

# Debt Covenants and the Macroeconomy: The Interest Coverage Channel

Daniel L. Greenwald

MIT Sloan

NBER Summer Institute, July 2019

# Introduction

- ▶ Non-residential investment is a key driver of monetary policy response.
  - Natural link: \$6T corporate debt market.
  - Large body of work on transmission through credit limits (“financial accelerator”).
- ▶ Firm credit limits typically modeled as caps on market leverage.
  - But actual covenants observed in debt contracts are quite different.
  - Lian and Ma (2018): importance of earnings based constraints.
  - But many covenants depend on more than earnings, firms often have several at once.
- ▶ **Research question:** how does firm credit limit structure influence macro dynamics?
  - Focus on **Interest Coverage (IC)** covenants that limit ratio of interest payments to earnings.

# This Paper

- ▶ **Approach:** combine structural model with firm-level empirical evidence.
- ▶ **Stylized Facts:** Interest Coverage covenants extremely common (seen in 84% of firms in DealScan sample with covenants), maximum ratios appear stable over time.
- ▶ **Main Finding #1:** Interest Coverage covenants amplify interest rate transmission.
  - Much stronger responses of debt, investment, output than under alternative covenant types.
  - Reason: implied limits directly shifted by interest rates.
  - Data:  $r_t \downarrow 100\text{bp} \implies$  extra 9.5% 8Q asset growth for firms with IC covenants only.
- ▶ **Main Finding #2:** Combination of IC + limit on stock of debt  $\implies$  state dependence.
  - Stronger transmission when rates are already high (and IC covenants are tighter).
  - Estimated share with IC as tightest covenant varied from 7% to 60% over 1997-2007 period.
  - Data:  $r_t \downarrow 100\text{bp} \implies$  extra 2.1% 8Q asset growth for firms w/ these covs when  $r_{t-1}$  100bp higher.

# This Paper

- ▶ **Approach:** combine structural model with firm-level empirical evidence.
- ▶ **Stylized Facts:** Interest Coverage covenants extremely common (seen in 84% of firms in DealScan sample with covenants), maximum ratios appear stable over time.
- ▶ **Main Finding #1:** Interest Coverage covenants amplify interest rate transmission.
  - Much stronger responses of debt, investment, output than under alternative covenant types.
  - Reason: implied limits directly shifted by interest rates.
  - Data:  $r_t \downarrow 100\text{bp} \implies$  extra 9.5% 8Q asset growth for firms with IC covenants only.
- ▶ **Main Finding #2:** Combination of IC + limit on stock of debt  $\implies$  state dependence.
  - Stronger transmission when rates are already high (and IC covenants are tighter).
  - Estimated share with IC as tightest covenant varied from 7% to 60% over 1997-2007 period.
  - Data:  $r_t \downarrow 100\text{bp} \implies$  extra 2.1% 8Q asset growth for firms w/ these covs when  $r_{t-1}$  100bp higher.

# This Paper

- ▶ **Approach:** combine structural model with firm-level empirical evidence.
- ▶ **Stylized Facts:** Interest Coverage covenants extremely common (seen in 84% of firms in DealScan sample with covenants), maximum ratios appear stable over time.
- ▶ **Main Finding #1:** Interest Coverage covenants amplify interest rate transmission.
  - Much stronger responses of debt, investment, output than under alternative covenant types.
  - Reason: implied limits directly shifted by interest rates.
  - Data:  $r_t \downarrow 100\text{bp} \implies$  extra 9.5% 8Q asset growth for firms with IC covenants only.
- ▶ **Main Finding #2:** Combination of IC + limit on stock of debt  $\implies$  state dependence.
  - Stronger transmission when rates are already high (and IC covenants are tighter).
  - Estimated share with IC as tightest covenant varied from 7% to 60% over 1997-2007 period.
  - Data:  $r_t \downarrow 100\text{bp} \implies$  extra 2.1% 8Q asset growth for firms w/ these covs when  $r_{t-1}$  100bp higher.

# Literature Review

- ▶ **Corporate Finance + Covenants:** Almeida Campello (2007), Bradley Roberts (2004), Chava Roberts (2008), Chaney Sraer Thesmar (2012), Chodorow-Reich Falato (2017), Demerjian Owens (2019), Diamond Hu Rajan (2017), Donaldson Gromb Piacentino (2018), Garleanu Zweibel (2009), Green (2018), Ivashina Vallee (2019), Leland (2004), Murfin (2012), Nini Smith Sufi (2009), Rauh Sufi (2010), Roberts Sufi (2009), Xiang (2019).

**Here:** Focus on macro dynamics, interest rate transmission.

- ▶ **Financial Frictions:** Bernanke Gertler (1989), Bernanke Gertler Gilchrist (1999), Christiano Motto Rostagno (2014), Cloyne Ferreira Froemel Surico (2018), Curdia Woodford (2010), Jeenas (2019), Jermann Quadrini (2012), Kiyotaki Moore (1997), Ottonello Winberry (2018).

**Here:** Role of covenant structure in strength of transmission.

- ▶ **Covenants and Transmission:** Drechsel (2019), Lian Ma (2018).

**Here:** Effect of interest coverage, state dependence through covenant interactions.

# Background: Debt Covenants

- ▶ **Covenants:** provide conditions that, if violated by the firm, allow lender to demand accelerated repayment.
  - Often set thresholds for financial ratios  $\implies$  debt limits.
  - Ratios computed using total firm statistics, checked throughout life of loan.
  - Violation typically leads to (costly) renegotiation.
  
- ▶ **Purpose:** help firm commit not to overlever on other loans, provide “tripwires” for lender to reassess investment, seize control rights.
  
- ▶ Three main types:
  1. **Interest Coverage (IC):** restrict interest payments  $\leq$  fraction  $\theta^{IC}$  of earnings (EBITDA).
  2. **Debt/Earnings (DE):** restrict stock of debt  $\leq$  fraction  $\theta^{DE}$  of earnings (EBITDA).
  3. **Leverage:** restrict stock of debt  $\leq$  fraction  $\theta^{LEV}$  of firm book value.

# Simple Example of Interest Rate Transmission

- ▶ Consider firm with no debt, EBITDA \$10M, max ratio of interest to EBITDA of 40%.
  - Max interest payment is \$4M.
  - At 6% interest rate, firm can borrow up to  $\$4\text{M} / 0.06 = \$66.7\text{M}$  without violating.
  - If rates fall to 5%, firm can now borrow  $\$4\text{M} / 0.05 = \$80\text{M}$ , an increase of 20%
- ▶ This high sensitivity can hold even if firm uses only fixed-rate debt.
  - In this case, relevant interest rate is rate on **new** fixed rate debt.
  - Number of dollars of **new** debt firm can take on without violating has same high elasticity.
- ▶ When firm has existing floating-rate debt, capacity for new borrowing even more sensitive.
  - Share of interest cap consumed by existing debt also varies with rates.



# Simple Example of Interest Rate Transmission

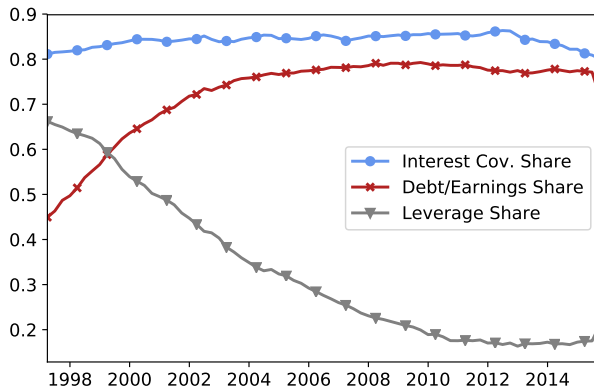
- ▶ Consider firm with no debt, EBITDA \$10M, max ratio of interest to EBITDA of 40%.
  - Max interest payment is \$4M.
  - At 6% interest rate, firm can borrow up to  $\$4\text{M} / 0.06 = \$66.7\text{M}$  without violating.
  - If rates fall to 5%, firm can now borrow  $\$4\text{M} / 0.05 = \$80\text{M}$ , an increase of 20%
- ▶ This high sensitivity can hold even if firm uses only fixed-rate debt.
  - In this case, relevant interest rate is rate on **new** fixed rate debt.
  - Number of dollars of **new** debt firm can take on without violating has same high elasticity.
- ▶ When firm has existing floating-rate debt, capacity for new borrowing even more sensitive.
  - Share of interest cap consumed by existing debt also varies with rates.

# Simple Example of Interest Rate Transmission

- ▶ Consider firm with no debt, EBITDA \$10M, max ratio of interest to EBITDA of 40%.
  - Max interest payment is \$4M.
  - At 6% interest rate, firm can borrow up to  $\$4\text{M} / 0.06 = \$66.7\text{M}$  without violating.
  - If rates fall to 5%, firm can now borrow  $\$4\text{M} / 0.05 = \$80\text{M}$ , an increase of 20%
- ▶ This high sensitivity can hold even if firm uses only fixed-rate debt.
  - In this case, relevant interest rate is rate on **new** fixed rate debt.
  - Number of dollars of **new** debt firm can take on without violating has same high elasticity.
- ▶ When firm has existing floating-rate debt, capacity for new borrowing even more sensitive.
  - Share of interest cap consumed by existing debt also varies with rates.

# Covenant Prevalence by Type

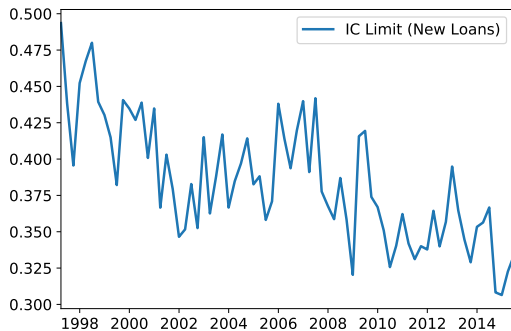
- ▶ Plot: share with each covenant type for firms with at least one DealScan covenant.
- ▶ Share with Interest Coverage covenant high and stable over time.



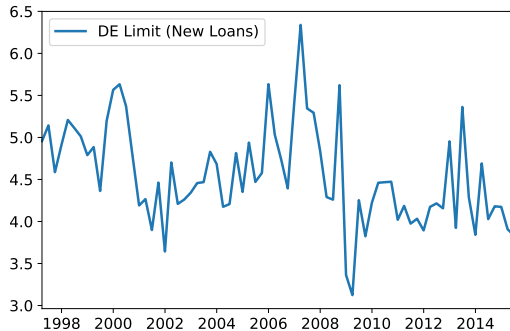
Source: DealScan. Shares are equally weighted among DealScan firms with at least one covenant.

# Covenant Ratios Over Time

- Complication: covenant limits are endogenously set.
  - Do lenders simply adjust thresholds when interest rates or earnings change?



(a) Interest/EBITDA Ratio



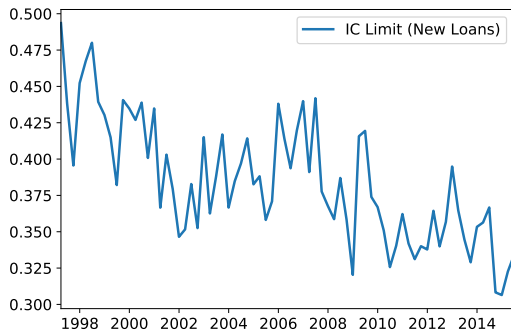
(b) Debt/EBITDA Ratio

Source: DealScan, Compustat. Limits for new loans are weighted by deal size.

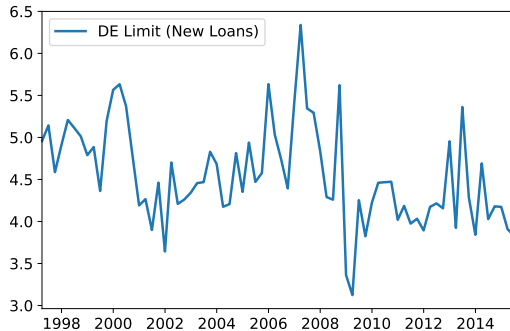
# Covenant Ratios Over Time

► Below: initial covenant ratios **at origination** in DealScan.

- Average across loans, weighted by deal amount.



(a) Interest/EBITDA Ratio

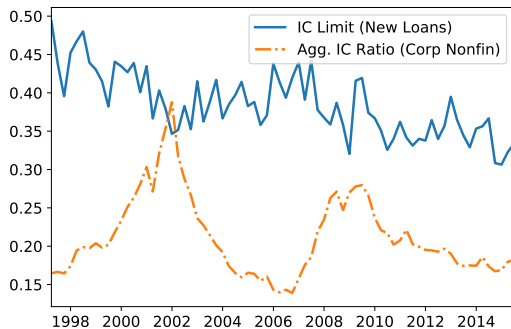


(b) Debt/EBITDA Ratio

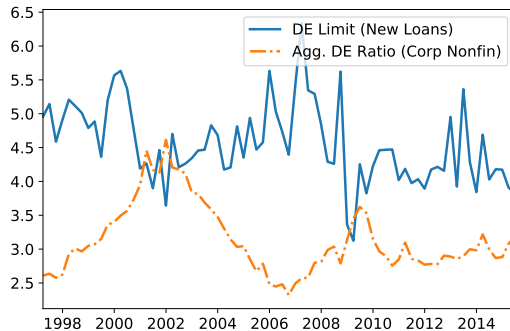
Source: DealScan, Compustat. Limits for new loans are weighted by deal size.

# Covenant Ratios Over Time

- ▶ Compare to corresponding ratios for corporate nonfinancial sector.
  - Slightly noisy, but little comovement with underlying economic fundamentals.



(a) Interest/EBITDA Ratio

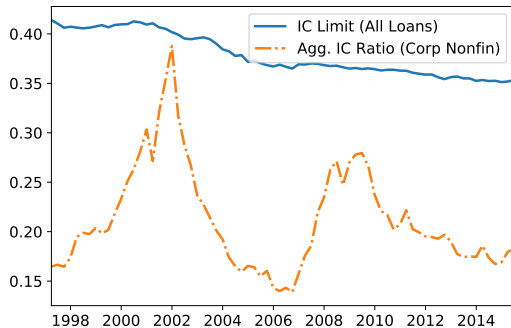


(b) Debt/EBITDA Ratio

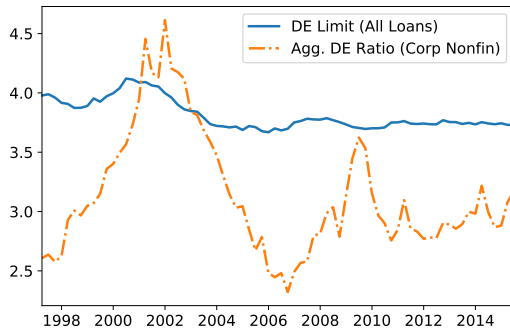
Source: DealScan, NIPA, Flow of Funds. Limits for new loans are weighted by deal size.

# Covenant Ratios Over Time

- Now look at all **active** covenants. Provide smooth and stable constraints over time.
  - Reasonable to consider thresholds fixed at business cycle frequency.



(a) Interest/EBITDA Ratio



(b) Debt/EBITDA Ratio

Source: DealScan, NIPA, Flow of Funds. Limits for new loans are weighted by deal size.

# Model



# Model Overview

## ► Demographics and preferences

- Risk-neutral representative **saver** lends to firms and provides labor:  $u^S(C, N) = C - \eta N$ .
- Representative **entrepreneur** owns firms and consumes dividends:  $u^E(D) = \log(D)$ .
- Interest rate variation  $\implies$  time varying discount factor (both agents):

$$\log \beta_t = (1 - \rho_\beta) \log \bar{\beta} + \rho_\beta \beta_{t-1} + \varepsilon_{\beta,t}.$$

## ► Productive technology: $f(K_{t-1}, N_t) = Z_t K_{t-1}^\alpha N_t^\gamma$

- Diminishing returns ( $\alpha + \gamma < 1$ )  $\implies$  markups.

## ► Representative firm owns capital and pays dividends to entrepreneur.

- Borrows in risk-free floating rate debt at rate  $r_t$ , interest is tax deductible (**tax shield**).
- Concave entrepreneur utility  $\implies$  dividend smoothing motive (**financing frictions**).
- Combined: pathway from debt limits  $\rightarrow$  debt  $\rightarrow$  investment.

## ► Flexible prices and wages, monetary authority targets (and achieves) constant inflation.

# Model Overview

## ► Demographics and preferences

- Risk-neutral representative **saver** lends to firms and provides labor:  $u^S(C, N) = C - \eta N$ .
- Representative **entrepreneur** owns firms and consumes dividends:  $u^E(D) = \log(D)$ .
- Interest rate variation  $\implies$  time varying discount factor (both agents):

$$\log \beta_t = (1 - \rho_\beta) \log \bar{\beta} + \rho_\beta \beta_{t-1} + \varepsilon_{\beta,t}.$$

## ► Productive technology: $f(K_{t-1}, N_t) = Z_t K_{t-1}^\alpha N_t^\gamma$

- Diminishing returns ( $\alpha + \gamma < 1$ )  $\implies$  markups.

## ► Representative firm owns capital and pays dividends to entrepreneur.

- Borrows in risk-free floating rate debt at rate  $r_t$ , interest is tax deductible (**tax shield**).
- Concave entrepreneur utility  $\implies$  dividend smoothing motive (**financing frictions**).
- Combined: pathway from debt limits  $\rightarrow$  debt  $\rightarrow$  investment.

## ► Flexible prices and wages, monetary authority targets (and achieves) constant inflation.

# Model Overview

## ► Demographics and preferences

- Risk-neutral representative **saver** lends to firms and provides labor:  $u^S(C, N) = C - \eta N$ .
- Representative **entrepreneur** owns firms and consumes dividends:  $u^E(D) = \log(D)$ .
- Interest rate variation  $\implies$  time varying discount factor (both agents):

$$\log \beta_t = (1 - \rho_\beta) \log \bar{\beta} + \rho_\beta \beta_{t-1} + \varepsilon_{\beta,t}.$$

## ► Productive technology: $f(K_{t-1}, N_t) = Z_t K_{t-1}^\alpha N_t^\gamma$

- Diminishing returns ( $\alpha + \gamma < 1$ )  $\implies$  markups.

## ► Representative firm owns capital and pays dividends to entrepreneur.

- Borrows in risk-free floating rate debt at rate  $r_t$ , interest is tax deductible (**tax shield**).
- Concave entrepreneur utility  $\implies$  dividend smoothing motive (**financing frictions**).
- Combined: pathway from debt limits  $\rightarrow$  debt  $\rightarrow$  investment.

## ► Flexible prices and wages, monetary authority targets (and achieves) constant inflation.

# Model Overview

## ► Demographics and preferences

- Risk-neutral representative **saver** lends to firms and provides labor:  $u^S(C, N) = C - \eta N$ .
- Representative **entrepreneur** owns firms and consumes dividends:  $u^E(D) = \log(D)$ .
- Interest rate variation  $\implies$  time varying discount factor (both agents):

$$\log \beta_t = (1 - \rho_\beta) \log \bar{\beta} + \rho_\beta \beta_{t-1} + \varepsilon_{\beta,t}.$$

## ► Productive technology: $f(K_{t-1}, N_t) = Z_t K_{t-1}^\alpha N_t^\gamma$

- Diminishing returns ( $\alpha + \gamma < 1$ )  $\implies$  markups.

## ► Representative firm owns capital and pays dividends to entrepreneur.

- Borrows in risk-free floating rate debt at rate  $r_t$ , interest is tax deductible (**tax shield**).
- Concave entrepreneur utility  $\implies$  dividend smoothing motive (**financing frictions**).
- Combined: pathway from debt limits  $\rightarrow$  debt  $\rightarrow$  investment.

## ► Flexible prices and wages, monetary authority targets (and achieves) constant inflation.

# Representative Firm's Problem

- Firm chooses dividends  $D_t$ , labor demand  $N_t$ , new debt  $B_t$  and the investment rate  $i_t$  to max

$$V^F(K_{t-1}, B_{t-1}) = D_t + E_t[\Lambda_{t+1}^E V^F(K_t, B_t)]$$

where  $\Lambda_{t+1}^E$  is the entrepreneur SDF, subject to the budget constraint

$$\begin{aligned} D_t = & \underbrace{(1 - \tau)(f(K_{t-1}, N_t) - w_t N_t)}_{\text{after-tax profit}} + \underbrace{\tau \delta K_{t-1}}_{\text{depreciation credit}} - \underbrace{i_t K_{t-1}}_{\text{investment}} \\ & - \underbrace{(1 - \tau)r_t \pi_t^{-1} B_{t-1}}_{\text{interest payment}} + \underbrace{(B_t - \pi_t^{-1} B_{t-1})}_{\text{net principal}} \end{aligned}$$

and the borrowing constraint (debt covenants).

► Household's Problem

# Covenant Implementations

- ▶ Denote EBITDA by  $X_t = f(K_{t-1}, N_t) - w_t N_t$ .
- ▶ Covenant types (for simplicity, imposed as hard caps):
  1. **Interest Coverage:**  $\bar{B}_t^{IC} = \frac{\theta^{IC} X_t}{r_t}$ .
  2. **Debt/Earnings:**  $\bar{B}_t^{DE} = \theta^{DE} X_t$ .
  3. **Leverage:**  $\bar{B}_t^{LEV} = \theta^{LEV} BV_{t-1} \simeq \theta^{LEV} K_{t-1}$ .
- ▶ Only Interest Coverage **directly shifted** by interest rates.
  - Highly sensitive, semielasticity of  $\bar{B}^{IC}$  to rates  $\sim 16$ .
- ▶ Overall debt limit is smoothed to allow for e.g., annual financial statistics:

$$B_t \leq \rho \bar{B}_t + (1 - \rho) \pi_t^{-1} B_{t-1}$$

# Covenant Implementations

- ▶ Denote EBITDA by  $X_t = f(K_{t-1}, N_t) - w_t N_t$ .
- ▶ Covenant types (for simplicity, imposed as hard caps):
  1. **Interest Coverage:**  $\bar{B}_t^{IC} = \frac{\theta^{IC} X_t}{r_t}$ .
  2. **Debt/Earnings:**  $\bar{B}_t^{DE} = \theta^{DE} X_t$ .
  3. **Leverage:**  $\bar{B}_t^{LEV} = \theta^{LEV} BV_{t-1} \simeq \theta^{LEV} K_{t-1}$ .
- ▶ Only Interest Coverage **directly shifted** by interest rates.
  - Highly sensitive, semielasticity of  $\bar{B}^{IC}$  to rates  $\sim 16$ .
- ▶ Overall debt limit is smoothed to allow for e.g., annual financial statistics:

$$B_t \leq \rho \bar{B}_t + (1 - \rho) \pi_t^{-1} B_{t-1}$$

# Covenant Implementations

- ▶ Denote EBITDA by  $X_t = f(K_{t-1}, N_t) - w_t N_t$ .
- ▶ Covenant types (for simplicity, imposed as hard caps):
  1. **Interest Coverage:**  $\bar{B}_t^{IC} = \frac{\theta^{IC} X_t}{r_t}$ .
  2. **Debt/Earnings:**  $\bar{B}_t^{DE} = \theta^{DE} X_t$ .
  3. **Leverage:**  $\bar{B}_t^{LEV} = \theta^{LEV} BV_{t-1} \simeq \theta^{LEV} K_{t-1}$ .
- ▶ Only Interest Coverage **directly shifted** by interest rates.
  - Highly sensitive, semielasticity of  $\bar{B}^{IC}$  to rates  $\sim 16$ .
- ▶ Overall debt limit is smoothed to allow for e.g., annual financial statistics:

$$B_t \leq \rho \bar{B}_t + (1 - \rho) \pi_t^{-1} B_{t-1}$$



# Collateralizability

- ▶ Additional channel (beyond financial friction) linking covenants and investment.
- ▶ Optimality condition for investment:

$$\underbrace{q_t}_{\text{Tobin's } q} = \underbrace{\Omega_t}_{\text{Value of CFs}} + \underbrace{\mathcal{M}_t E_t \left[ (1 + r_t) \frac{\partial \bar{B}_{t+1}}{\partial K_t} \right]}_{\text{Collateral Benefit}}$$

- ▶ Key object is **collateralizability** of investment:  $\partial \bar{B}_{t+1} / \partial K_t$ :

$$\frac{\partial \bar{B}_{t+1}^{IC}}{\partial K_t} = \frac{\theta^{IC} f_{K,t+1}}{r_{t+1}}, \quad \frac{\partial \bar{B}_{t+1}^{DE}}{\partial K_t} = \theta^{DE} f_{K,t+1}, \quad \frac{\partial \bar{B}_{t+1}^{LEV}}{\partial K_t} = \theta^{LEV}.$$

- ▶ All covenants are collateralizable, but only IC collateralizability varies with interest rate.

# Data and Calibration

- ▶ Data: merged Dealscan (syndicated loan covenants) and Compustat (firm data).
  - Sample: 1997 to 2007.
  - Drop finance + real estate, public utilities, public administration, mining, construction.
  - Assume firm has covenant until loan matures or EBITDA becomes negative.
- ▶ Restrict sample to firms with above-quarter-median assets and profit margin.
  - These are the firms likely able to sustain earnings based covenants (Lian and Ma, 2018).
  - Comprises 29% of firms, but 67% of sales.
  - 60% of this sample has at least one active Dealscan covenant in a given quarter.
- ▶ Calibration:
  - Target debt limits  $\theta^{IC}, \theta^{DE}, \theta^{LEV}$  to match observed debt/EBITDA ratios by type.
  - Set discount rate to target interest rate of 6.11% (248bp spread over T-Bill).

# Firm Characteristics by Covenant

- Firms with covenants larger, more levered than firms without covenants/syndicated loans.

	None	IC	DE	Lev	IC + DE	IC Only	DE Only
Sales	10.45	138.73	135.58	82.47	141.42	156.76	112.61
EBITDA	0.33	18.56	18.71	8.65	20.66	16.40	11.16
Assets	50.53	508.75	514.35	290.40	543.38	545.63	432.43
Debt	2.41	142.74	151.34	54.05	161.62	201.07	150.00
ST Debt	0.49	5.00	5.37	3.37	5.09	7.47	10.26
LT Debt	0.70	125.00	133.86	38.87	146.63	180.98	119.70
Cash	7.42	16.93	17.07	14.14	17.59	17.05	16.54
Debt/EBITDA	0.00	7.89	8.08	5.43	8.04	11.98	9.60
Debt/Assets	0.114	0.289	0.299	0.225	0.301	0.339	0.321
EBITDA/Assets	0.013	0.036	0.036	0.031	0.037	0.029	0.029
Market-to-Book	1.54	1.15	1.16	1.12	1.19	1.03	1.01
N	99,669	36,522	29,132	24,237	24,401	4,137	3,334

Source: Dealscan, Compustat.

► Additional Groupings

# Firm Characteristics by Covenant

- Firms with IC + DE covs largely similar. Firms with Leverage covenants a bit smaller.

	None	IC	DE	Lev	IC + DE	IC Only	DE Only
Sales	10.45	138.73	135.58	82.47	141.42	156.76	112.61
EBITDA	0.33	18.56	18.71	8.65	20.66	16.40	11.16
Assets	50.53	508.75	514.35	290.40	543.38	545.63	432.43
Debt	2.41	142.74	151.34	54.05	161.62	201.07	150.00
ST Debt	0.49	5.00	5.37	3.37	5.09	7.47	10.26
LT Debt	0.70	125.00	133.86	38.87	146.63	180.98	119.70
Cash	7.42	16.93	17.07	14.14	17.59	17.05	16.54
Debt/EBITDA	0.00	7.89	8.08	5.43	8.04	11.98	9.60
Debt/Assets	0.114	0.289	0.299	0.225	0.301	0.339	0.321
EBITDA/Assets	0.013	0.036	0.036	0.031	0.037	0.029	0.029
Market-to-Book	1.54	1.15	1.16	1.12	1.19	1.03	1.01
N	99,669	36,522	29,132	24,237	24,401	4,137	3,334

Source: Dealscan, Compustat. [► Additional Groupings](#)

## Firm Characteristics by Covenant (Selected Sample)

- Differences much more muted in selected (high-asset, high-margin) sample.

	None	IC	DE	Lev	IC + DE	IC Only	DE Only
Sales	172.37	196.75	182.88	225.76	180.72	243.32	210.25
EBITDA	24.42	28.08	27.35	28.14	27.80	26.59	23.79
Assets	574.59	691.63	668.32	699.31	668.53	796.01	714.71
Debt	94.85	215.66	215.93	163.44	214.71	338.10	252.44
ST Debt	5.50	7.10	7.17	8.03	6.43	12.00	16.17
LT Debt	70.03	196.11	194.93	141.00	196.60	298.70	201.31
Cash	61.90	25.52	24.07	30.83	23.71	28.73	28.02
Debt/EBITDA	3.61	7.77	7.96	5.97	8.01	11.16	8.42
Debt/Assets	0.175	0.307	0.315	0.243	0.320	0.373	0.310
EBITDA/Assets	0.043	0.040	0.040	0.039	0.040	0.034	0.035
Market-to-Book	1.61	1.27	1.28	1.24	1.30	1.15	1.19
N	18,131	20,881	17,271	10,339	15,143	2,007	1,582

Source: Dealscan, Compustat. [► Additional Groupings](#)

## Calibration (Quarterly)

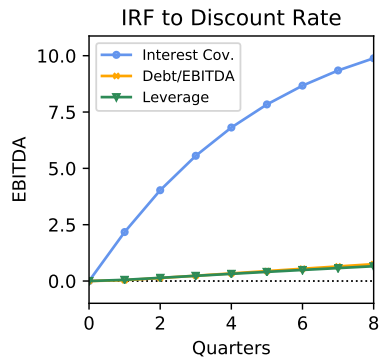
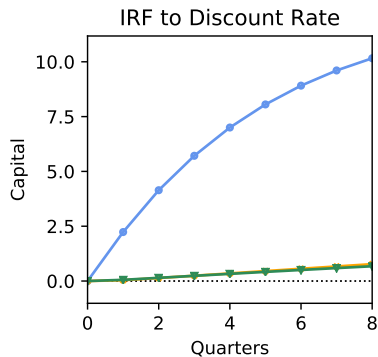
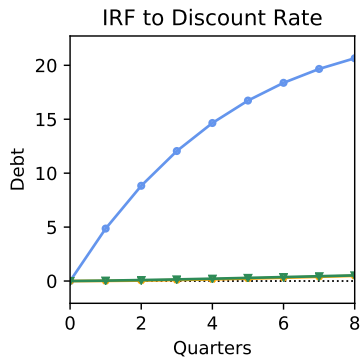
- ▶ Calibrate debt thresholds to match median debt/EBITDA ratios.
- ▶ Low calibrated debt limits equivalent to constant precautionary buffer.

Parameter	Name	Value	Internal	Target/Source
Discount factor mean	$\bar{\beta}$	0.990	N	Typical Dealscan rate
Discount factor persistence	$\rho_{\beta}$	0.969	N	Autocorr. of 3-Mo T-Bill
Tax rate	$\tau$	0.350	N	Corporate tax rate
Inflation rate	$\bar{\pi}$	1.005	N	2.03% inflation
Capital share	$\alpha$	0.360	N	Standard
Labor Share	$\gamma$	0.630	N	1% Markup
Depreciation	$\delta$	0.025	N	Standard
Borrowing limit smoothing	$\rho_B$	0.250	N	Annualized ratios
Max interest coverage ratio	$\theta^{IC}$	0.169	Y	Debt/EBITDA = 11.16
Max debt-to-earnings ratio	$\theta^{DE}$	8.548	Y	Debt/EBITDA = 8.42
Max Leverage ratio	$\theta^{LEV}$	0.227	Y	Debt/EBITDA = 5.42

# Results

# Comparison: Covenant Types

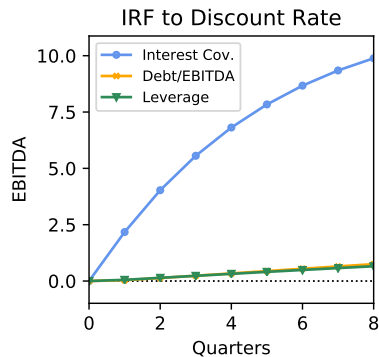
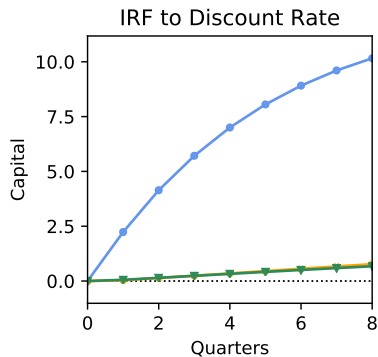
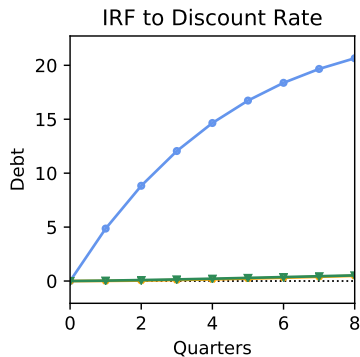
- ▶ **Main Result #1:** Interest Coverage covenants amplify interest rate transmission.
- ▶ Compare linearized IRF to  $\downarrow$  100bp disc. rate shock to firms each with single covenant.





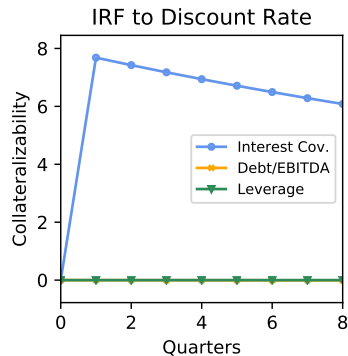
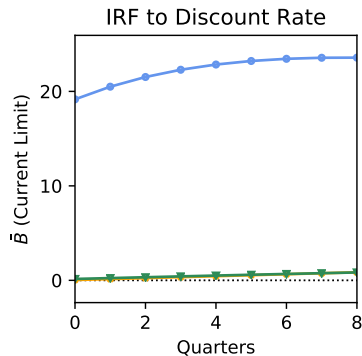
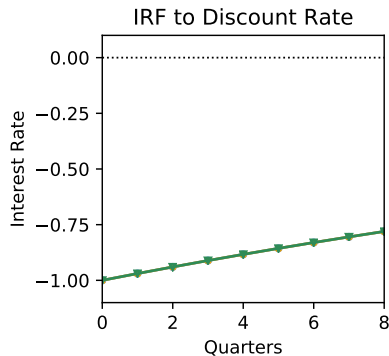
# Comparison: Covenant Types

- ▶ Additional 8Q growth of debt (20.2%), capital (9.4%), EBITDA (9.1%) relative to DE econ.
- ▶ IC economy: large relaxation of debt limits  $\Rightarrow$  capital, EBITDA growth  $\Rightarrow$  feedback.



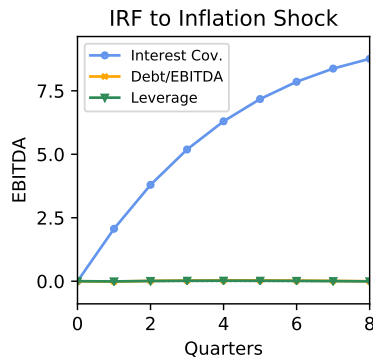
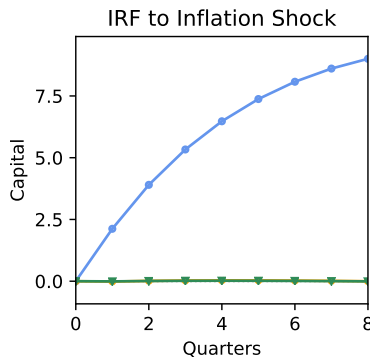
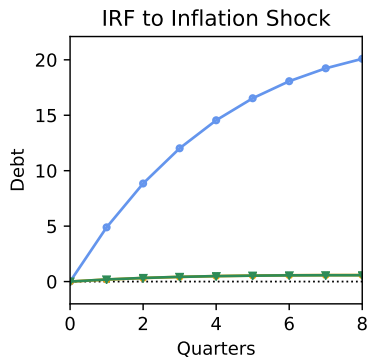
# Comparison: Covenant Types

- ▶ Debt limit jumps on impact in IC economy, then drifts up due to higher EBITDA.
- ▶ Collateralizability effect  $\Rightarrow$  extra 8 cents debt per dollar of investment.



# Comparison: Covenant Types, Inflation Shock

- Note: constraint is on **nominal** interest payments. Not inflation neutral!
- Shocking  $\log \pi_t$  100bp  $\downarrow$  with same persistence leads to similar 8Q growth of debt (20.1%), assets (9.0%) for IC-constrained firms.



# Empirical Approach

► Main specification:

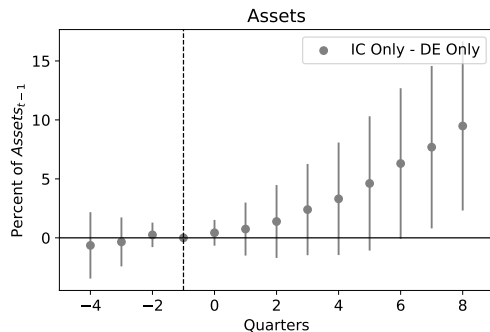
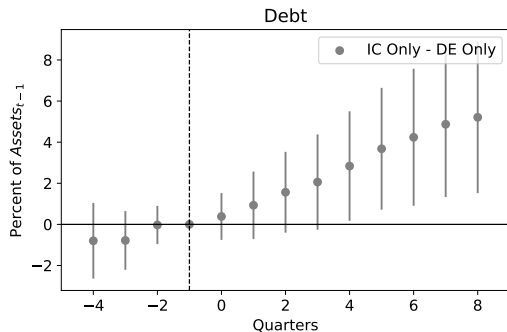
$$y_{i,t+h} = \alpha_i + \phi_{ind,t} + \sum_{cov} \mathbb{I}_{cov,t} \cdot (\beta_{0,cov} + \beta_{1,cov} \Delta r_t) + \gamma' X_{i,t-1} + \delta' (X_{i,t-1} \cdot \Delta r_t) + \varepsilon_{i,t}$$

where  $r_t$  is 3-Month T-Bill, outcome  $y_{i,t+h}$  and controls  $X_{i,t-1}$  are scaled by  $Asset_{i,t-1}$ .

- Challenge #1: Interest rate changes are not exogenous (identified MP shocks too weak).
- Industry-time (SIC-2) effects attempt to control for endogeneity of interest rate.
- Challenge #2: covenants (and syndicated loans) are not randomly assigned.
- Interact  $\Delta r_t$  and controls
  - Directly compare firms with IC and DE covenants.

# Empirical Evidence: Covenant Types

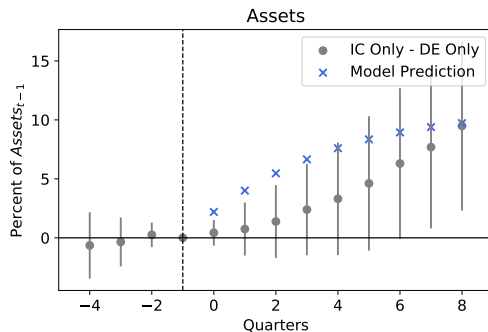
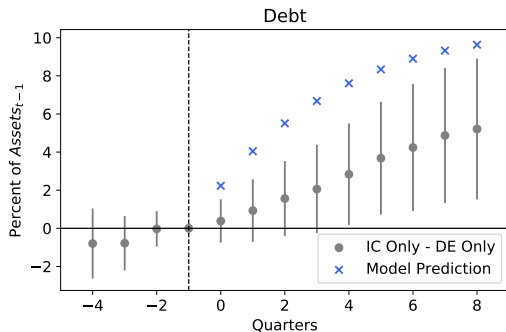
- ▶ Plots: difference in response to  $r \downarrow 100\text{bp}$  between IC-Only, DE-Only:  $-(\beta_{1,IC} - \beta_{1,DE})$ .
- ▶ IC-Only show additional 8Q growth in debt (5.2%), assets (9.5%) as share of  $Assets_{t-1}$ .



Source: DealScan, Compustat. The sample spans 1997Q1 to 2007Q4. Error bars denote 95% confidence interval. Standard errors are double clustered at the firm and industry-time levels.

# Empirical Evidence: Covenant Types

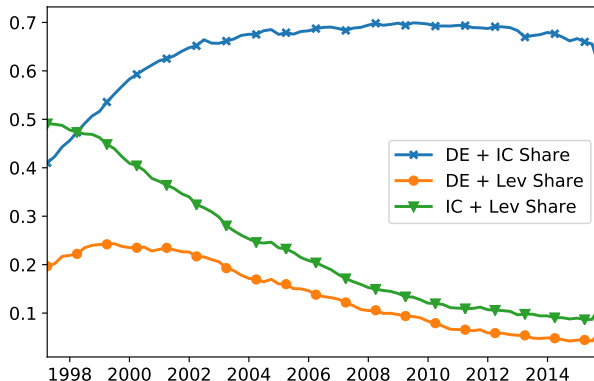
- ▶ Are these numbers reasonable? Compare to model prediction.
- ▶ Close to model response of assets (9.7%), smaller than prediction for debt (9.6%).



Source: DealScan, Compustat. The sample spans 1997Q1 to 2007Q4. Error bars denote 95% confidence interval. Standard errors are double clustered at the firm and industry-time levels.

# Multiple Covenants

- ▶ Previous analysis considers economies with a single covenant at a time.
- ▶ Data: most firms with any covenants have **both** Interest Coverage + Debt/Earnings.



Source: DealScan. Shares are equally weighted among DealScan firms with at least one covenant.

# Implementation: Interest Coverage + Debt/Earnings Covenant

- ▶ Assume common Debt/Earnings limit  $\bar{\theta}^{DE}$ , but each firm  $i$  faces idiosyncratic IC limit:

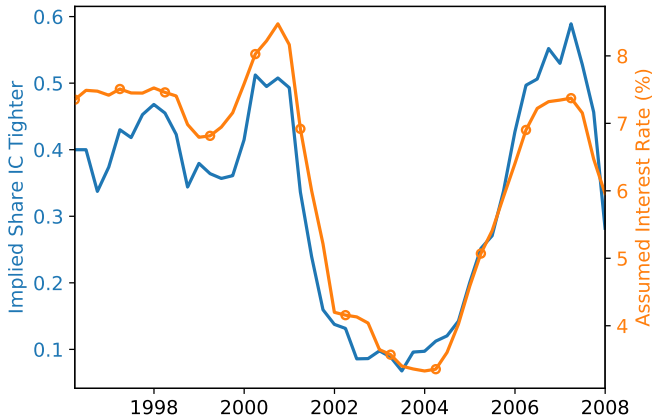
$$\theta_{i,t}^{IC} = e_{i,t} \bar{\theta}^{IC}, \quad \log e_{i,t} \stackrel{iid}{\sim} N\left(-\frac{1}{2}\sigma_e^2, \sigma_e^2\right)$$

- ▶ Calibrate  $\sigma_e$  to match IQR of  $\log(\theta_{i,t}^{DE} / \theta_{i,t}^{IC})$  in DealScan data. ( $\sigma_e = 0.301$ ).
- ▶ Overall debt limit:  $\bar{B}_{i,t} = \min(\bar{B}_{i,t}^{IC}, \bar{B}_{i,t}^{DE})$ .
- ▶ Whether Interest Coverage or Debt/Earnings is tighter uniquely determined by rates.
  - In the model, Interest Coverage binds if and only if  $r_t \geq r_{i,t}^* \equiv \theta_{i,t}^{IC} / \bar{\theta}^{DE}$



# Measuring Covenant Tightness

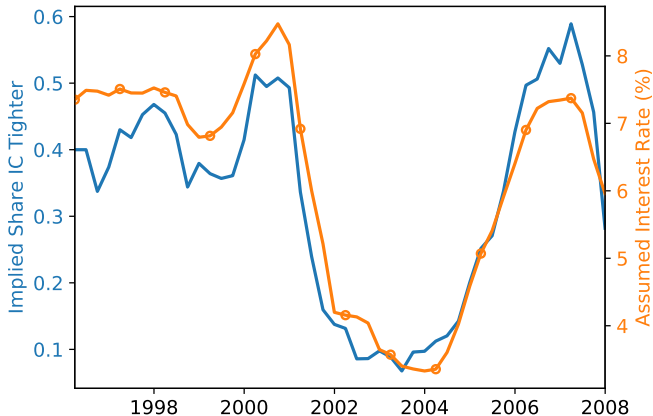
- ▶ What about in the data? Firms keep excess debt capacity to precautionarily avoid violation.
  - Compute closest covenant adjusting for differential violation risk following Murfin (2012).



Source: DealScan, Compustat, equally weighted. [▶ Details](#)

# Measuring Covenant Tightness

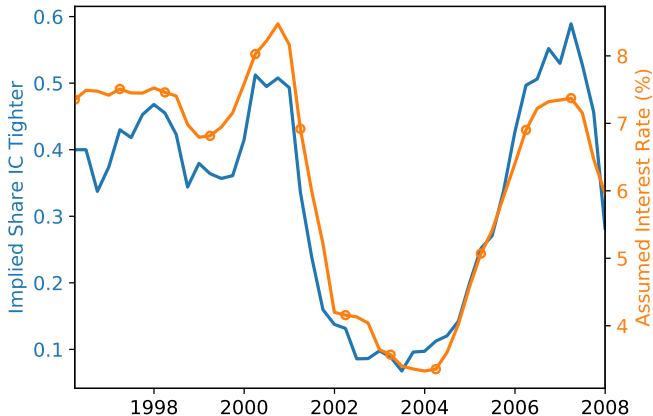
- ▶ Apply to Dealscan data  $\implies$  large variation in implied fraction with IC as tightest covenant.
  - Range from high of 58.9% in 2007 Q1 to low of 6.8% in 2003 Q2 .



Source: DealScan, Compustat, equally weighted. [▶ Details](#)

# Measuring Covenant Tightness

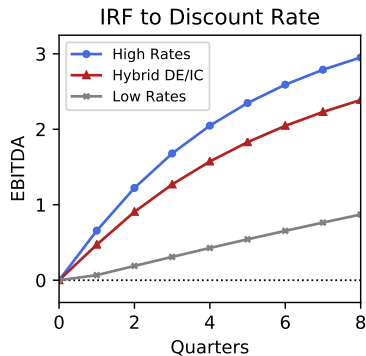
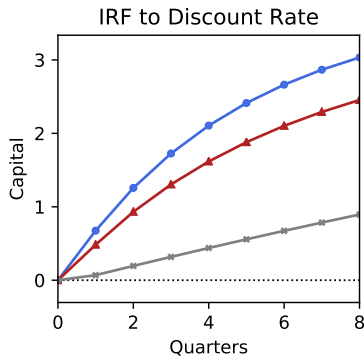
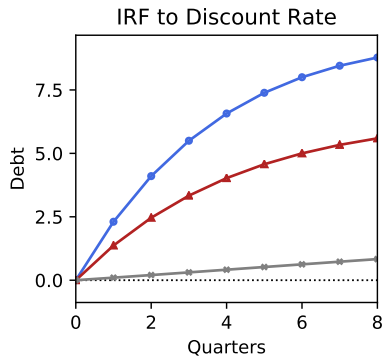
- ▶ Average share with IC tighter: 32.9%.
  - Calibrate model to match at steady state.



Source: DealScan, Compustat, equally weighted. [▶ Details](#)

# State Dependence: DE + IC Covenants

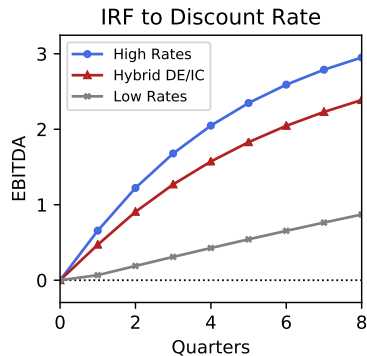
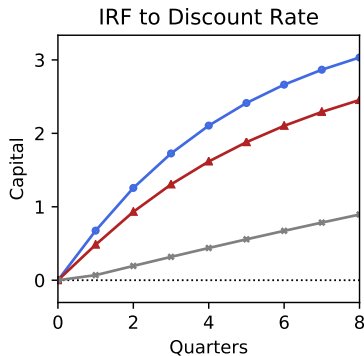
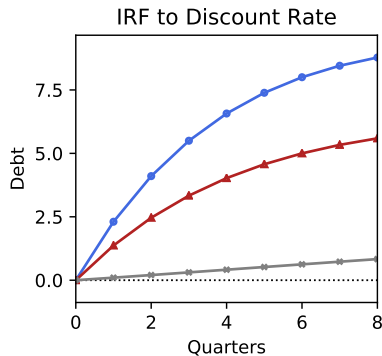
- ▶ **Main Result #2:** Combining IC + DE covs  $\implies$  **state dependent** interest rate transmission.
- ▶ Alternative regimes with SS interest (discount) rate high (+250bp) vs. low (-250bp).



▶ Additional Variables

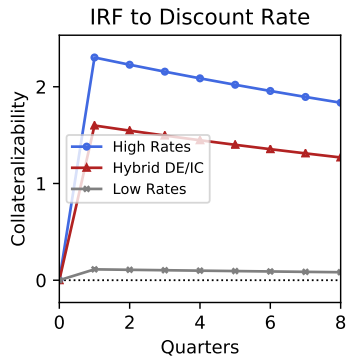
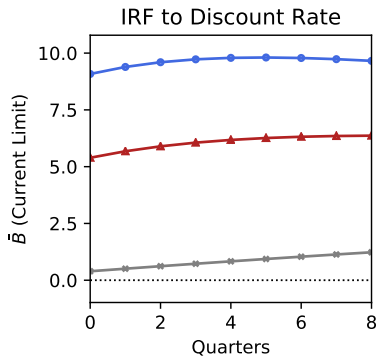
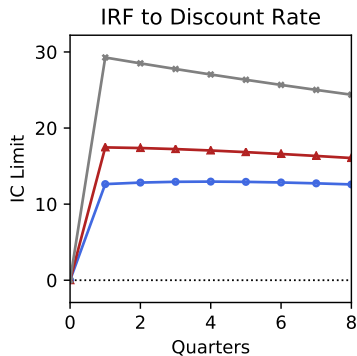
# State Dependence: DE + IC Covenants

- ▶ Stronger transmission when rates are high (73.4% IC binds) vs. low (1.3% IC binds).
- ▶ Additional 8Q growth in debt (7.9%), capital (2.1%) in high vs. low rate regime.



# State Dependence: DE + IC Covenants

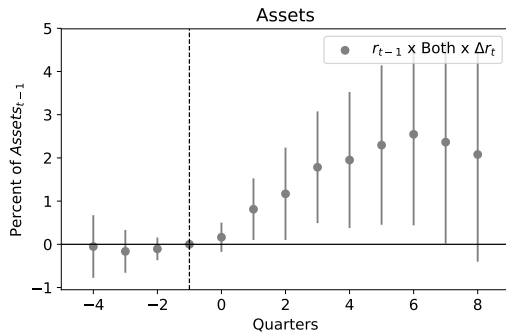
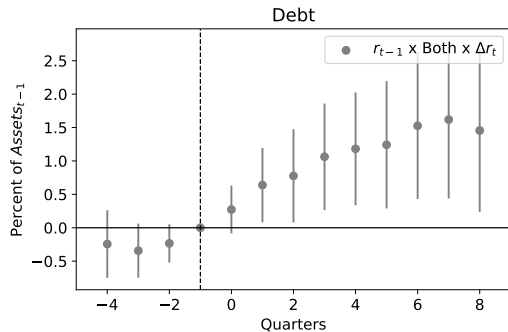
- Note: larger response under high rates despite smaller **proportional** change.
- Change in frac. IC-constrained (extensive margin) overwhelms smaller change in debt limits.



# Empirics: State Dependence

- Augment original regression so all variables are interacted with interest rate

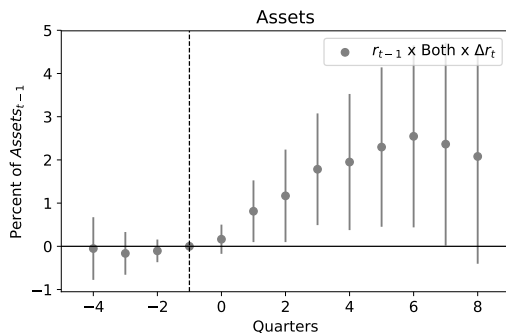
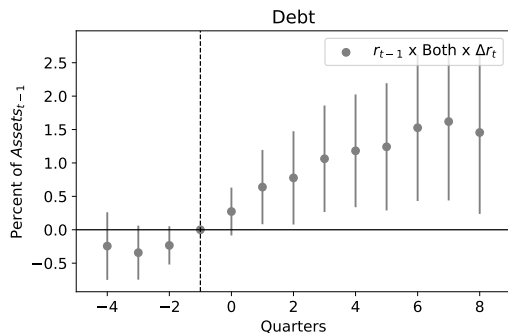
$$y_{i,t+h} = \alpha_i + \phi_{ind,t} + \sum_{s \in \{0,1\}} \left( \mathbb{I}_0 + \mathbb{I}_1 r_{t-1} \right) \left\{ \sum_{\text{cov}} \mathbb{I}_{\text{cov},t} \cdot \left( \beta_{0,\text{cov}}^s + \beta_{1,\text{cov}}^s \Delta r_t \right) + \gamma'_s X_{t-1} + \delta'_s (X_{t-1} \cdot \Delta r_t) \right\} + \varepsilon_{i,t}$$



Source: DealScan, Compustat. Error bars denote 95% confidence interval. Standard errors are double clustered at the firm and industry-time levels. The sample spans 1997Q1 to 2007Q4. [► By Regime](#)

# Empirics: State Dependence

- ▶ Focus on interaction between  $r_{t-1}$ , having both IC + DE covenants,  $\Delta r_t$ .
- ▶ Increased 8Q growth in debt (1.5%), assets (2.1%) for every 1ppt increase in  $r_{t-1}$ .

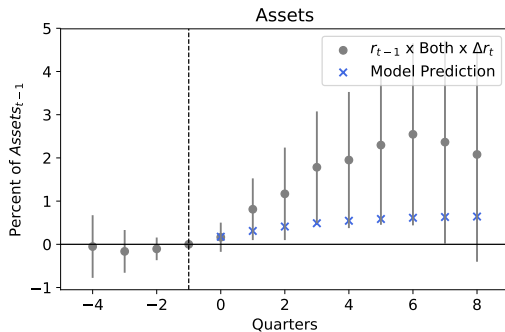
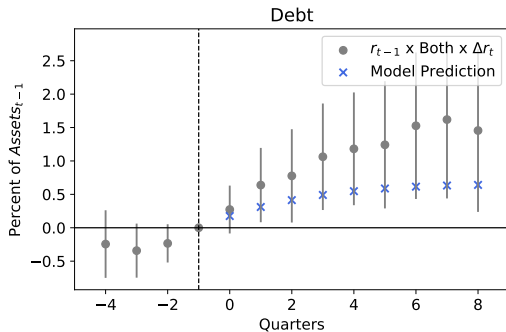


Source: DealScan, Compustat. Error bars denote 95% confidence interval. Standard errors are double clustered at the firm and industry-time levels. The sample spans 1997Q1 to 2007Q4. ▶ By Regime



# Empirics: State Dependence

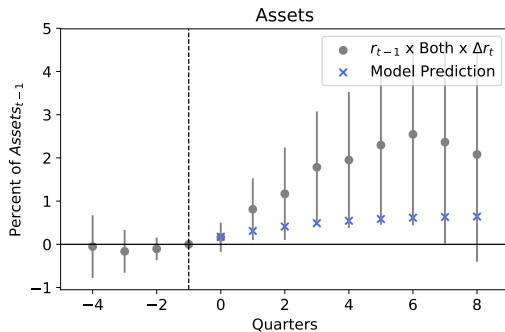
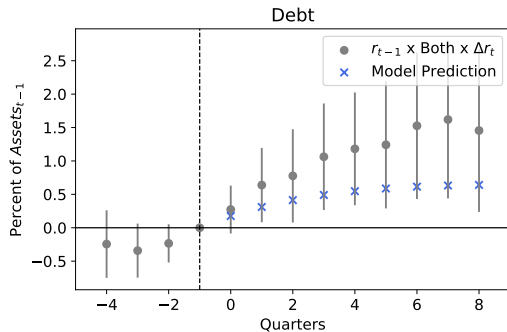
- ▶ Focus on interaction between  $r_{t-1}$ , having both IC + DE covenants,  $\Delta r_t$ .
- ▶ Increased 8Q growth in debt (1.5%), assets (2.1%) for every 1ppt increase in  $r_{t-1}$ .
- ▶ Point estimates  $\sim 3\times$  larger than model predictions for debt (0.6%), assets (0.6%).



Source: DealScan, Compustat. Error bars denote 95% confidence interval. Standard errors are double clustered at the firm and industry-time levels. The sample spans 1997Q1 to 2007Q4. ▶ By Regime

# Empirics: State Dependence

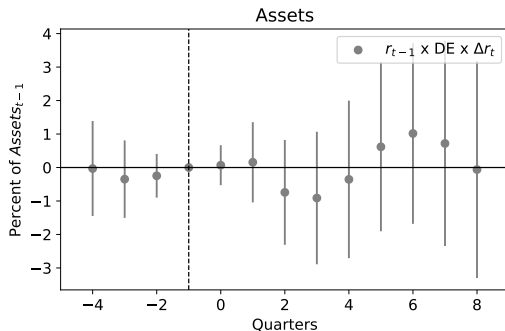
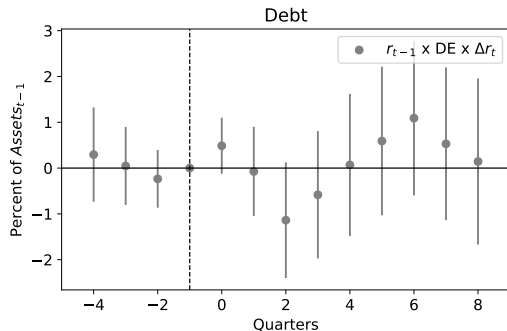
- ▶ What could explain stronger response in the data?
  - Spreads could move more than 1-for-1 with interest rate (e.g., “performance pricing”).
  - Interest rate volatility higher when rates are high (e.g., Cox Ingersoll Ross, 1985).



Source: DealScan, Compustat. Error bars denote 95% confidence interval. Standard errors are double clustered at the firm and industry-time levels. The sample spans 1997Q1 to 2007Q4. ▶ By Regime

# Empirics: State Dependence

- ▶ State dependence unique to firms with debt covenants, as predicted.
- ▶ Below: no state dependent response for firms with DE covenant only.



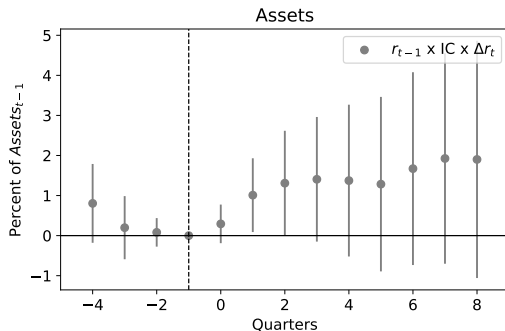
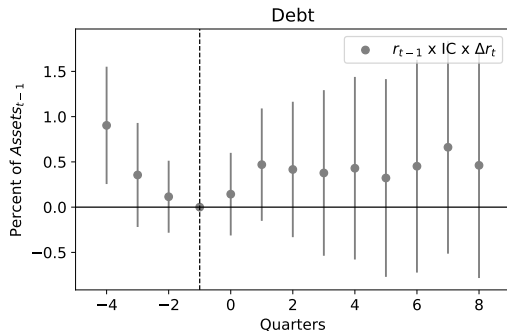
Source: DealScan, Compustat. Error bars denote 95% confidence interval. Standard errors are double clustered at the firm and industry-time levels. The sample spans 1997Q1 to 2007Q4.

# Conclusion

- ▶ Novel model capturing key facts about corporate debt limits.
  - Interest Coverage limits are extremely common, caps stable over time.
  - Typical firm has multiple covenants.
  - Large implied variation in share with IC as tightest covenant.
- ▶ Main results:
  - Interest Coverage covenants amplify interest rate transmission (**interest coverage channel**).
  - **State dependent** transmission: stronger when rates are high.
- ▶ Looking ahead:
  - In progress: aggregating to a macro impact.
  - Fixed rate debt  $\implies$  weaker but more path dependent transmission.

# Empirics: State Dependence

- ▶ Lower estimated state dependence for IC-Only firms, as predicted.
- ▶ Some positive effect unsurprising as constraints are tighter when rates high (unlike for DE).

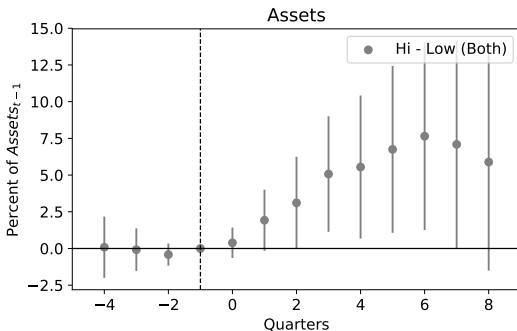
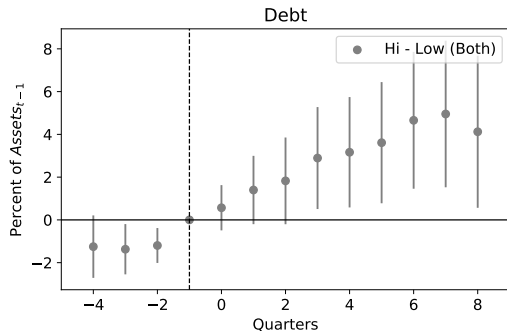


Source: DealScan, Compustat. Error bars denote 95% confidence interval. Standard errors are double clustered at the firm and industry-time levels. The sample spans 1997Q1 to 2007Q4.

# Empirics: State Dependence, High vs. Low Rate Regimes

- Augment original regression so coefficients depend on interest rate regime (cutoff = 3.56%):

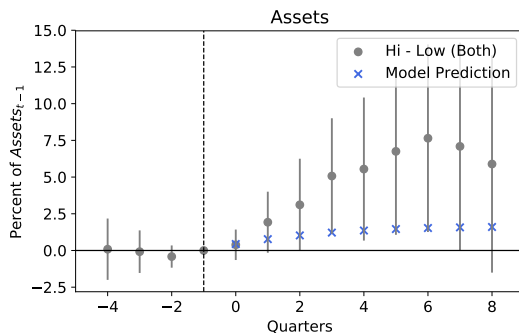
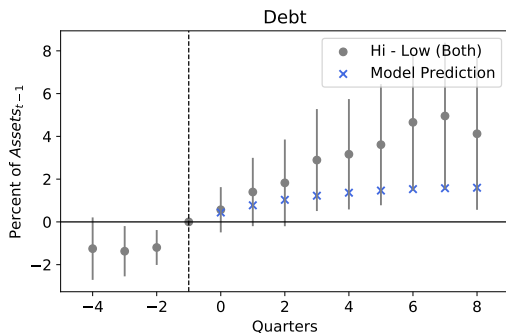
$$y_{i,t+h} = \alpha_i + \phi_{ind,t} + \sum_{s \in \{hi, low\}} \mathbb{I}_{s,t} \left\{ \sum_{cov} \mathbb{I}_{cov,t} \cdot \left( \beta_{0,cov}^s + \beta_{1,cov}^s \Delta r_t \right) + \gamma'_s X_{t-1} + \delta'_s (X_{t-1} \cdot \Delta r_t) \right\} + \varepsilon_{i,t}$$



Source: DealScan, Compustat. Error bars denote 95% confidence interval. Standard errors are double clustered at the firm and industry-time levels. The sample spans 1997Q1 to 2007Q4. [► Back](#)

# Empirics: State Dependence, High vs. Low Rate Regimes

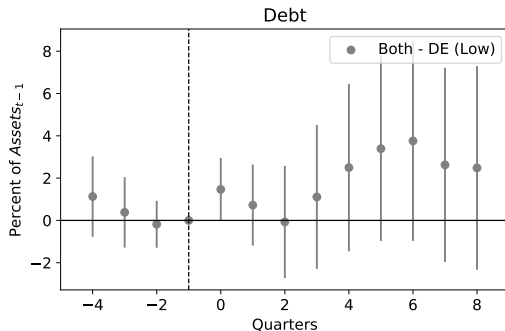
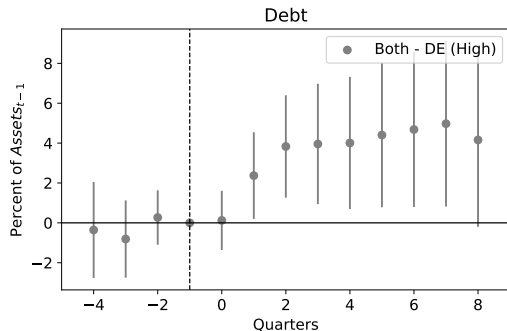
- ▶ Larger response when rates are high vs. low.
- ▶ Again, estimates are substantially larger than predicted.



Source: DealScan, Compustat. Error bars denote 95% confidence interval. Standard errors are double clustered at the firm and industry-time levels. The sample spans 1997Q1 to 2007Q4. [▶ Back](#)

# Empirics: State Dependence, High vs. Low Rate Regimes

- ▶ Split sample by whether rates are high or low (cutoff: T-Bill rate = 3.56%).
- ▶ Both firms borrow more than DE-Only firms when rates high, similar when rates low.

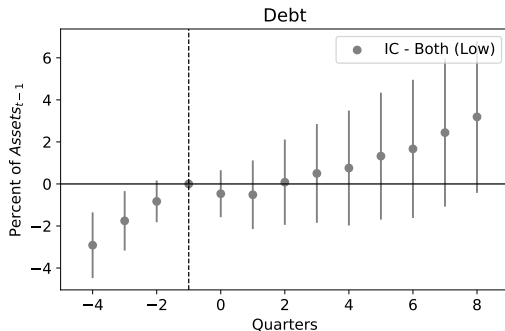
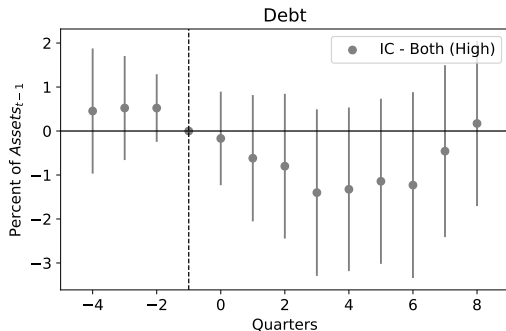


Source: DealScan, Compustat. Error bars denote 95% confidence interval. Standard errors are double clustered at the firm and industry-time levels. The sample spans 1997Q1 to 2007Q4.



# Empirics: State Dependence, High vs. Low Rate Regimes

- ▶ Split sample by whether rates are high or low (cutoff: T-Bill rate = 3.56%).
- ▶ Reverse pattern for Both vs. IC-Only, matching theory.



Source: DealScan, Compustat. Error bars denote 95% confidence interval. Standard errors are double clustered at the firm and industry-time levels. The sample spans 1997Q1 to 2007Q4.

# Measuring Covenant Tightness: Details

- ▶ What is the probability that a firm violates its covenant over the next 4Q?
- ▶ Firm with DE covenant violates if 4Q EBITDA growth sufficiently low:

$$\Delta_4 X_{t+4}^{4Q} < \log B_t - \log \theta^{DE} - \log X_t^{4Q}$$

- ▶ Firm with IC covenant violates if 4Q growth in EBITDA/ $r$  sufficiently low:

$$\Delta_4 \left( \log X_{t+4}^{4Q} - \log r_{t+4}^{4Q} \right) < \log B_t - \log \theta^{IC} - \log X_t^{4Q} + \log r_t^{4Q}$$

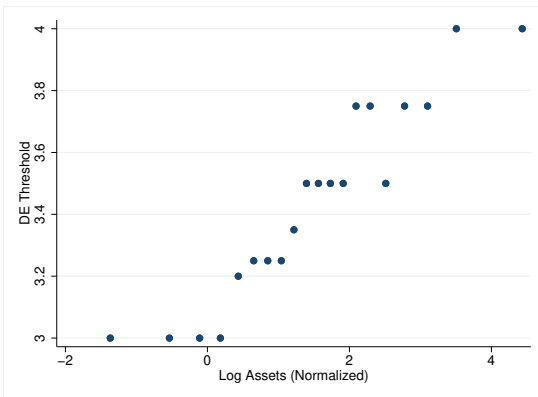
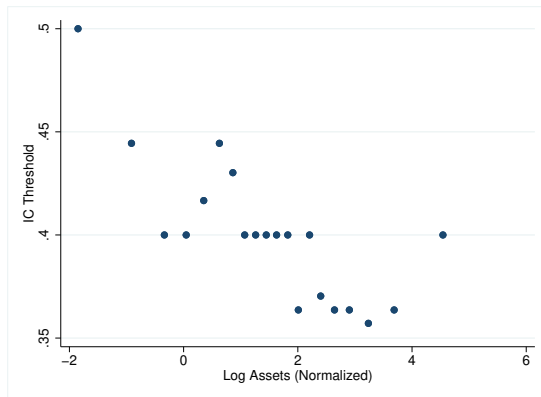
- ▶ Assume that these growth rates are Gaussian. Tighter = more likely to violate.
- ▶ Take robust estimate of dispersion (matching IQR) to deal with extreme values. Estimated distributions show additional risk from IC covenants:

$$\sigma_X = 0.189$$

$$\sigma_{rX} = 0.291.$$

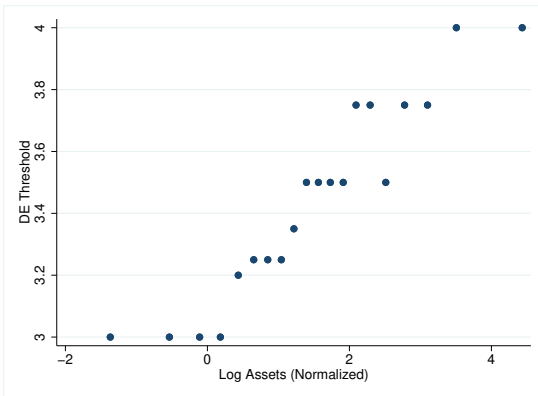
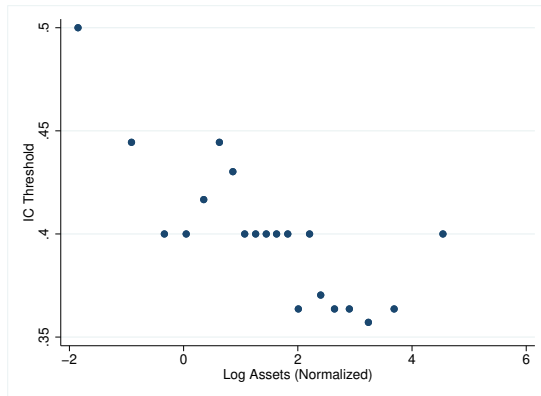
# What Determines Covenant Tightness?

- ▶ Previous conjecture explains why firm might have both covenants, but not dispersion in relative tightness.
  - Below:  $\theta^{IC}$  and  $\theta^{DE}$  ratios on existing loans, by log assets (normalized by quarter median).



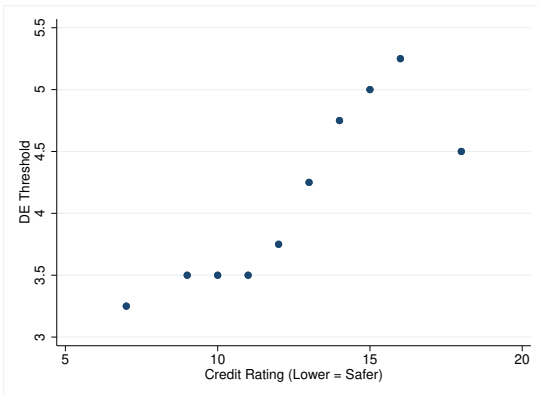
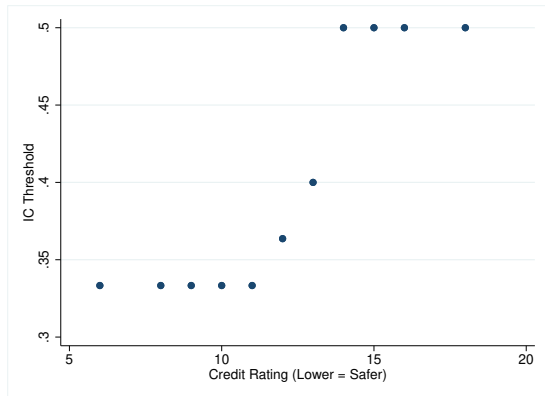
# What Determines Covenant Tightness?

- ▶ Larger firms tend to have looser DE thresholds, but **tighter** IC thresholds.
  - Explained by higher spreads on smaller firms?



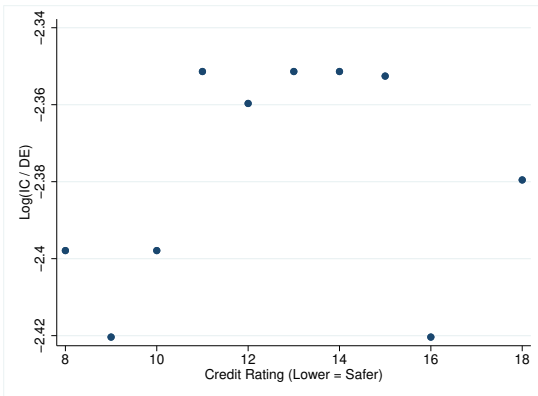
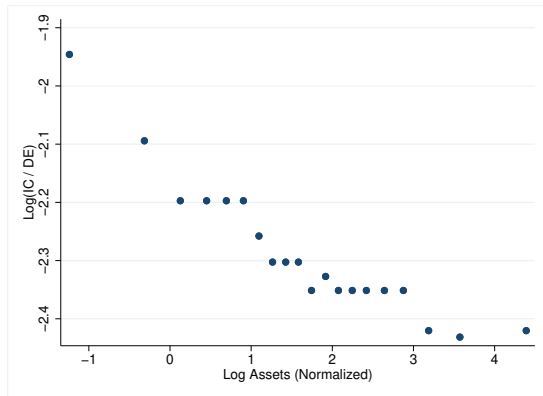
# What Determines Covenant Tightness?

- ▶ Sorting by credit rating even more confusing (both looser for lower rating).
  - Related to selection into covenants for investment-grade firms in the first place?



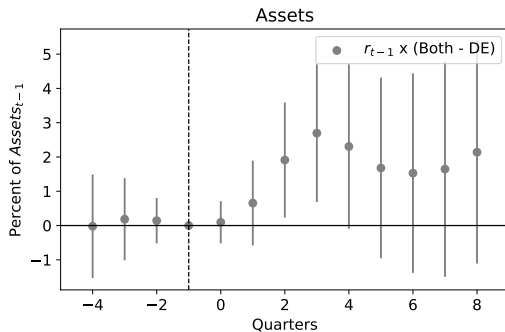
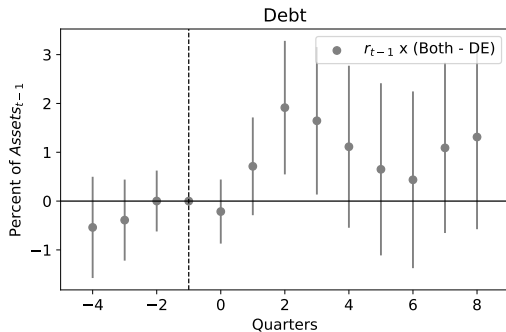
# What Determines Covenant Tightness?

- ▶ Comparing limits: IC relatively tighter for large firms (effect of rating less clear).
  - Does this matter for transmission?



# Empirics: State Dependence

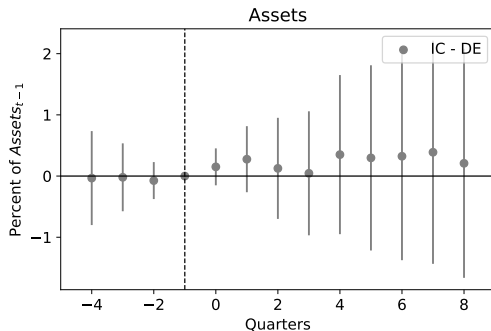
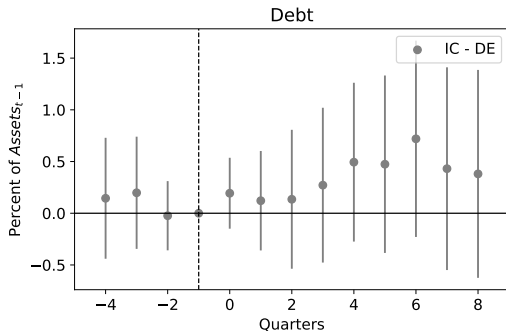
- ▶ Alternative measure of state dependence: diff-in-diff of Both relative to DE-Only
- ▶ Noisier, but still shows excess state dependence for Both firms.



Source: DealScan, Compustat. Error bars denote 95% confidence interval. Standard errors are double clustered at the firm and industry-time levels. The sample spans 1997Q1 to 2007Q4. [▶ Back](#)

# Monetary Policy Shocks

- Replace  $\Delta r_t$  with identified MP shocks following Gertler and Karadi (2012)



Source: DealScan, Compustat. Error bars denote 95% confidence interval. Standard errors are double clustered at the firm and industry-time levels. The sample spans 1997Q1 to 2007Q4. [► Back](#)



# Representative Household's Problem

- Rep. household chooses consumption  $C_t$ , labor supply  $N_t$  and new debt  $B_t$  to maximize

$$V^S(B_{t-1}) = u(C_t) - v(N_t) + \beta E_t[V^S(B_t)]$$

subject to the budget constraint

$$C_t = \underbrace{(1 - \tau)w_t N_t}_{\text{labor income}} + \underbrace{r_t \pi_t^{-1} B_{t-1}}_{\text{interest payment}} - \underbrace{(B_t^* - \pi_t^{-1} B_{t-1})}_{\text{net debt issuance}} + \underbrace{T_t^S}_{\text{transfer}}$$

## Firm Characteristics by Covenant: Additional Groupings

	None	Any	Non-IC	IC + Lev	DE + Lev	Lev Only
Sales	10.45	119.89	58.41	117.11	110.28	36.54
EBITDA	0.33	14.76	4.57	13.48	12.47	1.69
Assets	50.53	434.37	215.05	381.46	367.54	142.35
PPE	6.26	97.15	43.14	88.15	81.50	25.24
Debt	2.41	116.23	41.72	76.60	69.38	21.00
ST Debt	0.49	4.86	4.43	3.53	3.31	3.00
LT Debt	0.70	98.11	22.64	62.88	58.75	9.37
Cash	7.42	16.53	15.30	13.80	12.60	15.91
Debt/EBITDA	0.00	7.33	5.29	6.15	6.35	3.06
Debt/Assets	0.114	0.275	0.230	0.238	0.240	0.200
EBITDA/Assets	0.013	0.033	0.024	0.035	0.036	0.019
Market-to-Book	1.54	1.13	1.08	1.13	1.14	1.12
N	99,669	49,003	12,481	15,090	8,503	7,750

Source: Dealscan, Compustat. [► Back](#)

## Firm Characteristics by Covenant: Selected Sample

	None	Any	Non-IC	IC + Lev	DE + Lev	Lev Only
Sales	172.37	204.47	270.93	208.60	172.04	412.45
EBITDA	24.42	28.45	32.14	26.00	22.78	53.11
Assets	574.59	708.40	864.68	639.57	573.83	1499.83
PPE	139.39	194.98	272.32	177.27	140.55	417.30
Debt	94.85	219.90	253.19	149.10	132.81	287.50
ST Debt	5.50	8.20	19.56	6.04	5.21	30.00
LT Debt	70.03	196.90	200.00	130.73	118.26	230.00
Cash	61.90	27.40	39.78	25.92	20.68	63.00
Debt/EBITDA	3.61	7.54	6.35	6.10	6.55	5.42
Debt/Assets	0.175	0.298	0.253	0.248	0.260	0.230
EBITDA/Assets	0.043	0.039	0.038	0.039	0.039	0.041
Market-to-Book	1.61	1.26	1.23	1.24	1.23	1.29
N	18,131	24,963	4,082	7,839	4,654	1,954

Source: Dealscan, Compustat. [▶ Back](#)