

SECURITIES AND EXCHANGE COMMISSION

FORM 35-CERT

Certificate of compliance with terms by public utility company under Rule 24

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FILER

CSW CREDIT INC

CIK: **788407** | State of Incorpor.: **TX** | Fiscal Year End: **1231**
Type: **35-CERT** | Act: **35** | File No.: **070-07218** | Film No.: **94527929**

Business Address
*1616 WOODALL RODGERS
FRWY
DALLAS TX 75202*

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

<p style="text-align: center;">In the Matter of</p> <p style="text-align: center;">CSW CREDIT, INC.</p> <p style="text-align: center;">CENTRAL AND SOUTH WEST CORPORATION</p> <p style="text-align: center;">File No. 70-7218</p> <p style="text-align: center;">(Public Utility Holding Company Act of 1935)</p>	<p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p>	<p>CERTIFICATE</p> <p>OF</p> <p>NOTIFICATION</p>
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1. CSW Credit, Inc. (Credit) hereby files a balance sheet as of March 31, 1994, statement of income for the three and twelve month periods ended March 31, 1994, and notes to the financial statements as Exhibit 1 attached hereto.

2. Credit hereby certifies that on March 31, 1994, it had \$579,800,000 face amount of commercial paper outstanding at a weighted average cost of 3.62%. This amount consisted of \$295,500,000 issued and sold to Lehman Commercial Paper, Inc., as dealer, and \$284,300,000 issued and sold to Goldman Sachs & Co., as dealer, as shown in Exhibit 2 attached hereto. Credit hereby further certifies that it had no other material borrowings outstanding on March 31, 1994.

3. Credit hereby files as Exhibit 3 attached hereto the earnings coverage for Credit's indebtedness for the period from January 1, 1994 through March 31, 1994 and Credit's capital structure at March 31, 1994. Credit hereby files as Exhibit 4 attached hereto the twelve month average as of the end of each month of outstanding accounts receivable and bad debt write-offs related to non-affiliated companies during said period.

4. With respect to affiliated companies, Credit hereby certifies that the wholesale allowed returns on common equity for the period from January 1, 1994 through March 31, 1994 were unchanged in all regulatory jurisdictions from the

previous certificate of notification. Credit also hereby files the discount calculation for affiliated companies, an analysis of the allowed returns on common equity and the factoring expense savings for affiliated companies as shown in Exhibits 5, 6 and 7, respectively, attached hereto.

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5. With respect to Houston Lighting & Power Company (HLP), Credit had month ending average receivables of \$295,000,000 outstanding for the three months ended March 31, 1994 and \$375,000,000 outstanding during the twelve months ended March 31, 1994. During the quarter ended March 31, 1994 the daily maximum borrowing relating to the purchase of accounts receivable from HLP was \$304,000,000.

6. Credit hereby certifies it was in accordance with the 50% restriction on non-affiliated receivables during the quarter ended March 31, 1994, as shown in Exhibit 4 attached hereto.

7. Credit hereby certifies there were not any receivables acquired during the quarter ended March 31, 1994 that were not retained by Credit.

8. Said transactions have been carried out in accordance with the terms and conditions of, and for the purpose represented in, the Form U-1 Application-Declaration of Central and South West Corporation (CSW) and Credit, in File No. 70-7218, and in accordance with the terms and conditions of the Commission's orders dated July 31, 1986, February 8, 1988, December 27, 1989, August 30, 1990, December 21, 1990, December 24, 1991, December 9, 1992 and December 21, 1993 permitting said Application-Declaration to become effective, and (b) the Form U-1 Application-Declaration of CSW, Central Power and Light Company and Credit, in File No. 70-8037, and in accordance with the terms and conditions of the Commission's orders dated December 8, 1992 and December 29, 1992, permitting said Application-Declaration to become effective.

DATED: May 13, 1994

CSW CREDIT, INC.

BY: CSW CREDIT, INC.

Robert M. Spratling
Controller

EXHIBIT INDEX

Exhibit Number -----	Exhibit -----	Transmission Method -----
1	Balance sheet as of March 31, 1994, statements of income for the three and twelve month periods ended March 31, 1994, and notes to the financial statements.	Electronic
2	Commercial paper outstanding at March 31, 1994.	Electronic
3	Earnings coverage for the period from January 1, 1994 through March 31, 1994 and capital structure at March 31, 1994.	Electronic
4	Twelve month average as of the end of each month of outstanding accounts receivable of affiliated and non-affiliated companies and bad debt write-offs related to non-affiliated companies during the period January 1, 1994 through March 31, 1994.	Electronic
5	Discount calculation for affiliated companies for the three months ended March 31, 1994.	Electronic
6	Analysis of the allowed returns on common equity for affiliated companies at March 31, 1994.	Electronic
7	Factoring expense savings for affiliated companies for the three months ended March 31, 1994.	Electronic

CSW CREDIT, INC.
BALANCE SHEET
MARCH 31, 1994
(thousands)
UNAUDITED

ASSETS

Accounts receivable-affiliated	\$330,566
Accounts receivable-non-affiliated	289,437
Less: Allowance for doubtful accounts	8,700

	611,303
Cash and temporary cash investments	27,050
Other assets	8,431

	\$646,784
	=====

LIABILITIES AND STOCKHOLDER'S EQUITY

Short-term debt	\$579,800
Deferred credit	12,515
Other liabilities	10,545
Unearned revenues	1,338
Stockholder's equity	
Common stock, no par; authorized 1,000 shares; issued and outstanding 207 shares	1
Paid-in capital	42,585

	\$646,784
	=====

The accompanying notes to financial statements

are an integral part of these statements.

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CSW CREDIT, INC.
 STATEMENTS OF INCOME
 FOR THE PERIOD ENDED MARCH 31, 1994
 (thousands)
 UNAUDITED

	Three Months Ended		Twelve Months Ended	
	1994	1993	1994	1993
REVENUES	\$11,294	\$15,684	\$52,097	\$32,518
OPERATING EXPENSES				
Interest	5,233	4,659	22,783	13,620
Provision for bad debts	1,930	7,388	9,748	12,366
Credit line fees	463	503	1,742	1,195
General and administrative	1,385	332	8,194	787
	9,011	12,882	42,467	27,968
INCOME BEFORE TAXES	2,283	2,802	9,630	4,550
FEDERAL INCOME TAXES				
Current	691	3,143	4,815	3,858
Deferred	4	(2,383)	(2,087)	(2,330)
	695	760	2,728	1,528
NET INCOME	\$ 1,588	\$ 2,042	\$ 6,902	\$ 3,022

The accompanying notes to financial statements
 are an integral part of these statements.

CSW CREDIT, INC.
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 1994
UNAUDITED

(1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

CSW Credit, Inc. (Company) is a wholly owned subsidiary of Central and South West Corporation (CSW), and purchases, without recourse, the accounts receivable of CSW's operating subsidiary companies and non-affiliated companies. The more significant accounting policies are summarized below:

Revenue Recognition-

Revenues are generally recorded for the difference between the face amount of the receivables purchased and the purchase price.

Allowance for Doubtful Accounts-

The Company maintains an allowance for doubtful accounts at a level which reflects the amount of receivables not reasonably expected to be collected. The allowance is determined principally on the basis of collection experience. Receivables are charged off when they are determined to be uncollectable.

Federal Income Taxes-

The Company, together with affiliated companies, files a consolidated Federal income tax return. Federal income tax expense resulted in an effective rate of 28.3% for the twelve months ended March 31, 1994. The lower effective tax rate is primarily due to consolidated tax savings allocated to the Company.

Deferred income taxes resulted from the differences between tax deductions for bad debts and those expensed for book purposes. The Internal Revenue Code provides for tax deductions for bad debts when they are charged off.

Related Party Transactions-

The Company is managed by Central and South West Services, Inc. (CSWS), a wholly owned subsidiary of CSW. CSWS provides administrative services to the Company and is reimbursed for the cost of such services.

(2) REGULATION

The Company is subject to regulation by the Securities and Exchange Commission (SEC) under the Public Utility Holding Company Act of 1935, as amended. The SEC has approved the Company's method of calculating the discount

associated with the purchase of CSW subsidiary companies' accounts receivable.

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(3) SHORT-TERM FINANCING

The Company issues commercial paper that is secured by the assignment of its receivables. The weighted average interest rate for the twelve months ended March 31, 1994, was 3.3%. At March 31, 1994, the Company had a revolving credit agreement aggregating \$960 million to back up its commercial paper program.

(4) HOUSTON LIGHTING & POWER COMPANY

The Company is currently subject to a SEC restriction (50% Restriction) such that the average amount of non-affiliated receivables is less than the average amount of affiliated receivables outstanding as of the end of each calendar month during the preceding 12 month period.

The Company has complied with the 50% Restriction since the purchase of HLP receivables and has received SEC authority to sell a sufficient amount of HLP receivables acquired by the Company from HLP to unrelated third parties so that the Company remains in compliance with the 50% Restriction.

CSW CREDIT, INC.
COMMERCIAL PAPER OUTSTANDING
LEHMAN COMMERCIAL PAPER, INC.
MARCH 31, 1994
(thousands)

MATURITY DATE -----	ISSUE DATE -----	PAR AMOUNT -----	DISCOUNT RATE -----
04/04/94	02/17/94	\$ 19,000	3.4800%
04/05/94	02/14/94	12,000	3.5300
04/06/94	03/09/94	10,000	3.6000
04/08/94	02/18/94	20,000	3.5000
04/11/94	02/25/94	15,000	3.5700
04/13/94	02/18/94	10,000	3.5000
04/15/94	02/25/94	20,000	3.6000
04/18/94	02/24/94	31,000	3.6000
04/18/94	03/14/94	35,000	3.6000
04/19/94	02/28/94	13,500	3.5800
04/19/94	03/11/94	5,000	3.6300
04/20/94	03/21/94	15,000	3.6750
04/21/94	03/21/94	15,000	3.6750
04/26/94	03/21/94	50,000	3.6750
05/10/94	03/10/94	25,000	3.7500
		----- \$295,500 =====	

CSW CREDIT, INC.
COMMERCIAL PAPER OUTSTANDING
GOLDMAN SACHS & CO.
MARCH 31, 1994
(thousands)

MATURITY DATE -----	ISSUE DATE -----	PAR AMOUNT -----	DISCOUNT RATE -----
---------------------------	------------------------	------------------------	---------------------------

04/04/94	03/03/94	\$ 4,000	3.6200%
04/04/94	03/03/94	500	3.6200
04/04/94	03/03/94	2,500	3.6300
04/04/94	03/03/94	6,000	3.6300
04/05/94	02/14/94	12,500	3.4800
04/05/94	02/17/94	10,000	3.4800
04/06/94	03/09/94	14,000	3.6300
04/07/94	02/15/94	14,000	3.5200
04/08/94	02/17/94	20,000	3.4700
04/11/94	02/18/94	10,000	3.4800
04/12/94	02/18/94	23,000	3.4800
04/13/94	02/22/94	27,000	3.4700
04/18/94	02/25/94	10,000	3.5700
04/20/94	03/17/94	16,200	3.6000
04/20/94	03/17/94	11,300	3.6000
04/20/94	03/17/94	4,500	3.6000
04/21/94	03/18/94	14,500	3.6200
04/25/94	03/21/94	22,000	3.6500
05/02/94	03/10/94	9,200	3.7200
05/09/94	03/16/94	16,600	3.7300
05/11/94	03/16/94	1,000	3.7200
05/12/94	03/14/94	12,000	3.7500
05/12/94	03/15/94	4,460	3.7500
05/13/94	03/15/94	7,440	3.7500
05/16/94	03/24/94	11,600	3.7500

		\$284,300	
		=====	

TOTAL COMMERCIAL PAPER OUTSTANDING:

Lehman Commercial Paper, Inc.	\$295,500
Goldman Sachs & Co.	284,300

	\$579,800
	=====

CSW CREDIT, INC.
EARNINGS COVERAGE
(thousands, except ratios)

	1994		
	----- JANUARY -----	----- FEBRUARY -----	----- MARCH -----
Net Income	\$ 730	\$ 389	\$ 469
Income Taxes	233	210	252
Interest Expense	1,816	1,613	1,794
	-----	-----	-----
	\$ 2,779	\$ 2,212	\$ 2,515
	=====	=====	=====
Interest Expense	\$ 1,816	\$ 1,613	\$ 1,794
Ratio of Earnings to Fixed Charges	1.53	1.37	1.40
	-----	-----	-----

CAPITAL STRUCTURE
MARCH 31, 1994
(thousands)

Short-term Debt	\$579,800	93%
Common Equity	42,586	7%
Total	\$622,386	100%

CSW CREDIT, INC.
AVERAGE MONTH END ACCOUNTS RECEIVABLE
(thousands)

	1994		
	Twelve Months Ended January 31	Twelve Months Ended February 28	Twelve Months Ended March 31
Non-Affiliated-Other	\$ 23,558	\$ 23,104	\$ 22,932
Non Affiliated-HL&P (1)	350,288	351,872	353,334
Total Non-Affiliated	\$ 373,846	\$ 374,976	\$ 376,266
Affiliated	378,567	378,992	380,643
Excess Restriction	\$ 4,721	\$ 4,016	\$ 4,377

BAD DEBT WRITE-OFFS
(thousands)

	1993		
	January	February	March
Non-Affiliated	\$ 1,475	\$ 924	\$ 717

CENTRAL POWER AND LIGHT COMPANY
DISCOUNT CALCULATION
THREE MONTHS ENDED MARCH 31, 1994

	Retail -----	Wholesale -----
Weighted Cost of Capital (Annualized)	0.042871	0.042855
Average Days Outstanding	38.44	47.83
	-----	-----
Weighted Cost of Capital (Average Days Outstanding)	0.004513	0.005655
Collection Experience Factor	0.001368	0.000000
Agency Fee Rate	0.020000	0.020000
	-----	-----
Total Discount Factor	0.025881 =====	0.025655 =====

ASSUMPTIONS
- -----

INTEREST RATE	0.0341
RETAIL ROCE	0.1300
WHOLESALE ROCE	0.1298
TAX RATE	0.3800
DEBT RATIO	0.9500
EQUITY RATIO	0.0500

PUBLIC SERVICE COMPANY OF OKLAHOMA
DISCOUNT CALCULATION
THREE MONTHS ENDED MARCH 31, 1994

	Retail -----	Wholesale -----
Weighted Cost of Capital (Annualized)	0.041258	0.042855
Average Days Outstanding	45.00	44.89
	-----	-----
Weighted Cost of Capital (Average Days Outstanding)	0.005080	0.005284
Collection Experience Factor	0.002215	0.000000
Agency Fee Rate	0.020000	0.020000
	-----	-----
Total Discount Factor	0.027295	0.025284
	=====	=====

ASSUMPTIONS

INTEREST RATE	0.0341
RETAIL ROCE	0.1100
WHOLESALE ROCE	0.1298
TAX RATE	0.3800
DEBT RATIO	0.9500
EQUITY RATIO	0.0500

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SOUTHWESTERN ELECTRIC POWER COMPANY
DISCOUNT CALCULATION
THREE MONTHS ENDED MARCH 31, 1994

	Arkansas -----	Louisiana -----	Texas -----	Wholesale -----
Weighted Cost of Capital (Annualized)	0.042871	0.044081	0.045048	0.042855
Average Days Outstanding	32.60	39.18	29.37	61.76
	-----	-----	-----	-----
Weighted Cost of Capital (Average Days Outstanding)	0.003812	0.004707	0.003609	0.007178
Collection Experience Factor	0.000816	0.000908	0.000733	0.000000
Agency Fee Rate	0.020000	0.020000	0.020000	0.020000
	-----	-----	-----	-----

Total Discount Factor	0.024628	0.025615	0.024342	0.027178
	=====	=====	=====	=====

ASSUMPTIONS

- - - - -

INTEREST RATE	0.0341
ARKANSAS ROCE	0.1300
LOUISIANA ROCE	0.1450
TEXAS ROCE	0.1570
WHOLESALE ROCE	0.1298
TAX RATE	0.3800
DEBT RATIO	0.9500
EQUITY RATIO	0.0500

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WEST TEXAS UTILITIES COMPANY
DISCOUNT CALCULATION
THREE MONTHS ENDED MARCH 31, 1994

	Retail -----	Wholesale -----
Weighted Cost of Capital (Annualized)	0.042064	0.042855
Average Days Outstanding	40.81	39.72
	-----	-----
Weighted Cost of Capital (Average Days Outstanding)	0.004699	0.004662
Collection Experience Factor	0.001564	0.000000
Agency Fee Rate	0.020000	0.020000
	-----	-----
Total Discount Factor	0.026263 =====	0.024662 =====

ASSUMPTIONS

- - - - -

INTEREST RATE	0.0341
RETAIL ROCE	0.1200
WHOLESALE ROCE	0.1298
TAX RATE	0.3800

DEBT RATIO	0.9500
EQUITY RATIO	0.0500

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TRANSOK, INC.
DISCOUNT CALCULATION
THREE MONTHS ENDED MARCH 31, 1994

Weighted Cost of Capital (Annualized)	0.042855
Daily Rate	0.000117
Collection Experience Factor	0.000428
Agency Fee Rate	0.020000

Total Discount Factor	(A)
	=====

ASSUMPTIONS

- - - - -	
INTEREST RATE	0.0341
RETURN ALLOWED	0.1298
TAX RATE	0.3800
DEBT RATIO	0.9500
EQUITY RATIO	0.0500

(A) Total discount factor varies for each customer and is calculated using average days outstanding for that customer.

CSW CREDIT, INC.
 ALLOWED RETURNS ON COMMON EQUITY
 MARCH 31, 1994

	ALLOWED RETURN (1) -----
CPL	
- RETAIL	13.00%
- WHOLESALE	12.98%
PSO	
- RETAIL	11.00%
- WHOLESALE	12.98%
SWEPCO	
- ARKANSAS	13.00%
- LOUISIANA	14.50%
- TEXAS	15.70%
- WHOLESALE	12.98%
WTU	
- RETAIL	12.00%
- WHOLESALE	12.98%
TRANSOK	12.98%

(1) Monthly adjustments are made to compensate for fluctuations in interest rates and average days outstanding to ensure that actual returns on common equity do not exceed those allowed on common equity.

CSW CREDIT, INC.
 AFFILIATED COMPANIES
 FACTORING EXPENSE SAVINGS
 THREE MONTHS ENDED MARCH 31, 1994
 (thousands)

	20% Equity -----	5% Equity -----	Savings -----
CPL	\$ 1,710	\$ 1,060	\$ 650
PSO	1,223	802	421
SWEPCO	1,036	617	419
WTU	500	317	183
TRANSOK	1,373	851	522
	-----	-----	-----
TOTAL	\$ 5,842	\$ 3,647	\$ 2,195
	=====	=====	=====