

Property Funds – Safe As Houses?

Property portfolios have long been an attractive asset base for funds, offering a relatively "safe" investment generating steady and reliable returns. Property portfolios are not without their risks, however, as local, regional and indeed global economic trends will inevitably affect asset value and revenue returns.

Environmental risks can also present potential liabilities to fund stakeholders, including property owners, fund managers and lenders, and thus ultimately investors. The increasing use of innovative funding mechanisms, such as mezzanine financing (whereby lenders take a share of the fund equity in return for the loan) and securitisation (enabling lenders to trade the debt) potentially increases the risks faced by lenders and debt traders.

Property fund stakeholders, particularly institutional investors, financial institutions and life and pension funds, are typically conservative in their appetite for risk. The "low probability-high severity" nature of environmental risks often clashes with the "zero risk" financial models of such organisations. In today's legislative and business environment, there is simply no such thing as a "clean" site. Environmental risks are notoriously difficult to quantify, verify and manage, often leading to significant perceived risk for even "low risk" funds. Funds that target "high risk" properties in the hope of increased returns following clean-up, are more likely to face liabilities and potential cost overruns as a result of contamination.

Whatever the risk profile of the portfolio, environmental insurance can help by transferring environmental liabilities, enabling fund stakeholders to maintain business objectives, whilst enabling fund managers to maximise property returns.

Case Study – Securitised property unit trust

Background

A property fund was launched to offer investors the opportunity of holding equity interest in property assets through a tax efficient offshore vehicle. The fund was securitised via tradable bonds, a significant proportion of which were debt financed by a major bank.

The fund portfolio comprised approximately 60 tenanted industrial, retail and mixed use properties throughout the UK, which were transferred from an existing portfolio owned by several life funds. Environmental due diligence concluded that environmental issues at five of the properties within the portfolio presented significant potential liabilities.

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Upon transfer of properties to the trustees, the life funds were required to indemnify the trustees for environmental liabilities associated with such properties. It was agreed, however, that the indemnity would be cancelled in the event that environmental insurance was placed for the five sites to offset such liabilities.

The Solution

Despite the known or anticipated presence of contamination at each of the five sites, Willis was successful in placing environmental insurance to cover the life funds, the trustees and the bank. A separate policy was placed for each property, thus providing a "ringfenced" limit of insurance for each property, which correlated with the environmental consultant's estimates of "worst case" remedial costs. Furthermore, this approach enabled policies to be transferred upon possible future sale of individual properties.

The policy was placed for an initial ten year period, thereby extending beyond the fund life of eight years. However, a "rolling renewal" facility was also agreed

with insurers whereby the policy could be extended annually, providing the insureds, and ultimately the individual investors, with the assurance that long term cover was maintained beyond the life of the fund, enhancing the value of the properties upon fund closure.

As the properties were all tenanted, a key risk exposure was the potential loss of rental income in the event of clean-up works, for example due to the need to relocate tenants. Coverage was expanded to cover such losses, Willis working closely with lawyers representing life funds, trustees and the bank to negotiate policy wording with the insurer.

The Benefits

Through the use of environmental insurance, the life funds were able to maximise the transfer value of the properties to the new fund, whilst also cancelling the indemnity originally provided. The trustees gained the certainty of cover for identified "problem" sites, whilst the bank was able to protect both its direct risk (as equity holder) and indirect credit risk.



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David joined Willis after gaining 13 years experience in the petroleum industry and environmental consultancy field, specialising in the provision of environmental due diligence, risk assessment and financial modelling services to the property and corporate sectors. David's practical and technical knowledge of environmental risk management has further enhanced Willis' capabilities in delivering innovative and bespoke risk transfer solutions for environmental liabilities.

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