

Edgar Filing: MID AMERICA APARTMENT COMMUNITIES INC - Form 8-K

MID AMERICA APARTMENT COMMUNITIES INC  
Form 8-K  
November 06, 2002

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON D.C. 20549

Form 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES AND EXCHANGE ACT OF 1934

November 6, 2002  
Date of Report (Date of earliest event reported)

MID-AMERICA APARTMENT COMMUNITIES, INC.  
(Exact Name of Registrant as Specified in Charter)

TENNESSEE	1-12762	62-1543819
(State of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification Number)

6584 POPLAR AVENUE, SUITE 300  
MEMPHIS, TENNESSEE 38138  
(Address of principal executive offices)

(901) 682-6600  
(Registrant's telephone number, including area code)

(Former name or address, if changed since last report)

ITEM 9. Regulation FD  
Investor Presentation

Mid-America Apartment Communities, Inc.

Investor Update  
November, 2002

Creating Great Places to Live

Mid-America Apartment Communities

[Map highlights market presence in the following states]

Ohio  
Virginia  
Kentucky  
North Carolina  
Tennessee  
Arkansas  
South Carolina  
Georgia  
Alabama  
Mississippi  
Texas  
Florida

Solid Diversification In The Stable and Growing Southeast Region

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At September 30, 2002

	Number of Units	Portfolio Concentration	MAA Occupancy
Tennessee	7,002	21%	93%
Florida	6,484	20%	95%
Georgia	6,499	20%	94%
Texas	4,312	13%	92%
South Carolina	2,276	7%	94%
Mississippi	1,673	5%	96%
Kentucky	1,548	5%	94%
Alabama	952	3%	94%
Arkansas	808	2%	97%
North Carolina	738	2%	91%
Ohio	414	1%	89%
Virginia	296	1%	97%
Total	33,002	100%	94%

Excludes 921 new units in lease-up (all located in TN) 85% leased as of September 30, 2002.

Southeast and South Central US Focus...  
Growth Markets, Lower Volatility

[X] Southeast markets are positioned for long term growth  
>> higher job growth and household formations  
>> positive immigration trends.

[X] Geographic and market diversity creates stable revenues  
>> large metro cities  
>> middle tier markets  
>> smaller tertiary markets  
>> 41 different markets across the southeast, south central US.

[X] Superior locations, moderate priced product serving largest market segment, generates long term & steady growing value.

Southeast and South Central US Focus...  
Growth Markets, Lower Volatility

[X] Strong regional focused operation  
>> in-depth market knowledge  
>> operating economies  
>> "hands on" attention to properties.

[X] Unlike most apartment REITS, no current development exposure...in position to capture increasing market opportunities.

[X] MAA's earnings projections and results more recession resistant. Since Q4 2001:  
>> All apartment REITS adjust 2002 estimates down by 9%  
>> MAA adjusts down by 3%.

New Supply Levels Trending Down

Expected Apartment Construction Completions For Major MAA Markets REIS, Inc.

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	MAA Concentration	2001 Units Delivered	2002 Units Delivered	Change 2002 - 2001
Memphis	13.5%	3,093	1,461	-52.8%
Jacksonville	8.6%	1,347	1,300	-3.5%
Atlanta	6.4%	8,774	7,126	-18.8%
Dallas	6.2%	4,611	3,990	-13.5%
Austin	3.8%	7,497	3,914	-47.8%
Houston	3.0%	4,412	3,701	-16.1%
Nashville	2.9%	1,039	1,134	9.1%
Cincinnati	1.3%	1,920	1,591	-17.1%
Totals		32,693	24,217	-25.9%

Forward Supply/Demand Index for the Apartment Sector, Ranking of the Top 54 Largest Markets in the US (per CSFB Apartment Sector Review, October 2002):

#1 Nashville	#10 Austin
#2 Memphis	#21 Tampa
#3 Raleigh, Cary	#44 Jacksonville
#5 Dallas/Ft. Worth	#45 Houston
#8 Atlanta	#51 Orlando

### Strong Property Management Team

- [X] 25 years of experience in all phases of the real estate cycle.
- [X] Strong emphasis on training, property maintenance and capital improvement with extensive support & monitoring.
- [X] Long record of success in creating value
  - >> Capital improvements
  - >> Effective leasing and occupancy management
  - >> Aggressive utility billing initiatives
  - >> Ancillary income programs
  - >> Creative operating efficiencies.
- [X] MAA properties consistently outperform market occupancy levels and rent growth.

### High Quality Assets Protect Share Value

- [X] Among the newest portfolios of all apartment REITs (~12 years).
- [X] \$300mm of new communities added in the last 4 years.
- [X] Portfolio continuously improved with steady capital infusion.
- [X] Sold \$110mm of properties over the last 3 years; average age of 20 years at very attractive prices.
- [X] Solid rental product appealing to the largest segment of the renter market.

### Conservative Financing Policy

- [X] Refinancing of \$184 million of debt maturities through 2003 has been arranged through Fannie Mae:
  - >> Fannie Mae credit facility increased from \$300 million to \$550 million

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- >> Asset underwriting in process
- >> The interest rate on 95% of these refinancings has been preset through forward swaps, locking rates at 0.6% below existing rates.

[X] At June 30th, 87% of debt was fixed rate.

[X] Fixed interest maturities are laddered over 10 years.

### Current Situation & Outlook

[X] \$2.34/year dividend, 9.6% yield at \$24.50.

[X] Tough operating environment expected until latter part of 2003; long-term very good.

[X] Capacity to purchase improving; very active in the acquisition market.

[X] Remaining very disciplined with capital deployment.

[X] Dividend coverage solid and improving.

### Current Market Pricing of MAA Offers

#### Discount to Underlying Value

	Current	Stabilized
Current Property Value	\$1,383,040	\$1,383,040
NOI Stabilization Value		69,405
New Development at Cost	103,588	103,588
Cash	21,544	21,544
Other Assets (less goodwill)	34,094	34,094
Value of Below Market Cost Financing	21,555	21,555
Debt and Other Liabilities	(827,703)	(827,703)
Preferred Stock	(173,500)	(173,500)
Net Asset Value	\$ 562,618	\$ 632,023
Common Equity Shares/Units	20,690	20,690
Net Asset Value Per Share	\$ 27.19	\$ 30.55

Based on 8.6% cap rate - equal to the average pricing achieved on property sold over the last 3 years

#### MAA Sells at a Discount to Value

[X] Free Cash Flow covers dividend by \$800 thousand (4 cents/share).

[X] However, Funds Available for Distribution (FAD) short of dividend coverage by 19 cents/share (\$3.8 million).

[X] Active plans in place to increase FFO earnings and strengthen dividend coverage

- >> High quality assets, well maintained and in strong position to increase earnings as the economy recovers and interest rate environment changes
- >> New development pipeline becoming increasingly fully productive
- >> New acquisition initiative with Crow Holdings in place.

#### Strategy

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- [X] Operate well what we have...protect value.
- [X] Strengthen dividend coverage through earnings growth
  - >> improve same store market conditions
  - >> lease-up opportunity from recently completed development.
- [X] Execute new acquisition JV initiative
  - >> provides additional earnings potential
  - >> platform to recycle capital.
- [X] Continue to increase portfolio diversification
  - >> allocate more capital to vibrant rent growth markets
  - >> build operating mass in these select markets.

### Increased Earnings Potential - New Development

Reserve at Dexter Lake  
Memphis, TN  
740 units

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Memphis, TN  
740 units

### Increased Earnings Potential - New Development

Grand Reserve  
Lexington, KY  
370 units

Kenwood Club  
Katy, TX  
320 units

### Acquisition JV With Crow Holdings

- [X] \$150mm acquisition capacity; \$50mm equity
- [X] MAA 1/3 equity (\$17mm); Crow 2/3 (\$33mm)
- [X] MAA providing acquisition, asset management, property management and financing structuring services
  - >> 4.0% management fee
- [X] Pari-passu investment returns until hurdle achieved; 50/50 split thereafter
- [X] Joint governance; 50/50 representation

### Preston Hills Acquisition

- [X] Opportunity
  - >> New development with troubled lease up; motivated seller.
  - >> High quality asset located in high growth market and sub-market.
- [X] Value Creation
  - >> Purchased at well below replacement cost.
  - >> In need of "hands on operations" to provide stronger cash flows...lease expiration management, expense control.

### Successful Record in Acquisition

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and Redevelopment

St. Augustine at the Lake  
Jacksonville, FL  
400 Units  
60% increase in value above gross book basis

Kirby Station  
Memphis, TN  
371 Units  
20% increase in value above gross book basis

Strong Common Shareholder Returns

[Column chart graphs the data below]

Annualized 3-Year Returns (at September 30, 2002)  
(with dividends reinvested)

MAA Since IPO	11.7%
MAA	15.6%
MS REIT Index	13.7%
DJIA	-8.2%
NASDAQ	-24.5%

MAA Board of Directors

Insiders currently own 11.5% of MAA

H. Eric Bolton, Jr.	Chairman and CEO, Mid-America Apartments
Simon R.C. Wadsworth	Executive VP and CFO, Mid-America Apartments
Robert F. Fogelman	President, Fogelman Investment Company
John F. Flournoy	Chairman and CEO, Flournoy Development Co.
Alan B. Graf, Jr.	Executive VP and CFO, FedEx Corporation
John S. Grinalds	President, The Citadel
Ralph Horn	Chairman, First Tennessee National Corp.
Michael S. Starnes	President, M.S. Carriers
George E. Cates	Founder, former Chairman of the Board MAA

MAA Investment Features

- [X] Attractive, safe current dividend yield - 9.6% at \$24.50 share price - with high return of capital component
- [X] Share price backed by solid asset value of \$26.00 to \$30.00 per share
- [X] Over 30% of the common dividend is not currently taxable...return of capital...generating very attractive after tax return
- [X] Growth plan in place to improve growth of FFO, value per share and dividend coverage
- [X] Stable history of 12% annual return to owners since IPO

Mid-America Apartment Communities

- [X] Better performance thru the recession...award winning and very well maintained properties, in diversified markets, catering to moderate priced rental market.
- [X] Experienced management, strong independent Board of Directors.

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- [X] Conservative strategy
  - >> No development
  - >> Sound debt strategy
  - >> Balance sheet matched to business risk.
  
- [X] Solid dividend return and strengthening coverage; positioned to generate improved earnings growth.
  
- [X] Current market pricing offers meaningful discount to underlying value.

Mid-America Apartment Communities

[www.maac.net](http://www.maac.net)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

MID-AMERICA APARTMENT COMMUNITIES, INC.

Date: November 6, 2002      /s/Simon R.C. Wadsworth  
Simon R.C. Wadsworth  
Executive Vice President and Chief Financial Officer  
(Principal Financial and Accounting Officer)