obligations. FNFA also has intervention powers granted to the authority under its Act.

A First Nation must first request to the Minister of Crown-Indigenous Relations and Northern Affairs Canada to be scheduled to the FNFMA, pass a band council resolution, and satisfy certification requirements with the FMB. As part of this certification process, FMB analyzes the financial performance of the First Nation. FMB also aids the First Nation in developing a Financial Administration Law, which outlines the decision making, management, monitoring and reporting with respect to financial administration of the First Nation. Moreover, a First Nation must also gain unanimous approval of the FNFA board before becoming a member. This multi-step membership process aids in maintaining the credit quality of borrowing members and by extension, the loan portfolio.

The FMB conducts regular monitoring and oversight of borrowing members and has the power to intervene and arrange a co-management arrangement or third-party management of a First Nation's revenues if necessary. The FNFA also has the power to request intervention by the FMB if the First Nation fails to make a payment or fulfill an obligation under its Borrowing Agreement. The FMB has the power to take control over the treasury functions of a borrowing member that has received a loan and can access all revenue streams of that borrowing member.

Robust structural credit protection mechanisms support high cash flow coverage

FNFA's structure includes robust mechanisms that ensure cash flow provides for high coverage of debt service through the life of the loans. Once a borrowing agreement is signed with a borrowing member, an irrevocable intercept mechanism, a Secured Revenues Trust Account (SRTA), is put in place to capture the revenue stream used to support the First Nation's loan. The trust account diverts the gross revenues of those revenues that will be used against borrowing following minimum debt coverage ratios (DCR); anything in excess of that needed for the borrowing is then diverted back to the First Nation. Intercepted revenues provided 2.5x debt service coverage and 4.1x interest coverage in 2019, which we consider to be high levels.

These DCRs depend on the type of pledged revenues in support of the loan, i.e. higher debt coverage ratios are required for higher risk revenues such as land benefit agreements versus government transfers. Invoicing is also based on revenue frequency, so if revenue streams are received monthly, monies toward repayment will be collected monthly and prior to debt service payments. This allows extra time to resolve any issues prior to any debt service payments.

FNFA maintains two important reserve funds which provide credit protection to bond investors: five percent of all loan requests are held in the Debt Reserve Fund (DRF) and the Canadian government has provided funding to a Credit Enhancement Fund (CEF) which was set up to enhance FNFA's creditworthiness and act as a backstop to the DRF.

The DRF grows in proportion with the loan portfolio growth, reaching CAD40 million at January 31, 2020, with continued increases projected as the aggregate loan amount increases. The DRF provides liquidity in the event of non-payment by a borrowing member. Assets in the DRF are invested mostly in liquid securities. Should there be a non-payment on an obligation, FNFA would first work to recover the payment but can also tap into the DRF. In case of a shortfall in the DRF, a joint and several obligation of borrowing members requires them to replenish the DRF without limit. As debt coverage ratios are set above required debt service payments, this allows FNFA to replenish the DRF directly from the SRTA.

The CEF has grown to CAD30.5 million following multiple direct contributions by the Government of Canada. The CEF could be used to temporarily offset shortfalls in the DRF, which provides additional protection to bondholders. The explicit federal support benefits FNFA's credit profile and we anticipate that the federal government would provide additional funding to the CEF as the loan portfolio grows.

FNFA also has access to CAD220 million syndicated revolving credit facility syndicated across several Canadian chartered banks for financing loans to borrowing members.

Continued growth in borrowing members and improving loan diversification

FNFA targets continued strong growth of its loan portfolio over the next several years. Participating borrowing members reached 59 at the end of 2019, up from 13 in the original 2014 debenture issuance. FNFA now has nearly 300 scheduled and pending members.

At the same time, loans to members grew to CAD762 million at 31 December 2019, a remarkable rate of growth which is more than 7 times its loan portfolio value of CAD103 million in 2015. We expect that the loan portfolio will continue to grow between CAD120-150 million annually to support strong demand for capital from first nations.

The distribution of borrowing composition continues to diversify with the growth of FNFA's loan portfolio, exhibiting solid credit quality of the pool of borrowing members. The loan portfolio continues to diversify away from a previous concentration in the province of British Columbia. FNFA now has scheduled or approved members across all ten Canadian provinces and one territory, with particularly strong growth expected in Ontario, Saskatchewan and Manitoba. Despite this significant growth, the quality of borrowing members remains strong which supports FNFA's high credit quality.

FNFA's borrowing needs have grown in line with its loan growth. Since completing its first debenture issue (CAD90 million in 2014), aggregate debenture sizes has consistently risen, reaching CAD678 million in 2019. By structure, FNFA will continue to transfer 5% of all loan proceeds into the DRF. As a result, the DRF will increase in proportion to the increase in the loan portfolio. In addition, we expect that the CAD46 million sinking fund will increase over the medium-term as borrowers continue to repay principal under their amortizing loans well in advance of the first bullet debenture maturity in 2024.

Persistent low interest rates pressure investment returns

FNFA earns investment returns on its various funds, with investment income growing in size and relative importance over the last six years (7% of total revenue in 2019). However, lower for longer interest rates, which benefit its debt issuances, could lead to lower for longer investment returns as well, especially given that a significant component of its investment portfolio is invested in cash and cash equivalent securities.

Investment returns could also be modestly impacted in 2020 and 2021 from coronavirus-related market stresses that may weigh on asset price appreciation and dividend income. Nevertheless, FNFA's conservative debt and investment management policies which limit investments to highly rated securities, will mitigate these impacts.

Short history of operations and borrowing

FNFA has a limited track record of operations as a specialized lender. FNFA only issued its first debenture in 2014, a relatively short borrowing history for a pooled borrower. Its short operating history and lack of scale to generate meaningful interest from members and investment income resulted in consolidated deficits prior to 2015/16.

Further, FNFA receives a portion of its revenues through federal grants and contributions from Indigenous Services Canada. Grants and contributions remain an important component of revenues (average 24% over the last 5 years), and reflects FNFA's continued reliance on these funds for its operations.

Nevertheless, FNFA has conservative debt and investment management policies, which limits its exposure to market-related risks. Its Act restricts the spectrum of allowed investments to fixed-income securities issued or guaranteed by Canadian governments or Canadian chartered banks or savings institutions. Equity investments are not allowed.

Extraordinary support considerations

Moody's assigns a strong likelihood of extraordinary support from the Government of Canada to prevent a default by the FNFA and the creation and support of FNFA and supporting institutions by Canada through legislation as well as the important government-defined mandate of the FNFA in providing financing for First Nations in Canada. Moody's also assigns a very high default dependence level between FNFA and the Government of Canada, reflecting the two entities' shared exposure to common economic and financial risks.

ESG considerations

How environmental, social and governance risks inform our credit analysis of FNFA

Moody's takes into account of the impact of environmental (E), social (S) and governance (G) factors when assessing sub-sovereign issuers' economic and financial strength. In the case of FNFA, the materiality of ESG to the credit profile is as follows:

The exposure to environmental risks is low, consistent with our assessment of financing entities. FNFA does not own land that is subject to environmental risks, and environmental exposure is only indirect through borrowing members' operations.

The exposure to social risks is low. Social issues facing first nations such as poorer health, inadequate housing, lower income levels and higher unemployment rates compared to non-indigenous people in Canada do not directly impact FNFA's loan portfolio.

Governance risks are material and overall governance risk is moderate. The institutional framework is strong with a stringent member onboarding process and strict guidelines on lending and monitoring borrowers' credit quality. The constantly changing borrower pool landscape presents some governance challenges, including administration capacity constraints evaluating a high volume of member applications while needing to monitor member credit quality.

Further details are provided in the "Detailed credit considerations" section above. Our approach to ESG is explained in our cross-sector methodology '[General Principles for Assessing Environmental, Social and Governance Risks](#)'.

Ratings

Exhibit 3

Category	Moody's Rating
FIRST NATIONS FINANCE AUTHORITY	
Outlook	Stable
Issuer Rating -Dom Curr	Aa3
Senior Unsecured -Dom Curr	Aa3

Source: Moody's Investors Service

© 2020 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 INVESTORS SERVICE, INC. AND/OR ITS CREDIT RATINGS AFFILIATES ARE MOODY'S 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 INVESTORS SERVICE 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 MOODY'S RATING SYMBOLS AND DEFINITIONS PUBLICATION FOR INFORMATION ON THE TYPES OF CONTRACTUAL FINANCIAL OBLIGATIONS ADDRESSED BY MOODY'S INVESTORS SERVICE 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 \$2,700,000. MCO and Moody's investors Service also maintain policies and procedures to address the independence of Moody's Investors Service credit ratings and 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 www.moody's.com 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 JPY125,000 to approximately JPY250,000,000.

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

CLIENT SERVICES

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