

Dated January 18, 2023

Rating:
S&P: "AAA" (stable outlook)
(see "OTHER INFORMATION -
Rating" herein)

NEW ISSUE - Book-Entry-Only

In the opinion of Bond Counsel, interest on the Certificates will be excludable from gross income for federal income tax purposes under statutes, regulations, published rulings and court decisions existing on the date thereof, subject to the matters described under "TAX MATTERS" herein.

THE CERTIFICATES WILL NOT BE DESIGNATED AS "QUALIFIED TAX-EXEMPT OBLIGATIONS" FOR FINANCIAL INSTITUTIONS

**\$46,000,000
CITY OF GRAND PRAIRIE, TEXAS
(Dallas, Tarrant and Ellis Counties)
COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION, SERIES 2023**

Dated Date: February 1, 2023

Due: February 15, as shown on page 2 hereof

Interest to accrue from Delivery Date

PAYMENT TERMS. . . Interest on the \$46,000,000 City of Grand Prairie, Texas, Combination Tax and Revenue Certificates of Obligation, Series 2023 (the "Certificates") will accrue from the "Delivery Date", estimated to be February 15, 2023, will be payable February 15 and August 15 of each year commencing August 15, 2023 until maturity or prior redemption, and will be calculated on the basis of a 360-day year consisting of twelve 30-day months. The definitive Certificates will be initially registered and delivered only to Cede & Co., the nominee of The Depository Trust Company, New York, New York ("DTC") pursuant to the Book-Entry-Only System described herein. Beneficial ownership of the Certificates may be acquired in denominations of \$5,000 or integral multiples thereof within a stated maturity. **No physical delivery of the Certificates will be made to the beneficial owners thereof.** Principal of, premium, if any, and interest on the Certificates will be payable by the Paying Agent/Registrar (identified below) to Cede & Co., which will make distribution of the amounts so paid to the participating members of DTC for subsequent payment to the beneficial owners of the Certificates. See "THE CERTIFICATES - Book-Entry-Only System" herein. The initial Paying Agent/Registrar is Zions Bancorporation, National Association, Houston, Texas (see "THE CERTIFICATES - Paying Agent/Registrar").

AUTHORITY FOR ISSUANCE. . . The Certificates are issued pursuant to the Constitution and general laws of the State, including particularly Subchapter C of Chapter 271, Texas Local Government Code, as amended, and Chapter 1371, Texas Government Code, as amended, and constitute direct obligations of the City, payable from a combination of (i) the levy and collection of a direct and continuing ad valorem tax, within the limits prescribed by law, on all taxable property located within the City of Grand Prairie, Texas (the "City"), and (ii) a limited pledge of \$2,500 of the net revenues of the City's water and wastewater system, as provided in an ordinance adopted by the City Council on January 3, 2023 authorizing the issuance of the Certificates (the "Ordinance") which delegated to an authorized officer of the City (the "Pricing Officer") the authority to execute a pricing certificate (the "Pricing Certificate" and together with the Ordinance, the "Certificate Ordinance") which Pricing Certificate was executed on January 18, 2023 and contains the final sale terms of the Certificates (see "THE CERTIFICATES - Authority for Issuance of the Certificates").

PURPOSE. . . Proceeds from the sale of the Certificates will be used for the purpose of paying contractual obligations to be incurred for (i) renovating, improving and equipping existing municipal buildings and facilities, to wit: HVAC replacement, roof replacement, electrical and power generator improvements and repair, fire safety, security, lighting, landscaping and other improvements for the Public Safety Building, police department facilities, Main Library, Municipal Courts Building, City Hall municipal complex, service centers, parks and recreation facilities, municipal airport, and animal services facilities, (ii) designing, constructing, improving and equipping fire stations and fire department facilities, (iii) acquiring vehicles and equipment for the fire and police departments, (iv) designing, acquiring, constructing, improving and maintaining City streets, thoroughfares, intersections, bridges, sidewalks, and pathways, including related traffic signalization and signage, lighting, ADA accessibility, beautification, traffic management equipment, and utility relocations, (v) designing, constructing and equipping a new public safety facility, (vi) acquiring and installing information technology equipment and software for various City departments, and (vii) professional services rendered in connection therewith.

CUSIP PREFIX: 386138

MATURITY SCHEDULE & 9 DIGIT CUSIP

See Schedule on Page 2

LEGALITY. . . The Certificates are offered for delivery when, as and if issued and received by the initial purchaser of the Certificates (the "Purchaser") and subject to the approving opinion of the Attorney General of Texas and the opinion of Norton Rose Fulbright US LLP, Dallas, Texas, Bond Counsel (see Appendix C, "Form of Bond Counsel's Opinion") and certain other conditions. Certain legal matters will be passed upon by West & Associates, L.L.P., Dallas, Texas, as Disclosure Counsel for the City.

DELIVERY. . . It is expected that the Certificates will be available for delivery through the facilities of DTC on February 15, 2023.

Financial Advisory Services
Provided By

Hilltop Securities 
A Hilltop Holdings Company.

MATURITY SCHEDULE

CUSIP Prefix: 386138⁽¹⁾

<u>Amount</u>	<u>15-Feb Maturity</u>	<u>Interest Rate</u>	<u>Initial Yield</u>	<u>CUSIP Suffix ⁽¹⁾</u>	<u>Amount</u>	<u>15-Feb Maturity</u>	<u>Interest Rate</u>	<u>Initial Yield</u>	<u>CUSIP Suffix ⁽¹⁾</u>
\$ 1,395,000	2024	5.000%	2.450%	P62	\$ 2,300,000	2034	5.000%	2.520% ⁽²⁾	Q87
1,470,000	2025	5.000%	2.280%	P70	2,420,000	2035	5.000%	2.670% ⁽²⁾	Q95
1,545,000	2026	5.000%	2.200%	P88	2,545,000	2036	5.000%	2.860% ⁽²⁾	R29
1,620,000	2027	5.000%	2.190%	P96	2,660,000	2037	4.000%	3.270% ⁽²⁾	R37
1,705,000	2028	5.000%	2.200%	Q20	2,770,000	2038	4.000%	3.390% ⁽²⁾	R45
1,795,000	2029	5.000%	2.220%	Q38	2,880,000	2039	4.000%	3.480% ⁽²⁾	R52
1,885,000	2030	5.000%	2.240%	Q46	3,000,000	2040	4.000%	3.550% ⁽²⁾	R60
1,980,000	2031	5.000%	2.270%	Q53	3,120,000	2041	4.000%	3.600% ⁽²⁾	R78
2,085,000	2032	5.000%	2.300% ⁽²⁾	Q61	3,250,000	2042	4.000%	3.660% ⁽²⁾	R86
2,190,000	2033	5.000%	2.340% ⁽²⁾	Q79	3,385,000	2043	4.000%	3.710% ⁽²⁾	R94

(Interest to accrue from Delivery Date.)

- (1) CUSIP is a registered trademark of the American Bankers Association. CUSIP data herein is provided by CUSIP Global Services, managed by FactSet Research Systems Inc. on behalf of the American Bankers Association. This data is not intended to create a database and does not serve in any way as a substitute for the CUSIP Services. The City, the Financial Advisor and the Purchaser take no responsibility for the accuracy of such numbers.
- (2) Yield calculated based on the assumption that the Certificates denoted and sold at a premium will be redeemed on February 15, 2031, the first optional call date for such Certificates, at a redemption price of par, plus accrued interest to the redemption date.

OPTIONAL REDEMPTION. . . The City reserves the right, at its option, to redeem Certificates having stated maturities on and after February 15, 2032, in whole or in part in principal amounts of \$5,000 or any integral multiple thereof, on February 15, 2031, or any date thereafter, at the par value thereof plus accrued interest to the date of redemption (see "THE CERTIFICATES - Optional Redemption of the Certificates").

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extent that the enforceability thereof may be affected by bankruptcy, insolvency, reorganization, moratorium, or other similar laws affecting creditors' rights or the exercise of judicial discretion in accordance with the general principles of equity.

2. Pursuant to section 103 of the Internal Revenue Code of 1986, as amended to the date hereof (the "Code"), and existing regulations, published rulings, and court decisions thereunder, and assuming continuing compliance after the date hereof by the City with the provisions of the Ordinance relating to sections 141 through 150 of the Code, interest on the Certificates for federal income tax purposes (a) will be excludable from the gross income, as defined in section 61 of the Code, of the owners thereof, and (b) will not be included in computing the alternative minimum taxable income of the owners thereof who are individuals.

WE EXPRESS NO OPINION with respect to any other federal, state, or local tax consequences under present law or any proposed legislation resulting from the receipt or accrual of interest on, or the acquisition or disposition of, the Certificates. Ownership of tax-exempt obligations such as the Certificates may result in collateral federal tax consequences to, among others, financial institutions, life insurance companies, property and casualty insurance companies, certain foreign corporations doing business in the United States, S corporations with subchapter C earnings and profits, corporations subject to the alternative minimum tax on adjusted financial statement income, owners of an interest in a financial asset securitization investment trust, individual recipients of Social Security or Railroad Retirement benefits, individuals otherwise qualifying for the earned income tax credit, and taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry, or who have paid or incurred certain expenses allocable to, tax-exempt obligations.

OUR OPINIONS ARE BASED on existing law, which is subject to change. Such opinions are further based on our knowledge of facts as of the date hereof. We assume no duty to update or supplement our opinions to reflect any facts or circumstances that may thereafter come to our attention or to reflect any changes in any law that may thereafter occur or become effective. Moreover, our opinions are not a guarantee of result and are not binding on the Internal Revenue Service; rather, such opinions represent our legal judgment based upon our review of existing law that we deem relevant to such opinions and in reliance upon the representations and covenants referenced above.

This Official Statement, which includes the cover page, maturity schedule, and the Appendices hereto, does not constitute an offer to sell or the solicitation of an offer to buy in any jurisdiction to any person to whom it is unlawful to make such offer, solicitation or sale.

No dealer, broker, salesperson or other person has been authorized to give information or to make any representation other than those contained in this Official Statement, and, if given or made, such other information or representations must not be relied upon.

The information set forth herein has been obtained from the City and other sources believed to be reliable, but such information is not guaranteed as to accuracy or completeness and is not to be construed as the promise or guarantee of the City or the City's Financial Advisor. This Official Statement contains, in part, estimates and matters of opinion which are not intended as statements of fact, and no representation is made as to the correctness of such estimates and opinions, or that they will be realized.

The information and expressions of opinion contained herein are subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the City or other matters described herein since the date hereof.

THE AGREEMENTS OF THE CITY AND OTHERS RELATED TO THE CERTIFICATES ARE CONTAINED SOLELY IN THE CONTRACTS DESCRIBED HEREIN. NEITHER THIS OFFICIAL STATEMENT NOR ANY OTHER STATEMENT MADE IN CONNECTION WITH THE OFFER OR SALE OF THE CERTIFICATES IS TO BE CONSTRUED AS CONSTITUTING AN AGREEMENT WITH THE PURCHASERS OF THE CERTIFICATES. INVESTORS SHOULD READ THE ENTIRE OFFICIAL STATEMENT, INCLUDING THE APPENDICES ATTACHED HERETO, TO OBTAIN INFORMATION ESSENTIAL TO MAKING AN INFORMED INVESTMENT DECISION.

THE CERTIFICATES ARE EXEMPT FROM REGISTRATION WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION AND CONSEQUENTLY HAVE NOT BEEN REGISTERED THEREWITH. THE REGISTRATION, QUALIFICATION, OR EXEMPTION OF THE CERTIFICATES IN ACCORDANCE WITH APPLICABLE SECURITIES LAW PROVISIONS OF THE JURISDICTIONS IN WHICH THE CERTIFICATES HAVE BEEN REGISTERED, QUALIFIED, OR EXEMPTED SHOULD NOT BE REGARDED AS A RECOMMENDATION THEREOF.

All information contained in this Official Statement is subject, in all respects, to the complete body of information contained in the original sources thereof and no guaranty, warranty, or other representation is made concerning the accuracy or completeness of the information herein. In particular, no opinion or representation is rendered as to whether any projection will approximate actual results, and all opinions, estimates and assumptions, whether or not expressly identified as such, should not be considered statements of fact.

None of the City, the Financial Advisor, or the Purchaser (as defined herein) make any representation regarding the information contained in this Official Statement regarding DTC or its Book-Entry-Only System, as such information has been furnished by DTC. CUSIP numbers have been assigned to these issues by CUSIP Global Services, and are included solely for the convenience of the owners of the Certificates. None of the City, the Financial Advisor, or the Purchaser shall be responsible for the selection or correctness of the CUSIP numbers shown on the inside cover page.

This Official Statement contains "forward-looking" statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended. Such statements may involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance and achievements to be different from future results, performance and achievements expressed or implied by such forward-looking statements. Investors are cautioned that the actual results could differ materially from those set forth in the forward-looking statements (see "OTHER INFORMATION - Forward-Looking Statements Disclaimer").

References to web site addresses presented herein are for informational purposes only and may be in the form of a hyperlink solely for the reader's convenience. Unless specified otherwise, such websites and the information or links contained therein are not incorporated into, and are not a part of, this Official Statement for any purposes.

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The cover page hereof, the maturity schedule, this page, the appendices included herein and any addenda, supplement or amendment hereto, are part of the Official Statement.

OFFICIAL STATEMENT SUMMARY

This summary is subject in all respects to the more complete information and definitions contained or incorporated in this Official Statement. The offering of the Certificates to potential investors is made only by means of this entire Official Statement. No person is authorized to detach this summary from this Official Statement or to otherwise use it without the entire Official Statement.

THE CITY	The City of Grand Prairie, Texas (the "City") is a political subdivision and home rule municipal corporation of the State of Texas, located in Dallas, Tarrant and Ellis Counties. The City covers approximately 81 square miles (see "INTRODUCTION - Description of the City").
THE CERTIFICATES	The Certificates are issued as \$46,000,000 Combination Tax and Revenue Certificates of Obligation, Series 2023. The Certificates are issued as serial certificates maturing on February 15 in each of the years 2024 through 2043 (see "THE CERTIFICATES - Description of the Certificates" and "THE CERTIFICATES - Optional Redemption of the Certificates").
PAYMENT OF INTEREST OF THE CERTIFICATES	Interest on the Certificates accrues from the Delivery Date, estimated to be February 15, 2023, and is payable August 15, 2023, and each February 15 and August 15 thereafter until maturity or prior redemption (see "THE CERTIFICATES - Description of the Certificates" and "THE CERTIFICATES - Optional Redemption of the Certificates").
AUTHORITY FOR ISSUANCE FOR THE CERTIFICATES	The Certificates are authorized and issued pursuant to the Constitution and general laws of the State, including particularly Subchapter C of Chapter 271, Texas Local Government Code, as amended, and Chapter 1371, Texas Government Code, as amended, and an ordinance adopted by the City Council of the City on January 3, 2023 authorizing the issuance of the Certificates (the "Ordinance") which delegated to an authorized officer of the City (the "Pricing Officer") the authority to execute a pricing certificate ("the Pricing Certificate" and together with the Ordinance, the "Certificate Ordinance") which Pricing Certificate was executed on January 18, 2023 and contains the final sale terms of the Certificates (see "THE CERTIFICATES - Authority for Issuance of the Certificates").
SECURITY FOR THE CERTIFICATES	The Certificates constitute direct obligations of the City, payable from a combination of (i) the levy and collection of a direct and continuing ad valorem tax, within the limits prescribed by law, on all taxable property within the City and (ii) a limited pledge of \$2,500 of the net revenues of the City's water and wastewater system, as provided in the Certificate Ordinance (see "THE CERTIFICATES - Security and Source of Payment for the Certificates").
OPTIONAL REDEMPTION OF THE CERTIFICATES	The City reserves the right, at its option, to redeem Certificates having stated maturities on and after February 15, 2032, in whole or in part in principal amounts of \$5,000 or any integral multiple thereof, on February 15, 2031, or any date thereafter, at the par value thereof plus accrued interest to the date of redemption (see "THE CERTIFICATES - Optional Redemption of the Certificates").
TAX EXEMPTION	In the opinion of Bond Counsel, the interest on the Certificates will be excludable from gross income for federal income tax purposes under existing law, subject to the matters described under the caption "TAX MATTERS" herein.
USE OF PROCEEDS FOR THE CERTIFICATES	Proceeds from the sale of the Certificates will be used for the purpose of paying contractual obligations to be incurred for (i) renovating, improving and equipping existing municipal buildings and facilities, to wit: HVAC replacement, roof replacement, electrical and power generator improvements and repair, fire safety, security, lighting, landscaping and other improvements for the Public Safety Building, police department facilities, Main Library, Municipal Courts Building, City Hall municipal complex, service centers, parks and recreation facilities, municipal airport, and animal services facilities, (ii) designing, constructing, improving and equipping fire stations and fire department facilities, (iii) acquiring vehicles and equipment for the fire and police departments, (iv) designing, acquiring, constructing, improving and maintaining City streets, thoroughfares, intersections, bridges, sidewalks, and pathways, including related traffic signalization and signage, lighting, ADA accessibility, beautification, traffic management equipment, and utility relocations, (v) designing, constructing and equipping a new public safety facility, (vi) acquiring and installing information technology equipment and software for various City departments, and (vii) professional services rendered in connection therewith.

February 15, 2023

 **NORTON ROSE FULBRIGHT**

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IN REGARD to the authorization and issuance of the "City of Grand Prairie, Texas, Combination Tax and Revenue Certificates of Obligation, Series 2023," dated February 1, 2023, in the principal amount of \$46,000,000 (the "Certificates"), we have examined into their issuance by the City of Grand Prairie, Texas (the "City"), solely to express legal opinions as to the validity of the Certificates and the exclusion of the interest on the Certificates from gross income for federal income tax purposes, and for no other purpose. We have not been requested to investigate or verify, and we neither expressly nor by implication render herein any opinion concerning, the financial condition or capabilities of the City, the disclosure of any financial or statistical information or data pertaining to the City and used in the sale of the Certificates, or the sufficiency of the security for or the value or marketability of the Certificates.

THE CERTIFICATES are issued in fully registered form only and in denominations of \$5,000 or any integral multiple thereof (within a maturity). The Certificates mature on February 15 in each of the years specified in a pricing certificate (the "Pricing Certificate") executed pursuant to an ordinance adopted by the City Council of the City authorizing the issuance of the Certificates (the "Certificate Ordinance" and, jointly with the Pricing Certificate, the "Ordinance"), unless redeemed prior to maturity in accordance with the terms stated on the Certificates. The Certificates accrue interest from the date, at the rates, and in the manner and interest is payable on the dates, all as provided in the Ordinance.

IN RENDERING THE OPINIONS herein we have examined and rely upon (i) original or certified copies of the proceedings relating to the issuance of the Certificates, including the Ordinance and an examination of the initial Certificate executed and delivered by the City (which we found to be in due form and properly executed); (ii) certifications of officers of the City relating to the expected use and investment of proceeds of the sale of the Certificates and certain other funds of the City and (iii) other documentation and such matters of law as we deem relevant. In the examination of the proceedings relating to the issuance of the Certificates, we have assumed the authenticity of all documents submitted to us as originals, the conformity to original copies of all documents submitted to us as certified copies, and the accuracy of the statements contained in such documents and certifications.

BASED ON OUR EXAMINATIONS, IT IS OUR OPINION that, under the applicable laws of the United States of America and the State of Texas in force and effect on the date hereof:

1. The Certificates have been duly authorized by the City and, when issued in compliance with the provisions of the Ordinance, are valid, legally binding and enforceable obligations of the City, payable from an ad valorem tax levied, within the limits prescribed by law, upon all taxable property in the City, and are additionally payable from and secured by a limited pledge of the Net Revenues (as defined in the Ordinance) of the City's combined water and wastewater system in the manner and to the extent provided in the Ordinance, except to the

RATING The Certificates have been rated “AAA” with a stable outlook by S&P Global Ratings, a division of S&P Global Inc. (“S&P”) (see “OTHER INFORMATION – Rating”).

BOOK-ENTRY-ONLY SYSTEM The definitive Certificates will be initially registered and delivered only to Cede & Co., the nominee of DTC pursuant to the Book-Entry-Only System described herein. Beneficial ownership of the Certificates may be acquired in denominations of \$5,000 or integral multiples thereof. No physical delivery of the Certificates will be made to the beneficial owners thereof. Principal of, premium, if any, and interest on the Certificates will be payable by the Paying Agent/Registrar to Cede & Co., which will make distribution of the amounts so paid to the participating members of DTC for subsequent payment to the beneficial owners of the Certificates (see “THE CERTIFICATES - Book-Entry-Only System”).

PAYMENT RECORD The City has not defaulted on its general obligation bonds since 1939 when defaults were corrected without refunding and has never defaulted on its revenue bonds.

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SELECTED FINANCIAL INFORMATION

Fiscal Year Ended 9/30	Estimated Population ⁽¹⁾	Taxable Assessed Valuation ⁽⁴⁾	Taxable Assessed Valuation Per Capita	Net G.O. Tax Debt Outstanding at End of Year ⁽¹⁰⁾	Ratio of Net	Net
					G.O. Tax Debt to Taxable Assessed Valuation	G.O. Tax Debt Per Capita
2019	189,430	\$ 14,755,015,593 ⁽⁵⁾	\$ 77,892	\$ 307,720,000	2.09%	\$ 1,624
2020	196,100 ⁽²⁾	16,325,123,108 ⁽⁶⁾	83,249	285,465,000	1.75%	1,456
2021	197,347	16,980,301,115 ⁽⁷⁾	86,043	370,245,000	2.18%	1,876
2022	200,640	18,125,734,480 ⁽⁸⁾	90,340	448,852,000	2.48%	2,237
2023	200,640 ⁽³⁾	20,975,411,726 ⁽⁹⁾	104,543	474,404,000 ⁽¹¹⁾	2.26%	2,364

- (1) Source: City Staff.
- (2) Source: 2020 Census.
- (3) As of December 2022, a population estimate for fiscal year 2023 is not available. Subject to change during the ensuing year.
- (4) As reported by the Dallas Central Appraisal District, Tarrant Appraisal District, and Ellis Central Appraisal District on the City's annual State Property Tax Board Reports; subject to change during the ensuing year.
- (5) Includes taxable incremental value of approximately \$381,547,594 that is not available for the City's general use.
- (6) Includes taxable incremental value of approximately \$424,344,427 that is not available for the City's general use.
- (7) Includes taxable incremental value of approximately \$760,000,000 that is not available for the City's general use.
- (8) Includes taxable incremental value of approximately \$870,000,000 that is not available for the City's general use.
- (9) Includes taxable incremental value of approximately \$1,300,000 that is not available for the City's general use.
- (10) Excludes revenue supported general obligation debt. See "Table 9 – Computation of Resources for Payment of Self-Supporting General Obligation Debt".
- (11) Includes the Certificates.

APPENDIX C

FORM OF BOND COUNSEL'S OPINION

GENERAL FUND CONSOLIDATED STATEMENT SUMMARY

	Fiscal Year Ended September 30,				
	2021	2020	2019	2018	2017
Beginning Balance	\$ 60,648,430	\$ 45,186,271	\$ 33,745,051	\$ 31,346,705	\$ 31,011,895
Total Revenue	153,934,901	159,544,066	150,707,356	134,912,713	126,720,322
Total Expenditures	133,252,821	128,429,131	127,629,868	123,411,609	116,161,238
Net Transfers	(33,150,756)	(16,762,667)	(12,704,188)	(10,106,151)	(11,110,985)
Sale of Capital Assets	1,826,620	1,115,891	1,067,920	1,003,393	886,711
Net Funds Available	(10,642,056)	15,462,159	11,441,220	2,398,346	334,810
Ending Balance	\$ 50,006,374	\$ 60,648,430	\$ 45,186,271	\$ 33,745,051	\$ 31,346,705

For additional information regarding the City, please contact:

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City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

O. Tax Abatements and Economic Incentive Agreements

The City has incentive agreements with companies which may refund or rebate certain amounts of taxes based on performance indicators. These agreements are governed by Chapter 312 of the Texas Local Government Code. Recipients may be eligible based on their impact to the City's economy, as usually measured by job creation. Agreements may also contain recapture or 'clawback' provisions in the event of non-performance of the agreement standards. The City's Management Services division reviews the performance of the companies under these agreements for their compliance with stated standards. As of the 2020 certified roll (used for 2021 fiscal year) the City's abatement agreements with four companies resulted in \$38,060,542 in appraised values, totaling \$255,005 in taxes abated on the 2020 certified tax roll (used for the 2021 fiscal year).

P. Subsequent Events

On February 9, 2022, the City issued \$26,000,000 in Certificates of Obligation, Series 2022. The proceeds of the issuance are intended for use on street projects and some repairs and updates on existing police, fire, and municipal facilities.

On February 16, 2022, the City issued \$17,136,000 in General Obligation Refunding Bonds, Series 2022A. The proceeds refunded \$7,700,000 of Combination Tax and Revenue Certificates of Obligation Series 2013A, \$1,410,000 of General Obligation Bonds, Series 2013A, \$5,065,000 of Combination Tax and Revenue Certificates of Obligation Series 2013, and \$2,360,000 of General Obligation Refunding and Improvement Bond Series 2013. The refunding resulted in present value savings of \$1,514,347.

On February 16, 2022, the City issued \$8,215,000 in General Obligation Refunding Bonds, Series 2022B. The proceeds refunded \$7,790,000 of Combination Tax and Revenue Certificates of Obligation, Series 2014 resulting in present value savings of \$396,110.

Finally, on February 16, 2022, the City issued \$19,023,000 in General Obligation Refunding Bonds, Series 2022C. The proceeds refunded \$15,195,000 of Combination Tax and Revenue Certificates of Obligation, Series 2015, and \$2,110,000 of General Obligation Refunding Bond Series 2015. The refunding resulted in present value savings of \$1,808,452.

On February 24, 2022 the City issued \$61,550,000 in Sales Tax Revenue Refunding Bonds, Series 2022. The proceeds refunded \$55,345,000 of Sales Tax Revenue Bond Series 2015 resulting in present value savings of \$5,848,825.

The City has evaluated all other events or transactions that occurred after September 30, 2021 up through March 29, 2022, the date the financial statements were available to be issued.

CITY OFFICIALS, STAFF AND CONSULTANTS

ELECTED OFFICIALS

City Council	Length of Service	Term Expires	Occupation
Ron Jensen Mayor	18 Years ⁽¹⁾	May 2025	CEO and Owner, Control Products
Jorja Jackson Clemson Place 1 - District 1	9 Years	May 2023	Owner, Jorja Clemson Properties
Jacquin Headen Place 2 - District 2	Newly Elected	May 2025	Founder/CEO, Interiors by Jacquin, LLC.
Mike Del Bosque Place 3 - District 3	5 Years	May 2023	Founder/CEO, Intire Health
John Lopez Place 4 - District 4 Deputy Mayor Pro Tem	3 Years	May 2025	Administrative Manager at the Federal Reserve Bank of Dallas
Cole Humphreys Place 5 - District 5 Mayor Pro Tem	4 Years	May 2024	Owner, Austin Insurance
Kurt Johnson Place 6 - District 6	1 Year	May 2024	Government Public Servant, Federal Deposit Insurance Corporation
Jeff Copeland Place 7 - At Large	9 Years	May 2023	Agency Representative, First American Title
Junior Ezeonu Place 8 - At Large	1 Year	May 2024	Political Strategist

(1) Mayor's length of service includes representation as District 6 Council Member prior to becoming Mayor in 2013.

SELECTED ADMINISTRATIVE STAFF

Name	Position	Length of Service in Grand Prairie	Total Municipal Government Experience
Steve Dye	City Manager	9 Years	34 Years
Cheryl De Leon	Deputy City Manager	2 Years	20 Years
William A. Hills	Deputy City Manager	32 Years	45 Years
Megan Mahan	Assistant City Manager/City Attorney	9 Years	11 Years
Mona Lisa Galicia	City Secretary	17 Years	17 Years
Cathy Patrick, CPA	Chief Financial Officer	26 Years	31 Years
Brady Olsen	Assistant Finance Director	3 Years	7 Years

CONSULTANTS AND ADVISORS

Auditors	Weaver, L.L.P. Dallas, Texas
Bond Counsel	Norton Rose Fulbright US LLP Dallas, Texas
Disclosure Counsel	West & Associates, L.L.P. Dallas, Texas
Financial Advisor.....	Hilltop Securities Inc. Dallas, Texas

OFFICIAL STATEMENT

RELATING TO

\$46,000,000

CITY OF GRAND PRAIRIE, TEXAS
COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION, SERIES 2023

INTRODUCTION

This Official Statement, which includes the Appendices hereto, provides certain information regarding the issuance of \$46,000,000 City of Grand Prairie, Texas, Combination Tax and Revenue Certificates of Obligation, Series 2023 (the "Certificates"). Except as otherwise indicated herein, capitalized terms used in this Official Statement have the same meanings assigned to such terms in the ordinance adopted by the City Council on January 3, 2023 authorizing the issuance of the Certificates (the "Ordinance"), which delegated to an authorized officer of the City (the "Pricing Officer"), the authority to execute a pricing certificate (the "Pricing Certificate" and together with the Ordinance, the "Certificate Ordinance") which Pricing Certificate was executed on January 18, 2023 and contains the final sale terms of the Certificates.

There follows in this Official Statement descriptions of the Certificates and certain information regarding the City of Grand Prairie, Texas (the "City") and its finances. All descriptions of documents contained herein are only summaries and are qualified in their entirety by reference to each such document. Copies of such documents may be obtained from the City's Financial Advisor, Hilltop Securities Inc., ("HilltopSecurities") Dallas, Texas.

DESCRIPTION OF THE CITY. . . The City is a political subdivision and home rule municipal corporation of the State of Texas (the "State"), duly organized and existing under the laws of the State, including the City's home rule charter (the "Home Rule Charter"). The City first adopted its Home Rule Charter in 1948. The City operates under a Council/Manager form of government with a City Council comprised of the Mayor and eight Council members who are elected for staggered three-year terms. The City Manager is the chief administrative officer for the City. Some of the services that the City provides are: public safety (police and fire protection), streets, water and sanitary sewer utilities, environmental health services, parks and recreation, public transportation, public facilities, planning and zoning, and general administrative services. The 2010 population was 175,396 while the 2020 Census population was 196,100. The estimated population for 2022 is 200,640. The City covers approximately 81 square miles.

INFECTIOUS DISEASE OUTBREAK – COVID-19. . . In March 2020, the World Health Organization and the President of the United States separately declared the outbreak of a respiratory disease caused by a novel coronavirus ("COVID-19") to be a public health emergency. On March 13, 2020, the Governor of Texas (the "Governor") declared a state of disaster for all counties in the State because of the effects of COVID-19. Subsequently, in response to a rise in COVID-19 infections in the State and pursuant to the Chapter 418 of the Texas Government Code, the Governor issued a number of executive orders intended to help limit the spread of COVID-19 and mitigate injury and the loss of life, including limitations imposed on business operations, social gatherings and other activities.

Over the ensuing year, COVID-19 negatively affected commerce, travel and businesses locally and globally, and negatively affected economic growth worldwide and within the U.S., the State and the City. Following the widespread release and distribution of various COVID-19 vaccines beginning in December 2020 and a decrease in active COVID-19 cases generally in the United States, state governments (including Texas) have started to lift business and social limitations associated with COVID-19. Under executive orders in effect as of the date of this Official Statement, there are no COVID-19 related operating limits for any business or other establishment in Texas. The Governor retains the right to impose additional restrictions on activities if needed in order to mitigate the effects of COVID-19. Additional information regarding executive orders issued by the Governor is accessible on the website of the Governor at <https://gov.texas.gov/>. Neither the information on, nor accessed through, such website of the Governor is incorporated by reference, either expressly or by implication, into this Official Statement.

With the easing or removal of associated governmental restrictions, economic activity has increased. However, there are no assurances that economic activity will continue or increase at the same rate as before the COVID-19 pandemic or following the easing or removal of restrictions, especially if there are future outbreaks of COVID-19 or variants of COVID-19. The COVID-19 pandemic may result in lasting changes in some businesses and social practices, which could affect business activity and limit the growth of or reduce the City's ad valorem and sales tax collections. In addition, further or extended reductions in the value of stocks and other investments could impact employee retirement plans or other funds and could require actions by the State. The City cannot predict the long-term economic effect of COVID-19 or the effect of any future outbreak of COVID-19, or variants of COVID-19, or a similar virus on the City's operations or financial condition.

Some of the financial and operating data contained herein are as of dates and for periods prior to the economic impact of COVID-19 and measures instituted to slow it. Accordingly, such information is not necessarily indicative of the current financial condition or future prospects of the City. The City continues to monitor the spread of COVID-19 and is working with local, State, and national agencies to address the potential impact of the COVID-19 pandemic upon the City. While the extent of the impact of COVID-19

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

N. Segment Information for Enterprise Funds

The City maintains five enterprise funds – water and wastewater, solid waste, golf, airport, and storm water utility activities. At September 30, 2021, the Municipal Airport Fund had outstanding revenue-backed certificates of obligations. Segment information for this Fund is as follows:

	Municipal Airport
Condensed statement of net position:	
Current assets	\$ 878,750
Capital assets	15,549,467
Deferred outflows of resources	60,484
Total assets and deferred outflows of resources	16,488,701
Current liabilities	451,142
Long-term liabilities	795,531
Deferred inflows of resources	71,075
Total liabilities and deferred inflows of resources	1,317,748
Net position: Net investment in capital assets	14,994,467
Net position: Unrestricted	4,194
Total net position	\$ 14,998,661
Condensed statement of revenues, expenses and changes in net position:	
Sales to customers	\$ 1,309,133
Intergovernmental revenue	65,197
Miscellaneous	734,368
Total operating revenues	2,108,698
Depreciation	932,730
Other operating expenses	2,017,359
Total operating expenses	2,950,089
Interest expense	(30,810)
Total nonoperating revenues (expenses)	(30,810)
Loss before transfers	(872,201)
Transfers out	(48,000)
Change in net position	(920,201)
Net position at the beginning of the year	15,900,907
Net position at the end of the year	\$ 14,980,706
Condensed statement of cash flows:	
Net cash provided (used) by:	
Operating activities	33,890
Noncapital financing activities	(48,000)
Capital and related financing activities	(157,517)
Investing activities	-
Beginning cash and cash equivalent balances	347,271
Ending cash and cash equivalent balances	\$ 175,644

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements

September 30, 2021

Mountain Creek Regional Wastewater System Contract (System)

The City entered into a contract in 2002 which is in effect for the entire useful life of the System. Although the City does not yet deliver flows to this System, the City is obligated to pay annual minimum fees equivalent to 21.9 million gallons of flow. For the fiscal year ended September 30, 2021, the City paid \$56,082 to the System.

Master and Other Agreements

The City and Texas NextStage, LP (NextStage) entered into agreements (development agreements, lease agreements and other ancillary agreements) on January 10, 2001, to design, develop and construct a performance hall (Performance Hall). Construction of the Performance Hall began in July 2000 and was completed in February 2001. Under the agreements, the City purchased the Performance Hall from NextStage for \$15 million with the proceeds from the \$17.9 million TIF tax and tax increment certificate of obligation bond issue in fiscal year 2001. NextStage initially leased the Performance Hall from the City under a twenty one-year lease. Effective September 18, 2002, Anschutz Texas, L. P. assumed the lease obligations of NextStage and became lessee and operator of the Performance Hall. The lease between the City and Anschutz Texas, L. P. expires January 23, 2023. Monthly lease payments from the lessee of the Performance Hall are used to pay debt service on bonds issued by the City for the purchase of the Performance Hall.

Stadium Lease – On December 1, 2020, the City entered into a fifteen-year lease agreement with MLC Dallas Stadium Co., LLC (the Tenant) for their use of the City-owned baseball stadium. The Tenant has unlimited use of the Stadium to hold sporting and entertainment events. Nextel pays the City, in advance, a monthly lease payment of \$20,000 which includes \$10,000 in construction rent applicable to only the first eighty months of the agreement. In addition to rent, the tenant pays 5% of their gross revenues from the immediately preceding six-month period on January and July 15th of each year. The Tenant is responsible for all utility services, maintenance of the building, landscaping, irrigation, art, and playgrounds, and for maintaining a maintenance and repair reserve fund. The City is obligated to deposit \$200,000 to this reserve fund to benefit the Stadium every five years.

Construction Commitments

The City has several approved outstanding major capital projects as of September 30, 2021. The City's total committed but unexpended expenditures for such authorized capital projects at year-end approximates \$121,406,523. Funding for these contracts will be received through various capital projects funds and enterprise funds.

on the City cannot be fully quantified at this time, the continued outbreak of COVID-19 could have an adverse effect on the City's operations and financial condition, and the effect could be material.

PLAN OF FINANCING

PURPOSE . . . Proceeds from the sale of the Certificates will be used for the purpose of paying contractual obligations to be incurred for (i) renovating, improving and equipping existing municipal buildings and facilities, to wit: HVAC replacement, roof replacement, electrical and power generator improvements and repair, fire safety, security, lighting, landscaping and other improvements for the Public Safety Building, police department facilities, Main Library, Municipal Courts Building, City Hall municipal complex, service centers, parks and recreation facilities, municipal airport, and animal services facilities, (ii) designing, constructing, improving and equipping fire stations and fire department facilities, (iii) acquiring vehicles and equipment for the fire and police departments, (iv) designing, acquiring, constructing, improving and maintaining City streets, thoroughfares, intersections, bridges, sidewalks, and pathways, including related traffic signalization and signage, lighting, ADA accessibility, beautification, traffic management equipment, and utility relocations, (v) designing, constructing and equipping a new public safety facility, (vi) acquiring and installing information technology equipment and software for various City departments, and (vii) professional services rendered in connection therewith.

USE OF CERTIFICATE PROCEEDS. . . Proceeds from the sale of the Certificates are expected to be expended as follows:

SOURCES OF FUNDS:	
Par Amount of Certificates	\$ 46,000,000.00
Premium	4,356,896.50
TOTAL SOURCES:	<u>\$ 50,356,896.50</u>
 USES OF FUNDS:	
Deposit to Project Fund	\$ 50,000,000.00
Costs of Issuance	194,692.63
Initial Purchaser's Discount	162,203.87
TOTAL USES:	<u>\$ 50,356,896.50</u>

THE CERTIFICATES

DESCRIPTION OF THE CERTIFICATES. . . The Certificates are dated February 1, 2023, and are scheduled to mature on February 15 in each of the years 2024 through 2043 and in the amounts shown on page 2 hereof. Interest on the Certificates will accrue from the Delivery Date, estimated to be February 15, 2023, will be computed on the basis of a 360-day year of twelve 30-day months, and will be payable on each February 15 and August 15 until maturity or prior redemption, commencing August 15, 2023. The definitive Certificates will be issued only in fully registered form in any integral multiple of \$5,000 for any one maturity and will be initially registered and delivered only to Cede & Co., the nominee of The Depository Trust Company, New York, New York ("DTC") pursuant to the Book-Entry-Only System described herein. **No physical delivery of the Certificates will be made to the beneficial owners thereof.** Principal of, premium, if any, and interest on the Certificates will be payable by the Paying Agent/Registrar (hereinafter identified) to Cede & Co., which will make distribution of the amounts so paid to the participating members of DTC for subsequent payment to the beneficial owners of the Certificates. See "THE CERTIFICATES - Book-Entry-Only System" herein.

Interest on the Certificates shall be paid to the registered owners appearing on the registration books of the Paying Agent/Registrar at the close of business on the Record Date (hereinafter defined), and such interest shall be paid (i) by check sent United States Mail, first class postage prepaid to the address of the registered owner recorded in the registration books of the Paying Agent/Registrar or (ii) by such other method, acceptable to the Paying Agent/Registrar requested by, and at the risk and expense of, the registered owner. Principal of the Certificates will be paid to the registered owner at their stated maturity or upon earlier redemption upon presentation to designated payment/transfer office of the Paying Agent/Registrar; provided, however, that so long as Cede & Co. (or other DTC nominee) is the registered owner of the Certificates, all payments will be made as described under "THE CERTIFICATES - Book-Entry-Only System" herein. If the date for any payment on the Certificates shall be a Saturday, Sunday, a legal holiday or a day when banking institutions in the city where the designated payment/transfer office of the Paying Agent/Registrar is located are authorized to close, then the date for such payment shall be the next succeeding day which is not such a day, and payment on such date shall have the same force and effect as if made on the date payment was due.

AUTHORITY FOR ISSUANCE OF THE CERTIFICATES. . . The Certificates are being issued pursuant to the Constitution and general laws of the State, including particularly Subchapter C of Chapter 271, Texas Local Government Code, as amended, and Chapter 1371, Texas Government Code, as amended ("Chapter 1371"), and the Certificate Ordinance.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

M. Contracts, Commitments, and Contingent Liabilities

Federal and State Grants

The City participates in a number of state and federally assisted grant programs. These programs are subject to program compliance audits by the grantors or their representatives. Any liability for reimbursement which may arise as the result of these audits is not believed to be material.

Litigation

The City and Sports Corporation are contingently liable in respect of lawsuits and claims in the ordinary course of operations which, in the opinion of management, will not have material adverse effect on the combined financial statements.

Water Intake Facility Contract

The City entered into a contract with the Trinity River Authority (TRA) whereby TRA agreed to sell revenue bonds, and, to construct and operate water treatment, transmission and storage facilities necessary to supply treated water to several area cities. The City has also agreed contractually to pay TRA annually an amount sufficient to pay its pro rata share of the operation and maintenance expenses of the facilities and related debt service of its bonds. The project is not treated as a joint venture by the City since the project is managed and unilaterally controlled by TRA, the City has no equity interest in the project, and the City is not obligated for the repayment of TRA bonds.

Water Purchase Contracts

The City has a 30-year contract with the City of Dallas, which expires in 2042, for the purchase of water. Grand Prairie currently takes up to 37.8 million gallons a day (MGD), and pays a fixed demand charge plus a volume charge. The demand charge is based on current maximum demand or the highest demand established during the five preceding years, whichever is greater. Thus, even if the City were to stop purchasing water from Dallas, its obligation to pay the demand charge (\$291,422) would extend for five years. The maximum may be increased in future years as needed. Grand Prairie has two intake points for City of Dallas water with a contractual right obligating the City of Dallas to meet Grand Prairie's needs. Existing pipelines will provide up to 55 MGD.

A contract with the City of Fort Worth, effective until the year 2031, permits the City to purchase up to 2.5 MGD.

A contract with the City of Midlothian, executed in 2014 for a 30-year term, permits the City to purchase up to an average of 4.5 MGD during the term of the contract. Beginning in January 2016, the City began purchasing water from the City of Midlothian at an average rate of 0.478 MGD.

A contract with the City of Arlington, executed in 2011 for a 20-year term, allows the City to purchase up to 2.5 MGD maximum flow unless otherwise agreed to in writing. As of September 30, 2021, no water has been purchased through this contract.

Wastewater Treatment Contracts

The City has a 50 year contract with TRA, which will expire in 2023, for wastewater treatment. The City is billed for its prorated share of total wastewater costs, which was 16.69% during fiscal year 2021. The City must pay its prorated share of the debt service related to wastewater treatment facilities until the debt matures whether it contributes to flow or not.

SECURITY AND SOURCE OF PAYMENT FOR THE CERTIFICATES. . . The Certificates are payable from a combination of (i) a continuing direct annual ad valorem tax levied by the City, within the limits prescribed by law, upon all taxable property within the City and (ii) a limited pledge of \$2,500 of the net revenues of the City's water and wastewater system, as provided in the Certificate Ordinance.

TAX RATE LIMITATION. . . All taxable property within the City is subject to the assessment, levy and collection by the City of a continuing, direct annual ad valorem tax sufficient to provide for the payment of principal of and interest on all ad valorem tax debt within the limits prescribed by law. Article XI, Section 5 of the Texas Constitution is applicable to the City and limits its maximum ad valorem tax rate to \$2.50 per each \$100 of Taxable Assessed Valuation for all City purposes. The Home Rule Charter of the City adopts the constitutionally authorized maximum tax rate of \$2.50 per each \$100 of Taxable Assessed Valuation. Administratively, the Attorney General of the State of Texas will permit allocation of \$1.50 of the \$2.50 maximum tax rate for all general obligation debt, based on a 90% tax collection rate as calculated at the time of issuance.

OPTIONAL REDEMPTION OF THE CERTIFICATES. . . The City reserves the right, at its option, to redeem Certificates having stated maturities on and after February 15, 2032, in whole or in part in principal amounts of \$5,000 or any integral multiple thereof, on February 15, 2031, or any date thereafter, at the par value thereof plus accrued interest to the date of redemption. If less than all of the Certificates are to be redeemed, the City may select the maturities of the Certificates to be redeemed. If less than all of the Certificates of any maturity are to be redeemed, the Paying Agent/Registrar (or DTC while the Certificates are in Book-Entry-Only form) shall determine by lot the Certificates, or portions thereof, within such maturity to be redeemed. If a Certificate (or any portion of the principal sum thereof) shall have been called for redemption and notice of such redemption shall have been given, such Certificate (or the principal amount thereof to be redeemed) shall become due and payable on such redemption date and interest thereon shall cease to accrue from and after the redemption date, provided funds for the payment of the redemption price and accrued interest thereon are held by the Paying Agent/Registrar on the redemption date.

NOTICE OF REDEMPTION. . . Not less than 30 days prior to a redemption date for the Certificates, the City shall cause a notice of redemption to be sent by United States mail, first class, postage prepaid, to the registered owners of the Certificates to be redeemed, in whole or in part, at the address of each registered owner appearing on the registration books of the Paying Agent/Registrar at the close of business on the business day next preceding the date of mailing such notice. ANY NOTICE SO MAILED SHALL BE CONCLUSIVELY PRESUMED TO HAVE BEEN DULY GIVEN, WHETHER OR NOT THE REGISTERED OWNER RECEIVES SUCH NOTICE. NOTICE HAVING BEEN SO GIVEN, THE CERTIFICATES CALLED FOR REDEMPTION SHALL BECOME DUE AND PAYABLE ON THE SPECIFIED REDEMPTION DATE, AND NOTWITHSTANDING THAT ANY CERTIFICATE OR PORTION THEREOF HAS NOT BEEN SURRENDERED FOR PAYMENT, INTEREST ON SUCH CERTIFICATE OR PORTION THEREOF SHALL CEASE TO ACCRUE.

With respect to any optional redemption of the Certificates, unless moneys sufficient to pay the principal of and premium, if any, and interest on the Certificates to be redeemed shall have been received by the Paying Agent/Registrar prior to the giving of such notice of redemption, such notice may state that said redemption is conditional upon the receipt of such moneys by the Paying Agent/Registrar on or prior to the date fixed for such redemption, or upon the satisfaction of any prerequisites set forth in such notice of redemption; and, if sufficient moneys are not received, such notice shall be of no force and effect, the City shall not redeem such Certificates and the Paying Agent/Registrar shall give notice, in the manner in which the notice of redemption was given, to the effect that the Certificates have not been redeemed.

DEFEASANCE. . . The Certificate Ordinance provides for the defeasance of the Certificates when the payment of the principal of and premium, if any, on the Certificates, plus interest thereon to the due date thereof (whether such due date be by reason of maturity, redemption or otherwise), is provided by irrevocably depositing with the Paying Agent/Registrar, or other authorized escrow agent, in trust (1) money sufficient to make such payment or (2) Government Securities to mature as to principal and interest in such amounts and at such times to insure the availability, without reinvestment, of sufficient money to make such payment, and all necessary and proper fees, compensation and expenses of the paying agent for the Certificates. In the event of a defeasance of the Certificates, the City shall deliver a certificate from its financial advisor, the Paying Agent/Registrar, an independent certified public accountant, or another qualified third party concerning the sufficiency of the deposit of cash and/or Government Securities to pay, when due, the principal of, redemption premium (if any), and interest due on any defeased Certificates. The Certificate Ordinance provides that "Government Securities" means (a) direct, noncallable obligations of the United States of America, including obligations that are unconditionally guaranteed by the United States of America, (b) noncallable obligations of an agency or instrumentality of the United States of America, including obligations that are unconditionally guaranteed or insured by the agency or instrumentality and that, on the date of their acquisition or purchase by the City, are rated as to investment quality by a nationally recognized investment rating firm not less than "AAA" or its equivalent, (c) noncallable obligations of a state or an agency or a county, municipality, or other political subdivision of a state that have been refunded and that, on the date of their acquisition or purchase by the City, are rated as to investment quality by a nationally recognized investment rating firm not less than "AAA" or its equivalent, and (d) any other then authorized securities or obligations that may be used to defease obligations such as the Certificates under applicable laws of the State of Texas. The City has the right, subject to satisfying the requirements of (1) and (2) above, to substitute other Government Securities for the Government Securities originally deposited, to reinvest the uninvested moneys on deposit for such defeasance and to withdraw for the benefit of the City moneys in excess of the amount required for such defeasance.

There is no assurance that the current law will not be changed in a manner which would permit investments other than those described above to be made with amounts deposited to defease the Certificates. Because the Certificate Ordinance does not contractually limit such investments, registered owners may be deemed to have consented to defeasance with such other investments, notwithstanding the fact that such investments may not be of the same investment quality as those currently permitted

City Of Grand Prairie, Texas
Notes to the Basic Financial Statements
September 30, 2021

L. Fund Balance

At September 30, 2021, fund balances were classified as follows:

	General	Section 8	Streets CIP	Grants	Debt Service	Nonmajor Governmental Funds	Total
Fund balances							
Nonspendable:							
Inventory and prepaids	\$ 432,009	\$ -	\$ -	\$ -	\$ -	\$ 59,464	\$ 491,473
Spendable:							
Restricted for:							
Employee Welfare	127,582	-	-	-	-	-	127,582
Library Memorials	47,228	-	-	-	-	-	47,228
At Risk Youths	38,667	-	-	-	-	-	38,667
Street Plan Review	20,873	-	-	-	-	-	20,873
Greg Hunter Scholarships	63,980	-	-	-	-	-	63,980
State Training (Fire)	882	-	-	-	-	-	882
Prairie Paws Adoptions	295,048	-	-	-	-	-	295,048
Section 8	-	2,440,325	-	-	-	-	2,440,325
Street Improvements	-	-	5,843,860	-	-	-	5,843,860
Grants	-	-	-	13,991,902	-	-	13,991,902
Debt Service	-	-	-	-	3,787,565	-	3,787,565
Epic 2 CIP & Epic Central	-	-	-	-	-	8,616,633	8,616,633
Park Venue	-	-	-	-	-	8,181,495	8,181,495
Streets	-	-	-	-	-	3,210,311	3,210,311
Crime	-	-	-	-	-	8,020,743	8,020,743
Hotel/Motel	-	-	-	-	-	1,852,554	1,852,554
Police Seizure	-	-	-	-	-	239,655	239,655
Municipal Court	-	-	-	-	-	218,658	218,658
Red Light Safety	-	-	-	-	-	1,197,221	1,197,221
Lake Parks	-	-	-	-	-	3,526,481	3,526,481
Public Improvement Districts	-	-	-	-	-	5,246,322	5,246,322
Tax Incremental Financing	-	-	-	-	-	14,172,960	14,172,960
Other special revenue	-	-	-	-	-	260,719	260,719
Park Venue Capital Projects	-	-	-	-	-	1,996,918	1,996,918
Fire Capital Projects	-	-	-	-	-	795,939	795,939
Municipal Facilities Capital Projects	-	-	-	-	-	3,231,623	3,231,623
TIF #1 EPIC CIP	-	-	-	-	-	101,564,513	101,564,513
Other Capital Projects	-	-	-	-	-	82,723	82,723
Total restricted	594,260	2,440,325	5,843,860	13,991,902	3,787,565	162,415,468	169,073,380
Committed to:							
Street Improvements	-	-	7,574,416	-	-	-	7,574,416
Park Venue	-	-	-	-	-	1,779,553	1,779,553
Cable Operations	-	-	-	-	-	505,265	505,265
Verizon Theatre	-	-	-	-	-	1,460,808	1,460,808
Cemetery	-	-	-	-	-	4,687,633	4,687,633
Municipal Facilities Capital Projects	-	-	-	-	-	4,280,557	4,280,557
Drainage Capital Projects	-	-	-	-	-	11,273,069	11,273,069
Police Capital Projects	-	-	-	-	-	220,499	220,499
TIF #1 EPIC CIP	-	-	-	-	-	9,777,598	9,777,598
Other Capital Projects	-	-	-	-	-	5,552,558	5,552,558
Capital Lending/Reserve	-	-	-	-	-	13,609,134	13,609,134
Total committed	-	-	7,574,416	-	-	53,146,674	60,721,090
Assigned to:							
Home Match Cash	393,990	-	-	-	-	-	393,990
KGPB Commissions	1,299	-	-	-	-	-	1,299
Youth Scholarship Fund	5,403	-	-	-	-	-	5,403
Police Memorials	6,984	-	-	-	-	-	6,984
State Training (Police)	27,943	-	-	-	-	-	27,943
Fire- State Supplemental Funds	1,648,850	-	-	-	-	-	1,648,850
Hall of Fame Trust Fund	11,234	-	-	-	-	-	11,234
First Offender Program	15,427	-	-	-	-	-	15,427
Kirby Creek Accessibility Garden	36,774	-	-	-	-	-	36,774
US Marshals Service Agreement	227,769	-	-	-	-	-	227,769
GPPD Boxing Program	21,870	-	-	-	-	-	21,870
GPPD Explorer Program	14,376	-	-	-	-	-	14,376
GPPD Mounted Patrol	558	-	-	-	-	-	558
Total assigned	2,412,477	-	-	-	-	-	2,412,477
Unassigned	46,567,628	-	-	-	-	-	46,567,628
Total fund balances	\$ 50,006,374	\$ 2,440,325	\$ 13,418,276	\$ 13,991,902	\$ 3,787,565	\$ 215,621,606	\$ 299,266,048

under State law. There is no assurance that the ratings for U.S. Treasury securities used as Government Securities or that for any other Government Security will be maintained at any particular rating category.

Upon such deposit as described above, the applicable Certificates shall no longer be regarded to be outstanding or unpaid. After firm banking and financial arrangements for the discharge and final payment of the Certificates have been made as described above, all rights of the City to initiate proceedings to call the Certificates that have been defeased to maturity for redemption or take any other action amending the terms of the Certificates that have been defeased to maturity are extinguished; provided, however, that the right to call the Certificates that have been defeased to maturity for redemption is not extinguished if the City: (i) in the proceedings providing for the firm banking and financial arrangements, expressly reserves the right to call the Certificates for redemption; (ii) gives notice of the reservation of that right to the owners of the Certificates immediately following the making of the firm banking and financial arrangements; and (iii) directs that notice of the reservation be included in any redemption notices that it authorizes.

AMENDMENTS. . . The City may, without the consent of or notice to any Holders of the Certificates, from time to time and at any time, amend the Certificate Ordinance in any manner not detrimental to the interests of the Holders of the Certificates, including the curing of any ambiguity, inconsistency, or formal defect or omission therein. In addition, the City may, with the written consent of Holders of a majority in aggregate principal amount of the Certificates then Outstanding, amend, add to, or rescind any of the provisions of the Certificate Ordinance; provided that, without the consent of all Holders of Outstanding Certificates, no such amendment, addition, or rescission shall (1) extend the time or times of payment of the principal of, premium, if any, and interest on the Certificates, reduce the principal amount thereof, the redemption price, or the rate of interest thereon, or in any other way modify the terms of payment of the principal of, premium, if any, or interest on the Certificates, (2) give any preference to any Certificate over any other Certificate, or (3) reduce the aggregate principal amount of Certificates, required to be held by Holders for consent to any such amendment, addition, or rescission.

BOOK-ENTRY-ONLY SYSTEM. . . This section describes how ownership of the Certificates is to be transferred and how the principal of, premium, if any and interest on the Certificates are to be paid to and credited by DTC while the Certificates are registered in its nominee name. The information in this section concerning DTC and the Book-Entry-Only System has been provided by DTC for use in disclosure documents such as this Official Statement. The City believes the source of such information to be reliable, but takes no responsibility for the accuracy or completeness thereof.

The City cannot and does not give any assurance that (1) DTC will distribute payments of debt service on the Certificates, or redemption or other notices, to DTC Participants, (2) DTC Participants or others will distribute debt service payments paid to DTC or its nominee (as the registered owner of the Certificates), or redemption or other notices, to the Beneficial Owners, or that they will do so on a timely basis, or (3) DTC will serve and act in the manner described in this Official Statement. The current rules applicable to DTC are on file with the Securities and Exchange Commission, and the current procedures of DTC to be followed in dealing with DTC Participants are on file with DTC.

DTC will act as securities depository for the Certificates. The Certificates will be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership nominee). One fully-registered certificate will be issued for each maturity of the Certificates in the aggregate principal amount of each such maturity and will be deposited with DTC.

DTC, the world's largest securities depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has Standard & Poor's rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com and www.dtc.org.

Purchases of Certificates under the DTC system must be made by or through DTC Participants, which will receive a credit for such purchases on DTC's records. The ownership interest of each actual purchaser of each Certificate ("Beneficial Owner") is in turn to be recorded on the Direct or Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase, but Beneficial Owners are expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interest in the Certificates are to be accomplished by entries made on the books of Participants acting on behalf of Beneficial Owners. **Beneficial Owners will not receive certificates representing their ownership interests in the Certificates, except in the event that use of the book-entry system described herein is discontinued.**

City Of Grand Prairie, Texas
Notes to the Basic Financial Statements
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TMRS Supplemental Death

	Deferred Outflows of Resources	Deferred Inflows of Resources
Difference in expected and actual experience	\$ 336,699	\$ (612,182)
Difference in assumptions	1,189,992	(144,508)
Difference in projected and actual earnings on OPEB plan investments	-	-
Employer's contributions to the OPEB plan subsequent to the measurement date	30,535	-
	<u>\$ 1,557,226</u>	<u>\$ (756,690)</u>

Deferred outflows of resources related to OPEB resulting from contributions subsequent to the measurement date of \$30,535 will be recognized as a reduction of the total OPEB liability in the City's financial statements September 30, 2022. Other amounts reported as deferred outflows and inflows of resources related to OPEB will be recognized in pension expense as follows:

Retiree Health Insurance

Measurement Period Ended September 31,	Net deferred outflows (inflows) of resources
2022	\$ (453,955)
2023	(453,955)
2024	408,682
2021	408,682
2026	-
Total	<u>\$ (90,546)</u>

TMRS Supplemental Death

Measurement Year Ended December 31,	Net deferred outflows (inflows) of resources
2021	\$ 167,926
2022	167,926
2023	160,848
2024	117,758
2025	79,582
Thereafter	75,961
Total	<u>\$ 770,001</u>

To facilitate subsequent transfers, all Certificates deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of Certificates with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not affect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Certificates; DTC's records reflect only the identity of the Direct Participants to whose accounts such Certificates are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Certificates may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Certificates, such as redemptions, tenders, defaults, and proposed amendments to the Certificate documents. For example, Beneficial Owners of Certificates may wish to ascertain that the nominee holding the Certificates for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

Redemption notices shall be sent to DTC. If less than all of the Certificates within a maturity are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such maturity to be redeemed.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to the Certificates, unless authorized by a Direct Participant in accordance with DTC's Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the City as soon as possible after the Record Date (hereinafter defined). The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Certificates are credited on the Record Date (identified in a listing attached to the Omnibus Proxy).

All payments on the Certificates will be made to Cede & Co. or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the City or the Paying Agent/Registrar, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC nor its nominee, the Paying Agent/Registrar or the City, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of redemption proceeds and principal and interest to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the City or the Paying Agent/Registrar, disbursement of such payments to Direct Participants shall be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners shall be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as securities depository with respect to the Certificates at any time by giving reasonable notice to the City or Paying Agent/Registrar. Under such circumstances, in the event that a successor securities depository is not obtained, Certificates are required to be printed and delivered.

The City may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, Certificate certificates will be printed and delivered.

Effect of Termination of Book-Entry-Only System... In the event that the Book-Entry-Only System is discontinued, printed Certificate certificates will be issued to the holders and the Certificates will be subject to transfer, exchange and registration provisions as set forth in the Ordinance and summarized under "THE CERTIFICATES - Transfer, Exchange and Registration" herein.

Use of Certain Terms in Other Sections of this Official Statement. In reading this Official Statement it should be understood that while the Certificates are in the Book-Entry-Only System, references in other sections of this Official Statement to registered owners should be read to include the person for which the Participant acquires an interest in the Certificates, but (i) all rights of ownership must be exercised through DTC and the Book-Entry-Only System, and (ii) except as described above, notices that are to be given to registered owners under the Ordinance will be given only to DTC.

Information concerning DTC and the Book-Entry-Only System has been obtained from DTC and is not guaranteed as to accuracy or completeness by, and is not to be construed as a representation by the City, the Financial Advisor or the Purchaser.

PAYING AGENT/REGISTRAR. . . The initial Paying Agent/Registrar is Zions Bancorporation, National Association, Houston, Texas. In the Certificate Ordinance, the City retains the right to replace the Paying Agent/Registrar. The City covenants to maintain and provide a Paying Agent/Registrar at all times until the Certificates are duly paid, and any successor Paying Agent/Registrar shall be a bank, trust company, financial institution or other entity duly qualified and legally authorized to serve as and perform the duties and services of Paying Agent/Registrar for the Certificates. Upon any change in the Paying Agent/Registrar for the Certificates, the City agrees to promptly cause a written notice thereof to be sent to each registered owner of the Certificates by United States mail, first class, postage prepaid, which notice shall also give the address of the new Paying Agent/Registrar.

TRANSFER, EXCHANGE AND REGISTRATION. . . In the event the Book-Entry-Only System should be discontinued with respect to the Certificates, printed Certificates will be delivered to the registered owners thereof, and thereafter the Certificates, may be transferred and exchanged on the registration books of the Paying Agent/Registrar only upon presentation and surrender to the

City Of Grand Prairie, Texas

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The following presents the total OPEB liability of the City's TMRS supplemental plan calculated using the discount rate of 2.00%, as well as what the City's total OPEB liability would be if it were calculated using a discount rate that is 1 percentage point lower (1.00%) or 1 percentage point higher (3.00%) than the current discount rate:

Sensitivity of the OPEB Liability to Changes in the Discount Rate		
Current		
1% Decrease	Discount Rate	1% Increase
\$ 6,435,476	\$ 5,288,290	\$ 4,398,326

Sensitivity of the Total OPEB Liability to Changes in the Healthcare Cost Trend Rate

The following presents the total OPEB liability of the City's retiree health insurance, as well as what the City's total OPEB liability would be if it were calculated using healthcare cost trend rates that are one percentage point lower or 1 percentage point higher than the current healthcare cost trend rate:

Sensitivity of the OPEB Liability to Changes in the Healthcare Cost Rate		
Current		
1% Decrease	Discount Rate	1% Increase
\$ 56,434,600	\$ 65,656,336	\$ 74,380,016

OPEB Expense and Deferred Outflows of Resources and Deferred Inflows of Resources Related to OPEB

For the year ended September 30, 2021, the City recognized total OPEB expense of \$6,000,782 which included \$5,518,041 related to Retiree Health Insurance and \$482,741 related to TMRS Supplemental Death.

At September 30, 2021, the City reported deferred outflows and inflows of resources related to OPEB from the following resources:

Retiree Health Insurance

	Deferred Outflows of Resources	Deferred Inflows of Resources
Difference in expected and actual experience	\$ -	\$ (2,087,798)
Difference in assumptions	2,651,496	(654,244)
Difference in projected and actual earnings on OPEB plan investments	-	-
Employer's contributions to the OPEB plan subsequent to the measurement date	-	-
	<u>\$ 2,651,496</u>	<u>\$ (2,742,042)</u>

Paying Agent/Registrar, and such transfer or exchange shall be without expense or service charge to the registered owner, except for any tax or other governmental charges required to be paid with respect to such registration, exchange and transfer. Certificates may be assigned by the execution of an assignment form on the respective Certificates or by other instrument of transfer and assignment acceptable to the Paying Agent/Registrar. New Certificates will be delivered by the Paying Agent/Registrar, in lieu of the Certificates being transferred or exchanged, at the designated office of the Paying Agent/Registrar, or sent by United States mail, first class, postage prepaid, to the new registered owner or his designee. To the extent possible, new Certificates issued in an exchange or transfer of Certificates will be delivered to the registered owner or assignee of the registered owner in not more than three business days after the receipt of the Certificates to be canceled, and the written instrument of transfer or request for exchange duly executed by the registered owner or his duly authorized agent, in form satisfactory to the Paying Agent/Registrar. New Certificates registered and delivered in an exchange or transfer shall be in any integral multiple of \$5,000 for any one maturity and for a like aggregate principal amount as the Certificates surrendered for exchange or transfer. See "THE CERTIFICATES - Book-Entry-Only System" herein for a description of the system to be utilized initially in regard to ownership and transferability of the Certificates. Neither the City nor the Paying Agent/Registrar shall be required to transfer or exchange any Certificate called for redemption, in whole or in part, within 45 days of the date fixed for redemption; provided, however, such limitation on transfer shall not be applicable to an exchange by the registered owner of the uncalled balance of a Certificate.

RECORD DATE FOR INTEREST PAYMENT. . . The record date ("Record Date") for the interest payable on the Certificates on any interest payment date means the close of business on the last business day of the preceding month.

In the event of a non-payment of interest on a scheduled payment date, and for 30 days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar, if and when funds for the payment of such interest have been received from the City. Notice of the Special Record Date and of the scheduled payment date of the past due interest (which shall be 15 days after the Special Record Date) shall be sent at least five business days prior to the Special Record Date by United States mail, first class postage prepaid, to the address of each registered owner of a Certificate appearing on the registration books of the Paying Agent/Registrar at the close of business on the last business day next preceding the date of mailing of such notice.

CERTIFICATEHOLDERS' REMEDIES. . . If the City defaults in the payment of principal, interest or redemption price, as applicable, on the Certificates when due, or if it fails to make payments into any fund or funds created in the Ordinance or defaults in the observation or performance of any other covenants, conditions or obligations set forth in the Certificate Ordinance, the registered owners may seek a writ of mandamus to compel City officials to carry out their legally imposed duties with respect to the Certificates if there is no other available remedy at law to compel performance of the Certificates or the Certificate Ordinance and the City's obligations are not uncertain or disputed. The issuance of a writ of mandamus is controlled by equitable principles, and rests with the discretion of the court, but may not be arbitrarily refused. There is no acceleration of maturity of the Certificates in the event of default and, consequently, the remedy of mandamus may have to be relied upon from year to year. The Certificate Ordinance does not provide for the appointment of a trustee to represent the interest of the holders of the Certificates upon any failure of the City to perform in accordance with the terms of the Certificate Ordinance, or upon any other condition and, accordingly, all legal actions to enforce such remedies would have to be undertaken at the initiative of, and be financed by, the registered owners. On April 1, 2016, the Texas Supreme Court ruled in *Wasson Interests, Ltd. v. City of Jacksonville*, 489 S.W. 3d 427 (Tex. 2016) ("Wasson") that sovereign immunity does not imbue a city with derivative immunity when it performs proprietary, as opposed to governmental, functions in respect to contracts executed by a city. The Texas Supreme Court reviewed *Wasson* again in June 2018 and clarified that to determine whether governmental immunity applies to a breach of contract claim, the proper inquiry is whether the municipality was engaged in a governmental or proprietary function when it entered into the contract, not at the time of the alleged breach. Therefore in regard to municipal contract cases (as in tort claims) it is incumbent on the courts to determine whether a function was proprietary or governmental based upon the statutory guidance at the time of the contractual relationship. Texas jurisprudence has generally held that proprietary functions are those conducted by a city in its private capacity, for the benefit only of those within its corporate limits, and not as an arm of the government or under the authority or for the benefit of the state. If sovereign immunity is determined by a court to exist, then the Texas Supreme Court has ruled in *Tooke v. City of Mexia*, 197 S.W.3d 325 (Tex. 2006) that a waiver of sovereign immunity in a contractual dispute must be provided for by statute in "clear and unambiguous" language. Chapter 1371, which pertains to the issuance of public securities by certain issuers such as the City, permits the City to waive sovereign immunity in the proceedings authorizing its debt obligations. The City has relied upon Chapter 1371 in connection with the issuance of the Certificates, but the City has not waived sovereign immunity in the manner provided by Chapter 1371. Because it is unclear whether the Texas legislature has effectively waived the City's sovereign immunity from a suit for money damages, holders of the Certificates may not be able to bring such a suit against the City for breach of the Certificates or the covenants in the Certificate Ordinance. Even if a judgment against the City could be obtained, it could not be enforced by direct levy and execution against the City's property. Further, the registered owners cannot themselves foreclose on property within the City or sell property within the City to enforce the tax lien on taxable property to pay the principal of and interest on the Certificates. Furthermore, the City is eligible to seek relief from its creditors under Chapter 9 of the U.S. Bankruptcy Code ("Chapter 9"). Although Chapter 9 provides for the recognition of a security interest represented by a specifically pledged source of revenues, the pledge of ad valorem taxes in support of a general obligation of a bankrupt entity is not specifically recognized as a security interest under Chapter 9. Chapter 9 also includes an automatic stay provision that would prohibit, without Bankruptcy Court approval, the prosecution of any other legal action by creditors or holders of the Certificates of an entity which has sought protection under Chapter 9. Therefore, should the City avail itself of Chapter 9 protection from creditors, the ability to enforce creditors' rights would be subject to the approval of the Bankruptcy Court (which could require that the action be heard in Bankruptcy Court instead of other federal or state court); and the Bankruptcy Code provides for broad discretionary powers of a Bankruptcy Court in administering any proceeding brought before it. The opinion of Bond Counsel will note that all opinions relative to the enforceability of the Certificate Ordinance and the Certificates are qualified with respect to the customary rights of debtors relative to their creditors.

TAX INFORMATION

The following is a summary of certain provisions of State law as it relates to ad valorem taxation and is not intended to be complete. Prospective investors are encouraged to review Title I of the Texas Tax Code, as amended (the "Property Tax Code"), for identification of property subject to ad valorem taxation, property exempt or which may be exempted from ad valorem taxation if claimed, the appraisal of property for ad valorem tax purposes, and the procedures and limitations applicable to the levy and collection of ad valorem taxes.

VALUATION OF TAXABLE PROPERTY . . . The Property Tax Code provides for countywide appraisal and equalization of taxable property values and establishes in each county of the State an appraisal district and an appraisal review board (the "Appraisal Review Board") responsible for appraising property for all taxing units within the county. The appraisal of property within the City is the responsibility of the Dallas Central Appraisal District, Ellis Appraisal District and Tarrant Appraisal District (collectively, the "Appraisal District") with respect to City property located within such counties, which are county-wide agencies created under the Property Tax Code for that purpose. Except as generally described below, the Appraisal District is required to appraise all property within the Appraisal District on the basis of 100% of its market value and is prohibited from applying any assessment ratios. In determining market value of property, the Appraisal District is required to consider the cost method of appraisal, the income method of appraisal and the market data comparison method of appraisal, and use the method the chief appraiser of the Appraisal District considers most appropriate. The Property Tax Code requires appraisal districts to reappraise all property in its jurisdiction at least once every three (3) years. A taxing unit may require annual review at its own expense, and is entitled to challenge the determination of appraised value of property within the taxing unit by petition filed with the Appraisal Review Board.

State law requires the appraised value of an owner's principal residence ("homestead" or "homesteads") to be based solely on the property's value as a homestead, regardless of whether residential use is considered to be the highest and best use of the property. State law further limits the appraised value of a homestead to the lesser of (1) the market value of the property or (2) 110% of the appraised value of the property for the preceding tax year plus the market value of all new improvements to the property. The 10% increase is cumulative, meaning the maximum increase is 10% times the number of years since the property was last appraised.

State law provides that eligible owners of both agricultural land and open-space land, including open-space land devoted to farm or ranch purposes or open-space land devoted to timber production, may elect to have such property appraised for property taxation on the basis of its productive capacity. The same land may not be qualified as both agricultural and open-space land.

The appraisal values set by the Appraisal District are subject to review and change by the Appraisal Review Board. The appraisal rolls, as approved by the Appraisal Review Board, are used by taxing units, such as the City, in establishing their tax rolls and tax rates (see "TAX INFORMATION – City and Taxpayer Remedies").

STATE MANDATED HOMESTEAD EXEMPTIONS . . . State law grants, with respect to each taxing unit in the State, various exemptions for disabled veterans and their families, surviving spouses of members of the armed services killed in action and surviving spouses of first responders killed or fatally wounded in the line of duty.

LOCAL OPTION HOMESTEAD EXEMPTIONS . . . The governing body of a taxing unit, including a city, county, school district, or special district, at its option may grant: (1) an exemption of up to 20% of the appraised value of all homesteads (but not less than \$5,000) and (2) an additional exemption of at least \$3,000 of the appraised value of the homesteads of persons sixty-five (65) years of age or older and the disabled. Each taxing unit decides if it will offer the local option homestead exemptions and at what percentage or dollar amount, as applicable. The exemption described in (2), above, may also be created, increased, decreased or repealed at an election called by the governing body of a taxing unit upon presentment of a petition for such creation, increase, decrease, or repeal of at least 20% of the number of qualified voters who voted in the preceding election of the taxing unit.

LOCAL OPTION FREEZE FOR THE ELDERLY AND DISABLED . . . The governing body of a county, municipality or junior college district may, at its option, provide for a freeze on the total amount of ad valorem taxes levied on the homesteads of persons 65 years of age or older or of disabled persons above the amount of tax imposed in the year such residence qualified for such exemption. Also, upon voter initiative, an election may be held to determine by majority vote whether to establish such a freeze on ad valorem taxes. Once the freeze is established, the total amount of taxes imposed on such homesteads cannot be increased except for certain improvements, and such freeze cannot be repealed or rescinded.

PERSONAL PROPERTY . . . Tangible personal property (furniture, machinery, supplies, inventories, etc.) used in the "production of income" is taxed based on the property's market value. Taxable personal property includes income-producing equipment and inventory. Intangibles such as goodwill, accounts receivable, and proprietary processes are not taxable. Tangible personal property not held or used for production of income, such as household goods, automobiles or light trucks, and boats, is exempt from ad valorem taxation unless the governing body of a taxing unit elects to tax such property.

FREEPORT AND GOODS-IN-TRANSIT EXEMPTIONS . . . Certain goods that are acquired in or imported into the State to be forwarded outside the State, and are detained in the State for 175 days or less for the purpose of assembly, storage, manufacturing, processing or fabrication ("Freeport Property") are exempt from ad valorem taxation unless a taxing unit took official action to tax Freeport Property before April 1, 1990 and has not subsequently taken official action to exempt Freeport Property. Decisions to continue taxing Freeport Property may be reversed in the future; decisions to exempt Freeport Property are not subject to reversal.

Certain goods, that are acquired in or imported into the State to be forwarded to another location within or without the State, stored in a location that is not owned by the owner of the goods and are transported to another location within or without the State within 175 days ("Goods-in-Transit"), are generally exempt from ad valorem taxation; however, the Property Tax Code permits a taxing

The discount rate was based on the Fidelity index's "20-Year Municipal GO AA Index" rate as of December 31, 2020.

Change in OPEB Liability Retiree Health Insurance	Total OPEB Liability
Balance at September 30, 2020	\$ 62,543,755
Changes for the year:	
Service cost	4,393,270
Interest	1,578,728
Difference between expected and actual experience	-
Changes in assumptions	-
Benefit payments*	(2,859,417)
Net changes	3,112,581
Balance at September 30, 2021	\$ 65,656,336
Change in OPEB Liability TMRS Supplemental Death	Total OPEB Liability
Balance at December 31, 2019	\$ 4,419,808
Changes for the year:	
Service cost	191,195
Interest	123,620
Difference between expected and actual experience	(93,363)
Changes in assumptions	687,282
Benefit payments*	(40,252)
Net changes	868,482
Balance at December 31, 2020	\$ 5,288,290

*Due to the Plan being considered an unfunded OPEB plan under GASB 75, benefit payments are treated as being equal to the employer's yearly contributions for retirees.

Sensitivity of the Total OPEB Liability to Changes in the Discount Rate

The following presents the total OPEB liability of the City's retiree health insurance calculated using the discount rate of 2.41%, as well as what the City's total OPEB liability would be if it were calculated using a discount rate that is 1 percentage point lower (1.41%) or 1 percentage point higher (3.41%) than the current discount rate:

Sensitivity of the OPEB Liability to Changes in the Discount Rate		
1% Decrease	Current Discount Rate	1% Increase
\$ 72,474,349	\$ 65,656,336	\$ 57,702,266

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
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The City of Grand Prairie TMRS supplemental death total OPEB liability of \$5,288,290 measured as of December 31, 2020, and was determined by an actuarial valuation as of that date.

Actuarial Assumptions

The retiree health insurance total OPEB liability in the September 30, 2021 actuarial valuation was determined using the following actuarial assumptions:

Inflation	2.50%
Salary Increases	3.50%
Discount Rate	2.41%
Mortality rates - retirees	RP-2014 Combined Table projected using MP-2019

The discount rate was selected by City of Grand Prairie based on the Bond Buyer 20-Bond General Obligation Index to reflect yields on long-term municipal bonds as of the measurement date.

The TMRS supplemental death total OPEB liability in the December 31, 2020 actuarial valuation was determined using the following actuarial assumptions:

Inflation	2.50%
Salary Increases	3.50% to 11.5% including inflation
Discount Rate	2.00%
Administrative expenses	All administrative expenses are paid through the Pension Trust and accounted for under reporting requirements under GASB Statement No. 68.
Mortality rates - service retirees	2019 Municipal Retirees of Texas Mortality Tables. The rates are projected on a fully generational basis with scale UMP.
Mortality rates - disabled retirees	2019 Municipal Retirees of Texas Mortality Tables with a 4 year set forward for males and a 3 year set-forward for females. In addition, a 3.5% and 3% minimum mortality rate will be applied to reflect the impairment for younger members who become disabled for males and females, respectively. The rates are projected on a fully generational basis by Scale UMP to account for future mortality improvements subject to the floor.

unit, on a local option basis, to tax Goods-in-Transit if the taxing unit takes official action, after conducting a public hearing, before January 1 of the first tax year in which the taxing unit proposes to tax Goods-in-Transit. Goods-in-Transit and Freeport Property do not include oil, natural gas or petroleum products, and Goods-in-Transit does not include aircraft or special inventories such as manufactured housing inventory, or a dealer's motor vehicle, boat, or heavy equipment inventory.

A taxpayer may receive only one of the Goods-in-Transit or Freeport Property exemptions for items of personal property.

OTHER EXEMPT PROPERTY . . . Other major categories of exempt property include property owned by the State or its political subdivisions if used for public purposes, property exempt by federal law, property used for pollution control, farm products owned by producers, property of nonprofit corporations used for scientific research or educational activities benefiting a college or university, designated historic sites, solar and wind-powered energy devices, and certain classes of intangible personal property.

TAX INCREMENT REINVESTMENT ZONES. . . A city or county, by petition of the landowners or by action of its governing body, may create one or more tax increment reinvestment zones ("TIRZ") within its boundaries. At the time of the creation of the TIRZ, a "base value" for the real property in the TIRZ is established and the difference between any increase in the assessed valuation of taxable real property in the TIRZ in excess of the base value is known as the "tax increment". During the existence of the TIRZ, all or a portion of the taxes levied against the tax increment by a city or county, and all other overlapping taxing units that elected to participate, are restricted to paying only planned project and financing costs within the TIRZ and are not available for the payment of other obligations of such taxing units.

TAX ABATEMENT AGREEMENTS . . . Taxing units may also enter into tax abatement agreements to encourage economic development. Under the agreements, a property owner agrees to construct certain improvements on its property. The taxing unit, in turn, agrees not to levy a tax on all or part of the increased value attributable to the improvements until the expiration of the agreement. The abatement agreement could last for a period of up to 10 years.

For a discussion of how the various exemptions described above are applied by the City, see "TAX INFORMATION – City Application of Tax Code".

TEMPORARY EXEMPTION FOR QUALIFIED PROPERTY DAMAGED BY A DISASTER. . . The Property Tax Code entitles the owner of certain qualified (i) tangible personal property used for the production of income, (ii) improvements to real property, and (iii) manufactured homes located in an area declared by the Governor to be a disaster area following a disaster and is at least 15 percent damaged by the disaster, as determined by the chief appraiser, to an exemption from taxation of a portion of the appraised value of the property. The amount of the exemption ranges from 15 percent to 100 percent based upon the damage assessment rating assigned by the chief appraiser. The governing body of the taxing unit is not required to take any action in order for the taxpayer to be eligible for the exemption. If a taxpayer qualifies for the exemption after the beginning of the tax year, the amount of the exemption is prorated based on the number of days left in the tax year following the day on which the Governor declares the area to be a disaster area. For more information on the exemption, reference is made to Section 11.35 of the Tax Code.

CITY AND TAXPAYER REMEDIES . . . Under certain circumstances, taxpayers and taxing units, including the City, may appeal the determinations of the Appraisal District by timely initiating a protest with the Appraisal Review Board. Additionally, taxing units such as the City may bring suit against the Appraisal District to compel compliance with the Property Tax Code.

Owners of certain property with a taxable value in excess of the current year "minimum eligibility amount", as determined by the State Comptroller of Public Accounts (the "Comptroller"), and situated in a county with a population of one million or more, may protest the determinations of an appraisal district directly to a three-member special panel of the appraisal review board, appointed by the chairman of the appraisal review board, consisting of highly qualified professionals in the field of property tax appraisal. The minimum eligibility amount is set at \$52,978,200 for the 2022 tax year, and is adjusted annually by the State Comptroller to reflect the inflation rate.

The Property Tax Code sets forth notice and hearing procedures for certain tax rate increases by the City and provides for taxpayer referenda that could result in the repeal of certain tax increases (see "TAX INFORMATION – Public Hearing and Maintenance and Operations Tax Rate Limitations"). The Property Tax Code also establishes a procedure for providing notice to property owners of reappraisals reflecting increased property value, appraisals which are higher than renditions, and appraisals of property not previously on an appraisal roll.

LEVY AND COLLECTION OF TAXES . . . The City is responsible for the collection of its taxes, unless it elects to transfer such functions to another governmental entity. Taxes are due October 1, or when billed, whichever comes later, and become delinquent after January 31 of the following year. A delinquent tax incurs a penalty of six percent (6%) of the amount of the tax for the first calendar month it is delinquent, plus one percent (1%) for each additional month or portion of a month the tax remains unpaid prior to July 1 of the year in which it becomes delinquent. If the tax is not paid by July 1 of the year in which it becomes delinquent, the tax incurs a total penalty of twelve percent (12%) regardless of the number of months the tax has been delinquent and incurs an additional penalty of up to twenty percent (20%) if imposed by the City. The delinquent tax also accrues interest at a rate of one percent (1%) for each month or portion of a month it remains unpaid. The Property Tax Code also makes provision for the split payment of taxes, discounts for early payment and the postponement of the delinquency date of taxes for certain taxpayers. Furthermore, the City may provide, on a local option basis, for the split payment, partial payment, and discounts for early payment of taxes under certain circumstances.

CITY'S RIGHTS IN THE EVENT OF TAX DELINQUENCIES . . . Taxes levied by the City are a personal obligation of the owner of the property. On January 1 of each year, a tax lien attaches to property to secure the payment of all state and local taxes, penalties, and interest ultimately imposed for the year on the property. The lien exists in favor of each taxing unit, including the City, having

power to tax the property. The City's tax lien is on a parity with tax liens of such other taxing units. A tax lien on real property takes priority over the claim of most creditors and other holders of liens on the property encumbered by the tax lien, whether or not the debt or lien existed before the attachment of the tax lien; however, whether a lien of the United States is on a parity with or takes priority over a tax lien of the City is determined by applicable federal law. Personal property, under certain circumstances, is subject to seizure and sale for the payment of delinquent taxes, penalty, and interest.

At any time after taxes on property become delinquent, the City may file suit to foreclose the lien securing payment of the tax, to enforce personal liability for the tax, or both. In filing a suit to foreclose a tax lien on real property, the City must join other taxing units that have claims for delinquent taxes against all or part of the same property.

Collection of delinquent taxes may be adversely affected by the amount of taxes owed to other taxing units, adverse market conditions, taxpayer redemption rights, or bankruptcy proceedings which restrain the collection of a taxpayer's debt.

Federal bankruptcy law provides that an automatic stay of actions by creditors and other entities, including governmental units, goes into effect with the filing of any petition in bankruptcy. The automatic stay prevents governmental units from foreclosing on property and prevents liens for post-petition taxes from attaching to property and obtaining secured creditor status unless, in either case, an order lifting the stay is obtained from the bankruptcy court. In many cases, post-petition taxes are paid as an administrative expense of the estate in bankruptcy or by order of the bankruptcy court.

PUBLIC HEARING AND MAINTENANCE AND OPERATIONS TAX RATE LIMITATIONS . . . The following terms as used in this section have the meanings provided below:

"adjusted" means lost values are not included in the calculation of the prior year's taxes and new values are not included in the current year's taxable values.

"de minimis rate" means the maintenance and operations tax rate that will produce the prior year's total maintenance and operations tax levy (adjusted) from the current year's values (adjusted), plus the rate that produces an additional \$500,000 in tax revenue when applied to the current year's taxable value, plus the debt service tax rate.

"no-new-revenue tax rate" means the combined maintenance and operations tax rate and debt service tax rate that will produce the prior year's total tax levy (adjusted) from the current year's total taxable values (adjusted).

"special taxing unit" means a city for which the maintenance and operations tax rate proposed for the current tax year is 2.5 cents or less per \$100 of taxable value.

"unused increment rate" means the cumulative difference between a city's voter-approval tax rate and its actual tax rate for each of the tax years 2020 through 2022, which may be applied to a city's tax rate in tax years 2021 through 2023 without impacting the voter-approval tax rate.

"voter-approval tax rate" means the maintenance and operations tax rate that will produce the prior year's total maintenance and operations tax levy (adjusted) from the current year's values (adjusted) multiplied by 1.035, plus the debt service tax rate, plus the "unused increment rate".

The City's tax rate consists of two components: (1) a rate for funding of maintenance and operations expenditures in the current year (the "maintenance and operations tax rate"), and (2) a rate for funding debt service in the current year (the "debt service tax rate"). Under State law, the assessor for the City must submit an appraisal roll showing the total appraised, assessed, and taxable values of all property in the City to the City Council by August 1 or as soon as practicable thereafter.

A city must annually calculate its voter-approval tax rate and no-new-revenue tax rate in accordance with forms prescribed by the State Comptroller and provide notice of such rates to each owner of taxable property within the city and the county tax assessor-collector for each county in which all or part of the city is located. A city must adopt a tax rate before the later of September 30 or the 60th day after receipt of the certified appraisal roll, except that a tax rate that exceeds the voter-approval tax rate must be adopted not later than the 71st day before the next occurring November uniform election date. If a city fails to timely adopt a tax rate, the tax rate is statutorily set as the lower of the no-new-revenue tax rate for the current tax year or the tax rate adopted by the city for the preceding tax year.

As described below, the Property Tax Code provides that if a city adopts a tax rate that exceeds its voter-approval tax rate or, in certain cases, its de minimis rate, an election must be held to determine whether or not to reduce the adopted tax rate to the voter-approval tax rate.

A city may not adopt a tax rate that exceeds the lower of the voter-approval tax rate or the no-new-revenue tax rate until each appraisal district in which such city participates has delivered notice to each taxpayer of the estimated total amount of property taxes owed and the city has held a public hearing on the proposed tax increase.

For cities with a population of 30,000 or more as of the most recent federal decennial census, if the adopted tax rate for any tax year exceeds the voter-approval tax rate, that city must conduct an election on the next occurring November uniform election date to determine whether or not to reduce the adopted tax rate to the voter-approval tax rate.

For cities with a population less than 30,000 as of the most recent federal decennial census, if the adopted tax rate for any tax year exceeds the greater of (i) the voter-approval tax rate or (ii) the de minimis rate, the city must conduct an election on the next occurring November uniform election date to determine whether or not to reduce the adopted tax rate to the voter-approval tax rate. However, for any tax year during which a city has a population of less than 30,000 as of the most recent federal decennial census and does not qualify as a special taxing unit, if a city's adopted tax rate is equal to or less than the de minimis rate but greater than both (a) the no-new-revenue tax rate, multiplied by 1.08, plus the debt service tax rate or (b) the city's voter-approval tax rate, then

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The City offers medical, dental, and vision coverage to eligible retirees.

Employees Covered by Benefit Terms

For retiree health insurance at the September 30, 2021 valuation and measurement date, the following employees were covered by the benefit terms:

Inactive employees or beneficiaries currently receiving benefits	226
Active employees	1,328
Total	1,554

For TMRS supplemental death at the December 31, 2020 valuation and measurement date, the following employees were covered by the benefit terms:

Inactive employees or beneficiaries currently receiving benefits	662
Inactive employees entitled to but not yet receiving benefits	133
Active employees	1,372
Total	2,167

Contributions

For retiree health insurance, retirees and their spouses currently receiving benefits are required to contribute specified amounts monthly toward the cost of health insurance premiums.

Monthly retiree contribution rates are as follows:

Retiree Monthly Health Care Premiums for Grandfathered Retirees under 65 (Employee Pays Portion)

	Monthly Health Care Premium
Over 65 Retiree (Grandfathered by age)	
Employee only	\$ 241
Employee plus spouse	238

Retiree Monthly Health Care Premiums Retirees under 65 (Employee Pays Portion)

	Monthly Health Care Premium	
Group	EPO	HDHP
Retiree Only	\$ 284	\$ 190
Retiree + Spouse	539	404
Retiree + Children	562	324
Family	757	569

Total OPEB Liability

The City of Grand Prairie retiree health insurance total OPEB liability of \$65,656,336 was measured as of September 30, 2021, and was determined by an actuarial valuation as of that date.

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The death benefit for active employees provides a lump-sum payment approximately equal to the employee's annual salary (calculated based on the employee's actual earnings, for the 12-month period preceding the month of death); retired employees are insured for \$7,500; this coverage is an "other post-employment benefit," or OPEB.

Retiree Health Benefits

Current employees who retire from the City of Grand Prairie under a TMRS Retirement / Plan option may elect to remain on the City's medical, dental, and vision insurance plans as long as they meet the following criteria:

- Under age of 65
- Currently working for the City immediately prior to retirement, and
- Payment of required monthly premiums by due date, or within grace period

TMRS Retirement / Plan option may include:

- Service retirement, 25 years of TMRS creditable service at any age, or
- Age 60 and 5 years of TMRS creditable service
- Disability/medical retirement at any age, if approved by TMRS

Eligibility requirements do not vary by type of retirement. The retiree health care plan is a single-employer defined benefit plan. No trust is setup for the plan; therefore, there is no separate audit report available.

Retirees pay a portion of their retiree health care premium based on their years of service with the City of Grand Prairie, the plan selected, and dependent coverage when they retire. The base retiree health care premium is based on the accrual rate, claims costs, and budget for the prior fiscal year.

Medical coverage for retiree benefits extends only to age 65. Once a retiree reaches age 65, they will be dropped from medical coverage at the beginning of the month in which they turn 65. If a retiree cancels any or all insurance at any time during retirement, they forfeit all rights to coverage through the City for that benefit. If they cancel medical coverage all together, they may not elect medical again in the future for any reason.

A spouse who is on the employee's plan at the time of retirement may continue on the plan until the spouse reaches age 65. Spouse coverage continues after the employee reaches the age 65 and after the death of the employee until the spouse reaches the age of 65, as well. Spouse coverage continues even though the employee becomes Medicare eligible.

Rates for spouse coverage are dependent upon the employee's years of service with the City of Grand Prairie. Spouses receive the same benefits as the employee. Surviving spouses of deceased active members are not eligible for retiree health care benefits, unless they become eligible under TMRS and elect retirement immediately following the month of death. They become "retiree" in that case.

For all retirements after 1/1/08, dependents must have been covered for the 2 years immediately preceding the effective date of retirement to be eligible to continue coverage under retiree into retirement.

New dependents gained during retirement (due to marriage or birth) may not be added to the City's plan since they were not eligible at the time of retirement.

Retirees that do not continue coverage through our retiree health care plans do not receive payment in lieu of retiree health care.

a valid petition signed by at least three percent of the registered voters in the city would require that an election be held to determine whether or not to reduce the adopted tax rate to the voter-approval tax rate.

Any city located at least partly within an area declared a disaster area by the Governor of the State or the President of the United States during the current year may calculate its voter-approval tax rate using a 1.08 multiplier, instead of 1.035, until the earlier of (i) the second tax year in which such city's total taxable appraised value exceeds the taxable appraised value on January 1 of the year the disaster occurred, or (ii) the third tax year after the tax year in which the disaster occurred.

State law provides cities and counties in the State the option of assessing a maximum one-half percent (1/2%) sales and use tax on retail sales of taxable items for the purpose of reducing its ad valorem taxes, if approved by a majority of the voters in a local option election. If the additional sales and use tax for ad valorem tax reduction is approved and levied, the no-new-revenue tax rate and voter-approval tax rate must be reduced by the amount of the estimated sales tax revenues to be generated in the current tax year.

The calculations of the no-new-revenue tax rate and voter-approval tax rate do not limit or impact the City's ability to set a debt service tax rate in each year sufficient to pay debt service on all of the City's tax-supported debt obligations, including the Certificates.

Reference is made to the Property Tax Code for definitive requirements for the levy and collection of ad valorem taxes and the calculation of the various defined tax rates.

CITY APPLICATION OF TAX CODE . . . The City grants an exemption to the market value of the residence homestead of persons 65 years of age or older of \$45,000; the disabled are also granted an exemption of \$30,000. Disabled veterans or the surviving spouse or children of a deceased veteran who died while on active duty in the armed forces are granted a maximum exemption of up to \$12,000 dependent upon the amount of disability. Disabled veterans (and spouses) awarded 100% disability compensation and a disability rating of 100% are entitled to have 100% of the appraised value of their residence homestead exempted from property taxes.

The City has granted an additional exemption of 12.5% of the appraised value of residence homesteads; the minimum exemption is \$5,000.

See Table 1 for a listing of the amounts of the exemptions described above.

The City has adopted the tax freeze for citizens who are disabled or are 65 years of age or older, which became a local option and subject to local referendum on January 1, 2004.

Ad valorem taxes are not levied by the City against the exempt value of residence homesteads for the payment of debt.

The City does not tax nonbusiness personal property.

Dallas County collects taxes for the City by contract.

The City does permit split payments, and discounts are not allowed.

The City does not tax Freeport Property.

The City does not collect the additional one-half cent sales tax for reduction of ad valorem taxes.

The City has adopted tax abatement guidelines. The City has granted partial tax abatements to three companies. See "TAX ABATEMENTS" below.

The City has created three TIRZs, but at this time only two are active.

TAX ABATEMENTS . . . The City policy is to grant tax abatements for the development of new facilities or the expansion of existing facilities for which the life of the facility exceeds the life of the abatement. For properties not in an enterprise zone, total investment must exceed \$5,000,000, total job creation must exceed 25 permanent positions, the abatement period may not exceed 10 years and the abatement percentage may not exceed 75%. As of the 2021 certified roll (used for 2022 fiscal year) the City's abatement agreements with three companies resulted in \$38,060,542 in appraised values being exempt from taxation, totaling \$255,005 in taxes abated on the 2021 certified tax roll (used for the 2022 fiscal year).

TAX INCREMENT FINANCING ZONES . . . Three TIRZs have been created within the City, with two being currently active, TIRZ No. 1 and TIRZ No. 3. TIRZ No. 1 was recently expanded to include more land mass within the City. Both active TIRZs have combined property tax increments of approximately \$5,289,537 for Fiscal Year 2021. The City is anticipating combined property tax increments for both active TIRZs of approximately \$8,617,315 for Fiscal Year 2023. Both active TIRZs are still being developed.

TABLE 1 - VALUATION, EXEMPTIONS AND GENERAL OBLIGATION DEBT

Tax Year 2022 (FY 2022-2023) Market Valuation Established by Dallas Central Appraisal District, Tarrant Appraisal District, and Ellis Appraisal District		\$ 25,188,911,283
Less Exemptions/Reductions		
Homestead	\$ 940,964,055	
Over 65 & Disabled	408,008,270	
Disabled Veterans	232,556,159	
Agricultural Use Reductions	36,166,373	
Non-Taxable/Totally Exempt	1,393,810,482	
Freeport Property	361,681,146	
Pollution Control	4,754,124	
Solar	524,577	
Under \$500	751,351	
Foreign Trade Zone	84,991,464	
Capped Value Loss	<u>749,291,556</u>	
Total Exemptions/Reductions		<u>4,213,499,557</u>
2022/2023 Taxable Assessed Valuation		\$ 20,975,411,726
Outstanding General Obligation Debt as of 1/1/2023		\$ 457,467,000
The Certificates		<u>46,000,000</u>
Total Outstanding General Obligation Debt as of 1/1/2023		\$ 503,467,000
Less Self-Supporting General Obligation Debt as of 1/1/2023 ⁽¹⁾		
Airport	\$ 380,000	
Public Improvement Districts	<u>235,000</u>	
Total General Obligation Self-Supporting Debt as of 1/1/2023		<u>615,000</u>
Net General Obligation Debt Payable from Ad Valorem Taxes as of 1/1/2023		\$ 502,852,000
Interest and Sinking Fund balance as of 12/31/2022 ⁽²⁾		\$ 4,446,251
Ratio Net General Obligation Tax Debt to Taxable Assessed Valuation		2.40%
2023 Estimated Population - 200,640 ⁽³⁾		
Per Capita Taxable Assessed Valuation - \$104,543		
Per Capita Net General Obligation Debt Payable from Ad Valorem Taxes - \$2,506		

- (1) The City currently pays debt service on a portion of its outstanding general obligation debt from other available resources of the City as set forth in "Table 9 – Computation of Resources for Payment of Self-Supporting General Obligation Debt". It is the City's current policy to provide these payments from such resources; provided this policy is subject to change in the future. In the event payment is not made from such resources, the City will be required to assess an ad valorem tax sufficient to make such payments. See "Table 9 – Computation of Resources for Payment of Self-Supporting General Obligation Debt" for additional information.
- (2) Unaudited.
- (3) As of December 2022, a population estimate for fiscal year 2023 is not available. Subject to change during the ensuing year.

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Pension Expense and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

For the year ended September 30, 2021, the city recognized pension expense of \$9,704,213.

At September 30, 2021, the City reported deferred inflows/outflows of resources related to pensions from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Difference in expected and actual experience [actuarial (gains) or losses]	\$ 2,225,704	\$ (2,955,950)
Difference in assumptions	690,705	-
Difference in projected and actual earnings on pension plan investments [actuarial (gains) or losses]	-	(15,789,914)
Employer's contributions to the pension plan subsequent to the measurement date	<u>13,313,284</u>	<u>-</u>
	<u>\$ 16,229,693</u>	<u>\$ (18,745,864)</u>

The \$13,313,284 reported as deferred outflows of resources related to pensions resulting from contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability for the year ending September 30, 2022. Other amounts reported as deferred outflows and inflows of resources related to pensions will be recognized in pension expense as follows:

	Measurement Year Ended December 31	Net deferred outflows (inflows) of resources
2021		\$ (5,639,843)
2022		431,258
2023		(9,202,496)
2024		(1,345,074)
2025		<u>(73,300)</u>
Total		<u>\$ (15,829,455)</u>

K. Other Postemployment Benefits (OPEB)

Plan Description

Supplemental Death Benefits

The City also participates in the cost sharing multiple-employer defined benefit group-term life insurance plan operated by the TMRS known as the Supplemental Death Benefits Fund (SDBF). The City elected, by ordinance, to provide group-term life insurance coverage to both current and retired employees. The City may terminate coverage under and discontinue participation in the SDBF by adopting an ordinance before November 1 of any year to be effective the following January 1.

TABLE 3 - VALUATION AND GENERAL OBLIGATION DEBT HISTORY

Fiscal Year Ended 9/30	Estimated Population ⁽¹⁾	Taxable Assessed Valuation ⁽⁴⁾	Taxable Assessed Valuation Per Capita	Net G.O. Tax Debt Outstanding at End of Year ⁽¹⁰⁾	Ratio of Net G.O. Tax Debt to Taxable Assessed Valuation	Net G.O. Tax Debt Per Capita
2019	189,430	\$ 14,755,015,593 ⁽⁵⁾	\$ 77,892	\$ 307,720,000	2.09%	\$ 1,624
2020	196,100 ⁽²⁾	16,325,123,108 ⁽⁶⁾	83,249	285,465,000	1.75%	1,456
2021	197,347	16,980,301,115 ⁽⁷⁾	86,043	370,245,000	2.18%	1,876
2022	200,640	18,125,734,480 ⁽⁸⁾	90,340	448,852,000	2.48%	2,237
2023	200,640 ⁽³⁾	20,975,411,726 ⁽⁹⁾	104,543	474,404,000 ⁽¹¹⁾	2.26%	2,364

- (1) Source: City Staff.
- (2) Source: 2020 Census.
- (3) As of December 2022, a population estimate for fiscal year 2023 is not available. Subject to change during the ensuing year.
- (4) As reported by the Dallas Central Appraisal District, Tarrant Appraisal District, and Ellis Central Appraisal District on the City's annual State Property Tax Board Reports; subject to change during the ensuing year.
- (5) Includes taxable incremental value of approximately \$381,547,594 that is not available for the City's general use.
- (6) Includes taxable incremental value of approximately \$424,344,427 that is not available for the City's general use.
- (7) Includes taxable incremental value of approximately \$760,000,000 that is not available for the City's general use.
- (8) Includes taxable incremental value of approximately \$870,000,000 that is not available for the City's general use.
- (9) Includes taxable incremental value of approximately \$1,300,000 that is not available for the City's general use.
- (10) Excludes revenue supported general obligation debt. See "Table - 9 Computation of Resources for Payment of Self-Supporting General Obligation Debt."
- (11) Includes the Certificates.

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Salary increases are based on a service-related table. Mortality rates for active members are based on the PUB(10) mortality tables with the Public Safety table used for males and the General Employee table used for females. Mortality rates for healthy retirees and beneficiaries are based on the Gender-distinct 2019 Municipal Retirees of Texas mortality tables. The rates for actives, healthy retirees and beneficiaries are projected on a fully generational basis by Scale UMP to account for future mortality improvements. For disabled annuitants, the same mortality tables for healthy retirees are used with a 4- year set-forward for males and a 3-year set-forward for females. In addition, a 3.5% and 3.0% minimum. The city should insert the plan provisions that they have adopted. For example, the city may include retirement eligibility, employee and employer deposit rates, vesting requirements, and other provisions such as cost-of-living adjustments or updated service credit. Plan provisions, by city, are included in the last section of TMRS' Comprehensive Annual Financial Report (Annual Report) and are also available on the website under For Cities | Resources | My City Plan. The city may also want to refer to TMRS' Plan Description footnote, in the Annual Report, to obtain additional language regarding the pension plan. 16 mortality rate is applied, for males and females respectively, to reflect the impairment for younger members who become disabled. The rates are projected on a fully generational basis by Scale UMP to account for future mortality improvements subject to the floor

The actuarial assumptions were developed primarily from the actuarial investigation of the experience of TMRS over the four-year period from December 31, 2014 to December 31, 2018. They were adopted in 2019 and first used in the December 31, 2019 actuarial valuation. The post-retirement mortality assumption for Annuity Purchase Rates (APRs) is based on the Mortality Experience Investigation Study covering 2009 through 2011 and dated December 31, 2013. Plan assets are managed on a total return basis with an emphasis on both capital appreciation as well as the production of income in order to satisfy the short-term and long-term funding needs of TMRS.

The long-term expected rate of return on pension plan investments was determined using a building-block method in which best estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. In determining their best estimate of a recommended investment return assumption under the various alternative asset allocation portfolios, GRS focused on the area between (1) arithmetic mean (aggressive) without an adjustment for time (conservative) and (2) the geometric mean (conservative) with an adjustment for time (aggressive). The target allocation and best estimates of real rates of return for each major asset class in fiscal year 2021 are summarized in the following table:

TABLE 4 - TAX RATE, LEVY AND COLLECTION HISTORY

Fiscal Year Ended 9/30	Tax Rate	General Fund	Interest and Sinking Fund	Tax Levy	% Current Collections	% Total Collections
2019	\$ 0.669998	\$ 0.463696	\$ 0.206302	\$ 98,194,923	98.71%	99.12%
2020	0.669998	0.457128	0.212870	106,940,678	98.81%	98.81%
2021	0.669998	0.460638	0.209360	113,882,697	98.96%	98.96%
2022	0.664998	0.452091	0.212907	120,535,772	91.19%	91.19%
2023	0.660000	0.446076	0.213924	139,130,487	6.06% ⁽¹⁾	6.06% ⁽¹⁾

(1) Collections as of December 1, 2022.

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Asset Class	Target Allocation	Long-Term Expected Real Rate of Return (Arithmetic)
Global Public Equity	30.0%	5.30%
Core Fixed Income	10.0%	1.25%
Non-Core Fixed Income	20.0%	4.14%
Real Return	10.0%	3.85%
Real Estate	10.0%	4.00%
Absolute Return	10.0%	3.48%
Private Equity	10.0%	7.75%
Total	100.0%	

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

Employees Covered by Benefit Terms

At the December 31, 2020 valuation and measurement date, the following employees were covered by the benefit terms:

Inactive employees or beneficiaries currently receiving benefits	864
Inactive employees entitled to but not yet receiving benefits	688
Active employees	1,372
Total	2,924

Contributions

The contribution rates for employees in TMRS are either 5%, 6%, or 7% of employee gross earnings, and the city matching percentages are either 100%, 150%, or 200%, both as adopted by the governing body of the city. Under the state law governing TMRS, the contribution rate for each city is determined annually by the actuary, using the Entry Age Normal (EAN) actuarial cost method. The actuarially determined rate is the estimated amount necessary to finance the cost of benefits earned by employees during the year, with an additional amount to finance any unfunded accrued liability.

Employees for the City of Grand Prairie were required to contribute 7% of their annual gross earnings during the fiscal year. The contribution rates for the City of Grand Prairie were 17.00% and 17.44% in calendar years 2020 and 2021, respectively. The City's contributions to TMRS for the year ended September 30, 2021, were \$17,966,312, and were equal to the required contributions.

Net Pension Liability

The city's Net Pension Liability (NPL) was measured as of December 31, 2020, and the Total Pension Liability (TPL) used to calculate the Net Pension Liability was determined by an actuarial valuation as of that date.

Actuarial Assumptions

The Total Pension Liability in the December 31, 2020 actuarial valuation was determined using the following actuarial assumptions:

Inflation	2.5% per year
Overall payroll growth	2.75% per year, adjusted down for population declines, if any
Investment rate of return	6.75%, net of pension plan investment expense, including inflation

TABLE 5 - TEN LARGEST TAXPAYERS ⁽¹⁾

Name of Taxpayer	Nature of Property	Tax Year 2022 Taxable Assessed Valuation	% of Total Taxable Assessed Valuation
Poly America LP	Manufacturing	\$ 116,956,012	0.56%
Lockheed Martin Missiles & Fire Control Systems	Defense Industry	103,641,610	0.49%
BVJV Grand Prairie LLC	Real Estate	99,500,000	0.47%
ONCOR Electric Delivery	Utility	78,947,110	0.38%
Haier US Appliance Solutions Inc	Appliances	75,206,485	0.36%
Mid America Apartments LP	Real Estate	55,500,000	0.26%
Duke Realty LP	Real Estate	55,137,150	0.26%
KIW Grand Prairie Venture LLC	Real Estate	54,558,400	0.26%
SWBC Grand Prairie LP	Real Estate	52,500,000	0.25%
Prairie Gate Community LLC	Real Estate	48,800,000	0.23%
		\$ 420,649,145	2.01%

(1) Source: Dallas Central Appraisal District.

GENERAL OBLIGATION DEBT LIMITATION. . . No general obligation debt limitation is imposed on the City under current State law or the City's Home Rule Charter (however, see "THE CERTIFICATES – Tax Rate Limitation").

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TABLE 6 - ESTIMATED OVERLAPPING DEBT

Expenditures of the various taxing entities within the territory of the City are paid out of ad valorem taxes levied by such entities on properties within the City. Such entities are independent of the City and may incur borrowings to finance their expenditures. This statement of direct and estimated overlapping ad valorem tax debt ("Tax Debt") was developed from information contained in "Texas Municipal Reports" published by the Municipal Advisory Council of Texas. Except for the amounts relating to the City, the City has not independently verified the accuracy or completeness of such information, and no person should rely upon such information as being accurate or complete. Furthermore, certain of the entities listed may have issued Tax Debt since the date hereof, and such entities may have programs requiring the issuance of substantial amounts of Tax Debt, the amount of which cannot be determined. The following table reflects the estimated share of overlapping Tax Debt of the City.

Taxing Body	2022/2023		G.O. Debt as of 1/1/2023	Estimated % Overlapping	Overlapping G.O. Debt
	Taxable Assessed Valuation	2022/2023 Tax Rate			
Arlington Independent School District	\$ 35,674,789,759	\$ 1.3087	\$ 1,185,949,956	16.90%	\$ 200,425,543
Cedar Hill Independent School District	5,131,651,355	1.3106	95,225,144	5.79%	5,513,536
Dallas County	332,456,203,815	0.2179	236,605,000	3.14%	7,429,397
Dallas County Flood Control District #1	788,652,778	1.1000	19,230,000	3.14%	603,822
Parkland Hospital District	337,462,373,563	0.2358	559,905,000	3.14%	17,581,017
Dallas County Community College District	345,099,767,531	0.1159	110,835,000	0.84%	931,014
Dallas County Schools	332,456,203,815	0.0100	-	0.00%	-
Ellis County	27,077,999,447	0.2730	28,755,000	0.13%	37,382
Grand Prairie Independent School District	11,474,595,436	1.3070	401,935,000	89.10%	358,124,085
Irving Independent School District	19,095,365,105	1.1474	314,700,000	0.74%	2,328,780
Mansfield Independent School District	17,706,033,837	1.3346	824,064,839	13.42%	110,589,501
Midlothian Independent School District	8,420,486,267	1.2946	412,745,000	0.38%	1,568,431
Tarrant County	248,369,636,349	0.2240	404,360,000	3.77%	15,244,372
Tarrant County College District	249,496,147,427	0.1302	610,315,000	3.77%	23,008,876
Tarrant County Hospital District	248,562,603,261	0.2244	12,825,000	3.77%	483,503
			<u>\$ 5,217,449,938</u>		<u>\$ 743,869,257</u>
City of Grand Prairie	\$ 20,975,411,726	\$ 0.6600	\$ 503,467,000 ⁽¹⁾	100.00%	\$ 503,467,000 ⁽¹⁾
Total Direct and Overlapping Debt					\$ 1,247,336,257
Total Direct and Overlapping Debt to City's Taxable Assessed Value					5.95%

(1) Includes the Certificates.

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City Of Grand Prairie, Texas
Notes to the Basic Financial Statements
September 30, 2021

At September 30, 2021, the change in estimates of accrual liabilities for health coverage for the risk management fund:

	Beginning of Fiscal Year Liability	Claims and Changes in Estimates	Claim Payments	End of Fiscal Year Liability
2021	\$ 6,283,783	\$ 20,447,112	\$ 19,918,777	6,812,118
2020	4,145,960	19,807,058	17,669,235	6,283,783
2019	3,971,327	15,449,741	15,275,108	4,145,960

J. Defined Benefit Pension Plan

Plan Description

The City participates as one of 895 plans in the nontraditional, joint contributory, hybrid defined benefit pension plan administered by the Texas Municipal Retirement System (TMRS). TMRS is an agency created by the State of Texas and administered in accordance with the TMRS Act, Subtitle G, Title 8, Texas Government Code (the TMRS Act) as an agent multiple-employer retirement system for municipal employees in the State of Texas. The TMRS Act places the general administration and management of the System with a six-member Board of Trustees. Although the Governor, with the advice and consent of the Senate, appoints the Board, TMRS is not fiscally dependent on the State of Texas. TMRS's defined benefit pension plan is a tax-qualified plan under Section 401 (a) of the Internal Revenue Code. TMRS issues a publicly available Annual Comprehensive Financial Report that can be obtained at www.tmr.com.

All eligible employees of the city are required to participate in TMRS.

Benefits Provided

TMRS provides retirement, disability, and death benefits. Benefit provisions are adopted by the governing body of the city, within the options available in the state statutes governing TMRS.

At retirement, the benefit is calculated as if the sum of the employee's contributions, with interest, and the city-financed monetary credits with interest were used to purchase an annuity. Members may choose to receive their retirement benefit in one of seven payments options. Members may also choose to receive a portion of their benefit as a Partial Lump Sum Distribution in an amount equal to 12, 24, or 36 monthly payments, which cannot exceed 75% of the member's deposits and interest.

Plan provisions for the City are as follows:

Employee deposit rate	7%
Matching ratio (City to employee)	2 to 1
Years required for vesting	5
Service retirement eligibility	25 years at any age, 5 years at age 60 and above
Updated service credit	100% Repeating transfers
Annuity increase to retirees	70% of CPI Repeating

Additional information related to the TMRS Plan is located in the TMRS Annual Comprehensive Financial Report.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

The City's current per occurrence and aggregate limits through the TMLIRP are as follows:

Coverage	Per Occurrence	Aggregate
General Liability	\$ 1,000,000	\$ 2,000,000
Law Enforcement Liability	3,000,000	6,000,000
Errors and Omissions	3,000,000	6,000,000
Automobile Liability	3,000,000	N/A
Airport Liability	10,000,000	10,000,000

Current deductibles with TMLIRP are \$350,000 for Workers Compensation with no aggregate retention; \$300,000 for all liability lines (General, Law Enforcement, Public Officials, and Auto Liability); \$1,000 for Automobiles; and \$10,000 for Mobile Equipment.

The City's operating funds are charged premiums for coverage provided by the Risk Management Fund based on approved annual budgets with adjustments based on estimates of the amounts needed to pay prior and current-year claims. These inter-fund premiums are used to reduce the amount of actual expenditures.

Liabilities of the Risk Management Fund are reported when it is probable that a loss has occurred and the amount of the loss can be reasonably estimated. Liabilities include an amount for claims that have been incurred but not reported (IBNR). The result of the process to estimate the claims liability is not an exact amount as it depends on many complex factors, such as inflation, timing of filed claims, adjudication of claim benefits, changes in legal doctrines, and damage awards.

Accordingly, claims are reevaluated annually to consider the effects of inflation, plan benefit designs, recent claim settlement trends, claim expense, and other economic and social factors. The estimate of the claims liability also includes amounts for incremental claim adjustment expenses related to specific claims and other claim adjustment expenses regardless of whether allocated to specific claims. The total accrued liabilities for the Risk Management Fund based on the recent September 30, 2021 actuarial report was \$4,883,052.

The City offers group health coverage to its employees and retirees in plans administered by United Health Care using an escrow account funded by the City with both employee and City contributions. The City allows retired employees under age 65 to continue participating in its group health insurance program after retirement with a portion of premiums paid by the City. The amount of premiums paid by retirees is based on the retirement date, length of service with the City, plan selected and dependents covered at the time of retirement. The City retains risk for up to \$400,000 per member per year, and transfers risk in excess of this amount to a reinsurer. Reported claims are charged to expense in the period the loss is incurred. The total accrued liabilities for health insurance as of September 30, 2021 were \$1,929,066.

DEBT INFORMATION

TABLE 7 - GENERAL OBLIGATION DEBT SERVICE REQUIREMENTS

Fiscal Year Ending	Outstanding Debt Service		The Certificates		Total	Less: Self-Supporting Debt Service	Net General Obligation Debt Service	% of Principal Retired
	Principal	Interest	Principal	Interest				
2023	\$ 28,708,000	\$ 14,293,655	\$ -	\$ 1,044,675	\$ 1,044,675	\$ 282,325	\$ 43,764,005	
2024	33,611,000	13,416,405	1,395,000	2,054,475	3,449,475	285,475	50,191,405	
2025	27,847,000	12,277,013	1,470,000	1,982,850	3,452,850	82,000	43,494,863	
2026	32,680,000	11,260,051	1,545,000	1,907,475	3,452,475	-	47,392,526	31.24%
2027	28,431,000	10,314,686	1,620,000	1,828,350	3,448,350	-	42,194,036	
2028	26,339,000	9,425,044	1,705,000	1,745,225	3,450,225	-	39,214,269	
2029	27,199,000	8,550,816	1,795,000	1,657,725	3,452,725	-	39,202,541	
2030	26,739,000	7,686,202	1,885,000	1,565,725	3,450,725	-	37,875,927	
2031	27,381,000	6,846,886	1,980,000	1,469,100	3,449,100	-	37,676,986	
2032	27,508,000	6,009,424	2,085,000	1,367,475	3,452,475	-	36,969,899	59.97%
2033	28,544,000	5,164,554	2,190,000	1,260,600	3,450,600	-	37,159,154	
2034	28,809,000	4,282,007	2,300,000	1,148,350	3,448,350	-	36,539,357	
2035	24,861,000	3,419,220	2,420,000	1,030,350	3,450,350	-	31,730,570	
2036	24,020,000	2,579,380	2,545,000	906,225	3,451,225	-	30,050,605	
2037	21,245,000	1,757,307	2,660,000	789,400	3,449,400	-	26,451,707	87.70%
2038	12,160,000	1,166,244	2,770,000	680,800	3,450,800	-	16,777,044	
2039	12,560,000	765,831	2,880,000	567,800	3,447,800	-	16,775,631	
2040	7,895,000	452,650	3,000,000	450,200	3,450,200	-	11,797,850	
2041	8,115,000	230,283	3,120,000	327,800	3,447,800	-	11,793,083	
2042	2,175,000	76,801	3,250,000	200,400	3,450,400	-	5,702,201	99.20%
2043	640,000	18,080	3,385,000	67,700	3,452,700	-	4,110,780	100.00%
	\$ 457,467,000	\$ 119,992,540	\$ 46,000,000	\$ 24,052,700	\$ 70,052,700	\$ 649,800	\$ 646,862,440	

TABLE 8 - INTEREST AND SINKING FUND BUDGET PROJECTION ⁽¹⁾

Net Tax Supported Debt Service Requirements, Fiscal Year Ending 9/30/2023 ⁽²⁾		\$ 43,764,005
Interest and Sinking Fund 9/30/2022	\$ 1,914,930	
Budgeted 2022 Interest and Sinking Fund Tax Levy @ 99% Collection	43,101,547	
Prior year taxes and refunds	0	
TIFF Contribution	2,757,271	
Prior Years Penalties, Interest and Collections	200,000	
Transfer in from TIF #1	0	
Total Available	47,973,748	
Estimated Balance, Fiscal Year Ending 9/30/2023		\$ 4,209,743

(1) Source: City Staff
 (2) Includes the Certificates.

TABLE 9 - COMPUTATION OF RESOURCES, FOR PAYMENT OF SELF-SUPPORTING GENERAL OBLIGATION DEBT ⁽¹⁾

	Airport Fund	Forum Estates PID 5
Resources Available for Debt Service Fiscal Year Ended 9/30/2021	\$ 93,630	\$ 602,780
Less: Revenue Bond Requirements, Fiscal Year Ended 9/30/2023	-	-
Balance Available for payment of Self-Supporting General Obligation Debt	\$ 93,630	\$ 602,780
General Obligation Bonds and Certificates of Obligation Debt Service Requirements, Fiscal Year Ended 9/30/2023	199,375	82,950
Balance	\$ (105,745)	\$ 519,830
Percentage of System General Obligation Bonds and Certificates of Obligation Self-Supporting	47.20%	100.00%

(1) It is the City's current policy to provide these payments from such resources; provided this policy is subject to change in the future. In the event payment is not made from such resources, the City will be required to assess an ad valorem tax sufficient to make such payments.

TABLE 10 - AUTHORIZED BUT UNISSUED GENERAL OBLIGATION BONDS

Purpose	Date Authorized	Authorized Amount	Amount Previously Issued	Amount Being Issued	Unissued Balance
Solid Waste	12/08/90	\$ 180,000	\$ 75,000	\$ -	\$ 105,000
Streets/Signal	11/06/01	56,000,000	55,959,773	-	40,227
Storm Drainage	11/06/01	8,200,000	6,576,573	-	1,623,427
Total		\$ 64,380,000	\$ 62,611,346	\$ -	\$ 1,768,654

ANTICIPATED ISSUANCE OF ADDITIONAL GENERAL OBLIGATION DEBT. . . . The City anticipates issuing approximately \$45,000,000 general obligation debt within the next eighteen months.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
 September 30, 2021

Environmental remediation liability activity for the primary government in fiscal year 2021 was as follows:

Property Description	Beginning Balance 9/30/2020	Additions	Reductions	Ending Balance 9/30/2021	Current Portion
Copeland Home Asbestos Abatement	\$ 20,900	\$ -	\$ -	\$ 20,900	\$ 20,900
Indoor Air Assessment Service Center	-	6,450	-	6,450	6,450
Total	\$ 20,900	\$ 6,450	\$ -	\$ 27,350	\$ 27,350

Environmental remediation liability activity for the discretely presented component unit, the Grand Prairie Local Government Corporation, in fiscal year 2021 was as follows:

Property Description	Beginning Balance 9/30/2020	Additions	Reductions	Ending Balance 9/30/2021	Current Portion
Bella Vista Asbestos Abatement	\$ -	\$ 239,369	\$ -	\$ 239,369	\$ 239,369
Total	\$ -	\$ 239,369	\$ -	\$ 239,369	\$ 239,369

Other Liabilities

Sales Tax Payback

During fiscal year 2008, the Texas Comptroller of Public Accounts notified the City of an error in sales tax payments made to the City. The error was the result of a local business reporting and paying taxes incorrectly to the State Comptroller over several years. The overpayment by the business resulted in an overpayment to the City for \$2,386,466. In 2012, a liability for this amount was recorded by the City and is repaid from future sales tax revenue over a period of thirteen years.

During fiscal year 2021, the Texas Comptroller of Public Accounts notified the City of an error in sales tax payments made to the City. The error was the result of a local business reporting and paying taxes incorrectly to the State Comptroller over several years. The overpayment by the business resulted in an overpayment to the City for \$3,108,638. In 2021, a liability for this amount was recorded by the City and is repaid from future sales tax revenue over a period of six years.

As of September 30, 2021, the total liability equaled \$4,087,229.

I. Risk Management

The City currently administers a deductible program for Workers Compensation, all Liability, Property, Airport, and Crime claims through the Texas Municipal League Intergovernmental Risk Pool (TMLIRP), a public entity risk pool. The TMLIRP sustains itself through member premiums and stop loss coverage for excess claims through commercial insurers.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

The lease has been accounted for as a capital lease. However, only the base rent payments are determinable and are included in the lease payments receivable at the net present value of future rent payments. The remaining portion of the Facility is recorded as estimated unguaranteed residual value of the lease. Its fair value is estimated to be approximately equal to the differences between the original cost plus capitalized improvements of the Facility, net of what accumulated depreciation would be, and the fixed lease payments receivable. Therefore, this amount is being amortized over the life of the lease (thirty years). Amortization for the year ended September 30, 2021 was \$4,555,909. Additional contingent rentals are recorded as revenue when received.

The capital lease is being amortized using the interest method over the 30-year life of the lease. The Corporation has recorded lease rental and interest for the year ended September 30, 2021 as follows:

Nominal interest on the lease	\$ 1,756,920
Amortization of the lease	<u>(1,244,624)</u>
Net interest	512,296
Contingent rentals received (includes rent for simulcast facility prior to completion of project)	<u>175,138</u>
Total lease rental and interest	<u>\$ 687,434</u>

Closure and Post Closure Liability

State and federal laws and regulations require the City to place a final cover on its landfill site when it stops accepting waste and to perform certain maintenance and monitoring functions at the site for 30 years after closure. Although closure and post closure care costs will be paid only near or after the date that the landfills stop accepting waste, the City reports a portion of these closure and post closure care costs as an operating expense in each period based on landfill capacity used as of each balance sheet date. The City follows the provisions of GASB Statement No. 18 Accounting for Municipal Solid Waste Landfill Closure and Post closure Care Costs. Accordingly, the City has recorded a closure and post closure care liability of \$9,083,018 in the Solid Waste Fund. The total liability represents the cumulative amount reported to date based on the use of 51.55% of the estimated capacity of the landfill.

The City will recognize the remaining estimated cost of closure and post closure care of \$8,826,451 as the remaining estimated capacity is filled. The City expects to close the landfill in year 2037. Actual cost may be higher or lower due to inflation, changes in technology or changes in regulations.

Environmental Remediation Obligations

The City and the Grand Prairie Local Government Corporation have recorded a liabilities related to environmental remediation in the amount of \$27,350 and \$239,369, respectively, in the Statement of Net Position. The estimates of the liabilities are prepared by the Environmental Professional Group and by the City's Environmental Quality Manager and based on a range of expected outlays, net of expected cost recoveries, if any, for the type and amount of pollution contamination detected. The estimates are reviewed and adjusted periodically for price changes, additional contamination and any other changes detected.

- The City owns the building and is responsible for the asbestos abatement of the Copeland home located at 125 SW Dallas Street.
- The City owns the Service Center and is responsible for the quality of air circulating throughout it and determining whether it poses any health risks to those inside.
- The Grand Prairie Local Government Corporation owns the building and is responsible for the asbestos abatement located at 1000 W Main Street.

OTHER OBLIGATIONS . . . The City has no other property tax supported debt outstanding as of the date of this Official Statement except as described herein.

RETIREMENT PLAN . . . The City participates as one of 901 plans in the nontraditional, joint contributory, hybrid defined benefit pension plan administered by the Texas Municipal Retirement System (TMRS), (the "Plan"). TMRS is an agency created by the State of Texas and administered in accordance with the TMRS Act, Subtitle G, Title 8, Texas Government Code (the TMRS Act) as an agent multiple-employer retirement system for municipal employees in the State of Texas. All eligible employees of the City are members of the TMRS. Members can retire at ages 60 and above with 5 or more years of service or with 20 years of service regardless of age. The Plan also provides death and disability benefits. A member is vested after 5 years, but he must leave his accumulated contributions in the Plan. If a member withdraws his own money, he is not entitled to the employer-financed monetary credits, even if he was vested. The Plan provisions are adopted by the governing body of the City, within the options available in the State statutes governing TMRS and within the actual constraints also in the statutes.

Under the state law governing TMRS, the contribution rate for each city is determined annually by the actuary, using the Entry Age Normal (EAN) cost method. This rate consists of the normal cost contribution rate and the prior service cost contribution rate, which is calculated to be a level percent of payroll from year to year. The normal cost contribution rate for an employee is the contribution rate which, if applied to a member's compensation throughout their period of anticipated covered service with the municipality, would be sufficient to meet all benefits payable on their behalf. The salary-weighted average of the individual rates is the total normal cost rate. The prior service contribution rate amortizes the unfunded (overfunded) actuarial liability (asset) over the applicable period for that city. Both the normal cost and prior service contribution rates include recognition of the projected impact of annually repeating benefits, such as updated service credits and annuity increases.

The City contributes to the TMRS Plan at an actuarially determined rate. Both the employees and the City make contributions monthly. Since the City needs to know its contribution rate in advance for budgetary purposes, there is a one-year delay between the actuarial valuation that serves as the basis for the rate and the calendar year when the rate goes into effect.

Fiscal Year	Net Assets Available for Benefits	Pension Benefit Obligation	Percentage Funded	Unfunded Pension Benefit Obligation	Annual Covered Payroll	Unfunded Pension Benefit Obligation as a Percentage of Covered Payroll
2017	\$ 444,611,622	\$ 525,359,395	84.63%	\$ 80,747,733	\$ 87,729,762	91.01%
2018	504,848,965	555,774,884	90.84%	50,925,919	92,501,160	57.00%
2019	486,228,223	587,394,540	82.78%	101,166,317	93,746,412	108.00%
2020	556,100,038	619,684,063	89.74%	63,584,025	98,611,365	64.48%
2021	592,761,104	647,637,265	91.53%	54,876,161	100,628,856	54.53%

For further details regarding the most recent information for the City's retirement plan, please refer to Note J of the City's 2021 Annual Comprehensive Financial Report, incorporated by reference herein, which can be found at <https://emma.msrb.org/MarketActivity/ContinuingDisclosureDetails/?id=P11205312>. See Appendix B – "Excerpts from the City's Annual Comprehensive Financial Report".

OTHER POST-EMPLOYMENT BENEFITS . . .In addition to providing pension benefits through the Texas Municipal Retirement System, the City has opted to provide eligible retired employees with the following post-employment benefits:

Eligible retirees may purchase health insurance from the City's healthcare provider at the City's cost to cover current employees and their dependents if such dependents were covered consecutively during the past two years prior to the retirement date. The cost of insurance varies based on date retired, plan selected, and years of Grand Prairie service. The cost of coverage is shared between the City and the retiree in varying increments based on the above factors.

The City recognizes its share of the costs of providing these benefits when paid, on a "pay-as-you-go" basis. These payments are budgeted annually. The appropriation for the fiscal year ending September 30, 2020 was \$2,152,381.32. The budgeted amount for such benefits in the fiscal year ending September 30, 2021 was \$2,241,666.

In fiscal 2017/2018, the City implemented GASB Statement No. 75 "Accounting and Financial Reporting for Post-employment Benefits Other Than Pensions." The City has performed an actuarial valuation of its post-retirement benefit liability. It has engaged an independent actuarial firm to prepare a valuation. The City reviewed the study and plans to comply with legal requirements to perform additional studies in the future at the required intervals. The actuarial liability is estimated at \$65,656,336 at September 30, 2021.

For further details regarding the City's OPEB benefits, please refer to Note K of the City's 2021 Annual Comprehensive Financial Report, incorporated by reference herein, which can be found at <https://emma.msrb.org/MarketActivity/ContinuingDisclosureDetails/?id=P11205312>. See Appendix B – "Excerpts from the City's Annual Comprehensive Financial Report".

TABLE 11 - CHANGE IN NET ASSETS

	Fiscal Year Ending, September 30,				
	2021	2020	2019	2018	2017
Revenues					
Fees, Fines and Charges for Services	\$ 50,828,628	\$ 43,289,739	\$ 51,189,057	\$ 47,831,146	\$ 50,349,054
Operating Grants and Contributions	45,398,240	63,784,399	39,865,579	36,511,876	35,572,942
Capital Grants and Contributions	6,974,967	417,050	8,575,572	3,971,782	8,305,146
General Revenues:					
Property Taxes	\$ 113,824,809	\$ 116,020,990	\$ 106,378,593	\$ 94,648,690	\$ 84,925,774
Sales Taxes	80,187,852	70,808,392	69,672,182	64,250,717	60,585,824
Other Taxes and Assessments	2,366,924	1,794,491	2,231,019	2,208,298	2,015,917
Franchise Fees	14,022,362	13,903,806	14,796,138	14,485,521	9,996,934
Investment Income	333,285	7,952,664	9,776,886	3,506,788	2,425,419
Other	-	-	-	-	-
Total Revenues	\$ 313,937,067	\$ 317,971,531	\$ 302,485,026	\$ 267,414,818	\$ 254,177,010
Expenses					
Support Services	\$ 31,880,593	\$ 31,310,741	\$ 30,669,782	\$ 27,614,430	\$ 26,731,588
Public Safety	105,285,879	113,728,877	109,767,831	101,033,502	100,253,923
Recreation and Leisure	35,162,022	32,949,455	35,232,643	33,942,742	32,962,890
Development and Other Services	109,073,042	110,126,929	102,740,890	97,241,362	90,088,069
Interest on Long-Term Debt	14,004,156	12,689,169	14,987,576	12,481,762	12,108,299
	\$ 295,405,692	\$ 300,805,171	\$ 293,398,722	\$ 272,313,798	\$ 262,144,769
Increase in net position before transfers	\$ 18,531,375	\$ 17,166,360	\$ 9,086,304	\$ (4,898,980)	\$ (7,967,759)
Transfers, net	1,889,338	4,830,999	7,253,810	6,272,419	5,271,645
Increase (decrease) in Net Position	\$ 20,420,713	\$ 21,997,359	\$ 16,340,114	\$ 1,373,439	\$ (2,696,114)
Prior period adjustments ⁽¹⁾	-	-	-	(49,038,142)	-
Net position - beginning	396,080,205	374,082,846	357,742,732	405,407,435	408,103,549
Net position - ending	\$ 416,500,918	\$ 396,080,205	\$ 374,082,846	\$ 357,742,732	\$ 405,407,435

(1) Transfers.

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City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

Leases

Grand Prairie Sports Facilities Development (Sports Corporation) – A Component Unit

On September 15, 1995, the Sports Corporation and LSJC entered into a lease agreement. On October 23, 2002, Lone Star, LSJC, and MEC Lone Star, L.P. (MEC) entered into an asset purchase agreement whereby MEC agreed to purchase substantially all of the racing assets of Lone Star and LSJC. The Master Agreement between the Sports Corporation, Lone Star, and LSJC was terminated. Lone Star and LSJC assigned to MEC all of their rights and obligations under the lease and certain ancillary agreements with the Sports Corporation.

On March 5, 2009, Magna Entertainment Corporation, the parent company of MEC, filed for bankruptcy under Chapter 11 federal bankruptcy protection. Subsequently, on September 14, 2009, Lone Star filed for bankruptcy protection.

On October 23, 2009, an auction for Lone Star was conducted with Global Gaming LSP, LLC (a wholly owned subsidiary of the Chickasaw Nation) winning the auction for \$47 million.

On May 13, 2011, Global Gaming obtained their license with the Texas Racing Commission. The sale was completed on May 16, 2011. Under the terms of the purchase agreement, Global Gaming has agreed to assume the lease agreement between Lone Star and the Sports Corporation.

The agreement states that upon completion of the project, Global Gaming will lease the facility for a period of thirty years. The lease became effective April 1997 and meets the requirements for accounting as a direct financing lease.

The future base rent payments under the lease are as follows:

Year	Amount
2022	\$ 1,888,689
2023	1,932,612
2024	1,932,612
2025	1,932,612
2026	1,932,612
Thereafter	1,191,777
	10,810,914
Less interest	2,109,274
Net present value	8,701,640
Less current portion	1,244,624
Non-current portion	\$ 7,457,016

Additional contingent rentals are due monthly based upon 1% of gross revenues from the operation of the track for each month plus an amount equal to the cumulative net retainage from the live races and the simulcast races multiplied by the following percentage:

Cumulative Net Retainages	Percentage
\$0 to less than \$20 million	1%
\$20 million to less than \$40 million	3%
\$40 million to less than \$60 million	5%
\$60 million or more	7%

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

Grand Prairie Housing Finance Corporation

The GPHFC has a general obligation note payable to a bank which was used to construct the Cotton Creek and Willow Tree Learning Center. The note bears a rate of 4.25% and is payable in equal monthly installments of \$12,438 through September 21, 2040.

In December, 2003, the HFC issued Independent Senior Living Center Revenue Bonds for \$13,890,000 to finance the construction and operations of its planned Senior Living Center facility. The bonds bear interest rates from 7.5% to 7.75% depending on longevity. Beginning January 1, 2011, semi-annual retirements of the Bonds began and continues through January 1, 2034. The bonds are non-recourse liabilities collateralized solely by the land and construction in progress, less the accrued interest.

In April 2020, the HFC received a loan from Affiliated Bank in the amount of \$119,096 under the Paycheck Protection Program (PPP) established by the Coronavirus Aid, Relief, and Economic Security Act (CARES Act). The loan bears interest at a rate of 1% and is payable in monthly installments of principal and interest over 24 months beginning 6 months from the date of the note. The loan may be forgiven to the extent that proceeds are used for eligible expenditures such as payroll and other eligible expenses described in the CARES Act.

A summary of long-term debt activity during the year ended December 31, 2021 was as follows:

	Beginning Balance	Additions	Deletions	Ending Balance	Due Within One Year
PPP Note payable	\$ -	\$ 119,096	\$ -	\$ 119,096	\$ -
Note payable	2,054,379	-	(63,148)	1,991,231	65,885
Revenue bonds	6,905,000	-	(265,000)	6,640,000	295,000
Subordinate bonds	4,550,000	-	-	4,550,000	-
Developer loan	1,467,291	41,760	-	1,509,051	-
Total	\$ 14,976,670	\$ 160,856	\$ (328,148)	\$ 14,809,378	\$ 360,885

Effective July 1, 2010 the bonds of the Senior Living Center were reissued in two series: \$8,630,000 in Priority Lien Revenue Bonds and \$4,550,000 in Subordinate Lien Revenue Bonds.

Future maturities of the debt are as follows:

Year Ending December 31,	Note Payable		Revenue Bonds	
	Principal	Interest	Principal	Interest
2021	\$ 65,885	\$ 83,372	\$ 295,000	\$ 508,981
2022	68,740	80,517	315,000	485,731
2023	71,719	77,538	340,000	460,738
2024	74,824	74,429	370,000	434,000
2025-2029	425,682	320,602	2,335,000	1,681,944
2030-2034	526,271	220,013	2,985,000	604,306
2035-2039	650,629	95,655	-	-
2040	107,481	1,889	-	-
Total	\$ 1,991,231	\$ 954,015	\$ 6,640,000	\$ 4,175,700

The Subordinate Lien Revenue Bonds are not scheduled above as their payments are contingent upon cash flow and payment amounts and periods are uncertain.

TABLE 12 - GENERAL FUND REVENUES AND EXPENDITURE HISTORY

	Fiscal Year Ended September 30,				
	2021	2020	2019	2018	2017
Revenues:					
Property Taxes	\$ 74,535,565	\$ 69,856,384	\$ 66,107,431	\$ 61,122,847	\$ 56,275,511
Sales Taxes	39,760,993	34,938,179	34,381,013	31,532,937	29,804,519
Franchise Fees	14,022,362	13,903,806	14,796,138	14,485,521	13,805,938
Charges for Services	6,069,457	4,978,448	5,964,359	5,847,113	5,676,907
Fines and Forfeitures	5,735,005	5,758,341	7,380,465	7,337,547	7,633,756
Licenses and Permits	4,022,506	2,981,599	3,242,194	3,000,527	3,080,890
Interest	324,216	7,833,606	9,490,011	3,213,375	2,065,665
Other	9,464,797	19,293,703 ⁽¹⁾	9,345,745	8,372,846	8,377,136
Total Revenues	\$ 153,934,901	\$ 159,544,066	\$ 150,707,356	\$ 134,912,713	\$ 126,720,322
Expenditures:					
Administrative Services	\$ 25,447,161	\$ 22,783,021	\$ 22,976,923	\$ 22,333,632	\$ 20,899,884
Public Safety Services	91,727,323	88,318,340	87,527,565	84,283,161	78,678,246
Development Service and Other	12,595,116	13,263,283	13,461,438	12,947,245	12,686,050
Recreation and Leisure Services	2,860,342	2,802,857	2,844,027	2,760,622	2,591,734
Capital Outlays	622,879	1,261,630	819,915	1,086,949	1,305,324
Total Expenditures	\$ 133,252,821	\$ 128,429,131	\$ 127,629,868	\$ 123,411,609	\$ 116,161,238
Excess (Deficiency) of Revenues Over Expenditures	\$ 20,682,080	\$ 31,114,935	\$ 23,077,488	\$ 11,501,104	\$ 10,559,084
Transfer in (Out) Net	(33,150,756)	(16,762,667)	(12,704,188)	(10,106,151)	(11,110,985)
Proceeds for sale of capital assets	1,826,620	1,115,891	1,067,920	1,003,393	886,711
Beginning Fund Balance	60,648,430	45,186,271	33,745,051	31,346,705	31,011,895
Prior period adjustments	-	(6,000.00)	-	-	-
Ending Fund Balance	\$ 50,006,374	\$ 60,648,430	\$ 45,186,271	\$ 33,745,051	\$ 31,346,705

(1) Increase due to funding received from The American Rescue Plan Act of 2021 ("ARPA").

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TABLE 13 - MUNICIPAL SALES TAX HISTORY

The City imposes and levies a one percent (1%) local sales and use tax within the City pursuant to the Municipal Sales and Use Tax Act, Texas Tax Code, Chapter 321; the proceeds are credited to the General Fund and are not pledged to the payment of the Certificates. Additionally, the City imposes and levies various local sales and use taxes for specific purposes, in the aggregate amount of one percent (1%), as described below in "DEBT INFORMATION—Sales Tax Elections." Collections and enforcements are administered through the offices of the Comptroller of Public Accounts, State of Texas, who remits the proceeds of the tax to the City monthly, after deduction of a 2% service fee.

Fiscal Year Ended 9/30	City	Parks & Rec.	Streets	Community Policing	EPIC	Total	Equivalent of Total Ad Valorem Tax Rate ⁽¹⁾
2018	\$ 31,532,937	\$ 8,207,902	\$ 8,207,902	\$ 8,094,074	\$ 8,207,902	\$ 64,250,717	\$0.2332
2019	29,206,350	7,301,588	7,301,858	7,264,961	7,301,588	58,376,344	0.1979
2020	35,400,956	8,850,239	8,850,239	8,824,550	8,850,239	70,776,223	0.2168
2021	38,857,085	9,714,271	9,714,271	9,648,997	9,714,271	77,648,895	0.2288
2022	46,545,263	11,656,316	11,656,316	11,568,075	11,656,316	93,082,286 ⁽²⁾	0.2568

(1) Collections through September 2022 on a cash basis.

(2) General Fund only.

SALES TAX ELECTIONS

The voters approved a one-fourth cent (1/4 cent) local sales and use tax rate ("Parks & Rec Sales Tax") at an election held on November 2, 1999 under Section 334.021 of Chapter 334, Local Government Code as amended ("Chapter 334"). The additional sales tax receipts are used exclusively for costs associated with the municipal parks and recreation system as defined in Section 334.001(4)(D) of Chapter 334. The City began collecting the tax in April 2000. The Parks & Rec Sales Tax is not pledged to nor available for payment on the Certificates.

The voters approved a one-fourth cent (1/4 cent) local sales and use tax rate (the "Street Repair Sales Tax") at an election held on November 6, 2001 under Chapter 327 Subtitle C, Title 3, Tax Code, which are used exclusively for street repair maintenance. The Street Repairs Sales Tax was reauthorized in May 2009 and again in May 2017 for 8 years. The Street Repair Sales Tax is not pledged to nor available for payment of the Certificates.

On May 12, 2007 voters approved a half cent sales tax to be utilized in a 1/4 cent and two 1/8 cent increments for the following projects:

- A one-fourth cent (1/4 cent) local sales and use tax under Section 363.054, Local Government Code ("Crime Control Sales Tax") for a crime control and prevention district ("Community Policing District") to fund a new police center.
- A one-eighth cent (1/8 cent) local sales and use tax ("Senior Center Tax") for a new Senior Center.
- A one-eighth cent (1/8 cent) local sales and use tax ("Baseball Stadium Tax") for a minor league baseball stadium.

The additional sales tax receipts were to be exclusively for costs associated with each of the projects. The City began collecting the tax on October 1, 2007.

At an election held on May 10, 2014, voters abolished the Senior Center Tax and the Baseball Stadium Tax, effective September 30, 2015, and adopted a new additional 1/4% city sales and use tax for the City's EPIC project (the "Central Park Sales Tax") as permitted under the provisions of Chapter 334, Local Government Code, effective October 1, 2015. The Central Park Sales Tax receipts are used to pay the costs associated with the City's EPIC project. The City began collecting the tax on October 1, 2015. The Crime Control Sales Tax and the Central Park Sales Tax are not pledged to nor available for payment of the Certificates.

At an election on November 3, 2020, the Crime Control Sales Tax for the Community Policing District was reauthorized for a period of ten years. Such sales tax is not pledged or available for payment of the Certificates.

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City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

Water and Wastewater System Debt Service Coverage

The following covenants are included in various water and wastewater system revenue bond indenture ordinances:

- Net revenues (defined as gross revenues less expenses of operation and maintenance) are pledged for the payment of bond principal and interest.
- Additional water and wastewater system revenue bonds cannot be issued unless the "net earnings" (defined as gross revenues after deducting the expenses of operation and maintenance, excluding depreciation and certain other items specified in the ordinances) of the system for twelve consecutive months out of the fifteen months prior to the date of such bonds is equal to at least 1.25 times the average annual requirements for the payment of principal and interest on the then-outstanding bonds and any additional bonds then proposed to be issued.
- All revenues derived from the operations must be kept separate from other funds of the City.
- The amount required to meet interest and principal payments falling due on or before the next maturity dates of the bonds is to be paid into the water and wastewater system interest and redemption account during each year.

At September 30, 2021, compliance with these covenants can be demonstrated as follows:

System revenue ⁽¹⁾	\$ 87,351,497
Operating expenses:	
Water purchased	16,749,528
Sewage disposal contract	20,841,214
Other operating expenses	<u>28,891,390</u>
Total expenses ⁽²⁾	<u>66,482,132</u>
Net revenue (available for debt service)	<u>\$ 20,869,365</u>
Average annual principal and interest requirements, all water and wastewater revenue bonds at September 30, 2021	\$ 2,667,283
Coverage of average annual requirements based on September 30, 2021 revenue available for debt service	7.82

(1) Includes operating revenues, plus investment income and impact fees

(2) Excludes depreciation expense.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements

September 30, 2021

At September 30, 2021, the aggregate debt service payments for long-term debt through the final year of maturity for the City's water and wastewater system were as follows:

Fiscal Year	Water and Wastewater System Revenue Bonds		
	Principal	Interest	Total
2022	\$ 5,295,000	\$ 1,214,044	\$ 6,509,044
2023	5,445,000	1,061,202	6,506,202
2024	5,620,000	882,439	6,502,439
2025	5,140,000	703,150	5,843,150
2026	4,145,000	545,598	4,690,598
2027	3,900,000	409,031	4,309,031
2028	2,315,000	313,748	2,628,748
2029	2,380,000	247,088	2,627,088
2030	2,055,000	185,141	2,240,141
2031	1,090,000	137,278	1,227,278
2032	850,000	103,280	953,280
2033	880,000	74,736	954,736
2034	610,000	50,912	660,912
2035	630,000	32,016	662,016
2036	650,000	12,256	662,256
2037	160,000	1,832	161,832
2038	160,000	1,144	161,144
2039	710,800	392	711,192
Total	\$ 42,035,800	\$ 5,975,287	\$ 48,011,087

At September 30, 2021, long-term debt is being repaid solely from airport revenues. Aggregate debt service payments for long-term debt through the final year of maturity for the City's municipal airport were as follows:

Fiscal Year	Certificates of Obligation		
	Principal	Interest	Total
2022	\$ 175,000	\$ 23,375	\$ 198,375
2023	185,000	14,375	199,375
2024	195,000	4,875	199,875
Total	\$ 555,000	\$ 42,625	\$ 597,625

DEVELOPMENT FEES

The City's impact fees are used for water improvements and wastewater improvements and are not pledged to the payment of the debt service requirements of the Certificates. Impact fees for roadway improvements were eliminated in 2001. Each of the two types of fees are developed separately based upon excess capacity of existing infrastructure and projected construction of capital improvements over the next 10 years. Revenues generated by impact fees can only be used to finance the improvements identified in an adopted capital improvements plan. The City must update land use assumptions and capital improvements plans every five years.

FYE	Impact Fee Revenues	
	Water	Wastewater
2017	\$ 1,403,218	\$ 404,663
2018	1,910,802	827,434
2019	1,075,784	427,744
2020	1,303,498	534,079
2021	3,126,913	1,774,290

The City created a storm water utility under the Texas Municipal Drainage Utility Systems Act. Such Act provides for the creation of a storm water utility to provide storm water services including planning, operations, maintenance, and capital improvements for storm water runoff. Such Act also provides for collection of user fees based on storm water runoff volumes.

COMPENSATED ABSENCES

The City's accrued unfunded compensated absences liability is approximately \$21,710,781 as of September 30, 2021.

RISK MANAGEMENT

Property, liability, safety, workers' compensation and health and wellness insurance are accounted for in the Risk Management Fund, an internal service fund. Net expenses of these programs in property was \$4,883,052 and \$1,929,066 for employee health and wellness insurance.

The City places all of its property, liability and workers' compensation coverage with Texas Municipal League Intergovernmental Risk Pool. The limits of liability and retention vary according to type of coverage provided.

The operating funds are charged premiums for property, liability, workers' compensation and employee health coverage by the Risk Management Fund. Employees pay for dependent health coverage independently. The incurred but unreported claims for these programs as of September 30, 2021 were \$6,812,118.

The City allows retired employees to continue participating in its group health insurance program after retirement with all premiums paid by the retirees. For further details see Note I of Appendix B – "Excerpts from the City's Annual Comprehensive Financial Report".

FINANCIAL MANAGEMENT POLICIES

The City Council and staff make financial decisions throughout the year based upon financial guidelines. The Financial Management Policies (FMP) provides a framework, or master plan, within which to make operating and capital budget decisions, as well as other financial decisions. The primary objective of the FMP is to enable the City to achieve a long-term stable and positive financial condition.

The policies which are updated annually to address the following subjects: accounting, auditing and financial reporting, internal controls, operating budget, capital budget and program, revenue management, expenditure control, asset management, financial condition and reserves, debt management, and staffing and training. Significant issues addressed by the policies include the following:

BASIS OF ACCOUNTING . . . The City's policy is to adhere to the accounting principles established by the Governmental Accounting Standards Board, as amended.

GENERAL FUND BALANCE . . . The City's goal is to maintain at least 50 days of expenditures of the General Fund expenditures budget in the General Fund resources balance.

DEBT SERVICE FUND BALANCE . . . The City's policy is to maintain balances of no greater than one month of principal and interest requirements except that the City's water and wastewater system revenue bond policy and bond ordinance requirement are to maintain revenue supported debt service reserves at the level of the average annual debt service plus an amount accrued for the next debt service payment.

USE OF BOND PROCEEDS, GRANTS, ETC . . . The City's policy is to use bond proceeds only for major assets with expected lives which equal or exceed the average life of the debt issue.

City Of Grand Prairie, Texas
Notes to the Basic Financial Statements
September 30, 2021

At September 30, 2021, changes in long-term debt for the City's business-type activities were as follows:

	Balance October 1, 2020	Borrowings or Increase	Payments or Decrease	Balance September 30, 2021	Due Within One Year
Water and wastewater:					
Revenue bonds					
Series 2010	\$ 2,870,000	\$ -	\$ (250,000)	\$ 2,620,000	\$ 255,000
Series 2011	1,380,000	-	(610,000)	770,000	640,000
Series 2013	7,570,000	-	(1,360,000)	6,210,000	1,400,000
Series 2014	2,560,000	-	(240,000)	2,320,000	245,000
Series 2015	3,090,000	-	(390,000)	2,700,000	405,000
Series 2016	15,180,000	-	(1,110,000)	14,070,000	1,140,000
Series 2017	3,940,000	-	(390,000)	3,550,000	390,000
Series 2017A	2,705,000	-	(55,000)	2,650,000	50,000
Series 2019	3,570,800	-	(160,000)	3,410,800	160,000
Series 2020	4,290,000	-	(555,000)	3,735,000	610,000
Total revenue bonds	47,155,800	-	(5,120,000)	42,035,800	5,295,000
Bond premiums/discounts	3,367,678	-	(271,733)	3,095,945	-
Total water and wastewater	50,523,478	-	(5,391,733)	45,131,745	5,295,000
Municipal airport:					
Certificate of obligation					
Series 2004A	725,000	-	(170,000)	555,000	175,000
Total municipal airport	725,000	-	(170,000)	555,000	175,000
Total change in long-term debt - business-type activities	\$ 51,248,478	\$ -	\$ (5,561,733)	\$ 45,686,745	\$ 5,470,000

BUDGETARY PROCEDURES . . . The City policy is to pay for current expenditures with certain revenues and to utilize reserves only for emergencies. The annual operating budget shall provide for operation and maintenance of capital plant.

FUND INVESTMENTS . . . The City policy is to invest its cash with three objectives in mind listed in order of priority: safety, liquidity and yield. Unrestricted idle cash is pooled for short-term investment in government securities, money market mutual funds and local government investment pools. The mix and term of investments is determined based on the City's liquidity needs and the yield curve.

INVESTMENTS

The City invests its investable funds in investments authorized by State law in accordance with investment policies approved by the City Council ("Investment Policies"). Both State law and the City's investment policies are subject to change.

LEGAL INVESTMENTS . . . Under State law and subject to certain limitations, the City is authorized to invest in (1) obligations of the United States or its agencies and instrumentalities; (2) direct obligations of the State of Texas or its agencies and instrumentalities; (3) collateralized mortgage obligations issued and secured by a federal agency or instrumentality of the United States; (4) other obligations unconditionally guaranteed or insured by the State of Texas or the United States or their respective agencies and instrumentalities; (5) "A" or better rated obligations of states, agencies, counties, cities, and other political subdivisions of any state; (6) bonds issued, assumed, or guaranteed by the State of Israel; (7) federally insured interest-bearing bank deposits, brokered pools of such deposits, and collateralized certificates of deposit and share certificates; (8) fully collateralized U.S. government securities repurchase agreements; (9) one-year or shorter securities lending agreements secured by obligations described in clauses (1) through (7) above or (11) through (14) below or an irrevocable letter of credit issued by an "A" or better rated state or national bank; (10) 270-day or shorter bankers' acceptances, if the short-term obligations of the accepting bank or its holding company are rated at least "A-1" or "P-1"; (11) commercial paper rated at least "A-1" or "P-1"; (12) SEC-registered no-load money market mutual funds that are subject to SEC Rule 2a-7; (13) SEC-registered no-load mutual funds that have an average weighted maturity of less than two years; (14) "AAA" or "AAAm"-rated investment pools that invest solely in investments described above; and (15) in the case of bond proceeds, guaranteed investment contracts that are secured by obligations described in clauses (1) through (7) above and, except for debt service funds and reserves, have a term of 5 years or less.

The City may not, however, invest in (1) interest only obligations, or non-interest bearing principal obligations, stripped from mortgage-backed securities; (2) collateralized mortgage obligations that have a remaining term that exceeds 10 years; and (3) collateralized mortgage obligations that bear interest at an index rate that adjusts opposite to the changes in a market index. In addition, the City may not invest more than 15 percent of its monthly average fund balance (excluding bond proceeds and debt service funds and reserves) in mutual funds described in clause (13) above or make an investment in any mutual fund that exceeds 10% of the fund's total assets.

Except as stated above or inconsistent with its investment policy, the City may invest in obligations of any duration without regard to their credit rating, if any. If an obligation ceases to qualify as an eligible investment after it has been purchased, the City is not required to liquidate the investment unless it no longer carries a required rating, in which case the City is required to take prudent measures to liquidate the investment that are consistent with its investment policy.

INVESTMENT POLICIES . . . Under State law, the City is required to adopt and annually review written investment policies and must invest its funds in accordance with its policies. The policies must identify eligible investments and address investment diversification, yield, maturity, and the quality and capability of investment management. For investments whose eligibility is rating dependent, the policies must adopt procedures to monitor ratings and liquidate investments if and when required. The policies must require that all investment transactions settle on a delivery versus payment basis. The City must adopt a written investment strategy for each fund group to achieve investment objectives in the following order of priority: (1) suitability, (2) preservation and safety of principal, (3) liquidity, (4) marketability, (5) diversification, and (6) yield.

State law requires the City's investments be made "with judgment and care, under prevailing circumstances, that a person of prudence, discretion, and intelligence would exercise in the management of the person's own affairs, not for speculation, but for investment considering the probable safety of capital and the probable income to be derived." The City is required to perform an annual audit of the management controls on investments and compliance with its investment policies and provide regular training for its investment officers.

THE CITY'S INVESTMENT POLICIES . . . The City Manager designates the Chief Financial Officer as the City's chief investment officer. The Assistant Finance Director, Second Assistant Finance Director, and Treasury Analyst are designated as additional investment officers. The Chief Financial Officer is responsible for the City's comprehensive cash management program, including the administration of the Investment Policies. The Chief Financial Officer is responsible for considering the quality and capability of staff involved in investment management and procedures. The Chief Financial Officer shall be responsible for authorizing investments and the Treasury and Debt Manager shall account for investments and pledged collateral in order to maintain appropriate internal controls. The Controller shall be responsible for recording investments in the City's books of accounts. The Internal Audit staff shall audit records monthly and the external auditors will review for management controls on investments and adherence to policy as required by law. On November 16, 2021, the City Council approved and readopted the Investment Policies.

City policy requires investments in accordance with applicable State law, specifically the Public Funds Investment Act, Texas Government Code, Chapter 2256, as amended, (the "PFIA"). The City's Investment Policy does not permit the investment of City

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

Business-Type Activities

Long-term debt in the business-type activities column of the government-wide Statement of Net Position consists of general obligation refunding bonds, water and wastewater system revenue bonds, certificates of obligation bonds, and unamortized bond premiums/discounts. Bonds issued for business-type activities are secured by a pledge of the property tax levy of the City, but are self-supporting obligations which are paid from the respective net revenues of each activity. Bond proceeds are used to fund additions and improvements to the City's water and wastewater system, solid waste system, municipal golf courses, and municipal airport.

At September 30, 2021, long-term debt for the City's business-type activities consisted of the following:

	Interest Rate %	Year of Issue	Year of Maturity	Original Amount	Amount Outstanding
Water and wastewater:					
Revenue bonds					
Series 2010	0.0-2.587	2010	2030	\$ 4,995,000	\$ 2,620,000
Series 2011	2.0-4.25	2011	2031	8,940,000	770,000
Series 2013	2.0-4.0	2013	2026	14,045,000	6,210,000
Series 2014	0.0-1.990	2014	2030	4,000,000	2,320,000
Series 2015	2.25-4.0	2015	2027	4,155,000	2,700,000
Series 2016	2.0-5.0	2016	2036	17,625,000	14,070,000
Series 2017	0.0-0.8	2017	2030	5,110,000	3,550,000
Series 2017A	2.0-4.0	2017	2036	2,755,000	2,650,000
Series 2019	0.0-0.49	2019	2039	3,730,800	3,410,800
Series 2020	5	2020	2031	4,290,000	3,735,000
Total bonds payable - water wastewater					42,035,800
Unamortized bond premiums/discounts					3,095,945
Total long-term debt - water wastewater					45,131,745
Municipal airport:					
Certificates of obligation bonds					
Series 2004A	2.25-5.0	2004	2024	2,120,000	555,000
Total long-term debt - business-type activities					\$ 45,686,745

funds in all eligible investments permitted by State law. Furthermore, this policy specifically prohibits investment in the following investment securities.

1. Obligations whose payment represents the coupon payments on the outstanding principal balance of the underlying mortgage-backed security collateral and pays no principal.
2. Obligations whose payment represents the principal stream of cash flow from the underlying mortgage-backed security collateral and bears no interest.
3. Collateralized mortgage obligations that have a stated final maturity date of greater than 10 years.
4. Collateralized mortgage obligations the interest rate of which is determined by an index that adjusts opposite to the changes in a market index.

INVESTMENT COMMITTEE . . . An Investment Committee consisting of the Treasury Analyst, Treasury and Debt Manager, Controller, Chief Financial Officer, and Deputy City Manager shall meet as frequently as necessary to review the City's investment portfolio. The committee shall also meet as necessary to add or delete a financial institution or broker/dealer from the list of institutions with which the City may do business or to conduct other business. The committee shall also meet to review prospectuses, financial statements and other performance data on money market mutual funds and shall formulate recommendations on the advisability of investing in specific funds for the consideration of the City Council.

Any three of the five Investment Committee members constitute a quorum. The Treasury and Debt Manager shall serve as chairman of the committee, and maintain written record of investment committee meetings.

TABLE 14 - CURRENT INVESTMENTS

As of December 1, 2022, the City's investable funds were invested in the following categories:

Type of Investment	Percentage	Book Value
Local Government Pools and Money Market Funds	15.23%	\$ 66,634,764
Federal Agency and Instrumentality Notes	84.77%	370,767,682
		<u>\$ 437,402,446</u>

TAX MATTERS

TAX EXEMPTION . . . The delivery of the Certificates is subject to the opinion of Bond Counsel to the effect that interest on the Certificates for federal income tax purposes (1) will be excludable from gross income, as defined in section 61 of the Internal Revenue Code of 1986, as amended to the date of such opinion (the "Code"), pursuant to section 103 of the Code and existing regulations, published rulings, and court decisions, and (2) will not be included in computing the alternative minimum taxable income of the owners thereof who are individuals. The form of Bond Counsel's opinion relating to the Certificates is reproduced as Appendix C. The statutes, regulations, rulings, and court decisions on which such opinion is based are subject to change.

In rendering the foregoing opinion, Bond Counsel will rely upon representations and certifications of the City made in a certificate dated the date of delivery of the Certificates pertaining to the use, expenditure, and investment of the proceeds of the Certificates and will assume continuing compliance by the City with the provisions of the Ordinance subsequent to the issuance of the Certificates. The Certificate Ordinance contains covenants by the City with respect to, among other matters, the use of the proceeds of the Certificates and the facilities financed therewith by persons other than state or local governmental units, the manner in which the proceeds of the Certificates are to be invested, the periodic calculation and payment to the United States Treasury of arbitrage "profits" from the investment of proceeds, and the reporting of certain information to the United States Treasury. Failure to comply with any of these covenants may cause interest on the Certificates to be includable in the gross income of the owners thereof from the date of the issuance of the Certificates.

Bond Counsel's opinion is not a guarantee of a result, but represents its legal judgment based upon its review of existing statutes, regulations, published rulings and court decisions and the representations and covenants of the City described above. No ruling has been sought from the Internal Revenue Service (the "IRS") with respect to the matters addressed in the opinion of Bond Counsel, and Bond Counsel's opinion is not binding on the IRS. The IRS has an ongoing program of auditing the tax-exempt status of the interest on tax-exempt obligations. If an audit of the Certificates is commenced, under current procedures the IRS is likely to treat the City as the "taxpayer," and the owners of the Certificates would have no right to participate in the audit process. In responding to or defending an audit of the tax-exempt status of the interest on the Certificates, the City may have different or conflicting interests from the owners of the Certificates. Public awareness of any future audit of the Certificates could adversely affect the value and liquidity of the Certificates during the pendency of the audit, regardless of its ultimate outcome.

Except as described above, Bond Counsel expresses no other opinion with respect to any other federal, state or local tax consequences under present law, or proposed legislation, resulting from the receipt or accrual of interest on, or the acquisition or disposition of, the Certificates. Prospective purchasers of the Certificates should be aware that the ownership of tax-exempt obligations such as the Certificates may result in collateral federal tax consequences to, among others, financial institutions, life insurance companies, property and casualty insurance companies, certain foreign corporations doing business in the United States, S corporations with subchapter C

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earnings and profits, corporations subject to the alternative minimum tax on adjusted financial statement income, individual recipients of Social Security or Railroad Retirement benefits, individuals otherwise qualifying for the earned income tax credit, owners of an interest in a financial asset securitization investment trust ("FASIT"), and taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry, or who have paid or incurred certain expenses allocable to, tax-exempt obligations. Prospective purchasers should consult their own tax advisors as to the applicability of these consequences to their particular circumstances.

For taxable years beginning after 2022, the Code imposes a minimum tax of 15 percent of the adjusted financial statement income of certain large corporations, generally consisting of corporations (other than S corporations, regulated investment companies and real estate investment trusts) with more than \$1 billion in average annual adjusted financial statement income, determined over a three-year period. For this purpose, adjusted financial statement income generally consists of the net income or loss of the taxpayer set forth on the taxpayer's applicable financial statement for the taxable year, subject to various adjustments, but is not reduced for interest earned on tax-exempt obligations, such as the Certificates. Prospective purchasers that could be subject to this minimum tax should consult with their own tax advisors regarding the potential impact of owning the Certificates.

Existing law may change to reduce or eliminate the benefit to holders of the Certificates of the exclusion of interest on the Certificates from gross income for federal income tax purposes. Any proposed legislation or administrative action, whether or not taken, could also affect the value and marketability of the Certificates. Prospective purchasers of the Certificates should consult with their own tax advisors with respect to any proposed or future changes in tax law.

TAX ACCOUNTING TREATMENT OF DISCOUNT AND PREMIUM ON CERTAIN CERTIFICATES. . The initial public offering price of certain Certificates (the "Discount Certificates") may be less than the amount payable on such Certificates at maturity. An amount equal to the difference between the initial public offering price of a Discount Certificate (assuming that a substantial amount of the Certificates of that maturity are sold to the public at such price) and the amount payable at maturity constitutes original issue discount to the initial purchaser of such Discount Certificate. A portion of such original issue discount allocable to the holding period of such Discount Certificate by the initial purchaser will, upon the disposition of such Discount Certificate (including by reason of its payment at maturity), be treated as interest excludable from gross income, rather than as taxable gain, for federal income tax purposes, on the same terms and conditions as those for other interest on the Certificates described above under "Tax Exemption." Such interest is considered to be accrued actuarially in accordance with the constant interest method over the life of a Discount Certificate, taking into account the semiannual compounding of accrued interest, at the yield to maturity on such Discount Certificate and generally will be allocated to an initial purchaser in a different amount from the amount of the payment denominated as interest actually received by the initial purchaser during the tax year.

However, such interest may be required to be taken into account in determining the amount of the branch profits tax applicable to certain foreign corporations doing business in the United States, even though there will not be a corresponding cash payment. In addition, the accrual of such interest may result in certain other collateral federal income tax consequences to, among others, financial institutions, life insurance companies, property and casualty insurance companies, S corporations with "subchapter C" earnings and profits, corporations subject to the alternative minimum tax on adjusted financial statement income, individual recipients of Social Security or Railroad Retirement benefits, individuals otherwise qualifying for the earned income tax credit, owners of an interest in a FASIT, and taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry, or who have paid or incurred certain expenses allocable to, tax-exempt obligations. Moreover, in the event of the redemption, sale or other taxable disposition of a Discount Certificate by the initial owner prior to maturity, the amount realized by such owner in excess of the basis of such Discount Certificate in the hands of such owner (adjusted upward by the portion of the original issue discount allocable to the period for which such Discount Certificate was held) is includable in gross income.

Owners of Discount Certificates should consult with their own tax advisors with respect to the determination of accrued original issue discount on Discount Certificates for federal income tax purposes and with respect to the state and local tax consequences of owning and disposing of Discount Certificates. It is possible that, under applicable provisions governing determination of state and local income taxes, accrued interest on Discount Certificates may be deemed to be received in the year of accrual even though there will not be a corresponding cash payment.

The purchase price of certain Certificates (the "Premium Certificates") paid by an owner may be greater than the amount payable on such Certificates at maturity. An amount equal to the excess of a purchaser's tax basis in a Premium Certificate over the amount payable at maturity constitutes premium to such purchaser. The basis for federal income tax purposes of a Premium Certificate in the hands of such purchaser must be reduced each year by the amortizable bond premium, although no federal income tax deduction is allowed as a result of such reduction in basis for amortizable bond premium. Such reduction in basis will increase the amount of any gain (or decrease the amount of any loss) to be recognized for federal income tax purposes upon a sale or other taxable disposition of a Premium Certificate. The amount of premium that is amortizable each year by a purchaser is determined by using such purchaser's yield to maturity (or, in some cases with respect to a callable Certificate, the yield based on a call date that results in the lowest yield on the Certificate).

Purchasers of the Premium Certificates should consult with their own tax advisors with respect to the determination of amortizable bond premium on Premium Certificates for federal income tax purposes and with respect to the state and local tax consequences of owning and disposing of Premium Certificates.

Fiscal Year	Sales Tax Revenue Bonds-Park Venue			Sales Tax Revenue Bonds-EPIC		
	Principal	Interest	Total	Principal	Interest	Total
2022	\$ 2,120,000	\$ 448,418	\$ 2,568,418	\$ 2,375,000	\$ 3,084,162	\$ 5,459,162
2023	2,190,000	401,203	2,591,203	2,475,000	2,987,162	5,462,162
2024	2,270,000	341,118	2,611,118	2,575,000	2,886,162	5,461,162
2025	2,360,000	275,203	2,635,203	2,680,000	2,781,062	5,461,062
2026	2,450,000	213,493	2,663,493	2,785,000	2,675,647	5,460,647
2027	1,170,000	166,038	1,336,038	2,895,000	2,567,509	5,462,509
2028	370,000	142,438	512,438	3,010,000	2,449,919	5,459,919
2029	385,000	127,338	512,338	3,140,000	2,323,165	5,463,165
2030	400,000	111,638	511,638	3,275,000	2,187,743	5,462,743
2031	420,000	95,238	515,238	3,425,000	2,035,914	5,460,914
2032	435,000	78,138	513,138	3,590,000	1,868,185	5,458,185
2033	455,000	60,338	515,338	3,770,000	1,692,208	5,462,208
2034	470,000	43,600	513,600	3,955,000	1,507,503	5,462,503
2035	485,000	28,081	513,081	4,145,000	1,313,832	5,458,832
2036	505,000	10,100	515,100	4,355,000	1,105,153	5,460,153
2037	-	-	-	4,580,000	880,348	5,460,348
2038	-	-	-	4,815,000	643,970	5,458,970
2039	-	-	-	5,065,000	395,389	5,460,389
2040	-	-	-	5,325,000	133,977	5,458,977
	<u>\$ 16,485,000</u>	<u>\$ 2,542,382</u>	<u>\$ 19,027,382</u>	<u>\$ 68,235,000</u>	<u>\$ 35,519,010</u>	<u>\$ 103,754,010</u>

Fiscal Year	Total		
	Principal	Interest	Total
2022	\$ 36,685,000	\$ 16,794,519	\$ 53,479,519
2023	29,025,000	14,560,520	43,585,520
2024	33,805,000	13,406,819	47,211,819
2025	28,095,000	12,242,299	40,337,299
2026	32,820,000	11,175,464	43,995,464
2027	26,345,000	10,183,461	36,528,461
2028	23,820,000	9,291,884	33,111,884
2029	24,490,000	8,434,317	32,924,317
2030	23,835,000	7,581,430	31,416,430
2031	24,285,000	6,756,151	31,041,151
2032	24,185,000	5,947,566	30,132,566
2033	25,020,000	5,115,997	30,135,997
2034	25,075,000	4,238,869	29,313,869
2035	20,870,000	3,419,067	24,289,067
2036	19,720,000	2,683,574	22,403,574
2037	16,080,000	2,023,189	18,103,189
2038	15,100,000	1,436,105	16,536,105
2039	15,680,000	856,600	16,536,600
2040	11,200,000	354,614	11,554,614
2041	6,020,000	74,148	6,094,148
	<u>\$ 462,155,000</u>	<u>\$ 136,576,593</u>	<u>\$ 598,731,593</u>

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At September 30, 2021, the aggregate debt service payments for long-term debt through the final year of maturity for the City's governmental activities were as follows:

Fiscal Year	General Obligation Bonds			Certificates of Obligation Bonds		
	Principal	Interest	Total	Principal	Interest	Total
2022	\$ 8,590,000	\$ 3,693,658	\$ 12,283,658	\$ 16,195,000	\$ 8,487,692	\$ 24,682,692
2023	7,410,000	3,195,163	10,605,163	16,410,000	7,828,659	24,238,659
2024	10,200,000	2,842,488	13,042,488	18,205,000	7,200,217	25,405,217
2025	9,400,000	2,443,182	11,843,182	13,090,000	6,619,402	19,709,402
2026	9,175,000	2,091,392	11,266,392	13,180,000	6,136,729	19,316,729
2027	8,720,000	1,789,618	10,509,618	13,560,000	5,660,296	19,220,296
2028	6,380,000	1,540,522	7,920,522	14,060,000	5,159,005	19,219,005
2029	6,385,000	1,345,099	7,730,099	14,580,000	4,638,715	19,218,715
2030	5,045,000	1,182,643	6,227,643	15,115,000	4,099,406	19,214,406
2031	4,790,000	1,058,325	5,848,325	15,650,000	3,566,674	19,216,674
2032	3,990,000	955,197	4,945,197	16,170,000	3,046,046	19,216,046
2033	4,075,000	868,432	4,943,432	16,720,000	2,495,019	19,215,019
2034	3,925,000	779,824	4,704,824	16,725,000	1,907,942	18,632,942
2035	3,855,000	692,578	4,547,578	12,385,000	1,384,576	13,769,576
2036	3,940,000	603,744	4,543,744	10,920,000	964,577	11,884,577
2037	4,040,000	505,391	4,545,391	7,460,000	637,450	8,097,450
2038	4,145,000	398,085	4,543,085	6,140,000	394,050	6,534,050
2039	4,255,000	287,961	4,542,961	6,360,000	173,250	6,533,250
2040	4,370,000	174,887	4,544,887	1,505,000	45,750	1,550,750
2041	4,485,000	58,798	4,543,798	1,535,000	15,350	1,550,350
	<u>\$ 117,175,000</u>	<u>\$ 26,506,987</u>	<u>\$ 143,681,987</u>	<u>\$ 245,965,000</u>	<u>\$ 70,460,805</u>	<u>\$ 316,425,805</u>

Fiscal Year	Tax and Tax Increment Bonds (TIFs)			Sales Tax Revenue Bonds-Crime Control		
	Principal	Interest	Total	Principal	Interest	Total
2022	\$ 2,160,000	\$ 282,912	\$ 2,442,912	\$ 5,245,000	\$ 797,677	\$ 6,042,677
2023	540,000	148,333	688,333	-	-	-
2024	555,000	136,834	691,834	-	-	-
2025	565,000	123,450	688,450	-	-	-
2026	5,230,000	58,203	5,288,203	-	-	-
	<u>\$ 9,050,000</u>	<u>\$ 749,732</u>	<u>\$ 9,799,732</u>	<u>\$ 5,245,000</u>	<u>\$ 797,677</u>	<u>\$ 6,042,677</u>

CONTINUING DISCLOSURE OF INFORMATION

In the Certificate Ordinance, the City has made the following agreement for the benefit of the registered and beneficial owners of the Certificates. The City is required to observe the agreement for so long as it remains obligated to advance funds to pay the Certificates. Under the agreement, the City will be obligated to provide certain updated financial information and operating data annually, and timely notice of certain events, to the Municipal Securities Rulemaking Board (the "MSRB").

ANNUAL REPORTS . . . The City will provide annually to the MSRB (1) within six months after the end of each fiscal year ending in or after 2023, financial information and operating data with respect to the City of the general type of information contained in Tables 1 through 5 and 7 through 14 and (2) within twelve months after the end of each fiscal year ending in or after 2023, audited financial statements of the City. Any financial statements so provided shall be prepared in accordance with the accounting principles described in Appendix B, or such other accounting principles as the City may be required to employ from time to time pursuant to state law or regulation. If audited financial statements are not available within 12 months after the end of any fiscal year, the City will provide unaudited financial statements by the required time, and audited financial statements when and if such audited financial statements become available.

The financial information and operating data to be provided may be set forth in full in one or more documents or may be included by specific reference to any document available to the public on the MSRB's Internet Web site or filed with the United States Securities and Exchange Commission (the "SEC"), as permitted by SEC Rule 15c2-12, as amended (the "Rule").

The City's current fiscal year end is September 30. Accordingly, the City must provide updated information included in the above-referenced tables by March 31 in each year, and audited financial statements for the preceding fiscal year (or unaudited financial statements if the audited financial statements are not yet available) must be provided by September 30 in each year, unless the City changes its fiscal year. If the City changes its fiscal year, it will notify the MSRB of the change (and of the date of the new fiscal year end) prior to the next date by which the City otherwise would be required to provide financial information and operating data.

NOTICE OF CERTAIN EVENTS . . . The City will provide notice of any of the following events with respect to the Certificates to the MSRB in a timely manner (but not in excess of ten business days after the occurrence of the event): (1) principal and interest payment delinquencies; (2) non-payment related defaults, if material; (3) unscheduled draws on debt service reserves reflecting financial difficulties; (4) unscheduled draws on credit enhancements reflecting financial difficulties; (5) substitution of credit or liquidity providers, or their failure to perform; (6) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB), or other material notices or determinations with respect to the tax status of the Certificates, or other material events affecting the tax status of the Certificates; (7) modifications to rights of holders of the Certificates, if material; (8) Certificate calls, if material, and tender offers; (9) defeasances; (10) release, substitution, or sale of property securing repayment of the Certificates, if material; (11) rating changes; (12) bankruptcy, insolvency, receivership, or similar event of the City, which shall occur as described below; (13) the consummation of a merger, consolidation, or acquisition involving the City or the sale of all or substantially all of its assets, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; (14) appointment of a successor or additional trustee or the change of name of a trustee, if material; (15) incurrence of a Financial Obligation of the City, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a Financial Obligation of the City, any of which affect security holders, if material; and (16) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a Financial Obligation of the City, any of which reflect financial difficulties. In addition, the City will provide to the MSRB, in a timely manner, notice of any failure by the City to provide the required annual financial information described above under "Annual Reports."

For these purposes, (A) any event described in (12) in the immediately preceding paragraph is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent, or similar officer for the City in a proceeding under the United States Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the City, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement, or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the City, (B) for the purposes of any event described in the immediately preceding clauses (15) and (16), the term "Financial Obligation" means a (i) debt obligation, (ii) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation, or (iii) guarantee of (i) or (ii). The term "Financial Obligation" shall not include municipal securities as to which a final official statement has been provided to the MSRB consistent with the Rule, and (C) the City intends the words used in the immediately preceding clauses (15) and (16) and in the definition of Financial Obligation above to have the meanings ascribed to them in SEC Release No. 34-83885 dated August 20, 2018.

AVAILABILITY OF INFORMATION . . . The City has agreed to provide the foregoing financial and operating information only as described above. Investors may access continuing disclosure information filed with the MSRB free of charge via the Electronic Municipal Market Access system at www.emma.msrb.org.

LIMITATIONS AND AMENDMENTS . . . The City has agreed to update information and to provide notices of certain specified events only as described above. The City has not agreed to provide other information that may be relevant or material to a complete

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presentation of its financial results of operations, condition, or prospects or agreed to update any information that is provided, except as described above. The City makes no representation or warranty concerning such information or concerning its usefulness to a decision to invest in or sell Certificates at any future date. The City disclaims any contractual or tort liability for damages resulting in whole or in part from any breach of its continuing disclosure agreement or from any statement made pursuant to its agreement, although registered and beneficial owners of Certificates may seek a writ of mandamus to compel the City to comply with its agreement.

The City may amend its continuing disclosure agreement from time to time to adapt to changed circumstances that arise from a change in legal requirements, a change in law, or a change in the identity, nature, status, or type of operations of the City, if (i) the agreement, as amended, would have permitted an underwriter to purchase or sell Certificates in the offering described herein in compliance with the Rule, taking into account any amendments or interpretations of the Rule to the date of such amendment, as well as such changed circumstances, and (ii) either (a) the holders of a majority in aggregate principal amount of the respective outstanding Certificates consent to the amendment or (b) any person unaffiliated with the City (such as nationally recognized bond counsel) determines that the amendment will not materially impair the interests of the registered and beneficial owners of the Certificates. The City may also amend or repeal the provisions of this continuing disclosure agreement if the SEC amends or repeals the applicable provisions of the Rule or a court of final jurisdiction enters judgment that such provisions of the Rule are invalid, but only if and to the extent that the provisions of this sentence would not prevent an underwriter from lawfully purchasing or selling Certificates in the primary offering of the Certificates. If the City so amends its continuing disclosure agreement, it has agreed to include with the next financial information and operating data provided in accordance with its agreement described above under "Annual Reports" an explanation, in narrative form, of the reasons for the amendment and of the impact of any change in the type of financial information and operating data so provided.

COMPLIANCE WITH PRIOR UNDERTAKINGS . . . During the last five years, the City has complied in all material respects with all continuing disclosure agreements made by it in accordance with the Rule.

OTHER INFORMATION

RATING . . . The Certificates have been rated "AAA" with a stable outlook by S&P Global Ratings, a division of S&P Global Inc. ("S&P") without regard to credit enhancement. An explanation of the significance of such rating may be obtained from the company furnishing the rating. The rating reflects only the views of such organization and the City makes no representation as to the appropriateness of the rating. There is no assurance that such rating will continue for any given period of time or that it will not be revised downward or withdrawn entirely by such rating company, if in the judgment of such company, circumstances so warrant. Any such downward revision or withdrawal of such rating, may have an adverse effect on the market price of the Certificates.

LITIGATION . . . City staff believes there is no pending litigation against the City that would have a material adverse financial impact upon the City or its operations.

REGISTRATION AND QUALIFICATION OF CERTIFICATES FOR SALE . . . The sale of the Certificates has not been registered under the Federal Securities Act of 1933, as amended, in reliance upon the exemption provided thereunder by Section 3(a)(2); and the Certificates have not been qualified under the Securities Act of Texas in reliance upon various exemptions contained therein; nor have the Certificates been qualified under the securities acts of any other jurisdiction. The City assumes no responsibility for qualification of the Certificates under the securities laws of any jurisdiction in which the Certificates may be sold, assigned, pledged, hypothecated or otherwise transferred. This disclaimer of responsibility for qualification for sale or other disposition of the Certificates shall not be construed as an interpretation of any kind with regard to the availability of any exemption from securities registration provisions.

LEGAL INVESTMENTS AND ELIGIBILITY TO SECURE PUBLIC FUNDS IN TEXAS . . . Section 1201.041 of the Public Security Procedures Act (Chapter 1201, Government Code, as amended) provides that the Certificates are negotiable instruments, investment securities governed by, Chapter 8, Business and Commerce Code, as amended, and are legal and authorized investments for insurance companies, fiduciaries, trustees, or for the sinking funds of municipalities or other political subdivisions or public agencies of the State. With respect to investment in the Certificates by municipalities or other political subdivisions or public agencies of the State, the Public Funds Investment Act, Government Code, Chapter 2256, as amended, requires that the Certificates be assigned a rating of not less than "A" or its equivalent as to investment quality by a national rating agency. See "OTHER INFORMATION – Rating" above. In addition, various provisions of the Texas Finance Code provide that, subject to a prudent investor standard, the Certificates are legal investments for state banks, savings banks, trust companies with capital of one million dollars or more, and savings and loan associations. The Certificates are eligible to secure deposits of any public funds of the State, its agencies, and its political subdivisions, and are legal security for those deposits to the extent of their market value. No review by the City has been made of the laws in other states to determine whether the Certificates are legal investments for various institutions in those states. No representation is made that the Certificates will be acceptable to public entities to secure their deposits or acceptable to such institutions for investment purposes.

The City made no investigation of other laws, rules, regulations or investment criteria which might apply to such institutions or entities or which might limit the suitability of the Certificates for any of the foregoing purposes or limit the authority of such institutions or entities to purchase or invest in the Certificates for such purposes.

In February 2021, the City issued \$23,215,000 in Combination Tax and Revenue Certificates of Obligation, Series 2021. The Certificates were issued for the purpose of paying contractual obligations to be (i) acquiring, constructing, improving and equipping fire-fighting facilities and library facilities, (ii) constructing, improving and equipping existing municipal facilities, (iii) constructing street improvements, including drainage, landscaping, curbs, gutters, sidewalks, entryways, pedestrian pathways, signage, traffic signalization and street noise abatement incidental thereto and the acquisition of land and rights-of-way therefor and (iv) professional services rendered in connection therewith.

In June 2021, the City issued \$66,945,000 in General Obligation Bonds, Series 2021. The bonds were issued for the purpose of paying contractual obligations to be incurred for constructing street improvements, including drainage, landscaping, curbs, gutters, sidewalks, entryways, pedestrian pathways, signage, traffic signalization and street noise abatement incidental thereto, and for the acquisition of land and rights-of-way therefor within the reinvestment zone of the City known as the Tax Increment Financing Reinvestment Zone Number One (TIF #1).

Also in June 2021, the City issued \$16,935,000 in Combination Tax and Revenue Certificates of Obligation, Series 2021A. The Certificates were issued for the same purpose as the Series 2021 General Obligation Bonds, described above.

Outstanding Bond Debt Defeasement

At September 30, 2021, certain outstanding debt of the city was considered to be defeased. The following table details such outstanding defeased debt:

Type of Obligation	Defeased Debt Outstanding
General obligation refunding bonds	\$ 55,000
Total debt defeasement	\$ 55,000

City Of Grand Prairie, Texas
Notes to the Basic Financial Statements
September 30, 2021

At September 30, 2021, changes in long-term debt for the City's governmental activities were as follows:

	Balance October 1, 2020	Borrowings or Increase	Payments or Decrease	Balance September 30, 2021	Due Within One Year
General obligation bonds:					
Series 2012	\$ 4,120,000	\$ -	\$ (645,000)	\$ 3,475,000	\$ 660,000
Series 2013	3,310,000	-	(310,000)	3,000,000	315,000
Series 2013A	1,710,000	-	(95,000)	1,615,000	100,000
Series 2015	7,065,000	-	(1,050,000)	6,015,000	1,095,000
Series 2016	23,375,000	-	(2,935,000)	20,440,000	2,415,000
Series 2019	19,475,000	-	(3,790,000)	15,685,000	4,005,000
Series 2021	-	66,945,000	-	66,945,000	-
Total general obligation bonds	59,055,000	66,945,000	(8,825,000)	117,175,000	8,590,000
Combination tax and revenue certificates of obligation					
Series 2013	6,320,000	-	(405,000)	5,915,000	420,000
Series 2013A	9,280,000	-	(500,000)	8,780,000	525,000
Series 2014	16,940,000	-	(2,125,000)	14,815,000	2,230,000
Series 2015	22,445,000	-	(1,345,000)	21,100,000	1,405,000
Series 2016	28,180,000	-	(1,915,000)	26,265,000	1,325,000
Series 2017	29,915,000	-	(3,500,000)	26,415,000	3,625,000
Series 2018	38,810,000	-	(1,885,000)	36,925,000	2,090,000
Series 2019A	33,110,000	-	(1,815,000)	31,295,000	1,905,000
Series 2019B	34,305,000	-	-	34,305,000	2,220,000
Series 2021	-	23,215,000	-	23,215,000	450,000
Series 2021A	-	16,935,000	-	16,935,000	-
Total combination tax and revenue certificates of obligation	219,305,000	40,150,000	(13,490,000)	245,965,000	16,195,000
Tax increment and public improvement district debt					
Series 2001 TIRZ 1	3,160,000	-	(1,525,000)	1,635,000	1,635,000
Series 2015 PID 5	380,000	-	(70,000)	310,000	75,000
Series 2016 - TIRZ 1	1,080,000	-	(1,080,000)	-	-
Series 2019 - TIRZ 1	7,105,000	-	-	7,105,000	450,000
Total tax increment and public improvement district debt	11,725,000	-	(2,675,000)	9,050,000	2,160,000
Sales tax revenue debt:					
Crime Control					
Series 2008	10,795,000	-	(5,550,000)	5,245,000	5,245,000
Total Crime Control	10,795,000	-	(5,550,000)	5,245,000	5,245,000
Park Venue					
Series 2009 subordinate	6,740,000	-	(495,000)	6,245,000	1,130,000
Series 2013	5,860,000	-	(1,290,000)	4,570,000	730,000
Series 2016 Park Venue	5,935,000	-	(265,000)	5,670,000	260,000
Total Park Venue	18,535,000	-	(2,050,000)	16,485,000	2,120,000
EPIC					
Series 2015 EPIC	70,520,000	-	(2,285,000)	68,235,000	2,375,000
Total EPIC	70,520,000	-	(2,285,000)	68,235,000	2,375,000
Total change in long term debt	389,935,000	107,095,000	(34,875,000)	462,155,000	36,685,000
Unamortized bond premiums/discounts	26,089,620	3,272,425	(2,158,415)	27,203,630	-
Total change in long-term debt - governmental activities	\$ 416,024,620	\$ 110,367,425	\$ (37,033,415)	\$ 489,358,630	\$ 36,685,000

LEGAL OPINION AND NO LITIGATION CERTIFICATE . . .The City will furnish to the Purchaser a complete transcript of proceedings had incident to the authorization and issuance of the Certificates, including the unqualified approving legal opinion of the Attorney General of Texas approving the Initial Certificate, to the effect that the Certificates are valid and legally binding obligations of the City, and based upon examination of such transcript of proceedings, the approving legal opinion of Bond Counsel, to like effect and to the effect that the interest on the Certificates will be excludable from gross income for federal income tax purposes under Section 103(a) of the Code, subject to the matters described under "TAX MATTERS" herein. The customary closing papers, including a certificate to the effect that no litigation of any nature has been filed or is then pending to restrain the issuance and delivery of the Certificates, or which would affect the provision made for their payment or security or in any manner questioning the validity of the Certificates will also be furnished. Bond Counsel was not requested to participate, and did not take part, in the preparation of the Notice of Sale and Bidding Instructions, the Official Bid Form or the Official Statement and such firm has not assumed any responsibility with respect thereto or undertaken independently to verify any of the information contained therein, except that, in its capacity as Bond Counsel, such firm has reviewed the information under the captions and subcaptions, "THE CERTIFICATES" (except for the information under the subcaptions "Book-Entry-Only System," "Certificateholders' Remedies" and the last sentence under "Tax Rate Limitation"), "TAX MATTERS" and "CONTINUING DISCLOSURE OF INFORMATION" (except for the information under the subcaption "Compliance with Prior Undertakings"), and the subcaptions "Registration and Qualification of Certificates for Sale," "Legal Investments and Eligibility to Secure Public Funds in Texas" and "Legal Opinion and No Litigation Certificate" under the caption "OTHER INFORMATION" in this Official Statement and such firm is of the opinion that the information relating to the Certificates and the legal issues contained under such captions and subcaptions is an accurate and fair description of the laws and legal issues addressed therein and, with respect to the Certificates, such information conforms to the provisions of the Certificate Ordinance. The legal opinion will accompany the Certificates deposited with DTC or will be printed on the Certificates in the event of the discontinuance of the Book-Entry-Only System. Certain legal matters will be passed upon for the City by West & Associates, L.L.P., Dallas, Texas, Disclosure Counsel to the City. The legal fees to be paid Bond Counsel and Disclosure Counsel for services rendered in connection with the issuance of the Certificates is contingent on the sale and delivery of the Certificates.

The various legal opinions to be delivered concurrently with the delivery of the Certificates express the professional judgment of the attorneys rendering the opinions as to the legal issues explicitly addressed therein. In rendering a legal opinion, the attorney does not become an insurer or guarantor of that expression of professional judgment, of the transaction opined upon, or of the future performance of the parties to the transaction. Nor does the rendering of an opinion guarantee the outcome of any legal dispute that may arise out of the transaction.

CYBERSECURITY . . .The City has taken several steps to enhance and protect information systems and information of the City. The City's dedicated Chief Information Officer is certified in cybersecurity matters and responsible for carrying out information security responsibilities. Some of the City's security operations include regular staff cyber training, periodic system tests and audits, authorizing information access commensurate with classification level and sensitivity, and routine replacement of software and related information equipment. In addition, to help protect the City against claims and expenses due to a cybersecurity incident, the City maintains cyber insurance. The City prioritizes the ability to identify, protect, detect, respond and recover from cyber events and incidents from nation state actors, organized criminals, hactivist groups and insider threats.

AUTHENTICITY OF FINANCIAL DATA AND OTHER INFORMATION . . .The financial data and other information contained herein have been obtained from City records, audited financial statements and other sources which are believed to be reliable. There is no guarantee that any of the assumptions or estimates contained herein will be realized. All of the summaries of the statutes, documents and ordinances contained in this Official Statement are made subject to all of the provisions of such statutes, documents and ordinances. These summaries do not purport to be complete statements of such provisions and reference is made to such documents for further information. Reference is made to original documents in all respects.

FINANCIAL ADVISOR . . .HilltopSecurities is employed as Financial Advisor to the City in connection with the issuance of the Certificates. The Financial Advisor's fee for services rendered with respect to the sale of the Certificates is contingent upon the issuance and delivery of the Certificates. HilltopSecurities, in its capacity as Financial Advisor, does not assume any responsibility for the information, covenants and representations contained in any of the legal documents with respect to the federal income tax status of the Certificates, or the possible impact of any present, pending or future actions taken by any legislative or judicial bodies.

The Financial Advisor to the City has provided the following sentence for inclusion in this Official Statement. The Financial Advisor has reviewed the information in this Official Statement in accordance with, and as part of, its responsibilities to the City and, as applicable, to investors under the federal securities laws as applied to the facts and circumstances of this transaction, but the Financial Advisor does not guarantee the accuracy or completeness of such information.

INITIAL PURCHASER FOR THE CERTIFICATES . . .After requesting competitive bids for the Certificates, the City accepted the bid of Stifel Nicolaus & Company, Inc. (the "Purchaser" or "Initial Purchaser") to purchase the Certificates at the interest rates shown on page 2 of this Official Statement at a price of par plus a cash premium of \$4,194,692.63. The Purchaser can give no assurance that any trading market will be developed for the Certificates after their sale by the City to the Purchaser. The City has no control over the price at which the Certificates are subsequently sold and the initial yield at which the Certificates will be priced and reoffered will be established by and will be the responsibility of the Purchaser.

FORWARD-LOOKING STATEMENTS DISCLAIMER . . .The statements contained in this Official Statement, and in any other information provided by the City, that are not purely historical, are forward-looking statements, including statements regarding the City's expectations, hopes, intentions, or strategies regarding the future. Readers should not place undue reliance on forward-looking statements. All forward-looking statements included in this Official Statement are based on information available to the City on the date hereof, and the City assumes no obligation to update any such forward-looking statements. The City's actual results could differ materially from those discussed in such forward-looking statements.

The forward-looking statements included herein are necessarily based on various assumptions and estimates and are inherently subject to various risks and uncertainties, including risks and uncertainties relating to the possible invalidity of the underlying assumptions and estimates and possible changes or developments in social, economic, business, industry, market, legal, and regulatory circumstances and conditions and actions taken or omitted to be taken by third parties, including customers, suppliers, business partners and competitors, and legislative, judicial, and other governmental authorities and officials. Assumptions related to the foregoing involve judgments with respect to, among other things, future economic, competitive, and market conditions and future business decisions, all of which are difficult or impossible to predict accurately and many of which are beyond the control of the City. Any of such assumptions could be inaccurate and, therefore, there can be no assurance that the forward-looking statements included in this Official Statement will prove to be accurate.

CERTIFICATION OF THE OFFICIAL STATEMENT . . .At the time of payment for and delivery of the Certificates, the City will furnish a certificate, executed by an authorized representative of the City, acting in his or her official capacity, to the effect that to the best of his or her knowledge and belief: (a) the descriptions and statements of or pertaining to the City contained in the Official Statement, and any addenda, supplement or amendment thereto, on the date of such Official Statement, on the date of sale of the Certificates and the acceptance of the best bid therefor, and on the date of the delivery, were and are true and correct in all material respects; (b) insofar as the City and its affairs, including its financial affairs, are concerned, the Official Statement did not and does not contain an untrue statement of a material fact or omit to state a material fact required to be stated therein or necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading; (c) insofar as the descriptions and statements, including financial data, of or pertaining to entities, other than the City, and their activities contained in the Official Statement are concerned, such statements and data have been obtained from sources which the City believes to be reliable and the City has no reason to believe that they are untrue in any material respect; and (d) there has been no material adverse change in the financial condition of the City since the date of the last audited financial statements of the City.

In the Pricing Certificate, the Pricing Officer, for and on behalf of the City, approved the form and content of this Official Statement, and any addenda, supplement or amendment thereto, and authorized its further use in the reoffering of the Certificates by the Purchaser.

/s/ Cathy Patrick
Pricing Officer
City of Grand Prairie, Texas

City Of Grand Prairie, Texas
Notes to the Basic Financial Statements
September 30, 2021

At September 30, 2021, long-term debt for the City's governmental activities consisted of the following:

	Interest Rate %	Year of Issue	Year of Maturity	Original Amount	Amount Outstanding
General obligation bonds:					
Series 2012	1.0-2.0	2012	2026	27,400,000	3,475,000
Series 2013	1.5-3.25	2013	2033	10,975,000	3,000,000
Series 2013A	3.0-4.125	2014	2034	2,220,000	1,615,000
Series 2015	1.75-5.0	2016	2027	10,270,000	6,015,000
Series 2016	3.0-5.0	2016	2030	33,810,000	20,440,000
Series 2019	5.00	2020	2031	19,475,000	15,685,000
Series 2021	0.969-4.0	2021	2041	66,945,000	66,945,000
Total general obligation bonds					117,175,000
Combination tax and revenue certificates of obligation					
Series 2013	2.0-3.25	2013	2033	8,830,000	5,915,000
Series 2013A	2.0-4.125	2014	2034	11,945,000	8,780,000
Series 2014	3.0-5.0	2015	2034	26,125,000	14,815,000
Series 2015	2.0-5.0	2016	2035	27,380,000	21,100,000
Series 2016	2.0-4.0	2016	2036	33,705,000	26,265,000
Series 2017	2.25-5.0	2017	2037	36,515,000	26,415,000
Series 2018	2.0-4.0	2018	2039	40,605,000	36,925,000
Series 2019A	2.0-5.0	2019	2039	34,910,000	31,295,000
Series 2019B	1.5-3.0	2019	2034	34,305,000	34,305,000
Series 2021	2.0-4.5	2021	2041	23,215,000	23,215,000
Series 2021A	0.969-4.0	2021	2036	16,935,000	16,935,000
Total combination tax and revenue certificates of obligation					245,965,000
Tax increment and public improvement district debt					
Series 2001 TIRZ 1	3-month SOFR +.31%	2000	2022	17,900,000	1,635,000
Series 2015 PID 5	2.0-5.0	2016	2035	640,000	310,000
Series 2016 TIRZ 1	3.0-5.0	2016	2030	3,135,000	-
Series 2019 TIRZ 1	1.5-2.5	2019	2026	7,105,000	7,105,000
Total tax increment and public improvement district debt					9,050,000
Sales tax revenue debt					
Series 2008 Crime Control	6mo SOFR*62.075+1.07	2008	2022	54,800,000	5,245,000
Total Crime Control					5,245,000
Series 2009 Park Venue subordinate	3.77	2009	2027	13,390,000	6,245,000
Series 2013 Park Venue	2.0-4.0	2013	2027	11,060,000	4,570,000
Series 2016 Park Venue	2.0-4.0	2016	2036	6,730,000	5,670,000
Total Park Venue					16,485,000
Sales tax revenue debt					
Series 2015 EPIC	3.721-5.032	2015	2040	74,825,000	68,235,000
Total EPIC					68,235,000
Total general obligation debt					462,155,000
Unamortized bond premiums/discounts					27,203,630
Total long-term debt - governmental activities					\$ 489,358,630

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

Below is a summary of the changes in noncurrent liabilities of the City's primary government and component units:

	Balance October 1, 2020	Borrowings or Increase	Payments or Decrease	Balance September 30, 2021	Due Within One Year
Primary government:					
Governmental activities:					
General obligation bonds	\$ 59,055,000	\$ 66,945,000	\$ (8,825,000)	\$ 117,175,000	\$ 8,590,000
Combination tax and revenue certificates of obligation	219,305,000	40,150,000	(13,490,000)	245,965,000	16,195,000
Tax increment and public improvement district bonds	11,725,000	-	(2,675,000)	9,050,000	2,160,000
Sales tax revenue bonds - Epic	70,520,000	-	(2,285,000)	68,235,000	2,375,000
Sales tax revenue bonds - Crime Control	10,795,000	-	(5,550,000)	5,245,000	5,245,000
Sales tax revenue bonds - Park Venue	18,535,000	-	(2,050,000)	16,485,000	2,120,000
Issuance premiums/discounts, net	26,089,620	3,272,425	(2,158,415)	27,203,630	-
Total long-term debt	416,024,620	110,367,425	(37,033,415)	489,358,630	36,685,000
Compensated absences	21,064,457	11,073,987	(11,051,407)	21,087,037	9,679,444
Other post-employment benefits liability	60,687,581	6,172,017	(2,600,805)	64,258,793	-
Net pension liability	59,113,940	51,564,901	(61,452,177)	49,226,664	-
Environmental remediation liability	20,900	6,450	-	27,350	27,350
Other liabilities	1,139,367	3,108,638	(160,776)	4,087,229	678,882
Total governmental activities	558,050,865	182,293,418	(112,298,580)	628,045,703	47,070,676
Business-type activities:					
Certificates of obligation	725,000	-	(170,000)	555,000	175,000
Water and wastewater revenue bonds	47,155,800	-	(5,120,000)	42,035,800	5,295,000
Issuance premiums/discounts, net	3,367,678	-	(271,733)	3,095,945	-
Total long-term debt	51,248,478	-	(5,561,733)	45,686,745	5,470,000
Compensated absences	469,411	915,072	(760,739)	623,744	494,545
Other post-employment benefits liability	6,275,983	708,715	(298,865)	6,685,833	-
Net pension liability	4,470,085	5,921,053	(4,741,641)	5,649,497	-
Closure and post closure liability	8,648,946	533,456	(99,384)	9,083,018	-
Total business-type activities	71,112,903	8,078,296	(11,462,362)	67,728,837	5,964,545
Total primary government	\$ 629,163,768	\$ 190,371,714	\$ (123,760,942)	\$ 695,774,540	\$ 53,035,221
Component unit activities:					
Housing Finance Corporation:					
Paycheck Protection Program- Note Payable	\$ -	\$ 119,096	\$ -	\$ 119,096	\$ -
Line of credit	3,521,670	-	(63,148)	3,458,522	65,885
Revenue bonds	6,905,000	-	(265,000)	6,640,000	295,000
Subordinate revenue bonds	4,550,000	41,760	-	4,591,760	-
Total Housing Finance Corporation	14,976,670	160,856	(328,148)	14,809,378	360,885
Local Government Corporation					
Environmental remediation liability	-	239,369	-	239,369	239,369
Total Local Government Corporation	-	239,369	-	239,369	239,369
Total component units	\$ 14,976,670	\$ 400,225	\$ (328,148)	\$ 15,048,747	\$ 600,254

APPENDIX A

GENERAL INFORMATION REGARDING THE CITY

City Of Grand Prairie, Texas
Notes to the Basic Financial Statements
September 30, 2021

G. Unearned Revenue

Unearned revenue is a liability for resources obtained prior to revenue recognition. Below is a summary of the City's unearned revenue as of September 30, 2021.

	Governmental Activities	Business-Type Activities	Total
Prepaid pipeline lease	\$ 804,981	\$ 113,614	\$ 918,595
Prepaid arrangements - Cemetery Fund	2,029,867	-	2,029,867
Unspent grant funds - Texas Water Development Board	-	905,606	905,606
Prepaid rental deposits - Parks	286,218	-	286,218
Park Venue Fund deposits on events to be held	7,519	-	7,519
Event Revenue	39,762	-	39,762
Unspent grant funding	18,354,828	-	18,354,828
Total unearned revenue	\$ 21,523,175	\$ 1,019,220	\$ 22,542,395

H. Long-Term Obligations

Compensated Absences and Postemployment Benefits

Governmental activities record liabilities for compensated absences and retiree postemployment costs at the government-wide financial statement level. Generally, these liabilities are paid from the General Fund. Liabilities for business-type activities are recorded and liquidated in the fund that incurs the liability.

Long-Term Debt

Governmental Activities

Long-term debt in the governmental activities' column of the government-wide Statement of Net Position consists of general obligation bonds (including refunding), certificates of obligation bonds, sales tax revenue bonds, and unamortized bond premium/discounts.

General obligation bonds and certificates of obligation provide funds for the acquisition and construction of capital equipment and facilities. General obligation bonds are direct obligations issued on a pledge of the general taxing power for the payment of the debt obligations of the City. General obligation bonds and certificates of obligation require the City to compute, at the time other taxes are levied, the rate of tax required to provide (in each year bonds are outstanding) a fund to pay interest and principal at maturity.

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City Of Grand Prairie, Texas

Notes to the Basic Financial Statements

September 30, 2021

Significant transfers from Business-Type Activities to Governmental Activities:

- \$6,325,724 from the Storm Water Utility fund to the Drainage fund for capital project funding.
- \$48,000 from the Airport fund to the Capital Lending Reserve fund for repayment of interfund loan.
- \$150,000 from the Water and Wastewater Fund to the Other CIP fund for IT acquisitions.
- \$1,263,985 from the Water and Wastewater Fund to the Street Maintenance Fund for payments in lieu of property taxes
- \$497,500 from the Water and Wastewater Fund to the Grants Fund for project funding
- \$200,000 from the Solid Waste Fund to the Municipal Facilities Fund for capital project funding
- \$450,000 from the Solid Waste Fund to the Other CIP fund for capital project funding.
- \$60,963 from the Solid Waste Fund to the Fleet Services Internal Service Fund for capital assets.
- \$97,121 from the Solid Waste Fund to the Street Maintenance Fund for payments in lieu of property taxes

Other significant transfers made between governmental funds included the following:

- \$6,560,077 from the General to the Park Venue for fiscal operations
- \$5,470,542 from the Streets CIP Fund to the Grants Fund for capital project funding.
- \$37,693,951 from EPIC 2 CIP Fund to the TIF #1 EPIC CIP Fund to create the new fund for EPIC capital projects.
- \$6,700,000 from the General to the Capital Lending Reserve for future capital needs and improvement.
- \$2,940,000 from the General to the IT & Equipment Acquisition funds (annual appropriation)
- \$10,393,527 from the General to the Grants to fund matching requirements related to operating grants
- \$1,500,000 from the Park Venue to the Park Capital Fund for improvements to infrastructure and equipment at city wide parks

F. Deferred Outflows/Inflows of Resources

Deferred Inflows of Resources - Unavailable Revenue

The governmental funds report unavailable revenues from the following sources:

	General Fund	Debt Service Fund	Total
Property taxes	\$ 1,905,045	\$ 928,844	\$ 2,833,889
Ambulance	138,616	-	138,616
Total	\$ 2,043,661	\$ 928,844	\$ 2,972,505

In the Government-Wide Statement of Activities, these amounts were reported as revenue in the period in which they were earned.

THE CITY

LOCATION

The City of Grand Prairie, Texas (the "City"), is centrally located amid the estimated 6 million people in the Dallas/Fort Worth Area. The City stretches 28 miles long by about eight miles at its widest point. The City covers about 81 square miles.

TRANSPORTATION

The City has access to four major interstate highway systems - I-20, I-30, I-35 & I-45 - five state highway systems - SH 360, SH 180, SH 303, SH 161, Loop 12 and FM 1382 - and U.S. 287 all run through the City, or are within 15-30 minutes of the City's boundaries.

- IH 20: an eight-lane east-west expressway that passes through south of the City, linking the City to Dallas and Fort Worth. West of Fort Worth, IH 20 leads to Abilene and Odessa. Eastward destinations on IH 20 are Tyler, Longview and Shreveport, La.
- IH 30: a six-lane east-west expressway that passes through north of the City and also links the City to Dallas and Fort Worth. IH 30 links to IH 20 in west Fort Worth. Eastward destinations on IH 30 are Greenville, Texarkana and Arkansas.
- SH 360: a six-lane north-south expressway running along the western edge of the city, a key route to Dallas-Fort Worth International Airport.
- President George Bush Turnpike: a four and six-lane north-south tollway runs 10.5 miles through Grand Prairie from the northern City limits to I-20.

The City's Municipal Airport serves small piston planes to large business turboprop aircraft and helicopters. The airport has a 4,000-foot-long, 75-foot-wide lighted, concrete runway, repair service and cargo handling, a helipad, dining facilities, and support facilities for training, private aviation and business flying activities. The airport is designated in the FAA National Plan of Integrated Airport System and the Texas Aeronautical Facilities Plan. Hangar space is available for nearly 233 aircraft, with tie-down space and FBO services available.

The Dallas/Fort Worth International Airport ("DFW Airport") lies about five miles north of the City's northern border. In 2021, Airports Council International ("ACI") ranked DFW Airport second among United States airports and third globally for total number of aircraft operations. In 2021, the ACI report ranked DFW Airport second globally and domestically for passengers. In 2021, DFW served 55.4 million passengers and provided service to 196 domestic and 65 international destinations (www.dfwairport.com).

POPULATION

The estimated population for 2022 is 200,640. From the 2010 Census to the 2020 Census, the City's population increased 12 percent.

DEMOGRAPHICS

2020 Census estimates of the City Non-Hispanic population breakdown were 60.8 percent white, 23.1 percent black, 6.9 percent Asian and Pacific Islander, 0.2 percent American Indian, 0.9 percent other; Hispanic of any race comprises 48.7% of the population.

Age distribution estimates of residents, according to the 2020 Census, are 67.2 percent ages 21 and older, 10.1 percent older than 65, and 28.5 percent younger than 18.

INDUSTRIAL BASE

Wholesale trade (distribution), manufacturing and retail trade companies are the largest industrial sectors in the City.

INDUSTRY PROFILE

Industry	Percent of Total gross sales
Wholesale Trade	32.42%
Manufacturing	24.62%
Retail Trade	21.89%
Construction	9.12%
Accommodation/Food Services	2.30%
Admin/Support/Waste Mgmt/Remediation Services	2.03%
Other Services (except Public Administration)	1.97%
Real Estate/Rental/Leasing	1.18%
Transportation/Warehousing	0.91%
Professional/Scientific/Technical Services	0.90%
Arts/Entertainment/Recreation	0.70%
Information	0.68%
Agriculture/Forestry/Fishing/Hunting	0.48%
Finance/Insurance	0.25%
Educational Services	0.18%
Health Care/Social Assistance	0.13%

Source: Texas Comptroller.

LABOR FORCE

	October	Average Annual				
	2022	2021	2020	2019	2018	2017
Civilian Labor Force	106,769	102,076	98,905	98,881	98,265	97,727
Employed	102,804	96,337	91,024	95,309	94,525	93,925
Unemployed	3,965	5,739	7,881	3,572	3,740	3,802
% of Unemployed	3.71%	5.62%	7.97%	3.61%	3.81%	3.89%

Source: Texas Workforce Commission.

TOP TEN EMPLOYERS

Company	Product-Service	Estimated Employees
Grand Prairie Independent School District	Administration of Education Programs	4,000
Lockheed Martin Missiles and Fire Control	Research and Development in the Physical, Engineering, and Life Sciences	4,000
Poly-America Inc.	Unsupported Plastics Film and Sheet (except Packaging) Manufacturing	2,000
City of Grand Prairie	Public Administration	1,600
Bell Helicopter-Textron	Helicopter aircraft manufacturing	1,200
Flex-N-Gate	Auto Accessory Manufacturing	1,200
Lear Seating	Manufacturing	1,100
Lone Star Park at Grand Prairie	Racetracks	950
Forterra Pipe & Products, Inc.	Concrete Pipe Manufacturing	950
K & N Filters	Air Filter Manufacturer	800

Source: City's financial statement.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

Two of the City's enterprise funds, the Water and Wastewater Fund and the Solid Waste Fund, make payments in lieu of property taxes to the Street Maintenance Fund, which is a Nonmajor Governmental Fund to provide funding for street repairs. The payments are calculated by applying the City's property tax rate to the net book value of the enterprise funds' capital assets. Since the calculation methodology is not the same as that applied to similar activities in the private sector in several respects, these payments are recorded as transfers in/out rather than as operating revenues/expenses.

At September 30, 2021, transfers between the City's governmental activities and the City's business-type activities consisted of the following:

Transfers Out	Transfers In					
	General Fund	Section 8 Fund	Streets CIP Fund	Grants Fund	Debt Service Fund	Epic 2 CIP Fund
General Fund	\$ -	\$ -	\$ -	\$ 10,393,527	\$ -	\$ -
Streets CIP Fund	-	-	-	5,470,542	-	-
Grants Fund	-	-	-	-	-	-
Debt Service Fund	-	-	-	-	-	-
Epic 2 CIP Fund	-	-	-	-	-	-
Nonmajor Governmental Funds	-	-	-	11,730	950,000	-
Internal Service Funds	-	-	-	-	-	-
Water & Wastewater Fund	-	-	-	497,500	-	-
Solid Waste Fund	-	-	-	-	-	-
Nonmajor Enterprise Funds	-	-	-	-	-	-
Total	\$ -	\$ -	\$ -	\$ 16,373,299	\$ 950,000	\$ -

Transfers out	Transfers In					
	Nonmajor Governmental Funds	Water Wastewater Fund	Solid Waste Fund	Other Nonmajor Enterprise Funds	Internal Service Fund	Total
General Fund	\$ 16,557,229	\$ 6,200,000	\$ -	\$ -	\$ -	\$ 33,150,756
Streets CIP Fund	-	-	-	-	-	5,470,542
Grants Fund	309,427	-	-	-	-	309,427
Debt Service Fund	-	-	-	187,955	-	187,955
Epic 2 CIP Fund	37,693,951	-	-	-	-	37,693,951
Nonmajor Governmental Funds	9,942,535	16,000	-	350,000	-	11,270,265
Internal Service Funds	261,040	-	-	-	-	261,040
Water & Wastewater Fund	1,413,985	-	-	-	-	1,911,485
Solid Waste Fund	297,121	-	-	-	60,963	358,084
Nonmajor Enterprise Funds	6,373,724	-	-	-	-	6,373,724
Total	\$ 72,849,012	\$ 6,216,000	\$ -	\$ 537,955	\$ 60,963	\$ 96,987,229

Significant transfers from Governmental Activities to Business-Type Activities:

- \$6,200,000 from the General Fund to the Water and Wastewater Fund for pooled cash coverage
- \$16,000 from the Public Improvement District (PID) fund to the Water and Wastewater Fund for PID funding.
- \$350,000 from the Parks Venue fund to the Golf fund for golf course operations.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

Cost Reimbursements

The cost of the City's central general and administrative services is allocated to the designated special revenue and enterprise funds. These costs are reported as interfund services provided and used rather than interfund transfers. Interfund services provided and used are arms-length transactions between departments or funds that would be treated as revenues, expenditures or expenses if they were with an external organization. The distinguishing aspect of interfund services provided and used are that each department or fund both gives and receives consideration.

Cost reimbursements for general and administrative services (indirect costs) are recorded as general and administrative revenue in the City's General Fund. Indirect costs are recorded as general and administrative expenses in the funds receiving these services.

For the year ended September 30, 2021, cost reimbursements were as follows:

Fund	Amount
Water and wastewater funds	\$ 4,577,846
Solid waste funds	560,806
Storm water funds	106,582
Airport fund	79,538
Other nonmajor governmental funds	248,760
Total to general fund	\$ 5,573,532

Franchise Fees

The City's enterprise funds, which use public right-of-way, pay franchise fees to the General Fund as if they were organizations separate from the City. These fees are not taxes, but are compensation to the City for the use of the City's right-of-way. These payments, 4% of gross revenues, are reported as interfund services provided and used rather than interfund transfers, and are reported as revenue (franchise fees) in the General Fund and expenses in the enterprise funds.

For the year ended September 30, 2021, franchise fees paid to the General Fund were as follows:

Fund	Amount
Water and wastewater funds	\$ 3,408,287
Solid waste funds	428,818
Storm water funds	344,068
Total	\$ 4,181,173

Interfund Transfers

Interfund transfers are made to 1) move revenues from the fund with collection authorization to the debt service fund as debt service principal and interest payments become due, 2) move restricted amounts from borrowings to the debt service fund to establish mandatory reserve accounts, 3) move unrestricted revenues to finance various programs that the government must account for in other funds in accordance with budgetary authorizations, including amounts provided as subsidies or matching funds for various grant programs, and 4) make payments in lieu of property taxes.

RECREATION

Recreational facilities include the 7,500-acre Joe Pool Lake, championship level Tangle Ridge Golf Course, Lone Star Park at Grand Prairie, Epic Waters Indoor Water Park, and 54 public parks on 5,068.2 acres. Parks, Arts and Recreation facilities include an extreme skate park, four multipurpose recreation centers, an active adult center, indoor pool, three outdoor pools, five football, soccer, softball and baseball complexes, two golf courses, 14 tennis courts, an all-inclusive playground, three linear parks, and four developed lake parks at Joe Pool Lake.

EpicCentral is a 172-acre park located off Highway 161. It features Epic Waters Indoor Water Park, The Epic mega-recreation center, The Epic Black Box Theater, PlayGrand Adventures all-access playground, the Summit Active Adult Center, Prairie Paws Animal Shelter, Central Bark Dog Park and Main Event Entertainment. Coming by the end of 2022 are six new restaurants, an amazing water and light show, and Bolder Adventure Indoor adventure park. In 2023, two conference hotels and parking garage will be completed, as will on-land interactive experiences, unique programming, and ever-changing rotation of entertainment.

Ripley's Believe It Or Not, The Palace of Wax and Trader's Village in the City are popular entertainment and shopping locations. Nearby are Six Flags Over Texas in Arlington and zoos, art museums, symphonies and ballet in Dallas and Fort Worth.

Lone Star Park at Grand Prairie is one of three Class 1 horse-racing tracks in Texas and includes a world class racebook and simulcast facility.

The following professional sports teams have home games within 5-25 minute commutes from the City: the Dallas Cowboys of the National Football League, the Texas Rangers of Major League Baseball, the Dallas Mavericks of the National Basketball Association, the Dallas Stars of the National Hockey League, and the FC Dallas of Major League Soccer.

NCAA-event schools: NCAA-event, Division I schools in close proximity to the City include Southern Methodist University, Texas Christian University, and University of Texas Arlington in Dallas and Fort Worth.

Cedar Hill State Park, just south east of the City, offers 355, mostly wooded campsites in the Dallas-Fort Worth hill country. Among park facilities are two lighted fishing jetties and boat access to Joe Pool Lake.

EDUCATION

Seven public universities and eight independent universities, including health related education facilities, in the region totaled enrollment of 157,923 in 2020 (source: Texas Higher Education Coordinating Board). The universities, among them University of Texas campuses (Arlington and Dallas), offer programs from engineering to business and degrees from bachelor's to medical doctorates.

The Dallas and Tarrant counties public community colleges - the nearest of them Mountain View in Dallas, North Lake in Irving, Cedar Valley in Lancaster, the Southeast campus of Tarrant County College in Arlington, and El Centro in Dallas - counted over 186,244 students in 2020 (source: Texas Higher Education Coordinating Board). Additionally, three technically oriented post-secondary schools are within 30 minutes of the City.

In addition to their degree programs, many of these colleges and universities offer business consulting, employee training specific to a company's skill demands, community health care services, economic and land development research, computer and information services and library facilities open to the community.

Grand Prairie Independent School District (the "GPISD") and the Arlington Independent School District (the "AISD") predominate among the six school districts with boundaries in the City.

GPISD comprises 20 elementary schools, six middle schools, two ninth grade centers, four senior high schools, one alternative education school and one early childhood center. Students whose residences are on the Dallas County side of the City attend GPISD.

Students who reside in Tarrant County and Grand Prairie attend AISD, which comprises of nine high schools, 13 junior high schools, and 52 elementary schools (six in the City). AISD has no junior high schools or high schools in the City.

City Of Grand Prairie, Texas
Notes to the Basic Financial Statements
September 30, 2021

At September 30, 2021, a summary of changes in capital assets of the Housing Finance Corporation was as follows:

Housing Finance Corporation	Balance January 1, 2020	Additions/ Completions	Transfers/ Disposals/ Reclasses	Balance December 31, 2020
Non-depreciable capital assets:				
Land	\$ 1,612,851	\$ -	\$ -	\$ 1,612,851
Total non-depreciable capital assets	1,612,851	-	-	1,612,851
Depreciable capital assets:				
Buildings	21,086,364	443,569	497,167	22,027,100
Less accumulated depreciation	(10,286,691)	(1,021,146)	(497,167)	(11,805,004)
Total depreciable capital assets, net	10,799,673	(577,577)	-	10,222,096
Housing Finance Corporation assets, net	\$ 12,412,524	\$ (577,577)	\$ -	\$ 11,834,947

At September 30, 2021, a summary of changes in capital assets of the Local Government Corporation was as follows:

Local Government Corporation	Balance October 1, 2020	Additions/ Completions	Transfers/ Disposals/ Reclasses	Balance September 30, 2021
Non-depreciable capital assets:				
Land	\$ -	\$ 4,885,331	\$ -	\$ 4,885,331
Construction in progress	-	50,000	-	50,000
Total non-depreciable capital assets	-	4,935,331	-	4,935,331
Local Government Corporation assets, total	\$ -	\$ 4,935,331	\$ -	\$ 4,935,331

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E. Interfund Transactions

Interfund Receivables and Payables

Advances between funds are accounted for in the appropriate interfund receivable and payable accounts, and are reported as "due to/from other funds. A summary of interfund receivables and payables balances at September 30, 2021, is as follows:

Receivable Fund	Payable Fund		
	General Fund	Nonmajor Governmental Funds	Total
Grants Fund	\$ 28,000,000	\$ -	\$ 28,000,000
Nonmajor Governmental Funds	112,000,000	1,371,317	113,371,317
Water & Wastewater Fund	7,000,000	-	7,000,000
	\$ 147,000,000	\$ 1,371,317	148,371,317

The primary purpose of the interfund receivables and payables listed above is to cover cash shortages in the reported funds.

City Of Grand Prairie, Texas
Notes to the Basic Financial Statements
September 30, 2021

Business-Type Activities	Balance October 1, 2020	Additions	Transfers/ Disposals/ Reclassification	Balance September 30, 2021
Non-depreciable capital assets:				
Land	\$ 5,105,222	\$ 18,131	\$ -	\$ 5,123,353
Construction in progress	34,107,743	11,793,989	(11,387,471)	34,514,261
Total non-depreciable capital assets	39,212,965	11,812,120	(11,387,471)	39,637,614
Depreciable capital assets:				
Buildings	19,908,987	-	1,632,969	21,541,956
Equipment	28,107,787	3,147,298	(1,652,190)	29,602,895
Infrastructure	401,681,312	10,603,683	8,709,730	420,994,725
Total depreciable capital assets	449,698,086	13,750,981	8,690,509	472,139,576
Less accumulated depreciation for:				
Buildings	(9,791,166)	(666,443)	-	(10,457,609)
Equipment	(14,053,960)	(2,860,900)	1,557,505	(15,357,355)
Infrastructure	(220,058,838)	(14,903,759)	1,308,208	(233,654,389)
Total accumulated depreciation	(243,903,964)	(18,431,102)	2,865,713	(259,469,353)
Total depreciable capital assets, net	205,794,122	(4,680,121)	11,556,222	212,670,223
Total capital assets, net	\$ 245,007,087	\$ 7,131,999	\$ 168,751	\$ 252,307,837

Depreciation expense was charged to governmental and business-type activities as follows:

Governmental activities:		Business-type activities:	
Support services	\$ 4,774,651	Water and wastewater	\$ 14,647,399
Public safety services	8,507,229	Solid waste	1,803,759
Recreation and leisure services	9,746,647	Other business-type activities	1,979,944
Development services	23,229,927		
Internal services funds (see note below)	306,092		
Total governmental activities	\$ 46,564,546	Total business-type activities	\$ 18,431,102

Capital assets held by the government's internal service funds are charged to various functions based on their usage of the assets.

At September 30, 2021, a summary of changes in capital assets of the Sports Corporation was as follows:

Sports Corporation	Balance October 1, 2020	Additions/ Completions	Transfers/ Disposals/ Reclasses	Balance September 30, 2021
Equipment	\$ 310,078	\$ -	\$ -	\$ 310,078
Less accumulated depreciation	(310,078)	-	-	(310,078)
Total	\$ -	\$ -	\$ -	\$ -

APPENDIX B

EXCERPTS FROM THE
CITY OF GRAND PRAIRIE, TEXAS
ANNUAL COMPREHENSIVE FINANCIAL REPORT
For the Year Ended September 30, 2021

The information contained in this Appendix consists of excerpts from the City of Grand Prairie, Texas Annual Comprehensive Financial Report for the Year Ended September 30, 2021 (the "Report") and is not intended to be a complete statement of the City's financial condition. Reference is made to the complete Report for further information.

The information contained in this Appendix is provided as of the respective dates and for the periods specified herein and is subject to change without notice, and the filing of this Appendix does not, under any circumstances, imply that there has been no change in the affairs of the City since the specified date as of which such information is provided. The historical information set forth in this Appendix is not necessarily indicative of future results or performance due to various factors, including those discussed in the Official Statement.

City Of Grand Prairie, Texas
Notes to the Basic Financial Statements
September 30, 2021

Assets were restricted for the following purposes:

Purpose	Governmental Activities	Business-Type Activities	Total
Customer deposits	\$ 45,600	\$ 5,942,774	\$ 5,988,374
Debt service	3,792,767	5,607,337	9,400,104
Capital projects	73,903,750	55,606,358	129,510,108
Support services	2,602,224	-	2,602,224
Public safety	7,229,431	-	7,229,431
Recreation and leisure	26,949,596	-	26,949,596
Development services	11,850,024	-	11,850,024
Other specific purposes	29,013,805	-	29,013,805
Total restricted assets	\$ 155,387,197	\$ 67,156,469	\$ 222,543,666

D. Capital Assets

Capital asset activity for the year ended September 30, 2021 was as follows:

Governmental Activities	Balance October 1, 2020	Additions	Transfers/ Disposals/ Reclassification	Balance September 30, 2021
Non-depreciable capital assets:				
Land	\$ 47,157,907	\$ 8,008,645	\$ -	\$ 55,166,552
Construction in progress	180,158,846	45,250,111	(133,532,878)	91,876,079
Total non-depreciable capital assets	227,316,753	53,258,756	(133,532,878)	147,042,631
Depreciable capital assets:				
Buildings	257,020,516	2,803,371	104,634,670	364,458,557
Equipment	130,391,982	4,320,133	(5,402,242)	129,309,873
Infrastructure	644,841,043	5,908,518	13,893,206	664,642,767
Total depreciable capital assets	1,032,253,541	13,032,022	113,125,634	1,158,411,197
Less accumulated depreciation for:				
Buildings	(94,109,832)	(10,713,119)	1,236,598	(103,586,353)
Equipment	(84,377,548)	(10,960,643)	6,400,892	(88,937,299)
Infrastructure	(377,187,046)	(24,890,784)	16,450,338	(385,627,492)
Total accumulated depreciation	(555,674,426)	(46,564,546)	24,087,828	(578,151,144)
Total depreciable capital assets, net	476,579,115	(33,532,524)	137,213,462	580,260,053
Total capital assets, net	\$ 703,895,868	\$ 19,726,232	\$ 3,680,584	\$ 727,302,684

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Independent Auditor's Report

B. Receivables

At September 30, 2021, receivables, including applicable allowances for uncollectible accounts, consisted of the following:

Governmental Activities	General	Grants	Debt Service	Nonmajor Governmental	Internal Service	Total Governmental
Receivables:						
Property taxes	\$ 2,878,511	\$ -	\$ 1,249,381	\$ -	\$ -	\$ 4,127,892
Sales taxes	7,780,887	-	-	7,769,116	-	15,550,003
Franchise fees	2,371,762	-	-	60,026	-	2,431,788
Other	3,809,030	32,189	4,658	1,813,036	84,060	5,742,973
Total receivables, gross	16,840,190	32,189	1,254,039	9,642,178	84,060	27,852,656
Less:						
Allowance for uncollectibles	(1,406,887)	-	(324,400)	-	-	(1,731,287)
Total receivables, net	\$ 15,433,303	\$ 32,189	\$ 929,639	\$ 9,642,178	\$ 84,060	\$ 26,121,369

Business-Type Activities:	Water Wastewater	Solid Waste	Other Nonmajor	Total Business-Type
Receivables:				
Trade accounts	\$ 11,131,810	\$ 1,810,470	\$ 1,019,679	\$ 13,961,959
Other	-	10,000	-	10,000
Total receivables, gross	11,131,810	1,820,470	1,019,679	13,971,959
Less:				
Allowance for uncollectibles	(5,284,392)	(1,249,617)	(274,390)	(6,808,399)
Total receivables, net	\$ 5,847,418	\$ 570,853	\$ 745,289	\$ 7,163,560

C. Restricted Assets

At September 30, 2021, restricted assets consisted of the following:

	Governmental Activities	Business-Type Activities	Total
Cash and cash equivalents	\$ 12,105,518	\$ 2,958,022	\$ 15,063,540
Investments	143,281,679	64,198,447	207,480,126
	\$ 155,387,197	\$ 67,156,469	\$ 222,543,666

To the Honorable Mayor and
Members of City Council
City of Grand Prairie, Texas

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities, the business-type activities, the discretely presented component units, each major fund, and the aggregate remaining fund information of City of Grand Prairie, Texas (the City) as of and for the year ended September 30, 2021, and the related notes to basic financial statements, which collectively comprise the City's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

The City's management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We did not audit the component unit financial statements for the Grand Prairie Housing Finance Corporation (a discretely presented component unit). Those financial statements were audited by other auditors in accordance with auditing standards generally accepted in the United States of America, whose report thereon has been furnished to us, and our opinion, insofar as it relates to the amounts included for the Grand Prairie Housing Finance Corporation is based on the report of other auditors. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion based on our audit and the report of other auditors, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, the discretely presented component units, each major fund, and the aggregate remaining fund information of the City, as of September 30, 2021, and the respective changes in financial position and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, budget to actual schedules for the General Fund and Section 8 Fund, Schedule of Changes in Postemployment Benefits-Retiree Health Plan, Schedule of Changes in Postemployment Benefits-Texas Municipal Retirement System, Schedule of Contributions-Texas Municipal Retirement System, and Schedule of Changes in Net Pension Liability and Related Ratios- Texas Municipal Retirement System listed in the table of contents, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the City's basic financial statements. The introductory section, combining and individual fund financial statements and schedules, and statistical section are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The combining and individual fund statements and schedules, as listed in the table of contents, is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the combining and individual fund statements and schedules are fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The introductory and statistical sections have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

City Of Grand Prairie, Texas
Notes to the Basic Financial Statements
September 30, 2021

Grand Prairie Sports Facilities Development

The Corp has recurring fair value measurements as presented in the table below. The Corp's investment balances and weighted average maturity of such investments are as follows:

	September 30, 2021	Fair Value Measurements Using			Weighted Average Maturity (Days)	Credit Risk
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)		
Cash	\$ 108,853	\$ -	\$ -	\$ -		
Investments measured at amortized cost:						
Investment Pools:						
TexPool	9,019,554	-	-	-	1	AAAm
Investments by fair value level:						
U.S. government agency securities:						
FHLB	2,011,638	-	2,011,638	-	477	AAA
Total	\$ 11,140,045	\$ -	\$ 2,011,638	\$ -		

The Sports Corporation is authorized to invest in obligations of the U. S. or its agencies and instrumentalities, certain repurchase agreements, municipal securities with a rating of at least A, collateralized or insured certificates of deposit, and SEC-registered, no-load money market mutual funds comprised of securities allowed under the Public Funds Investments Act and public funds investment pools. At year-end, all investments of the Sports Corporation were held by the Sports Corporation's agent in the Sports Corporation's name. The fair value of investments owned at September 30, 2021 was \$9,019,554 in the Public Funds Investment Pool (TexPool) and \$2,011,638 in U.S. agency instrumentalities.

City and Grand Prairie Sports Facilities Development Investment Portfolio

The asset mix of the City's and Sports Corporation's portfolio is expressed in terms of maximum commitment so as to allow flexibility to take advantage of market conditions. The asset mix requirements are as follows:

	City % Maximum	Sports Corporation % Maximum
1. U.S. Treasury bills and notes	100	100
2. U.S. agency or instrumentality obligations (each type)	25 ^a	40
3. Repurchase agreements	20	20
4. Municipal securities (total)	40	40
5. Municipal securities (out-of-state)	40	40
6. Certificates of deposit (per institution)	20	20
7. Money market mutual fund	50 ^b	50 ^b
8. Public funds investment pool	50	100

^a Total agency investments limited to no more than 100% of the total portfolio.

^b State law allows up to 80% of monthly average fund balance, excluding bond proceeds. The City limits its exposure to 50% to reduce risk.

In addition, the City may invest in callable securities but shall limit the total amount to no more than 50% of the portfolio. The Sports Corporation does not limit callable securities. The City and Sports Corporation did not invest in any securities different from the categories mentioned above during the 2020-2021 fiscal year.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

Investment Policy

The City is required by Government Code Chapter 2256, the Public Funds Investment Act (Act), to adopt, implement, and publicize an investment policy. That policy must be written, primarily to emphasize safety of principal and liquidity; address 1) investment diversification, yield, and maturity, and 2) the quality and capability of investment management; include a list of the types of authorized investments in which the investing entity's funds may be invested; and, the maximum allowable stated maturity of any individual investment owned by the entity.

The City Council has adopted investment policies (policies) which are in accordance with the laws of the State of Texas, where applicable. The policies identify authorized investments and investment terms, collateral requirements, safekeeping requirements for collateral and investments and certain investment practices.

The Act requires an annual audit of investment practices. Audit procedures in this area conducted as part of the audit of the basic financial statements disclosed that in the areas of investment practices, management reports and establish appropriate policies. Authorized investments include obligations of the United States or its agencies and instrumentalities (except for mortgage pass-through securities), repurchase agreements, municipal securities, public funds investment pools, SEC regulated money market mutual funds and collateralized or insured certificates of deposit. The City adheres to the requirements of the Act. Additionally, investment practices of the City are in accordance with local policies.

The investment policies require that repurchase agreements be made pursuant to a master agreement, the collateral is a U. S. Treasury bill, note or bond; the security is held in safekeeping by the City's custodial agent; and the investment is transacted "delivery vs. payment" so that the City's interest in the underlying security is perfected. The City does not invest in reverse repurchase agreements. No City monies were invested in repurchase agreements at September 30, 2021.

Investment Risk

Interest rate risk – In accordance with its investment policy, the City manages its exposure to declines in fair values by limiting the weighted average maturity of its investments portfolio to less than twelve months.

Credit risk – State law limits investments in commercial paper if the commercial paper is rated not less than A-1 or P-1 or an equivalent rating by at least two nationally recognized credit rating agencies or one nationally recognized credit rating agency and is fully secured by an irrevocable letter of credit issued by a bank organized and existing under the laws of the United States or any state. The City's policy does not allow investments in commercial paper.

Concentration of credit risk – Investments shall be diversified to reduce the risk of loss resulting from over-concentration of investments in a specific maturity, a specific issue, or a specific class of securities.

The Honorable Mayor and
Members of City Council
City of Grand Prairie, Texas

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated March 29, 2022, on our consideration of the City's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the City's internal control over financial reporting and compliance.

Weaver and Tidwell, L.L.P.

WEAVER AND TIDWELL, L.L.P.

Dallas, Texas
March 29, 2022



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City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

The City has recurring fair value measurements as presented in the table below. The City's investment balances and weighted average maturity of such investments are as follows:

	September 30, 2021	Fair Value Measurements Using:			Weighted Average Maturity (Days)	Credit Risk
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)		
Cash	\$ 6,518,021	\$ -	\$ -	\$ -		
Investments measured at amortized cost:						
Investment Pools:						
TexPool	80,230,288	-	-	-	1	AAAm
Investments measured at net asset value (NAV):						
Investment Pools:						
TexStar	37,691,695	-	-	-	1	AAAm
Investments by fair value level:						
U.S. government agency securities:						
US Treasuries	91,487,917	-	91,487,917	-	604	AAA
Municipal bonds	36,701,519	-	36,701,519	-	334	AAA
FAMCA	76,116,433	-	76,116,433	-	485	Not Rated
FFCB	52,067,938	-	52,067,938	-	391	AAA
FHLB	3,856,093	-	3,856,093	-	477	AAA
FHLMC	29,885,821	-	29,885,821	-	105	AAA
FNMA	58,486,298	-	58,486,298	-	405	AAA
Total	\$ 473,042,023	\$ -	\$ 348,602,019	\$ -		

The amounts for TexStar and TexPool (pooled investments) are reported as cash equivalents in the Statement of Net Position.

The *TexPool* investment pool is an external investment pool measured at amortized cost. In order to meet the criteria to be recorded at amortized cost, the investment pool must transact at a stable net asset value per share and maintain certain maturity, quality, liquidity and diversification requirements within the investment pool. The investment pool transacts at a net asset value of \$1.00 per share, has weighted average maturities of sixty days or less and weighted average lives of 120 days or less. Investments held are highly rated by nationally recognized statistical rating organizations, have no more than 5% of portfolio with one issuer (excluding U.S. government securities) and can meet reasonably foreseeable redemptions. The maturity of the City's position in this investment pool is based on the average maturity of the pool's investment. The investment pool's authority may only impose restrictions on redemptions in the event of a general suspension of trading on major securities markets, general banking moratorium or national state of emergency that affects the pool's liquidity.

The *TexStar* investment pool is an external investment pool measured at NAV. *TexStar's* strategy is to seek preservation of principal, liquidity and current income through investment in a diversified portfolio of short-term marketable securities. The City has no unfunded commitments related to the investment pools. *TexStar* has a redemption notice period of one day and may redeem daily. The investment pool's authorities may only impose restrictions on redemptions in the event of a general suspension of trading on major securities markets, general banking moratorium or national or state emergency that affects the pool's liquidity.

U.S. Government Agency Securities classified in Level 2 of the fair value hierarchy are valued using a matrix pricing technique. Matrix pricing is used to value securities based on the securities' relationship to benchmark quoted prices.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements

September 30, 2021

Chapter 2257 Collateral for Public Funds of the Government Code requires that all deposits in financial institutions be fully collateralized by U.S. Government obligations or its agencies and instrumentalities or direct obligations of Texas or its agencies and instrumentalities that have a market value of not less than the principal amount of the deposits. The above book balance includes monies held in escrow, pushing the book balance above the collateral value. Per Wells Fargo Bank, N.A. and BNY Mellon's contractual obligation to the City, the collateral value held in the City's name at September 30, 2021 was \$9,620,797.

Grand Prairie Sports Facilities Development

At September 30, 2021, the carrying amount of the Sports Corporation's deposits included in cash and cash equivalents was \$109,090 while the bank balance of the Sports Corporation's deposits was \$110,460. The bank balance was entirely covered by collateral held by the Sports Corporation's agent in the Sports Corporation's name.

Grand Prairie Housing Finance Corporation

The bank balance of HFC at December 31, 2020, including restricted cash, totaled \$2,105,861 all of which was covered by FDIC insurance and collateral held by the depository institution in HFC's name. HFC's unrestricted cash and cash equivalents had a balance of \$653,769. Restricted cash of \$98,282 (tenant security deposits) represents cash held on deposit by HFC for insurance proceeds received for damages to federally funded assets. The liability is recorded until final disposition of the proceeds is requested by HUD. Other assets include reserves of \$142,857 and bonds held by a trustee of \$1,210,092 as a debt service reserve.

Grand Prairie Local Government Corporation

At September 30, 2021, the carrying amount and bank balance of the Local Government Corporation's deposits included in cash and cash equivalents was \$75,752. The bank balance was entirely covered by Federal Deposit Insurance Corporation (FDIC) Insurance through its financial institution.

Investments

The City and the Sports Corporation categorize its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. GASB Statement No. 72, *Fair Value Measurement and Application* provides a framework for measuring fair value which establishes a three-level fair value hierarchy that describes the inputs that are used to measure assets and liabilities.

- Level 1 inputs are quoted prices (unadjusted for identical assets or liabilities in active markets that a government can access at the measurement date.)
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for an asset or liability, either directly or indirectly
- Level 3 inputs are unobservable inputs for an asset or liability.

The fair value hierarchy gives the highest priority to Level 1 inputs and the lowest priority to Level 3 inputs. If a price for an identical asset or liability is not observable, a government should measure fair value using another valuation technique that maximizes the use of relevant observable inputs and minimizes the use of unobservable inputs. If the fair value of an asset or liability is measured using inputs from more than one level of the fair value hierarchy, the measurement is considered to be based on the lowest priority level input that is significant to the entire measurement.

Management's Discussion and Analysis



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City Of Grand Prairie, Texas

Notes to the Basic Financial Statements

September 30, 2021

Minimum Fund Balance Policy

It is the desire of the City to maintain an adequate fund balance in the General Fund in order to maintain liquidity and in anticipation of economic downturns or natural disasters. The City Council has adopted a financial policy to maintain a minimum unassigned fund balance of 50 to 60 days of budgeted General Fund expenditures.

Net Position

Net position represents the difference between assets, deferred outflows of resources, liabilities, and deferred inflows of resources. Restricted net position represents the difference between restricted assets and liabilities payable from these assets that is externally imposed by enabling legislation.

Net investment in capital assets consists of capital assets, net of accumulated depreciation, plus deferred outflows from bond refundings, reduced by retainage payable and the outstanding balance of any debt used for acquisition, construction, or improvements of those assets, plus any unspent bond proceeds.

F. Budgetary Control

As set forth by the City Charter, the City Manager submits annual budgets to the City Council in August for the upcoming fiscal year. In September, the City Council adopts budgets for all governmental funds except for the Grants Fund, Police Seizure Funds, Public Improvement District Funds (PIDs), Tax Increment Financing District Funds (TIFs), and the Verizon Theatre Fund. For each governmental fund, budgeted appropriations (expenditures) may not exceed budgeted revenues plus beginning fund balances.

Capital project funds are controlled on a project basis and budgeted appropriations are carried forward each year until the project is completed.

Note 2. Detailed Notes

A. Deposits and Investments

Cash and Cash Equivalents

At September 30, 2021, the City reported cash and cash equivalents in the Statement of Net Position as follows:

	Unrestricted	Restricted	Total
Cash	\$ 3,559,999	\$ 2,958,022	\$ 6,518,021
Pooled investments	105,816,465	12,105,518	117,921,983
Total cash and cash equivalents	\$ 109,376,464	\$ 15,063,540	\$ 124,440,004

Of this amount, the City's cash carrying amount (book) and bank balances were as follows:

Financial Institution	Book Balance	Bank Balance
Wells Fargo and BNY Mellon	\$ 6,490,665	\$ 10,021,979
Petty Cash	27,356	-
Total cash	\$ 6,518,021	\$ 10,021,979

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

Pensions

For purposes of measuring net pension liability, deferred outflows and inflows of resources related to pensions and pension expense, information about the Fiduciary Net Position of TMRS, and additions to/deductions from TMRS's Fiduciary Net Position have been determined on the same basis as they are reported by TMRS. For this purpose, plan contributions are recognized in the period that compensation is reported for the employee, which is when contributions are legally due. Benefit payments and refunds are recognized when due and payable in accordance with benefit terms. Investments are reported at fair value. Complete details of the plan are listed in Note J.

Postemployment Benefits

The City provides postemployment healthcare benefits to all vested employees upon retirement from the City. Employees are vested in the City's pension plan with twenty-five years or more of service, regardless of age, or five years or more of service at age sixty and above. Coverage is also available to dependents or surviving spouses of retirees. The City subsidizes medical, dental, and hospitalization costs incurred by retirees and their dependents. Recommendations for plan benefits are presented to City Council for their approval during the annual budget process. The City's plan qualifies as a single-employer, defined benefit plan. Complete details of the plan are listed in Note K.

Long-Term Debt

General obligation bonds and other debt issued for general government capital projects and acquisitions that are repaid from tax revenues are recorded in the governmental activities column in the government-wide Statement of Net Position. Debt issued to fund capital projects in the proprietary funds is recorded in both the business-type activities column in the government-wide Statement of Net Position and in the proprietary fund Statement of Net Position. Bond premiums and discounts, as well as deferred charges on refunded debt obligations, are deferred and amortized over the life of the bonds using the effective interest method in the government-wide financial statements and in the proprietary funds. Bonds payable are reported net of applicable bond premiums and discounts.

Nature and Purpose of Classifications of Fund Equity

Restricted fund balances in the governmental funds are externally imposed by creditors, grantors, contributors, or laws or regulations of other governments for specific purposes.

Committed fund balances can only be used for specific purposes pursuant to constraints imposed by the City Council through an ordinance or resolution, which are considered equally restrictive for the purpose of committing fund balances. To remove or change the constraint, the City Council must take the same level of action.

Assigned fund balances are determined by City management based on City Council direction, in accordance with financial policies adopted by resolution. Assigned fund balances are constrained by the intent to be used for specific purposes, but are neither restricted nor committed.

Unassigned fund balance represents the amount that does not meet the criteria for restricted, committed, or assigned.

Nonspendable fund balances represent inventories and prepaid items.

The City considers expenditures to be made from the most restrictive classification when more than one classification is available.

City of Grand Prairie, Texas

Management's Discussion and Analysis
For the Fiscal Year Ended September 30, 2021
(Unaudited)

Management's discussion and analysis provides a narrative overview of the financial activities and changes in the financial position of the City of Grand Prairie, Texas (the City) for the fiscal year ended September 30, 2021. It is offered here by the management of the City to the readers of its financial statements. Readers are encouraged to consider the information presented here in conjunction with the information furnished in our letter of transmittal, the introductory section of the City's financial statement, and the accompanying notes.

FINANCIAL HIGHLIGHTS

- The assets and deferred outflows of resources of the City exceeded its liabilities and deferred inflows of resources at September 30, 2021 by \$724,434,431 (net position).
- The City's total net position increased \$39,994,412, for the fiscal year ended September 30, 2021, primarily due to an increase in charges for services, sales tax collections, franchise fee collections, and grant contributions.
- At September 30, 2021, the City's governmental funds reported combined ending fund balances of \$299,266,048. The \$46,567,628 unassigned fund balance in the General Fund represents 28.0% of total General Fund expenditures and transfers.
- The City's total long-term liabilities of \$695,774,540 increased by \$66,610,772 (10.6%) during the current fiscal year. In fiscal year 2021, net bonded debt increased by \$66,930,000, with the remaining liability comprised of pension and employee related obligations. See Table 4 in this report for further information regarding the City's long-term liabilities.

OVERVIEW OF THE FINANCIAL STATEMENTS

This discussion and analysis is intended to serve as an introduction to the City's basic financial statements. The reporting focus is on the City as a whole and on individual major funds. It is intended to present a more comprehensive view of the City's financial activities.

The City's basic financial statements are comprised of three components: 1) government-wide financial statements, 2) fund financial statements, and 3) notes to the financial statements. This report also contains required and other supplementary information in addition to the basic financial statements.

Government-wide financial statements – The government-wide financial statements include the Statement of Net Position and Statement of Activities. These statements are designed to provide readers with a broad overview of the City's finances in a manner similar to that of a private-sector business. Both are prepared using the economic resources focus and the accrual basis of accounting, meaning that all the current year's revenues and expenses are included regardless of when cash is received or paid.

The Statement of Net Position presents information on all of the City's assets, deferred outflows of resources, liabilities, including capital assets and long-term liabilities, and deferred inflows of resources. The differences between these items are reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the City is improving or deteriorating. Other indicators of the city's financial position should be taken into consideration, such as the change in the City's property tax base and condition of the City's infrastructure (i.e., roads, drainage systems, water and sewer lines, etc.), in order to more accurately assess the overall financial condition of the City.

The Statement of Activities presents information showing how the government's net position changed during the most recent fiscal year. It focuses on both the gross and net costs of the government's various activities and thus summarizes the cost of providing specific government services. This statement includes all current year revenues and expenses.

City of Grand Prairie, Texas

Management's Discussion and Analysis – Continued
For the Fiscal Year Ended September 30, 2021
(Unaudited)

The Statement of Net Position and Statement of Activities divide the City's activities into two types:

Governmental Activities – Most of the City's basic services are reported here, including general government, public safety, planning, public works, transportation, housing, community development, cultural events, and library. Property taxes, sales taxes, and franchise fees provide the majority of financing for these activities.

Business-Type Activities – Activities for which the City charges a fee to customers to pay most or all of the costs of a service it provides are reported here. The City's business-type activities include a water and wastewater system, a solid waste sanitary landfill, a storm water utility system, municipal airport, and municipal golf courses.

The government-wide financial statements include not only the City itself (known as the primary government), but also the Grand Prairie Sports Facilities Development Corporation, Inc. (the Sports Corporation) and the Grand Prairie Housing Finance Corporation (HFC) as component units. Both are legally, financially, and administratively autonomous separate corporations. HFC issues tax exempt revenue bonds to supply mortgage financing for low income home buyers and multi-family developments, and engages in other affordable housing activities. The Sports Corporation oversees Lone Star Park at Grand Prairie, a horse track facility.

The Crime Control and Prevention District (CCPD) is a legally separate entity that is financially accountable to the City. A blended presentation has been used to report the financial information of this component unit. The CCPD is reported as the Crime Sales Tax Fund.

Fund financial statements – The City, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. These statements focus on the most significant funds and may be used to find more detailed information about the City's most significant activities. All of the funds of the City can be divided into two categories: governmental funds and proprietary funds.

Governmental Funds – Governmental funds are used to account for the majority of the City's activities, which are essentially the same functions reported as governmental activities in the government-wide statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on near-term inflows and outflows of spendable resources, as well as spendable resources available at the end of the fiscal year. Such information may be useful in evaluating a government's near-term financing requirements.

The focus of the governmental funds financial statements is narrower than that of the government-wide financial statements. Therefore, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. Both the governmental funds Balance Sheet and the governmental funds Statement of Revenues, Expenditures, and Changes in Fund Balances provide a reconciliation to facilitate this comparison. These reconciliations explain the differences between the government's activities as reported in the government-wide statements and the information presented in the governmental funds financial statements.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

- **Pension and OPEB investment experience** – the difference between projected and actual earnings of plan investments. The difference is deferred and recognized as pension plan expense over a closed five-year period as required by GASB No. 68 and 75.
- **Pension and OPEB assumption changes** – the difference resulting from a change in assumptions used to measure the underlying net pension and OPEB liability. These differences are deferred and recognized over the estimated average remaining lives of all members as of the beginning of the measurement period.

Deferred inflows of resources represents an acquisition of net position that is applicable to a future reporting period, and as so will not be recognized as an inflow of resources (revenue) until that time. Deferred inflow of resources are reported in the basic financial statements the same as deferred outflows of resources. The City has the following items that qualify for reporting in this category.

- **Unavailable revenue** – at the governmental fund level, property tax and ambulance receivables recorded but not expected to be collected within than sixty days after fiscal year end are deferred and recognized as an inflow of resources (revenue) in the period that the amounts become available.
- **Pension and OPEB actuarial experience** – the difference between the expected and actual experience in the actuarial measurement of the total pension and OPEB liability not recognized in the current year. This amount is deferred and amortized over a period of years determined by the plan actuary. The amortization period is based on the estimated average remaining service lives of employees that are provided with a pension or OPEB through the plans (active and inactive employees) for the City determined at the beginning of the measurement date.
- **OPEB assumption changes** – the difference resulting from a change in assumptions used to measure the underlying net pension and OPEB liability. These differences are deferred and recognized over the estimated average remaining lives of all members as of the beginning of the measurement period.
- **Pension investment experience** – the difference between projected and actual earnings of plan investments. The difference is deferred and recognized as pension plan expense over a closed five-year period as required by GASB No. 68.

Compensated Absences

Employees are granted vacation benefits in varying amounts, depending on tenure with the City. These benefits accumulate pro rata by pay period. Payment for unused vacation will be made upon separation of employment. Fire and police civil service employees who have completed their introductory period are paid up to 90 days sick leave upon separation of employment, excluding indefinite suspensions. The valuation of the civil service sick leave is at current pay rates. The valuation of accrued compensated absences includes salary-related payments such as the City's share of taxes and contributions to the retirement plan in accordance with GASB 16.

Accrued compensated absence liabilities are reported in the respective columns in the government-wide financial statements and in the proprietary fund financial statements. Compensated absences are only reported in governmental funds if they are owed to separated employees at the end of the fiscal year.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

Receivables and Payables

Major revenue sources susceptible to accrual are recorded as receivables when they become both measurable and available. Expenditures incurred during the current fiscal year but not yet paid are recorded as payables at fiscal year-end.

Transactions between funds that are representative of lending/borrowing arrangements outstanding at fiscal year-end are referred to as due to/from other funds.

Inventories and Prepaid Items

Inventory consists primarily of supplies and material and is recorded at cost when purchased and expensed when consumed. For the General Fund, inventory is expensed on an actual specific-cost basis. Special Revenue and Enterprise Funds' inventory is charged out on a first-in, first-out basis, except for fuel inventory which is charged out on a moving-average basis. Prepaid balances are for payment made by the City in the current year to provide services occurring in the subsequent fiscal year. The cost of prepaid items is expensed when consumed rather than when purchased.

Accordingly, for both inventories and prepaid items, fund balance is classified as nonspendable for an amount equal to the cost to signify those funds are not available for spending.

Capital Assets and Depreciation

Capital assets (i.e. land, buildings, equipment, improvements other than buildings, infrastructure, and construction in progress) of all the funds are stated at historical cost or estimated historical cost if historical cost is not known. Donated capital assets, donated works of art and similar items, and capital assets received in a service concession arrangement are recorded at acquisition value on the date donated. An item is classified as an asset if the initial, individual cost is \$5,000 or greater. Capital assets of the City are reported in the applicable governmental or business-type activities columns in the government-wide financial statements and in the proprietary fund financial statements. Assets subject to depreciation are depreciated using the straight-line method.

The estimated useful lives of all depreciable assets are as follows:

Buildings	20 - 40 years
Machinery and Equipment	5 - 15 years
Improvements other than Buildings	20 - 40 years
Infrastructure	20 - 40 years

Deferred Outflows/Inflows of Resources

Deferred outflows of resources represents a consumption of net position by the City that is applicable to a future reporting period, and as so will not be recognized as an outflow of resources (expenses/expenditures) until then. Deferred outflows of resources are reported in the government-wide Statement of Net Position for governmental and business-type activities and in the Statement of Net Position in the fund financial statements only for proprietary funds. The City has the following items that qualify for reporting in this category.

- **Deferred charges on debt refunding** – results from the difference in the carrying value of refunded debt and its reacquisition price. This amount is deferred and amortized over the shorter of the life of the refunded or refunding debt.
- **Pension and OPEB Employer contributions** – contributions made from the measurement date of the plans to the current fiscal year end (January to September). These contributions are deferred and recognized in the subsequent fiscal year.

City of Grand Prairie, Texas

Management's Discussion and Analysis – Continued
For the Fiscal Year Ended September 30, 2021
(Unaudited)

The City reports thirty one individual governmental funds. Information is presented separately in the governmental fund's Balance Sheet and in the governmental fund's Statement of Revenues, Expenditures and Changes in Fund Balances for the City's six major funds - General Fund, Section 8 Fund, Streets CIP Fund, Grants Fund, Debt Service Fund, and the Epic 2 CIP Fund. Data for other nonmajor governmental funds are combined into a single, aggregated presentation. Individual fund data for each of the nonmajor governmental funds is provided in the form of combining statements elsewhere in this report.

Proprietary funds – The City maintains two different types of proprietary funds – enterprise funds and internal service funds.

Enterprise funds are used to report the same functions presented as business-type activities of the government-wide financial statements. The City uses enterprise funds to account for its water and wastewater system, solid waste sanitary landfill, storm water utility, municipal airport, and municipal golf courses. Proprietary funds provide the same type of information as the government-wide financial statements, only in more detail. The City has five enterprise funds of which two are major enterprise funds – the Water Wastewater Fund and the Solid Waste Fund. Data from other nonmajor enterprise funds are combined into a single, aggregated presentation in the proprietary fund financial statements. Individual fund data for each of these non-major enterprise funds is provided in the form of combining statements elsewhere in this report.

Internal service funds are an accounting device used to accumulate and allocate costs internally among the City's various functions. The City uses internal service funds to account for vehicle and equipment maintenance and the premiums, deductibles, and claims for all insurance programs (e.g. employee health, workers compensation, general liability, etc.). Because these services benefit both governmental and business-type functions, they have been allocated to both activities in the government-wide financial statements in proportion to services received. The City's two internal service funds are combined into a single, aggregated presentation in the proprietary fund financial statements. Individual fund data for the City's internal service funds is provided in the form of combining statements elsewhere in this report.

Notes to the financial statements – The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements.

Other information – In addition to the basic financial statements and accompanying notes, this report also presents certain required supplementary information concerning the City's progress in funding its obligation to provide pension benefits to its employees.

The combining statements referred to earlier in connection with nonmajor governmental funds, nonmajor enterprise funds, and internal service funds are presented immediately following the required supplementary information.

City of Grand Prairie, Texas

Management's Discussion and Analysis – Continued
 For the Fiscal Year Ended September 30, 2021
 (Unaudited)

GOVERNMENT-WIDE FINANCIAL ANALYSIS

Total assets of the City at September 30, 2021 were \$1,488,179,969, deferred outflows of resources were \$23,536,997, total liabilities were \$765,037,939, and deferred inflows of resources were \$22,244,596 resulting in a net position of \$724,434,431.

The largest portion of the City's net position, \$563,649,296 (77.9%), reflects its investment in capital assets (land, buildings and improvements, infrastructure, vehicles, machinery, and equipment), less any related outstanding debt used to acquire those assets. The City uses these assets to provide services to its citizens; consequently these assets are not available for future spending. Although the City reports its capital assets net of related debt, the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities.

Table 1 below is a summary of the City's net position at year end compared to the prior year.

**Table 1
 Net Position**

	Governmental Activities		Business-type Activities		Total Primary Government	
	9/30/2020	9/30/2021	9/30/2020	9/30/2021	9/30/2020	9/30/2021
Cash and investments	\$ 259,942,938	\$ 353,890,603	\$ 114,953,733	\$ 119,151,420	\$ 374,896,671	\$ 473,042,023
Other assets	26,581,255	17,721,010	12,403,270	17,806,415	38,984,525	35,527,425
Capital assets, net	703,895,868	727,302,684	245,007,090	252,307,837	948,902,958	979,610,521
Total assets	990,420,061	1,098,914,297	372,364,093	389,265,672	1,362,784,154	1,488,179,969
Deferred outflows of resources	21,526,904	20,659,107	2,309,822	2,877,890	23,836,726	23,536,997
Current liabilities	36,937,593	55,012,967	13,475,698	14,250,432	50,413,291	69,263,399
Long-term bonded debt	416,024,621	489,358,630	51,248,478	45,686,745	467,273,099	535,045,375
Other noncurrent liabilities	142,026,244	138,687,073	19,864,425	22,042,092	161,890,669	160,729,165
Total liabilities	594,988,458	683,058,670	84,588,601	81,979,269	679,577,059	765,037,939
Deferred inflows of resources	20,878,302	20,013,816	1,725,500	2,230,780	22,603,802	22,244,596
Net Position						
Net Investment In capital assets	336,590,522	356,640,773	193,394,660	207,008,523	529,985,182	563,649,296
Restricted	58,788,228	76,342,878	61,272,475	88,209,339	120,060,703	164,552,217
Unrestricted	701,455	(16,482,733)	33,692,679	12,715,651	34,394,134	(3,767,082)
Total net position	\$ 396,080,205	\$ 416,500,918	\$ 288,359,814	\$ 307,933,513	\$ 684,440,019	\$ 724,434,431

A portion of the City's net position totaling \$164,552,217, or 22.8%, represents resources that are subject to external restrictions on how they may be used.

The City's net position increased by \$39,994,412 from the prior fiscal year due to an increase in charges for services, sales tax collections, franchise fee collections, and grant contributions. Overall water and wastewater rates increased approximately 4%.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
 September 30, 2021

The City also reports *unavailable* and *unearned* revenues in its governmental funds. *Unavailable* revenues arise when potential revenue does not meet both the *measurable* and *available* criteria for recognition in the current period. *Unearned* revenues arise when the City receives revenue resources before it has legal claim to it, as when grant money is received prior to the incidence of qualifying expenditures. In subsequent periods, when revenue recognition criteria are met, or when the City has a legal claim to the resource, the revenue is recognized.

Proprietary Funds

As mentioned earlier, proprietary funds use the economic resources measurement focus and the accrual basis of accounting. The accounting objectives for proprietary funds are the determination of net income, financial position, and cash flows. Proprietary fund equity is segregated into (1) net investment in capital assets; (2) restricted net position, and (3) unrestricted net position. Proprietary funds distinguish operating revenues and expenses from the non-operating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

The City reports two types of proprietary funds – enterprise funds and internal services funds.

Enterprise Funds

Enterprise funds are used to account for operations that are financed and operated in a manner similar to private business enterprises, where the intent is 1) that the costs (expenses, including depreciation) of providing goods and services to the general public on a continuing basis be financed or recovered primarily through user charges, or 2) where the City Council has decided that periodic determination of revenues earned, expenses incurred and/or operating income generated is appropriate for the purposes of capital maintenance, public policy, management control, and/or accountability. The City maintains five enterprise funds – water and wastewater services, solid waste services, storm water services, airport operations, and golf course operations. These enterprise funds are classified as business-type activities in both the government-wide and governmental fund financial statements.

Internal Service Funds

Internal service funds are used to account for the financing of goods or services provided by one department to other departments within the City, on a cost-reimbursement basis. The City has two internal service funds:

- **Fleet Services Fund** – accounts for a full range of services in managing and maintaining the City's fleet of vehicles and equipment.
- **Risk Management Fund** – accounts for premiums, deductibles and claims for the City's property, liability, workers compensation, and employee health and life insurance programs. The City reports all risk financing activities in the Risk Management Fund.

E. Assets, Liabilities, Deferred Outflows/Inflows Resources, and Net Position/Fund Balances

Deposits and Investments

The City maintains a cash and investment pool that is available for use by all funds. Interest earnings are recorded in the General Fund unless it is required by regulations or agreements to allocate to certain funds. In fiscal year 2021, the funds receiving allocation of interest earnings were the Grants Fund, Epic 2 CIP Fund, and the Police Seizure Funds. For purposes of the statements of cash flows, the City considers cash on hand, demand deposits, and investments with original maturities of three months or less to be cash equivalents.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

At September 30, 2021, major enterprise funds include the following:

Water/Wastewater Fund

This fund accounts for water and wastewater system services provided for residents of the City, including administration, operations, maintenance, debt service, billing and collection. The City purchased treated water from surrounding cities, and water is pumped from City-owned wells. Although the City owns the wastewater collection system, it has no treatment facilities. Wastewater treatment is provided by the Trinity River Authority. Contracts relating to purchased water and wastewater treatment are discussed in Note 2M. All costs are financed through charges to utility customers with rates reviewed regularly and adjusted if necessary to ensure the integrity of the funds.

Solid Waste Fund

This fund accounts for the City's landfill, garbage/recycling collection service, brush and litter collection, street sweeping, illegal dumping cleanup, Keep Grand Prairie Beautiful, and auto-related business programs, as well as a number of special purpose transfers related to reserves for landfill closure, post-closure costs and environmental remediation. All costs are financed through charges to sanitation customers.

Measurement Focus and Basis of Accounting

Measurement focus refers to what is being measured; basis of accounting refers to when revenues and expenditures are recognized in the accounts and reported in the financial statements. Basis of accounting relates to the timing of the measurement made, regardless of the measurement focus applied.

Government-Wide Financial Statements

The government-wide financial statements and the fund financial statements for proprietary funds are reported using the economic resources measurement focus and the accrual basis of accounting. The economic resources measurement focus means all assets and liabilities (whether current or noncurrent) are included on the Statement of Net Position, and the operating statement presents increases (revenues) and decreases (expenses) in the net position. Under the accrual basis of accounting, revenues are recognized when earned, and expenses are recognized at the time the liability is incurred.

Governmental Fund Financial Statements

Governmental fund financial statements are reported using the current financial resources measurement focus and are accounted for using the modified accrual basis of accounting. Under the modified accrual basis of accounting, revenues are recognized when both *measurable* and *available*. *Measurable* means knowing, or being capable of calculating or estimating the amount to be received. *Available* means collectible within the current period or soon enough thereafter to pay current liabilities (generally sixty days). Also, under the modified accrual basis of accounting, expenditures (including capital outlay) are recorded in the period when the related fund liability is incurred, except for general obligation bond principal and interest and expenditures related to compensated absences, which are recorded when due rather than when incurred.

Major revenue sources susceptible to accrual in the governmental funds include property taxes, sales taxes, franchise fees, charges for services, and intergovernmental revenues. Revenue is accrued when it is deemed available except for intergovernmental revenues.

Grant revenues are recognized not just when available, but when the qualifying expenditures have been incurred, and all other grant requirements have been met.

City of Grand Prairie, Texas

Management's Discussion and Analysis – Continued
For the Fiscal Year Ended September 30, 2021
(Unaudited)

The fiscal year 2021 compared to fiscal 2020 changes in the City's net position were as follows:

**Table 2
Changes in Net Position**

	Governmental Activities		Business-type Activities		Total Primary Government	
	9/30/2020	9/30/2021	9/30/2020	9/30/2021	9/30/2020	9/30/2021
Revenues:						
Program revenues:						
Charges for services	\$ 43,289,739	\$ 50,828,628	\$ 106,798,492	\$ 110,402,425	\$ 150,088,231	\$ 161,231,053
Operating grants and contributions	63,784,399	45,398,240	96,306	-	63,880,705	45,398,240
Capital grants and contributions	417,050	6,974,967	10,069,185	15,545,712	10,486,235	22,520,679
General revenues:						
Property tax	116,020,990	113,824,809	-	-	116,020,990	113,824,809
Sales tax	70,808,392	80,187,852	-	-	70,808,392	80,187,852
Other tax	1,794,491	2,366,924	-	-	1,794,491	2,366,924
Franchise fees	13,903,806	14,022,362	-	-	13,903,806	14,022,362
Investment income	7,952,664	333,285	25,770	1,116	7,978,434	334,401
Total revenues	317,971,531	313,937,067	116,989,753	125,949,253	434,961,284	439,886,320
Expenses:						
Support services	31,310,741	31,880,593	-	-	31,310,741	31,880,593
Public safety services	113,728,877	105,285,879	-	-	113,728,877	105,285,879
Recreation and leisure services	32,949,455	35,162,022	-	-	32,949,455	35,162,022
Development services	110,126,929	109,073,042	-	-	110,126,929	109,073,042
Interest on long-term debt	12,689,169	14,004,156	-	-	12,689,169	14,004,156
Water and wastewater	-	-	73,211,370	81,889,959	73,211,370	81,889,959
Solid waste	-	-	13,044,195	13,906,365	13,044,195	13,906,365
Municipal airport	-	-	2,529,664	2,974,666	2,529,664	2,974,666
Municipal golf course	-	-	3,452,349	3,141,846	3,452,349	3,141,846
Storm water	-	-	2,497,132	2,573,380	2,497,132	2,573,380
Total expenses	300,805,171	295,405,692	94,734,710	104,486,216	395,539,881	399,891,908
Increases (decreases) in net position before transfers	17,166,360	18,531,375	22,255,043	21,463,037	39,421,403	39,994,412
Transfers	4,830,999	1,889,338	(4,830,999)	(1,889,338)	-	-
Change in net position	21,997,359	20,420,713	17,424,044	19,573,699	39,421,403	39,994,412
Net position - beginning of year	374,082,846	396,090,205	270,935,770	288,359,814	645,018,616	684,440,019
Net position - end of year	\$ 396,080,205	\$ 416,500,918	\$ 288,359,814	\$ 307,933,513	\$ 684,440,019	\$ 724,434,431

Governmental activities – Governmental activities increased the City's net position by \$20,420,713 in comparison with beginning net position, primarily due to an increase in sales tax collections, and additional federal funding received. Net position of governmental operations accounts for 57.5% of total net position.

Business-type activities – Business-type activities increased the City's net position by \$19,573,699 in comparison with beginning net position. Overall operating revenues and expenses increased proportionately. Net position for business-type activities represents 42.5% of total primary government net position.

City of Grand Prairie, Texas

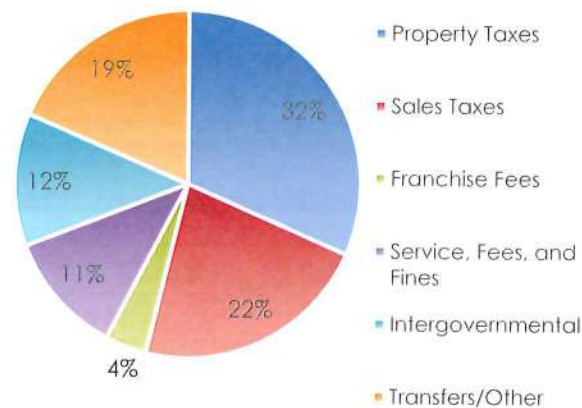
Management's Discussion and Analysis – Continued
 For the Fiscal Year Ended September 30, 2021
 (Unaudited)

FINANCIAL ANALYSIS OF THE CITY'S FUNDS

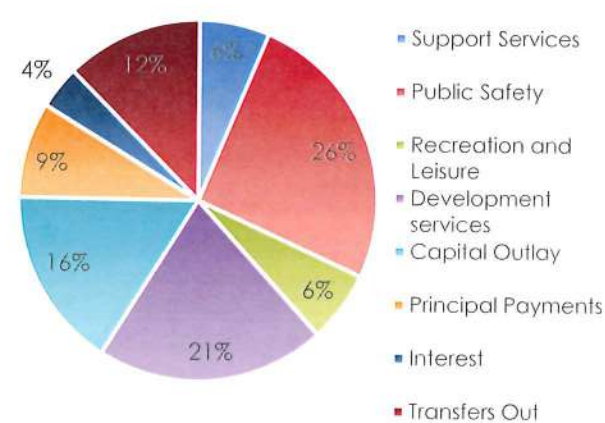
Governmental funds – The focus of City's governmental funds is to provide information on near-term inflows, outflows, and balances of spendable resources. Such information is useful in assessing the City's financing requirements. In particular, unrestricted fund balance may serve as a useful measure of a government's net resources available for spending at the end of the fiscal year.

At fiscal year-end 2021, the City's governmental funds (excluding internal service funds) reported combined ending fund balances of \$299,266,048, an increase of \$65,150,938 in comparison with the prior year. The unassigned fund balance portion is 15.6% and is available for spending at the government's discretion. The remainder is restricted for specific purposes and is not available for new spending. Specific purposes include non-spendable inventories and prepaid items (\$491,473); amounts restricted by bond covenants or granting agencies (\$189,073,380) either for debt service payments, grant-related use, special taxing districts, or for capital projects. In addition, committed funds (\$60,721,090) require formal action by City Council. Finally, funds may be assigned (\$2,412,477) by City Manager with the City Council's delegated authority. Figures 1 and 2 that follow show the distribution of governmental funds' sources of revenues and expenditures including transfers, \$380,450,358 and \$445,103,070, respectively, for fiscal year 2021.

**Figure 1
 Revenue Sources
 Governmental Funds**



**Figure 2
 Expenditures
 Governmental Funds**



The General Fund is the chief operating fund of the City. At fiscal year-end, unassigned fund balance of the General Fund was \$46,567,628, while total fund balance was \$50,006,374. As a measure of the General Fund's liquidity, it may be useful to compare both unassigned fund balance and total fund balance to total fund expenditures. Unassigned fund balance represents 34.9% of total general fund operating expenditures, while total fund balance represents 37.5% of that same amount. General Fund's fund balance decreased in the amount of \$10,642,056 from the prior fiscal year largely due to \$10.7M in CARES funding received from the counties of Dallas and Tarrant.

Other major funds with significant changes in fund balance include Streets CIP, Grants, Debt Service and Epic 2 CIP.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
 September 30, 2021

Fund Financial Statements

In addition to the government-wide financial statements, the City also reports separate financial statements for major functions or activities of the government. These financial statements are organized on the basis of funds with governmental resources allocated to and accounted for based upon the purposes for which they are spent and the means by which spending activities are controlled. Separate statements are presented for governmental activities and proprietary activities.

Each fund is accounted for by providing a separate set of self-balancing accounts which constitute its assets, deferred outflows of resources, liabilities, deferred inflows of resources, revenues, expenditures/expenses, and fund balances. The fund financial statements present each major fund as a separate column, while all nonmajor funds are aggregated and presented in a single column. Major funds are calculated using specific methods outlined in GASB Statement No. 34, or City management may also deem funds as major for presentation purposes.

At September 30, 2021, major governmental funds include the following:

General Fund

The General Fund is the primary operating fund of the City. This fund is used to account for all financial resources of the general government, except those required to be accounted for in another fund. All general tax revenues and other receipts that are not restricted by law or contractual agreement to some other fund are accounted for in this fund. General operating expenditures, fixed charges and capital improvement costs not paid through other funds are paid from the General Fund.

Section 8 Fund

This special revenue fund accounts for grant and contract revenue received from the federal government for providing housing assistance to low income families and for the administration of the program.

Street CIP Fund

This capital project fund accounts for the construction and renovation of thoroughfares and arterial streets and roads financed through general obligation bond proceeds and other dedicated sources.

Grants Fund

This special revenue fund accounts for the various federal, state and local grant revenue received by the City. All grants included in this fund are for specific projects with limited duration.

Debt Service Fund

The City's Debt Service Fund accounts for the accumulation of financial resources for the payment of principal, interest and related costs on general long-term debt paid primarily from taxes levied by the City. The fund balance of the Debt Service Fund is restricted exclusively for debt service expenditures.

Epic 2 CIP Fund

This capital project fund accounts for the proceeds from sales tax revenue bonds, current lending/borrowing arrangements, and other dedicated sources to be used in the construction of The Epic.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

The GASB issued Statement No. 92, Omnibus 2020. This Statement establishes accounting and financial reporting requirements for specific issues related to leases, intraentity transfers of assets, postemployment benefits, government acquisitions, risk financing and insurance-related activities of public entity risk pools, fair value measurements, and derivative instruments. This statement will become effective for the City in fiscal year 2022.

The GASB issued Statement No. 93, Replacement of Interbank Offered Rates. This Statement establishes accounting and financial reporting requirements related to the replacement of IBORs in hedging derivative instruments and leases. This statement will become effective for the City in fiscal year 2021/2022.

The GASB issued Statement No. 97, Certain Component Unit Criteria, and Accounting and Financial Reporting for Internal Revenue Code Section 457 Deferred Compensation Plans - an amendment of GASB Statements No. 14 and No. 84, and a supersession of GASB Statement No. 32. This Statement modifies the applicability of certain component unit criteria as they relate to defined contribution pension plans, defined contribution OPEB plans, and other employee benefit plans. This statement will become effective for the City in fiscal year 2022/immediately.

The GASB issued Statement No. 98, The Annual Comprehensive Financial Report. This Statement was issued in October 2021 and establishes the term annual comprehensive financial report and its acronym ACFR. That new term and acronym replace instances of comprehensive annual financial report and its acronym in generally accepted accounting principles for state and local governments. The implementation of this standard changed the report name to the Annual Comprehensive Financial Report. The City implemented this standard in fiscal year 2021.

D. Basis of Presentation

Government-Wide Financial Statements

The two government-wide financial statements, the Statement of Net Position and the Statement of Activities, report information on all activities of the City, including component units. Governmental activities, which include those activities primarily supported by taxes or intergovernmental revenue, are reported separately from business-type activities which generally rely on fees and charges for support. Significant revenues generated from business-type activities include charges to customers for water and wastewater services, golf course fees, airport user charges, solid waste collection services, and storm water utility fees. As a general rule, the internal activity between governmental activities and business-type activities is eliminated from the government-wide financial statements except that charges for administrative overhead services provided by the governmental activities to the business-type activities are included as revenues to the governmental activities and expenses to the business-type activities.

The Statement of Activities reports the change in the City's net position from October 1, 2020 to September 30, 2021. This statement demonstrates the degree to which the direct expenses of a given function of the government are offset by program revenues. Specifically, the City has identified the following functions of government – support services, public safety services, recreation and leisure services, development services, water and wastewater services, solid waste services, storm water services, airport operations, and golf course operations. *Direct expenses* are those that are clearly identifiable with a specific function of City government. *Program revenues* include 1) charges to customers or applicants who purchase, use, or directly benefit from goods, services, or privileges provided by a given function, and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function. Taxes and other items not included among program revenues are reported as *general revenues* in the statement of activities.

City of Grand Prairie, Texas

Management's Discussion and Analysis – Continued
For the Fiscal Year Ended September 30, 2021
(Unaudited)

The Streets CIP Fund decreased by \$2,359,295 due to an increase in street construction projects.

The Grants Fund increased by \$6,726,875 due primarily to transfers into the Grants Fund to pay the City's portion of federal and state funded projects.

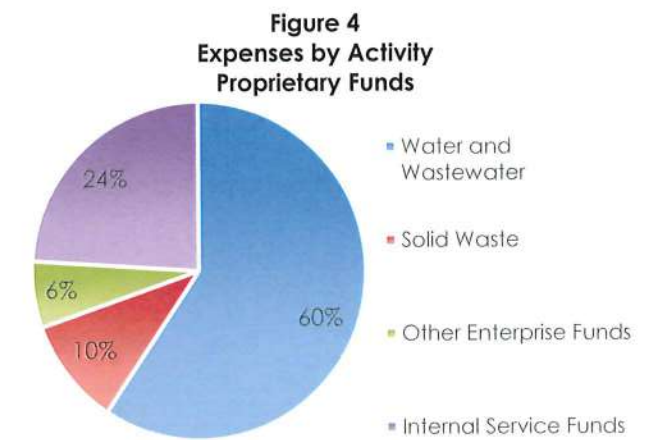
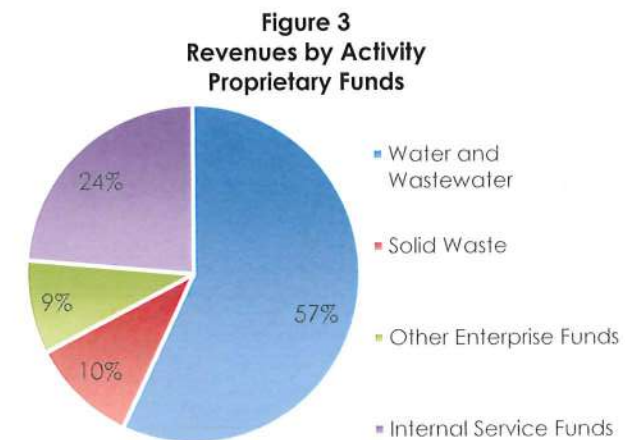
The Debt Service Fund increased by \$1,298,339 due to property tax assessments netted against debt payments.

The Epic 2 CIP Fund decreased by \$37,693,951 due to a transfer to the Tax Increment Financing CIP Fund.

The Nonmajor Capital Projects Funds had a collective increase in fund balance of \$105,130,445 primarily due to bond proceeds for the EPIC project.

Proprietary funds – The City's proprietary funds provide the same type of information found in the government-wide financial statements, but in more detail.

The net position of the City's enterprise funds and internal service funds were \$304,885,990 and \$19,953,406 respectively, at September 30, 2021. The enterprise funds' net investment in capital assets represented 67.9% of total enterprise fund's net position. The internal service funds' net investment in capital assets represented 8.5% of total internal service funds' net position. The enterprise funds' unrestricted net position was 3.2% of their total net position, and internal service funds' unrestricted net position was 91.5% of their total funds' net position. The City's enterprise funds and the internal service funds reported income before contributions and transfers of \$5,798,504 and \$1,306,189, respectively. Other factors concerning the finances of the proprietary funds have already been addressed in the discussion of the government-wide financial statements and business-type activities. The following Figures 3 and 4 show the proprietary funds' revenues of \$144,550,515 and expenses of \$136,623,505 (excluding non-operating revenues and expenses, and contributions and transfers) by activity.



City of Grand Prairie, Texas

Management's Discussion and Analysis – Continued
 For the Fiscal Year Ended September 30, 2021
 (Unaudited)

General Fund Budgetary Highlights

Actual General Fund revenues were \$7,851,589, or 5.4%, higher than final budgeted revenues for fiscal year 2021. Property taxes, sales taxes, and franchise fees were 83.6% of General Fund budgeted revenues. Actual General Fund expenditures were \$3,543,778, or 2.6%, lower than final budgeted expenditures for fiscal year 2021. Budgeted excess of revenues over expenditures before other financing sources and uses was \$9,286,713 compared to actual of \$20,682,080, resulting in a net positive budget variance of \$11,395,367. The City traditionally budgets revenue conservatively and this practice frequently results in positive budgetary variances.

Net change in fund balances of the General Fund, including other financing sources and uses such as transfers, resulted in a net positive budget variance of \$12,020,066.

Capital Asset and Debt Administration

Capital Assets – The City's investment in capital assets, net of accumulated depreciation, for its governmental and business-type activities at fiscal year-end amounted to \$979,610,521. This investment includes land, buildings, improvements other than buildings (includes infrastructure), machinery and equipment, and construction in progress. The City's capital assets increased from prior year by \$30,707,566.

Major capital projects occurring during the fiscal year included the following:

- Continued ambulance and engine replacement
- Construction of Phase II, III and IV of the Municipal Complex
- Continued street rehabilitation
- Continued street assessment implementation
- Continued sidewalk construction
- Continued improvements to the water distribution and sewer system
- EPIC Central construction project

The City's capital assets, net of accumulated depreciation, at fiscal year-end was as follows:

**Table 3
 Capital Assets**

	Governmental Activities		Business-type Activities		Total Primary Government	
	9/30/2020	9/30/2021	9/30/2020	9/30/2021	9/30/2020	9/30/2021
Land	\$ 47,157,907	\$ 55,166,552	\$ 5,105,222	\$ 5,123,353	\$ 52,263,129	\$ 60,289,905
Construction in progress	180,158,846	91,876,079	34,107,743	34,514,261	214,266,589	126,390,340
Depreciable capital assets	1,032,253,541	1,158,411,197	449,698,086	472,139,576	1,481,951,627	1,630,550,773
Accumulated depreciation	(555,674,426)	(578,151,144)	(243,903,961)	(259,469,353)	(799,578,387)	(837,620,497)
Total capital assets, net	\$ 703,895,868	\$ 727,302,684	\$ 245,007,090	\$ 252,307,837	\$ 948,902,958	\$ 979,610,521

Additional information regarding capital assets can be found in Note 2.D.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
 September 30, 2021

Grand Prairie Local Government Corporation

The Grand Prairie Local Government Corporation (LGC) was organized for the purpose of aiding, assisting, and acting on behalf of the City in the performance of its governmental functions to promote the common good and general welfare of the City by promoting economic development. The LGC's operations are to acquire, develop, or redevelop real property within the City. While the entity is legally, financially and administratively autonomous, the governing body of the City of Grand Prairie may, at its sole discretion, and at any time, amend LGC's Articles of Incorporation, and alter or change its structure, programs or activities, or terminate or dissolve it. Additionally, members of the Board of Directors are appointed by and may be removed by the City Council. However, the City is not financially obligated for any debt of the LGC. For these reasons, the LGC is presented as part of the City's reporting entity as a discretely presented component unit.

Related Autonomous Entities

Grand Prairie Health Facilities Development Authority

The Grand Prairie Health Facilities Development Authority (HFDA) was created to issue tax-exempt revenue bonds to finance medical facilities. While the HFDA's revenue bonds were defeased, the HFDA continues to exist only to make decisions from time to time regarding the defeased bonds. The City exercises no control over the HFDA or its budget.

Grand Prairie Industrial Development Authority

The Grand Prairie Industrial Development Authority (GPIDA) was created to issue tax-exempt industrial revenue bonds to assist in the City's economic development and to evaluate tax abatement applications. The City exercises no control over the GPIDA's management, budget or operations.

C. Implementation of New Accounting Pronouncements

The GASB pronouncements effective for fiscal year 2021 and 2022 are listed as follows:

The GASB issued Statement No. 84, Fiduciary Activities. The objective of this Statement is to provide guidance to enhance the consistency and comparability of fiduciary activity reporting by (1) establishing specific criteria for identifying activities that should be reported as fiduciary activities and (2) clarifying whether and how business-type activities should report their fiduciary activities. This standard became effective for the City in fiscal year 2021 but it had no impact on the City.

The GASB issued Statement No. 87, Leases. This Statement requires recognition of certain lease assets and liabilities for leases that were previously classified as operating leases and recognized as inflows or outflows of resources based on the payment provisions of the contract, and will be effective for the fiscal year ending September 30, 2022. The City is determining the impact of this statement.

The GASB issues Statement No. 90, Majority Equity Interests – an Amendment to GASB Statements No. 14 and No. 61. The primary objective of this Statement is to improve the consistency and comparability of reporting a government's majority equity interest in a legally separate organization and to improve the relevance of financial statements information for certain component units. The Statement also requires that a component unit in which a government has a 100 percent equity interest account for its assets, deferred outflows of resources, liabilities, and deferred inflows of resources at acquisition value at the date the government acquired a 100 percent equity interest in the component unit. This standard became effective for the City in fiscal year 2021 but it has no impact on the City.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

Discretely Presented Component Units

Grand Prairie Sports Facilities Development Corporation

The Sports Corporation was incorporated on June 10, 1992, under the provisions of the Development Corporation Act of 1979, as amended, Article 5190.6, Texas Revised Civil Statutes Annotated, as amended (Act) by Resolution No. 2841 of the Grand Prairie City Council. The purpose of the Sports Corporation is to promote economic development within the City in order to reduce unemployment and underemployment, and to promote and encourage employment and the public welfare of, for, and on behalf of the City by developing, implementing, providing and financing projects authorized under the Act.

The Act provides that the City may levy a one-half cent sales and use tax for the benefit of the Sports Corporation if the tax is authorized by a majority of the qualified voters in an election. On January 18, 1992, a majority of the voters approved a proposition to levy and collect an additional one-half cent sales and use tax for the purpose of constructing a horse racetrack. The one-half cent sales and use tax increase became effective April 1, 1993 to cover the costs of the project or the principal, interest and other costs relating to any bonds or obligations issued to pay the costs of the project or to refund bonds or obligations issued to pay the costs of the project. All bonds were redeemed on September 15, 2007. The sales tax was discontinued on September 30, 2007.

The City continues to receive significant financial benefits from the Sports Corporation as excess earnings of the Sports Corporation are paid to the City; and, if dissolved, all assets of the Sports Corporation become the City's property. Although the Sports Corporation is a legally separate entity, the City has the ability to impose its will upon the Sports Corporation as its Board of Directors are all appointed by the City Council, and four of the seven-member board are actual City Council members. For this reason, the Sports Corporation is presented as part of the City's reporting entity as a discretely presented component unit. Discretely presented component units are presented in a separate column alongside the City's financial information.

Grand Prairie Housing Finance Corporation

The Grand Prairie Housing Finance Corporation (HFC) was created to issue tax-exempt revenue bonds to supply mortgage financing for low income home buyers and multi-family development. While the entity is legally, financially and administratively autonomous, the governing body of the City of Grand Prairie may, at its sole discretion, and at any time, amend HFC's Articles of Incorporation, and alter or change its structure, programs or activities, or terminate or dissolve it. Additionally, members of the Board of Directors are appointed by and may be removed by the City Council. However, the City is not financially obligated for any debt of the HFC. For these reasons, the HFC is presented as part of the City's reporting entity as a discretely presented component unit.

The HFC's financial information, for its calendar year ended December 31, 2020, is included in the City's financial statements in a separate column alongside the City's. Separate audited financial statements may be obtained by writing Grand Prairie Housing Finance Corporation, Attn: Executive Director, P. O. Box 532758, Grand Prairie, Texas 75053-2758.

City of Grand Prairie, Texas

Management's Discussion and Analysis – Continued
For the Fiscal Year Ended September 30, 2021
(Unaudited)

Long-term debt – At September 30, 2021, the City had the following long-term liabilities:

**Table 4
Long-Term Debt**

	Governmental Activities		Business-type Activities		Total Primary Government	
	9/30/2020	9/30/2021	9/30/2020	9/30/2021	9/30/2020	9/30/2021
Bonded debt	\$ 416,024,620	\$ 489,358,630	\$ 51,248,478	\$ 45,686,745	\$ 467,273,098	\$ 535,045,375
Compensated absences	21,064,457	21,087,037	469,411	623,744	21,533,868	21,710,781
Other post employment benefits	60,687,581	64,258,793	6,275,983	6,685,833	66,963,564	70,944,626
Net pension liability	59,113,940	49,226,664	4,470,085	5,649,497	63,584,025	54,876,161
Pollution liability	20,900	27,350	-	-	20,900	27,350
Closure and post closure liability	-	-	8,648,946	9,083,018	8,648,946	9,083,018
Other liabilities	1,139,367	4,087,229	-	-	1,139,367	4,087,229
Total long-term debt	\$ 558,050,865	\$ 628,045,703	\$ 71,112,903	\$ 67,728,837	\$ 629,163,768	\$ 695,774,540
Long-term debt to net position percentage	141%	151%	25%	22%	92%	96%

Of the total bonded debt, \$489,358,630 or 91.5% is backed by the full faith and credit of the City with a property tax pledge.

In February 2021, the City issued \$23,215,000 in Combination Tax and Revenue Certificates of Obligation, Series 2021. The Certificates were issued for the purpose of paying contractual obligations to be (i) acquiring, constructing, improving and equipping fire-fighting facilities and library facilities, (ii) constructing, improving and equipping existing municipal facilities, (iii) constructing street improvements, including drainage, landscaping, curbs, gutters, sidewalks, entryways, pedestrian pathways, signage, traffic signalization and street noise abatement incidental thereto and the acquisition of land and rights-of-way therefor and (iv) professional services rendered in connection therewith.

In June 2021, the City issued \$66,945,000 in General Obligation Bonds, Series 2021, and \$16,935,000 in Combination Tax and Revenue Certificates of Obligation, Series 2021A. The bonds were issued for the purpose of paying contractual obligations to be incurred for constructing street improvements, including drainage, landscaping, curbs, gutters, sidewalks, entryways, pedestrian pathways, signage, traffic signalization and street noise abatement incidental thereto, and for the acquisition of land and rights-of-way therefor within the reinvestment zone of the City known as the Tax Increment Financing Reinvestment Zone Number One (TIF #1).

During this fiscal year, the City retired principal on outstanding bonded debt totaling \$40,260,000. The City's total interest expense for all bonded debt was \$17,197,315.

Additional information is detailed in the Note 2.H to the Basic Financial Statements.

The City's bond ratings by Fitch and Standard & Poor's are currently as follows:

	Fitch	Standard & Poor's
General obligation bonds	AA+	AAA
Sales tax revenue bonds (taxable)	AA	AA-
Sales tax revenue bonds (tax-exempt)	AA+	AA-
Water and wastewater revenue bonds	AAA	AAA

City of Grand Prairie, Texas

Management's Discussion and Analysis – Continued
For the Fiscal Year Ended September 30, 2021
(Unaudited)

Economic Factors and Next Year's Budget and Rates

The City's elected and appointed officials considered many factors when setting the fiscal year 2022 budget including tax rates and fees that will be charged for business-type activities. One of the biggest factors continued to be the national economy and uncertainty caused by the pandemic. Building and development growth rates continue to increase overall; and indicate healthy activities in the residential sector and commercial type permitting. Although the City is largely built out and mature, there are still several areas available, mainly in the south sector with higher end residential areas along Joe Pool Lake. In addition, there is a leveling of multi-family developments, but a major increase in retail construction, in large part due to toll road 161 and emerging destination facilities, such as Epic and Epic Waters.

The City population as of September 2021 was 200,640 which is a 2.8% increase over prior year. Residential expansions continue in the south and new manufacturing and distribution companies continue to add growth to the City's economy. Even more growth is expected as a result of continued development and mobility through the City. Roadway improvements, like widening of Camp Wisdom, Great Southwest Parkway and I-30 frontage roads from SH 161 to McArthur continue to make additional demands on the City for increased services. Our diverse economy, the overall DFW metroplex economy and major transportation access all serve to create a synergy.

The following indicators were taken into account when adopting the budget for fiscal year 2022:

- 8.89% increase in assessed property values;
- A 0.70% increase in sales tax collections over the prior year projected due to the continued effects of the pandemic.

General Fund property tax revenues increased \$5,388,394 or 7.05%. The approved property tax rate decreased by a half cent from .669998 to .664998. Other budgeted revenue sources include an increase in the TIF Reimbursement, an increase in sales tax of \$4,511,646, an increase in licenses and permits of \$466,360, and a decrease in Municipal Court fees of (\$438,004).

Budgeted sales tax across all funds is \$76,102,037, which is an increase over the year-end projections of \$75,541,058. This is mainly due to the ongoing pandemic and its unknown effect on the economy.

The City's total approved budget for FY 2021-22 is \$457,669,466, an increase of 5.1% as compared to the prior year-end projections. The General Fund approved budget is \$162,884,614. This represents a 3.6% increase over the prior year approved budget. The majority of this increase is related to an increase in personnel services, an increase in the transfer to the park venue fund and an increase in the reimbursements from other funds. The budget included a 3% Civil Service Step increase and a 3% non-civil services merit increase and un-freezing 10 positions previously frozen in the General Fund. Additionally, funding was set aside to expand the PlayGrand all abilities park.

City Of Grand Prairie, Texas

Notes to the Basic Financial Statements
September 30, 2021

Note 1. Summary of Significant Accounting Policies

A. Introduction

The City of Grand Prairie (City) is one of the Mid-Cities in the Dallas-Fort Worth Metroplex, 12 miles west of downtown Dallas, 18 miles east of downtown Fort Worth and six miles south of DFW International Airport. The City was incorporated in 1909, and adopted the Council-Manager form of government in 1948.

The accounting and reporting policies of the City relating to the funds included in the accompanying basic financial statements conform to accounting principles generally accepted in the United States of America applicable to state and local governments. Generally accepted accounting principles for local governments include those principles prescribed by the Governmental Accounting Standards Board (GASB) and the American Institute of Certified Public Accountants as published in Audits of State and Local Governments.

B. Financial Reporting Entity

The City's basic financial statements include the accounts of all City operations. The criteria for including legally separate entities as component units within the City's reporting entity are set forth in Section 2100 of GASB's *Codification of Governmental Accounting and Financial Reporting Standards*. Based on this criterion, the City reports the following component units as part of the financial reporting entity:

Blended Component Units

Grand Prairie Crime Control and Prevention District

The City of Grand Prairie Crime Control and Prevention District (CCPD) was created in May 2007 under the provisions of the Crime Control and Prevention Act and authority of Chapter 363, Texas Local Government Code, as amended (Act) by Resolution No. 2007-02 of the Grand Prairie City Council. The purpose of the CCPD is to provide crime control and crime prevention strategies, specific treatment and prevention programs, and court and prosecution services including the cost of personnel, administration, expansion, enhancement, and capital expenditures, and any other programs as authorized by Chapter 363.

Under the authority of the Act, the voters of Grand Prairie approved a proposition to levy and collect an additional quarter-cent sales and use tax for the purpose of funding the CCPD which became effective October 1, 2007. In 2020, citizens voted to continue/renew the quarter-cent sales and use tax for this same purpose.

The CCPD's governing body is substantively the same as the governing body of the City as the seven members of the CCPD's Board of Directors are all City council members. The City has operational responsibility for the CCPD, and the CCPD provides all of its services to the City. If the District is dissolved, its assets will become the City's property. For these reasons, the CCPD is reported as a blended component unit of the City and is reported as a special revenue fund within the City's governmental activities. This special revenue fund was established specifically to account for the accumulation and use of the quarter-cent sales tax revenue collected for the CCPD.



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City of Grand Prairie, Texas

Management's Discussion and Analysis – Continued
For the Fiscal Year Ended September 30, 2021
(Unaudited)

The City's approved appropriations for capital projects in fiscal year 2022 totals \$60,360,502. Planned capital projects include:

- \$21,862,000 in water and wastewater projects
- \$19,090,830 in streets and signals projects
- \$3,396,000 in parks projects
- \$8,441,000 in storm drainage projects

Requests for Information

This financial report is designed to provide a general overview of the City's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the City Controller, City of Grand Prairie, Texas, 326 W. Main Street, P.O. Box 534045, Grand Prairie, Texas, 75053-4045.



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Notes to the Basic Financial Statements



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Basic Financial Statements



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Net (Expense) Revenue and Changes in Net Position Component Units			
Grand Prairie Sports Facilities Development	Grand Prairie Housing Finance Corporation	Grand Prairie Local Government Corporation	Total
\$ -	\$ -	\$ 4,771,714	4,771,714
-	-	4,771,714	4,771,714
(4,086,730)	-	-	(4,086,730)
-	(422,923)	-	(422,923)
(4,086,730)	(422,923)	-	(4,509,653)
\$ (4,086,730)	\$ (422,923)	\$ 4,771,714	\$ 262,061
12,093	2,606	-	14,699
12,093	2,606	-	14,699
(4,074,637)	(420,317)	4,771,714	276,760
48,295,006	(1,013,197)	-	47,281,809
\$ 44,220,369	\$ (1,433,514)	\$ 4,771,714	\$ 47,558,569

City of Grand Prairie, Texas
Statement of Activities
Discretely Presented Component Units
For the Year Ended September 30, 2021

Functions/Activity	Expenses	Program Revenues		
		Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions
Component Units				
Governmental activities:				
Grand Prairie Local Government Corporation	\$ 239,369	\$ 10	\$ 5,011,073	\$ -
Total governmental activities	239,369	10	5,011,073	-
Business-type activities:				
Grand Prairie Sports Facilities Development	5,832,409	959,095	-	786,584
Grand Prairie Housing Finance Corporation	6,364,641	5,941,718	-	-
Total business-type activities	12,197,050	6,900,813	-	786,584
Total Component Units	\$ 12,436,419	\$ 6,900,823	\$ 5,011,073	\$ 786,584

General revenues:
Investment income
Total general revenues

Change in net position
Net position - beginning of year

Net position - end of year

The Notes to the Basic Financial Statements are an integral part of this statement.

City of Grand Prairie, Texas
Statement of Net Position
September 30, 2021

	Primary Government			Component Units
	Governmental Activities	Business-Type Activities	Total	
ASSETS				
Cash and cash equivalents	\$ 75,073,540	\$ 34,302,924	\$ 109,376,464	\$ 9,857,928
Investments	123,429,866	17,692,027	141,121,893	2,011,638
Receivables, net	26,121,369	7,163,560	33,284,929	1,255,332
Intergovernmental receivables	524,716	-	524,716	-
Inventories and supplies	595,545	595,332	1,190,877	-
Prepays	526,903	-	526,903	41,079
Restricted assets:				
Cash and cash equivalents	12,105,518	2,958,022	15,063,540	1,452,092
Investments	143,281,679	64,198,447	207,480,126	-
Internal balances	(10,047,523)	10,047,523	-	-
Lease payments receivable	-	-	-	7,457,016
Estimated unguaranteed residual value	-	-	-	24,369,870
Capital assets:				
Nondepreciable	147,042,631	39,637,614	186,680,245	6,548,182
Depreciable, net	580,260,053	212,670,223	792,930,276	10,222,096
Total assets	1,098,914,297	389,265,672	1,488,179,969	63,215,233
DEFERRED OUTFLOWS OF RESOURCES				
Deferred charge on refundings	2,196,319	902,263	3,098,582	-
Related to OPEB	3,903,941	304,781	4,208,722	-
Related to TMRs pension	14,558,847	1,670,846	16,229,693	-
Total deferred outflows of resources	20,659,107	2,877,890	23,536,997	-
LIABILITIES				
Accounts payable	14,667,071	5,387,752	20,054,823	233,927
Retainage payable	1,555,104	514,832	2,069,936	-
Accrued liabilities	14,618,175	1,114,879	15,733,054	257,300
Unearned revenue	21,523,175	1,019,220	22,542,395	21,823
Current liabilities payable from restricted assets:				
Accrued interest	2,603,842	270,975	2,874,817	-
Customer deposits	45,600	5,942,774	5,988,374	94,867
Noncurrent liabilities:				
Due within one year:				
Compensated absences	9,679,444	494,545	10,173,989	-
Environmental remediation obligation	27,350	-	27,350	239,369
Other liabilities	678,882	-	678,882	-
Current portion of long-term debt	36,685,000	5,470,000	42,155,000	360,885
Due in more than one year:				
Compensated absences	11,407,593	129,199	11,536,792	-
Other postemployment benefits	64,258,793	6,685,833	70,944,626	-
Closure and postclosure liability	-	9,083,018	9,083,018	-
Net pension liability	49,226,664	5,649,497	54,876,161	-
Other liabilities	3,408,347	-	3,408,347	-
Long-term debt	452,673,630	40,216,745	492,890,375	14,448,493
Total liabilities	683,058,670	81,979,269	765,037,939	15,656,664
DEFERRED INFLOWS OF RESOURCES				
Related to OPEB	3,197,838	300,894	3,498,732	-
Related to TMRs pension	16,815,978	1,929,886	18,745,864	-
Total deferred outflows of resources	20,013,816	2,230,780	22,244,596	-
NET POSITION				
Net investment in capital assets	356,640,773	207,008,523	563,649,296	3,290,949
Restricted for:				
Debt service	2,112,567	5,607,337	7,719,904	-
Capital projects	2,460,072	82,602,002	85,062,074	-
Support Services	2,440,325	-	2,440,325	-
Public safety	8,739,775	-	8,739,775	-
Recreation and leisure	25,387,474	-	25,387,474	-
Development services	19,419,282	-	19,419,282	-
Other specific purposes	15,783,383	-	15,783,383	(163,617)
Facility lease	-	-	-	32,774,636
Replacement reserve	-	-	-	146,272
Unrestricted	(16,482,733)	12,715,651	(3,767,082)	11,510,329
Total net position	\$ 416,500,918	\$ 307,933,513	\$ 724,434,431	\$ 47,558,569

The Notes to the Basic Financial Statements are an integral part of this statement.

City of Grand Prairie, Texas
Balance Sheet
Governmental Funds
September 30, 2021

	General	Section 8	Streets CIP
ASSETS			
Cash and cash equivalents	\$ 2,410,868	\$ 2,069,115	\$ 2,603,020
Investments	192,067,383	533,109	12,360,381
Property tax receivable, net	2,047,547	-	-
Sales tax receivable	7,780,887	-	-
Franchise fees receivable	2,371,762	-	-
Other receivables, net	3,233,107	-	-
Intergovernmental receivables	72,397	-	-
Due from other funds	-	-	-
Inventory	432,009	-	-
Prepays	-	-	-
Total assets	210,415,960	2,602,224	14,963,401
LIABILITIES			
Accounts payable	4,265,643	55,859	1,402,174
Retainage payable	-	-	142,951
Accrued liabilities	6,583,457	106,040	-
Due to other funds	147,000,000	-	-
Customer deposits	-	-	-
Unearned revenue	516,825	-	-
Total liabilities	158,365,925	161,899	1,545,125
DEFERRED INFLOWS OF RESOURCES			
Unavailable revenue	2,043,661	-	-
Total deferred inflows of resources	2,043,661	-	-
FUND BALANCES			
Nonspendable	432,009	-	-
Restricted	594,260	2,440,325	5,843,860
Committed	-	-	7,574,416
Assigned	2,412,477	-	-
Unassigned	46,567,628	-	-
Total fund balances	50,006,374	2,440,325	13,418,276
Total liabilities, deferred inflows of resources and fund balances	\$ 210,415,960	\$ 2,602,224	\$ 14,963,401

The Notes to the Basic Financial Statements are an integral part of this statement.

City of Grand Prairie, Texas
Statement of Cash Flows
Proprietary Funds
For the Year Ended September 30, 2021

	Business-Type Activities - Enterprise Funds			Governmental Activities Internal Service Funds
	Water Wastewater	Solid Waste	Other Nonmajor	
Cash flows from operating activities:				
Cash receipts from customers	\$ 82,825,017	\$ 14,795,734	\$ 12,147,123	\$ 109,767,874
Cash receipts from city and employee contributions	-	-	-	27,738,241
Cash receipts from interfund services provided	-	-	-	6,315,426
Cash receipts from other governments	-	-	65,197	65,197
Other operating cash receipts	293,469	158,353	734,368	1,186,190
Cash payments to suppliers for goods and services	(47,353,059)	(7,333,323)	(3,596,250)	(58,282,632)
Cash payments to employees for services	(9,689,850)	(3,342,717)	(2,854,604)	(15,887,171)
Cash payments for interfund services used	(7,000,000)	-	(344,068)	(7,344,068)
Other operating cash payments	(5,310,427)	(1,272,492)	(144,788)	(6,727,707)
Net cash provided by (used in) operating activities	13,765,150	3,005,555	6,006,978	22,777,683
Cash flows from noncapital financing activities:				
Transfers from other funds	6,216,000	-	537,955	6,753,955
Transfers to other funds	(1,911,485)	(358,084)	(6,373,724)	(8,643,293)
Contributions from other governments	74,860	-	-	74,860
Net cash provided by (used in) noncapital financing activities	4,379,375	(358,084)	(5,835,769)	(1,814,478)
Cash flows from capital and related financing activities:				
Capital impact fees from developers	4,901,203	-	-	4,901,203
Proceeds from disposition of capital assets	266,290	194,063	26,358	486,711
Acquisition and construction of capital assets	(12,974,838)	(2,418,448)	-	(15,393,286)
Principal paid on debt	(5,120,000)	-	(170,000)	(5,290,000)
Interest paid on debt	(1,388,654)	-	(31,830)	(1,420,484)
Other fiscal fees paid	(50,778)	-	-	(50,778)
Net cash provided by (used in) capital and related financing activities	(14,366,777)	(2,224,385)	(175,472)	(16,766,634)
Cash flows from investing activities:				
Interest received on investments	1,116	-	-	1,116
Net cash provided by (used in) investing activities	1,116	-	-	-
Net (decrease) increase in cash and equivalents	3,778,864	423,086	(4,263)	4,197,687
Cash and cash equivalents - beginning of year	23,710,710	7,130,223	2,222,326	33,063,259
Cash and cash equivalents - end of year	\$ 27,489,574	\$ 7,553,309	\$ 2,218,063	\$ 37,260,946
Reconciliation of operating income (loss) from operations to net cash from operating activities:				
Operating income (loss)	\$ 1,319,645	\$ 936,965	\$ 4,342,655	\$ 6,599,265
Adjustments to operating income (loss) to net cash from operating activities:				
Depreciation	14,647,399	1,803,759	1,979,944	18,431,102
Provisions for uncollectible accounts	-	(22,572)	-	(22,572)
Changes in assets and liabilities:				
(Increase) decrease in accounts receivable	7,907	35,528	(68,300)	(24,865)
(Increase) decrease in other receivables	(7,000,000)	-	-	(7,000,000)
(Increase) decrease in inventories and supplies	12,253	-	(13,156)	(903)
(Increase) decrease in prepaids	1,764,016	-	-	1,764,016
Increase (decrease) in accounts payable	12,010	(213,712)	(125,044)	(326,746)
Increase (decrease) in retainage payable	411,004	-	-	411,004
Increase (decrease) in accrued liabilities	79,048	438,476	(1,695)	515,829
Increase (decrease) in customer deposits	661,401	-	2,872	664,273
Increase (decrease) in unearned revenue	-	-	(10,941)	(10,941)
Increase (decrease) in compensated absences	110,575	24,283	19,475	154,333
Increase (decrease) in OPEB liability	196,237	66,777	56,119	319,133
Increase (decrease) in pension liability	1,543,655	(63,949)	(174,951)	1,304,755
Net cash provided by (used in) operating activities	\$ 13,765,150	\$ 3,005,555	\$ 6,006,978	\$ 22,777,683
Noncash investing, capital and financing activities:				
Capital contributions from developers/granting agencies	\$ 7,532,418	\$ -	\$ 3,112,091	\$ 10,644,509
Net cash provided by (used in) operating activities	\$ 7,532,418	\$ -	\$ 3,112,091	\$ 10,644,509
Reconciliation of ending cash and cash equivalents to Statement of Net Position:				
Unrestricted cash and cash equivalents - end of year	\$ 24,531,552	\$ 7,553,309	\$ 2,218,063	\$ 34,302,924
Restricted cash and cash equivalents - end of year	2,958,022	-	-	2,958,022
Total cash and cash equivalents - end of year	\$ 27,489,574	\$ 7,553,309	\$ 2,218,063	\$ 37,260,946

The Notes to the Basic Financial Statements are an integral part of this statement.

City of Grand Prairie, Texas
 Balance Sheet
 Governmental Funds
 September 30, 2021

	General	Section 8	Streets CIP
Cash and cash equivalents	\$ 2,410,868	\$ 2,069,115	\$ 2,603,020
Investments	192,067,383	533,109	12,360,381
Property tax receivable, net	2,047,547	-	-
Sales tax receivable	7,780,887	-	-
Franchise fees receivable	2,371,762	-	-
Other receivables, net	3,233,107	-	-
Intergovernmental receivables	72,397	-	-
Due from other funds	-	-	-
Inventory	432,009	-	-
Prepaids	-	-	-
Total assets	210,415,960	2,602,224	14,963,401
Accounts payable	4,265,643	55,859	1,402,174
Retainage payable	-	-	142,951
Accrued liabilities	6,583,457	106,040	-
Due to other funds	147,000,000	-	-
Customer deposits	-	-	-
Earned revenue	516,825	-	-
Total liabilities	158,365,925	161,899	1,545,125
DEFERRED INFLOWS OF RESOURCES			
Available revenue	2,043,661	-	-
Total deferred inflows of resources	2,043,661	-	-
BALANCES			
Unspendable	432,009	-	-
Restricted	594,260	2,440,325	5,843,860
Committed	-	-	7,574,416
Assigned	2,412,477	-	-
Assigned	46,567,628	-	-
Total fund balances	50,006,374	2,440,325	13,418,276
Total liabilities, deferred inflows of resources and fund balances	\$ 210,415,960	\$ 2,602,224	\$ 14,963,401

The Notes to the Basic Financial Statements are an integral part of this statement.

City of Grand Prairie, Texas
 Statement of Cash Flows
 Proprietary Funds
 For the Year Ended September 30, 2021

	Water Wastewater	Business-Type Activities - Enterprise Funds Solid Waste	Other Nonmajor	Total	Governmental Activities Internal Service Funds
Cash flows from operating activities:					
Cash receipts from customers	\$ 82,825,017	\$ 14,795,734	\$ 12,147,123	\$ 109,767,874	\$ -
Cash receipts from city and employee contributions	-	-	-	-	27,738,241
Cash receipts from interfund services provided	-	-	-	-	6,315,426
Cash receipts from other governments	-	-	65,197	65,197	-
Other operating cash receipts	293,469	158,353	734,368	1,186,190	11,354
Cash payments to suppliers for goods and services	(47,353,059)	(7,333,323)	(3,596,250)	(58,282,632)	(4,721,330)
Cash payments to employees for services	(9,689,850)	(3,342,717)	(2,854,604)	(15,887,171)	(1,786,571)
Cash payments for interfund services used	(7,000,000)	-	(344,068)	(7,344,068)	(24,925,047)
Other operating cash payments	(5,310,427)	(1,272,492)	(144,788)	(6,727,707)	-
Net cash provided by (used in) operating activities	13,765,150	3,005,555	6,006,978	22,777,683	2,632,073
Cash flows from noncapital financing activities:					
Transfers from other funds	6,216,000	-	537,955	6,753,955	60,963
Transfers to other funds	(1,911,485)	(358,084)	(6,373,724)	(8,643,293)	(261,040)
Contributions from other governments	74,860	-	-	74,860	-
Net cash provided by (used in) noncapital financing activities	4,379,375	(358,084)	(5,835,769)	(1,814,478)	(200,077)
Cash flows from capital and related financing activities:					
Capital impact fees from developers	4,901,203	-	-	4,901,203	-
Proceeds from disposition of capital assets	266,290	194,063	26,358	486,711	(21,556)
Acquisition and construction of capital assets	(12,974,838)	(2,418,448)	-	(15,393,286)	(75,435)
Principal paid on debt	(5,120,000)	-	(170,000)	(5,290,000)	-
Interest paid on debt	(1,388,654)	-	(31,830)	(1,420,484)	-
Other fiscal fees paid	(50,778)	-	-	(50,778)	-
Net cash provided by (used in) capital and related financing activities	(14,366,777)	(2,224,385)	(175,472)	(16,766,634)	(96,991)
Cash flows from investing activities:					
Interest received on investments	1,116	-	-	1,116	-
Net cash provided by (used in) investing activities	1,116	-	-	1,116	-
Net (decrease) increase in cash and equivalents	3,778,844	423,086	(4,263)	4,197,687	2,335,005
Cash and cash equivalents - beginning of year	23,710,710	7,130,223	2,222,326	33,063,259	3,536,499
Cash and cash equivalents - end of year	\$ 27,489,574	\$ 7,553,309	\$ 2,218,063	\$ 37,260,946	\$ 5,871,504
Reconciliation of operating income (loss) from operations to net cash from operating activities:					
Operating income (loss)	\$ 1,319,645	\$ 936,965	\$ 4,342,655	\$ 6,599,265	\$ 1,327,745
Adjustments to operating income (loss) to net cash from operating activities:					
Depreciation	14,647,399	1,803,759	1,979,944	18,431,102	306,092
Provisions for uncollectible accounts	-	(22,572)	-	(22,572)	-
Changes in assets and liabilities:					
(Increase) decrease in accounts receivable	7,907	35,528	(68,300)	(24,865)	-
(Increase) decrease in other receivables	(7,000,000)	-	-	(7,000,000)	(81,678)
(Increase) decrease in inventories and supplies	12,253	-	(13,156)	(903)	(42,322)
(Increase) decrease in prepaids	1,764,016	-	-	1,764,016	(83,069)
Increase (decrease) in accounts payable	12,010	(213,712)	(125,044)	(326,746)	23,864
Increase (decrease) in retainage payable	411,004	-	-	411,004	-
Increase (decrease) in accrued liabilities	79,048	438,476	(1,695)	515,829	534,419
Increase (decrease) in customer deposits	661,401	-	2,872	664,273	-
Increase (decrease) in unearned revenue	-	-	(10,941)	(10,941)	-
Increase (decrease) in compensated absences	110,575	24,283	19,475	154,333	6,390
Increase (decrease) in OPEB liability	196,237	66,777	56,119	319,133	45,137
Increase (decrease) in pension liability	1,543,655	(63,949)	(174,951)	1,304,755	595,495
Net cash provided by (used in) operating activities	\$ 13,765,150	\$ 3,005,555	\$ 6,006,978	\$ 22,777,683	\$ 2,632,073
Noncash investing, capital and financing activities:					
Capital contributions from developers/granting agencies	\$ 7,532,418	\$ -	\$ 3,112,091	\$ 10,644,509	\$ -
Net cash and cash equivalents - end of year	\$ 27,489,574	\$ 7,553,309	\$ 2,218,063	\$ 37,260,946	\$ 5,871,504

The Notes to the Basic Financial Statements are an integral part of this statement.

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City of Grand Prairie, Texas
Statement of Revenues, Expenses,
And Changes in Net Position
Proprietary Funds
For the Year Ended September 30, 2021

	Business-Type Activities - Enterprise Funds				Governmental Activities Internal Service Funds
	Water Wastewater	Solid Waste	Nonmajor Enterprise Funds	Total	
OPERATING REVENUES					
Water sales	\$ 48,486,361	\$ -	\$ -	\$ 48,486,361	\$ -
Wastewater services	30,735,699	-	-	30,735,699	-
Water and wastewater fees	2,103,858	-	-	2,103,858	-
Wastewater surcharges	829,791	-	-	829,791	-
Solid waste fees	-	14,782,778	-	14,782,778	-
Charges for services	-	-	12,212,551	12,212,551	6,314,435
Intergovernmental revenue	-	-	65,197	65,197	-
Insurance premiums	-	-	-	-	27,822,301
Miscellaneous	293,469	158,353	734,368	1,186,190	11,354
Total operating revenue	82,449,178	14,941,131	13,012,116	110,402,425	34,148,090
OPERATING EXPENSES					
Salaries and benefits	11,619,365	3,369,828	2,755,247	17,744,440	2,968,012
Supplies and miscellaneous purchases	1,043,367	526,952	1,126,672	2,696,991	2,633,593
Purchased services	6,254,924	6,487,672	1,953,140	14,695,736	1,290,892
Insurance costs	-	-	-	-	24,925,047
Water purchases	16,749,528	-	-	16,749,528	-
Wastewater treatment	20,926,676	-	-	20,926,676	-
General and administrative costs	4,577,847	543,463	144,788	5,266,098	-
Franchise fees	3,408,287	428,818	344,068	4,181,173	-
Miscellaneous	1,902,140	843,674	365,602	3,111,416	696,709
Depreciation	14,647,399	1,803,759	1,979,944	18,431,102	306,092
Total operating expenses	81,129,533	14,004,166	8,669,461	103,803,160	32,820,345
Operating income	1,319,645	936,965	4,342,655	6,599,265	1,327,745
NONOPERATING REVENUES (EXPENSES)					
Investment income	1,116	-	-	1,116	-
Gain (loss) on property disposition	189,964	79,439	(13,778)	255,625	(21,556)
Interest expense	(1,026,692)	-	(30,810)	(1,057,502)	-
Total nonoperating revenues (expenses)	(835,612)	79,439	(44,588)	(800,761)	(21,556)
Income before contributions and transfers	484,033	1,016,404	4,298,067	5,798,504	1,306,189
CONTRIBUTIONS AND TRANSFERS					
Capital contributions-impact fees	4,901,203	-	-	4,901,203	-
Capital contributions	7,532,418	-	3,112,091	10,644,509	-
Transfers in	6,216,000	-	537,955	6,753,955	60,963
Transfers out	(1,911,485)	(358,084)	(6,373,724)	(8,643,293)	(261,040)
Total contributions and transfers	16,738,136	(358,084)	(2,723,678)	13,656,374	(200,077)
Change in net position	17,222,169	658,320	1,574,389	19,454,878	1,106,112
Net position - beginning of year	226,169,581	22,349,422	36,912,109	285,431,112	18,847,294
Net position - end of year	\$ 243,391,750	\$ 23,007,742	\$ 38,486,498	\$ 304,885,990	\$ 19,953,406
Reconciliation to government-wide Statement of Activities:					
Total change in net position				\$ 19,454,878	
Adjustments to reflect the consolidation of internal service fund activities related to Enterprise Funds				118,821	
Change in net position of business-type activities				\$ 19,573,699	

Grants	Debt Service	Epic 2 CIP	Nonmajor Governmental Funds	Total Governmental Funds
\$ 4,775,709	\$ 1,592,767	\$ -	\$ 67,856,075	\$ 81,307,554
-	2,200,000	-	38,550,672	245,711,545
-	924,981	-	-	2,972,528
-	-	-	7,769,116	15,550,003
-	-	-	60,026	2,431,788
32,189	4,658	-	1,813,036	5,082,990
452,319	-	-	-	524,716
28,000,000	-	-	113,371,317	141,371,317
-	-	-	33,338	465,347
-	-	-	26,126	26,126
33,260,217	4,722,406	-	229,479,706	495,443,914
744,760	5,997	-	7,567,736	14,042,169
32,617	-	-	1,379,536	1,555,104
136,110	-	-	842,389	7,667,996
-	-	-	1,371,317	148,371,317
-	-	-	45,600	45,600
18,354,828	-	-	2,651,522	21,523,175
19,268,315	5,997	-	13,858,100	193,205,361
-	928,844	-	-	2,972,505
-	928,844	-	-	2,972,505
-	-	-	59,464	491,473
13,991,902	3,787,565	-	162,415,468	189,073,380
-	-	-	53,146,674	60,721,090
-	-	-	-	2,412,477
-	-	-	-	46,567,628
13,991,902	3,787,565	-	215,621,606	299,266,048
\$ 33,260,217	\$ 4,722,406	\$ -	\$ 229,479,706	\$ 495,443,914

City of Grand Prairie, Texas
 Reconciliation of the Governmental Funds
 Balance Sheet to the Statement of Net Position
 September 30, 2021

Total fund balance - total governmental funds		\$ 299,266,048	
Amounts reported for governmental activities in the statement of net position are different because:			
Capital assets used in governmental activities are not financial resources, and therefore, are not reported in the funds (excluding internal service funds' capital assets of \$1,693,167).			725,609,517
Certain revenues are not available to pay for current-period expenditures; therefore, these revenues are deferred in the funds.			2,972,505
Certain assets and liabilities do not provide or require the use of current financial resources; therefore, these assets and liabilities are not reported in the governmental funds.			
Accrued interest on long-term debt	\$ (2,603,842)		
Unamortized loss of bond refundings	2,196,319		
Deferred pension and OPEB contributions, and investment and actuarial experience (excluding internal service fund totals of \$33,109).	<u>(1,501,084)</u>	<u>(1,908,607)</u>	
Internal service funds are used by management to charge cost of certain activities, such as employee health insurance, risk management insurance, and fleet services, to individual funds. The assets and liabilities of the internal service funds are included in governmental activities in the government-wide statement of net position (net of amount allocated to business-type activities of \$3,047,523).			16,905,883
Noncurrent liabilities are not due and payable in the current period; therefore, they are not reported in the governmental fund balance sheet. These noncurrent liabilities are as follows:			
Long-term debt	\$ (462,155,000)		
Unamortized bond premium/discount, net	(27,203,630)		
Compensated absences (excluding internal service fund totals of \$63,774)	(21,023,263)		
Other post employment benefits (excluding internal service fund totals of \$838,442)	(63,420,351)		
Net pension liability (excluding internal service fund totals of \$799,060)	(48,427,605)		
Environmental remediation obligation	(27,350)		
Other liabilities	<u>(4,087,229)</u>	<u>(626,344,428)</u>	
Net position of governmental activities		\$ 416,500,918	

The Notes to the Basic Financial Statements are an integral part of this statement.

City of Grand Prairie, Texas
 Statement of Net Position
 Proprietary Funds
 September 30, 2021

	Business-Type Activities - Enterprise Funds			Governmental Activities Internal Service Funds	
	Water Wastewater	Solid Waste	Nonmajor Enterprise Funds		
ASSETS					
Current assets:					
Cash and cash equivalents	\$ 24,531,552	\$ 7,553,309	\$ 2,218,063	\$ 34,302,924	\$ 5,871,504
Investments	3,900,000	11,924,536	1,867,491	17,692,027	21,000,000
Accounts receivable, net	5,847,418	570,853	745,289	7,163,560	84,060
Due from other funds	7,000,000	-	-	7,000,000	-
Inventories and supplies	514,753	-	80,579	595,332	130,198
Prepays	-	-	-	-	525,761
Restricted assets:					
Cash and cash equivalents	2,958,022	-	-	2,958,022	-
Investments	64,120,119	-	78,328	64,198,447	-
Total current assets	<u>108,871,864</u>	<u>20,048,698</u>	<u>4,989,750</u>	<u>133,910,312</u>	<u>27,611,523</u>
Noncurrent assets:					
Capital assets:					
Land	2,597,138	1,766,508	759,707	5,123,353	737,566
Buildings	2,673,677	1,996,417	16,871,862	21,541,956	1,885,866
Equipment	14,719,561	12,575,778	2,307,556	29,602,895	2,396,776
Infrastructure	360,001,615	12,092,660	48,900,450	420,994,725	-
Construction in progress	32,966,015	1,251,059	297,167	34,514,261	-
Less: accumulated depreciation	<u>(213,251,250)</u>	<u>(14,114,774)</u>	<u>(32,103,329)</u>	<u>(259,469,353)</u>	<u>(3,327,041)</u>
Total noncurrent assets	<u>199,706,756</u>	<u>15,567,648</u>	<u>37,033,433</u>	<u>252,307,837</u>	<u>1,693,167</u>
Total assets	<u>308,578,620</u>	<u>35,616,346</u>	<u>42,023,183</u>	<u>386,218,149</u>	<u>29,304,690</u>
DEFERRED OUTFLOWS OF RESOURCES					
Debt refundings	902,263	-	-	902,263	-
Related to OPEB	143,661	82,842	78,278	304,781	18,550
Related to TRS pension	1,027,422	349,614	293,810	1,670,846	236,323
Total deferred outflows of resources	<u>2,073,346</u>	<u>432,456</u>	<u>372,088</u>	<u>2,877,890</u>	<u>254,873</u>
LIABILITIES					
Current liabilities:					
Accounts payable	4,664,637	534,777	188,338	5,387,752	649,887
Retainage payable	514,832	-	-	514,832	-
Accrued interest	267,506	-	3,469	270,975	-
Accrued liabilities	723,528	261,845	129,506	1,114,879	6,950,179
Compensated absences	315,959	88,497	90,089	494,545	50,981
Unearned revenue	905,606	-	113,614	1,019,220	-
Current portion of long-term debt	5,295,000	-	175,000	5,470,000	-
Current liabilities payable from restricted assets:					
Customer deposits	5,864,446	-	78,328	5,942,774	-
Total current liabilities	<u>19,551,514</u>	<u>885,119</u>	<u>778,344</u>	<u>20,214,977</u>	<u>7,651,047</u>
Noncurrent liabilities:					
Compensated absences	79,274	22,204	27,721	129,199	12,793
Other postemployment benefits	3,963,589	1,398,333	1,323,911	6,685,833	838,442
Closure and postclosure liability	-	9,083,018	-	9,083,018	-
Net pension liability	3,473,939	1,182,122	993,436	5,649,497	799,060
Long-term debt	39,836,745	-	380,000	40,216,745	-
Total noncurrent liabilities	<u>47,353,547</u>	<u>11,685,677</u>	<u>2,725,068</u>	<u>61,764,292</u>	<u>1,650,295</u>
Total liabilities	<u>65,905,061</u>	<u>12,570,796</u>	<u>3,503,412</u>	<u>81,979,269</u>	<u>9,301,342</u>
DEFERRED INFLOWS OF RESOURCES					
Related to OPEB	168,447	66,447	66,000	300,894	31,853
Related to TRS pension	1,186,708	403,817	339,361	1,929,886	272,962
Total deferred inflows of resources	<u>1,355,155</u>	<u>470,264</u>	<u>405,361</u>	<u>2,230,780</u>	<u>304,815</u>
NET POSITION					
Net investment in capital assets	154,962,442	15,567,648	36,478,433	207,008,523	1,693,167
Restricted for:					
Debt service	5,607,337	-	-	5,607,337	-
Capital projects	79,946,580	2,655,422	-	82,602,002	-
Unrestricted	2,875,391	4,784,672	2,008,065	9,668,128	18,260,239
Total net position	<u>\$ 243,391,750</u>	<u>\$ 23,007,742</u>	<u>\$ 38,486,498</u>	<u>\$ 304,885,990</u>	<u>\$ 19,953,406</u>
Reconciliation to government-wide Statement of Net Position:					
Adjustments to reflect the consolidation of internal service fund activities related to Enterprise Funds				3,047,523	
Net position of business-type activities				<u>\$ 307,933,513</u>	

The Notes to the Basic Financial Statements are an integral part of this statement.

City of Grand Prairie, Texas

Reconciliation of the Statement of Revenues,
Expenditures, and Changes in Fund Balances of the
Governmental Funds to the Statement of Activities
For the Year Ended September 30, 2021

Net change in fund balances - total governmental funds	\$	65,150,938	
Amounts reported for governmental activities in the statement of activities are different because:			
Governmental funds report capital outlay as expenditures. However, in the government-wide statement of activities, the cost of those assets is capitalized and allocated over their estimated useful lives as depreciation expense. This is the amount of capital assets recorded in the current period.		66,180,209	
Depreciation on capital assets is reported in the government-wide statement of activities but does not require the use of current financial resources. Therefore, depreciation is not reported as expenditures in the governmental funds (except for internal service fund depreciation of \$306,092).		(46,258,454)	
Governmental funds do not report capital contributions.		5,844,556	
The net effect of various transactions involving capital assets (i.e., disposals, sales, and reassignments) are not reported in the governmental funds.		(2,138,794)	
The issuance of long-term debt (i.e., bonds) provides current financial resources to the governmental funds, while repayment of the principal on long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. Also, governmental funds report the effect of premiums, discounts, and similar items when debt is first issued, whereas the amounts are deferred and amortized in the statement of activities. This amount is the net effect of these differences in the treatment of long-term debt and related items.			
	\$	(107,095,000)	
Bonds issued		34,875,000	
Bond principal retirement		(3,272,425)	
Bond premium issued		2,158,415	
Amortization of bond premiums/discounts		(304,722)	
Amortization of loss on refundings		<u>(73,638,732)</u>	
Some expense accruals reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in the governmental funds.			
	\$	(71,957)	
Accrued interest		(6,234)	
Compensated absences		(6,450)	
Pollution remediation obligation		(3,513,242)	
Postemployment benefit obligation		10,453,105	
Pension liability		318,250	
Deferred pension and OPEB contributions, and investment and actuarial experience		(2,947,862)	
Other liabilities		<u>4,225,610</u>	
Certain revenues in the statement of activities that do not provide current financial resources are not reported as revenues in the funds.		68,089	
Internal service funds are used by management to charge the costs of certain activities, such as insurance and fleet maintenance, to individual funds. The net operating loss of the internal service funds is reported with governmental activities (net of the amount allocated to business-type activities of \$118,821).		987,291	
Change in net position of governmental activities	\$	<u>20,420,713</u>	



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City of Grand Prairie, Texas
Statement of Revenues, Expenditures,
and Changes in Fund Balances of
Governmental Funds
For the Year Ended September 30, 2021

	General	Section 8	Streets CIP	Grants	Debt Service	Epic 2 CIP	Nonmajor Governmental Funds	Total Governmental Funds
REVENUES								
Property taxes	\$ 74,535,565	\$ -	\$ -	\$ -	\$ 33,995,286	\$ -	\$ 5,007,152	\$ 113,538,003
Sales taxes	39,760,993	-	-	-	-	-	40,266,083	80,027,076
Other taxes	335,472	-	-	-	-	-	2,031,452	2,366,924
Franchise fees	14,022,362	-	-	-	-	-	-	14,022,362
Charges for goods and services	6,069,457	8,604,227	-	202	-	-	12,374,809	27,048,695
Licenses and permits	4,022,506	320,154	-	-	-	-	240,786	4,583,446
Fines and forfeitures	5,735,005	-	-	-	-	-	512,408	6,247,413
Intergovernmental	2,629,636	35,644,255	-	6,287,676	-	-	382,555	44,944,122
General and administrative	5,573,532	-	-	-	-	-	-	5,573,532
Rents and royalties	131,667	-	-	-	-	-	3,225,466	3,357,133
Investment income	324,216	-	-	33	-	-	9,036	333,285
Contributions	134,464	-	107,250	103,764	-	-	4,500,264	4,845,742
Other	660,026	45,615	-	-	-	-	281,478	987,119
Total revenues	153,934,901	44,614,251	107,250	6,391,675	33,995,286	-	68,831,489	307,874,852
EXPENDITURES								
Current operations:								
Support services	25,447,161	-	-	-	-	-	287,453	25,734,614
Public safety services	91,727,323	-	-	3,802,429	-	-	8,382,924	103,912,676
Recreation and leisure services	2,860,342	-	-	171,821	-	-	23,092,103	26,124,266
Development services and other	12,595,116	45,365,461	5,073,197	3,198,225	-	-	18,188,480	84,420,479
Capital outlay	622,879	-	7,812,323	8,556,197	-	-	49,188,810	66,180,209
Debt service:								
Principal retirement	-	-	-	-	22,555,000	-	12,320,000	34,875,000
Interest and other charges	-	-	135,103	-	10,903,992	-	4,733,835	15,772,930
Total expenditures	133,252,821	45,365,461	13,020,623	15,728,672	33,458,992	-	116,193,605	357,020,174
Excess (deficiency) of revenues over (under) expenditures	20,682,080	(751,210)	(12,913,373)	(9,336,997)	536,294	-	(47,362,116)	(49,145,322)
OTHER FINANCING SOURCES (USES)								
Transfers in	-	-	-	16,373,299	950,000	-	72,849,012	90,172,311
Transfers out	(33,150,756)	-	(5,470,542)	(309,427)	(187,955)	(37,693,951)	(11,270,265)	(88,082,896)
Bonds issued	-	-	14,465,266	-	-	-	92,629,734	107,095,000
Premium on bonds issued	-	-	1,559,354	-	-	-	1,713,071	3,272,425
Proceeds from sale of assets	1,826,620	8,250	-	-	-	-	4,550	1,839,420
Total other financing sources (uses)	(31,324,136)	8,250	10,554,078	16,063,872	762,045	(37,693,951)	155,926,102	114,296,260
Net change in fund balances	(10,642,056)	(742,960)	(2,359,295)	6,726,875	1,298,339	(37,693,951)	108,563,986	65,150,938
Fund balances - beginning of year	60,648,430	3,183,285	15,777,571	7,265,027	2,489,226	37,693,951	107,057,620	234,115,110
Fund balances - end of year	\$ 50,006,374	\$ 2,440,325	\$ 13,418,276	\$ 13,991,902	\$ 3,787,565	\$ -	\$ 215,621,606	\$ 299,266,048