OFFICIAL STATEMENT

Dated November 1, 2016

Ratings:
S&P: "AAA" (stable outlook)
Fitch: "AA+" (stable outlook)
(see "OTHER INFORMATION - Ratings" herein)

NEW ISSUE - Book-Entry-Only

In the opinion of Bond Counsel, interest on the Bonds 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, including the alternative minimum tax on corporations.

THE BONDS **HAVE NOT BEEN** DESIGNATED AS "QUALIFIED TAX-EXEMPT OBLIGATIONS" FOR FINANCIAL INSTITUTIONS

$37,125,000
CITY OF GRAND PRAIRIE, TEXAS
(Dallas, Tarrant and Ellis Counties)
GENERAL OBLIGATION REFUNDING BONDS, SERIES 2016

Dated Date: November 1, 2016 **Due: August 15, 2017 and February 15, as shown on page 2 hereof**
Interest to accrue from Delivery Date

PAYMENT TERMS. . . Interest on the $37,125,000 City of Grand Prairie, Texas General Obligation Refunding Bonds, Series 2016 (the "Bonds", and together with the City of Grand Prairie, Texas Combination Tax and Revenue Certificates of Obligation, Series 2016 [the "Certificates"] being offered herein, collectively, the "Obligations") will accrue from the "Delivery Date", estimated to be November 29, 2016, will be payable August 15 and February 15 of each year commencing August 15, 2017 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 Bonds 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 Bonds may be acquired in denominations of $5,000 or integral multiples thereof within a stated maturity. **No physical delivery of the Bonds will be made to the beneficial owners thereof.** Principal of, premium, if any, and interest on the Bonds 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 Bonds. See "THE OBLIGATIONS - Book-Entry-Only System" herein. The initial Paying Agent/Registrar is The Bank of New York Mellon Trust Company, N.A., Dallas, Texas (see "THE OBLIGATIONS - Paying Agent/Registrar").

AUTHORITY FOR ISSUANCE. . . The Bonds are issued pursuant to the Constitution and general laws of the State of Texas (the "State"), including particularly Texas Government Code, Chapter 1207, as amended, and are direct obligations of the City of Grand Prairie, Texas (the "City"), payable from a continuing ad valorem tax levied on all taxable property within the City, within the limits prescribed by law, as provided in the ordinance authorizing the Bonds (the "Bond Ordinance") (see "THE OBLIGATIONS - Authority for Issuance of the Bonds").

PURPOSE . . . Proceeds from the sale of the Bonds will be used to (i) refund a portion of the City's outstanding debt described in Schedule I (the "Refunded Obligations") for debt service savings and (ii) pay the costs of issuance associated with the sale of the Bonds.

CUSIP PREFIX: 386138

MATURITY SCHEDULE & 9 DIGIT CUSIP
See Schedule on Page 2

SEPARATE ISSUES…The Bonds are being offered by the City concurrently with the Certificates under a common Official Statement. The Bonds and the Certificates are separate and distinct securities offerings being issued and sold independently except for the common Official Statement, and, while the Obligations share certain common attributes, each issue is separate from the other and should be reviewed and analyzed independently, including the type of obligation being offered, its terms for payment, the security for its payment, the rights of the holders, the federal, state or local tax consequences of the purchase, ownership or disposition of the Obligations and other features.

LEGALITY . . . The Bonds are offered for delivery when, as and if issued and received by the Underwriters (the "Underwriters") of the Bonds and subject to the approving opinion of the Attorney General of Texas and the opinion of Norton Rose Fulbright US LLP, Dallas, Texas (see Appendix C, "Forms of Bond Counsel's Opinions"). Certain legal matters will be passed upon for the Underwriters by their counsel, Andrews Kurth Kenyon LLP, Austin, Texas.

DELIVERY. . . It is expected that the Bonds will be available for delivery through DTC on November 29, 2016.

STIFEL, NICOLAUS & COMPANY, INCORPORATED

BOK Financial Securities, Inc. **Raymond James & Associates, Inc.**

MATURITY SCHEDULE

CUSIP Prefix: 386138 [(1)]

Principal Amount	Maturity Date	Interest Rate	Initial Yield	CUSIP Suffix[(1)]
$ 665,000	8/15/2017	3.000%	0.800%	UY5
2,880,000	2/15/2018	3.000%	0.900%	UZ2
5,005,000	2/15/2019	4.000%	1.080%	VA6
4,120,000	2/15/2020	4.000%	1.190%	VB4
4,015,000	2/15/2021	5.000%	1.290%	VC2
2,415,000	2/15/2022	5.000%	1.420%	VD0
2,540,000	2/15/2023	5.000%	1.550%	VE8
2,670,000	2/15/2024	5.000%	1.700%	VF5
2,805,000	2/15/2025	5.000%	1.850%	VG3
2,960,000	2/15/2026	5.000%	2.000%	VH1
3,100,000	2/15/2027	5.000%	2.110% [(2)]	VJ7
1,745,000	2/15/2028	5.000%	2.200% [(2)]	VK4
1,830,000	2/15/2029	5.000%	2.320% [(2)]	VL2
375,000	2/15/2030	3.000%	2.880% [(2)]	VM0

(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 S&P Capital IQ 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 Underwriters take no responsibility for the accuracy of such numbers.

(2) Priced to first optional redemption date of February 15, 2026.

OPTIONAL REDEMPTION. . . The City reserves the right, at its option, to redeem Bonds having stated maturities on and after February 15, 2027, in whole or in part in principal amounts of $5,000 or any integral multiple thereof, on February 15, 2026, or any date thereafter, at the par value thereof plus accrued interest to the date of redemption (see “THE OBLIGATIONS - Optional Redemption of the Obligations”).

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OFFICIAL STATEMENT

Dated November 1, 2016

Ratings:
S&P: "AAA" (stable outlook)
Fitch: "AA+" (stable outlook)
(see "OTHER INFORMATION - Ratings" 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, including the alternative minimum tax on corporations.

THE CERTIFICATES **HAVE NOT BEEN** DESIGNATED AS "QUALIFIED TAX-EXEMPT OBLIGATIONS" FOR FINANCIAL INSTITUTIONS

$33,705,000
CITY OF GRAND PRAIRIE, TEXAS
(Dallas, Tarrant and Ellis Counties)
COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION, SERIES 2016

Dated Date: November 1, 2016 **Due: February 15, as shown on page 4 hereof**
Interest to accrue from Delivery Date

PAYMENT TERMS. . . Interest on the $33,705,000 City of Grand Prairie, Texas Combination Tax and Revenue Certificates of Obligation, Series 2016 (the "Certificates", and together with the City of Grand Prairie, Texas General Obligation Refunding Bonds, Series 2016 [the "Bonds"] being offered herein, collectively the "Obligations") will accrue from the "Delivery Date", estimated to be November 29, 2016, will be payable August 15 and February 15 of each year commencing August 15, 2017 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 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 OBLIGATIONS - Book-Entry-Only System" herein. The initial Paying Agent/Registrar is The Bank of New York Mellon Trust Company, N.A., Dallas, Texas (see "THE OBLIGATIONS - Paying Agent/Registrar").

AUTHORITY FOR ISSUANCE. . . The Certificates are issued pursuant to the Constitution and general laws of the State, particularly Subchapter C of Chapter 271, Texas Local 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 the ordinance authorizing the Certificates (the "Certificate Ordinance") (see "THE OBLIGATIONS - 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) acquiring, constructing, improving and equipping public safety facilities and library facilities, (ii) acquiring vehicles for the public safety department (iii) constructing, improving and equipping existing municipal facilities, (iv) 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 (v) professional services rendered in connection therewith.

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CUSIP PREFIX: 386138

MATURITY SCHEDULE & 9 DIGIT CUSIP
See Schedule on Page 4

SEPARATE ISSUES…The Certificates are being offered by the City concurrently with the Bonds under a common Official Statement. The Certificates and the Bonds are separate and distinct securities offerings being issued and sold independently except for the common Official Statement, and, while the Obligations share certain common attributes, each issue is separate from the other and should be reviewed and analyzed independently, including the type of obligation being offered, its terms for payment, the security for its payment, the rights of the holders, the federal, state or local tax consequences of the purchase, ownership or disposition of the Obligations and other features.

LEGALITY. . . The Certificates are offered for delivery when, as and if issued and received by the Underwriters (the "Underwriters") of the Certificates 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, "Forms of Bond Counsel's Opinions"). Certain legal matters will be passed upon for the Underwriters by their counsel, Andrews Kurth Kenyon LLP, Austin, Texas.

DELIVERY. . . It is expected that the Certificates will be available for delivery through DTC on November 29, 2016.

STIFEL, NICOLAUS & COMPANY, INCORPORATED

BOK Financial Securities, Inc. Raymond James & Associates, Inc.

MATURITY SCHEDULE

CUSIP Prefix: 386138[(1)]

Principal Amount	Maturity Date	Interest Rate	Initial Yield	CUSIP Suffix[(1)]
$ 1,800,000	2/15/2018	2.000%	0.930%	VN8
1,845,000	2/15/2019	2.000%	1.080%	VP3
1,880,000	2/15/2020	2.000%	1.190%	VQ1
1,915,000	2/15/2021	2.000%	1.290%	VR9
1,325,000	2/15/2022	4.000%	1.420%	VS7
1,375,000	2/15/2023	4.000%	1.550%	VT5
1,430,000	2/15/2024	4.000%	1.700%	VU2
1,495,000	2/15/2025	4.000%	1.850%	VV0
1,540,000	2/15/2026	2.250%	2.000%	VW8
1,585,000	2/15/2027	4.000%	2.180% [(2)]	VX6
1,650,000	2/15/2028	4.000%	2.320% [(2)]	VY4
1,715,000	2/15/2029	4.000%	2.540% [(2)]	VZ1
1,785,000	2/15/2030	4.000%	2.690% [(2)]	WA5
1,860,000	2/15/2031	4.000%	2.790% [(2)]	WB3
1,940,000	2/15/2032	4.000%	2.860% [(2)]	WC1
2,015,000	2/15/2033	4.000%	2.920% [(2)]	WD9
2,100,000	2/15/2034	4.000%	2.970% [(2)]	WE7
2,185,000	2/15/2035	4.000%	3.010% [(2)]	WF4
2,265,000	2/15/2036	4.000%	3.040% [(2)]	WG2

(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 S&P Capital IQ 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 Underwriters take no responsibility for the accuracy of such numbers.
(2) Priced to first optional redemption date of February 15, 2026

OPTIONAL REDEMPTION. . . The City reserves the right, at its option, to redeem Certificates having stated maturities on and after February 15, 2027, in whole or in part in principal amounts of $5,000 or any integral multiple thereof, on February 15, 2026, or any date thereafter, at the par value thereof plus accrued interest to the date of redemption (see “THE OBLIGATIONS - Optional Redemption of the Obligations”).

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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 as having been authorized by the City or the Underwriters.

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 Financial Advisor or the Underwriters. 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 Obligations 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 Obligations in accordance with applicable securities law provisions of the jurisdiction in which the Obligations have been registered, qualified, or exempted should not be regarded as a recommendation thereof.

Neither the City, its Financial Advisor, nor the Underwriters make any representation or warranty with respect to the information contained in this Official Statement regarding DTC or its Book-Entry-Only System.

In connection with the offering of the Obligations, the Underwriters may over-allot or effect transactions which stabilize or maintain the market prices of the Obligations at a level above that which might otherwise prevail in the open market. Such stabilizing, if commenced, may be discontinued at any time.

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. **See "CONTINUING DISCLOSURE OF INFORMATION" for a description of the City's undertaking to provide certain information on a continuing basis.**

The cover pages contain certain information for general reference only and are not intended as a summary of this offering. Investors should read the entire Official Statement, including the Schedule and all Appendices attached hereto, to obtain information essential to making an informed investment decision.

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.

TABLE OF CONTENTS

The cover pages hereof, 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 Obligations 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, Texas. The City covers approximately 80 square miles (see "INTRODUCTION - Description of the City").

THE BONDS .... The Bonds are issued as $37,125,000 General Obligation Refunding Bonds, Series 2016. The Bonds are issued as serial bonds maturing on August 15, 2017 and on February 15 in each of the years 2018 through 2030, unless redeemed in accordance with the provisions described herein (see "THE OBLIGATIONS – Description of the Obligations" and "THE OBLIGATIONS – Optional Redemption of the Obligations").

THE CERTIFICATES…………...... The Certificates are issued as $33,705,000 Combination Tax and Revenue Certificates of Obligation, Series 2016. The Certificates are issued as serial certificates maturing on February 15 in each of the years 2018 through 2036, unless redeemed in accordance with the provisions described herein (see "THE OBLIGATIONS – Description of the Obligations" and "THE OBLIGATIONS – Optional Redemption of the Obligations").

PAYMENT OF INTEREST ON THE BONDS .... Interest on the Bonds accrues from the Delivery Date, estimated to be November 29, 2016, and is payable August 15, 2017, and each February 15 and August 15 thereafter until maturity or prior redemption (see "THE OBLIGATIONS - Description of the Obligations" and "THE OBLIGATIONS - Optional Redemption of the Obligations").

PAYMENT OF INTEREST OF THE CERTIFICATES………………….. Interest on the Certificates accrues from the Delivery Date, estimated to be November 29, 2016, and is payable August 15, 2017, and each February 15 and August 15 thereafter until maturity or prior redemption (see "THE OBLIGATIONS - Description of the Obligations" and "THE OBLIGATIONS - Optional Redemption of the Obligations").

AUTHORITY FOR ISSUANCE FOR THE BONDS.......................... The Bonds are issued pursuant to the Constitution and general laws of the State, including particularly Texas Government Code, Chapter 1207, as amended, and the Bond Ordinance passed by the City Council of the City (see "THE OBLIGATIONS - Authority for Issuance of the Bonds").

AUTHORITY FOR ISSUANCE FOR THE CERTIFICATES .... The Certificates are authorized and issued pursuant to the Constitution and general laws of the State, particularly Subchapter C of Chapter 271, Texas Local Government Code, as amended, and the Certificate Ordinance passed by the City Council of the City (see "THE OBLIGATIONS – Authority for Issuance of the Certificates").

SECURITY FOR THE BONDS .... The Bonds constitute direct obligations of the City, payable from 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, as provided in the Bond Ordinance (see "THE OBLIGATIONS - Security and Source of Payment for the Bonds").

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 OBLIGATIONS – Security and Source of Payment for the Certificates").

OPTIONAL REDEMPTION OF THE OBLIGATIONS .... The City reserves the right, at its option, to redeem Obligations having stated maturities on and after February 15, 2027, in whole or in part in principal amounts of $5,000 or any integral multiple thereof, on February 15, 2026 or any date thereafter, at the par value thereof plus accrued interest to the date of redemption (see "THE OBLIGATIONS - Optional Redemption of the Obligations").

TAX EXEMPTION........................... In the opinion of Bond Counsel, the interest on the Obligations 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, including the alternative minimum tax on corporations.

USE OF PROCEEDS FOR THE BONDS .... Proceeds from the sale of the Bonds will be used to (i) refund a portion of the City's outstanding debt described in Schedule I (the "Refunded Obligations") for debt service savings and (ii) pay the costs of issuance associated with the sale of the Bonds.

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 (i) acquiring, constructing, improving and equipping public safety facilities and library facilities, (ii) acquiring vehicles for the public safety department (iii) constructing, improving and equipping existing municipal facilities, (iv) 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, (v) professional services rendered in connection therewith.

RATINGS .... The Obligations have been rated "AAA" with a stable outlook by S&P Global Ratings, a division of S&P Global Inc. ("S&P") and "AA+" with a stable outlook by Fitch Ratings, Inc. ("Fitch") (see "OTHER INFORMATION – Ratings").

BOOK-ENTRY-ONLY SYSTEM .... The definitive Obligations 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 Obligations may be acquired in denominations of $5,000 or integral multiples thereof. No physical delivery of the Obligations will be made to the beneficial owners thereof. Principal of, premium, if any, and interest on the Obligations 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 Obligations (see "THE OBLIGATIONS - 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[(2)]	Taxable Assessed Valuation Per Capita	Net G.O. Tax Debt Outstanding at End of Year[(3)]	Ratio of Net G.O. Tax Debt to Taxable Assessed Valuation	Net G.O. Tax Debt Per Capita
2013	179,630	$9,373,823,177 [(4)]	$52,184	$144,634,000	1.54%	$805
2014	181,230	9,842,362,530 [(5)]	54,309	148,553,000	1.51%	820
2015	181,230	10,558,457,782 [(6)]	58,260	161,857,000	1.53%	893
2016	182,610	11,095,610,000 [(7)]	60,761	175,810,000	1.58%	963
2017	184,620	12,317,890,808 [(8)]	66,720	191,200,000	1.55%	1,036

(1) Source: City Staff.

(2) As reported by the Dallas Central Appraisal District, Tarrant Appraisal District, and Ellis Appraisal District on the City's annual State Property Tax Board Reports; subject to change during the ensuing year.

(3) Projected exludes revenue supported general obligation debt.

(4) Includes taxable incremental value of approximately $352,024,122 that is not available for the City's general use.

(5) Includes taxable incremental value of approximately $487,063,500 that is not available for the City's general use.

(6) Includes taxable incremental value of approximately $528,935,423 that is not available for the City's general use.

(7) Includes taxable incremental value of approximately $147,301,648 that is not available for the City's general use.

(8) Includes taxable incremental value of approximately $214,042,756 that is not available for the City's general use.

GENERAL FUND CONSOLIDATED STATEMENT SUMMARY

	For Fiscal Year Ended September 30,				
	2015	2014	2013	2012	2011
Beginning Balance	$ 24,115,372	$ 28,816,808	$ 27,913,756	$ 30,594,003	$ 30,833,573
Total Revenue	114,115,413	106,220,153	102,321,843	98,196,707	92,741,014
Total Expenditures	103,001,474	98,120,819	90,270,195	86,813,646	83,386,527
Net Transfers	(7,480,665)	(12,800,770)	(11,148,596)	(14,063,308)	(9,594,057)
Sale of Capital Assets	-	-	-	-	-
Net Funds Available	3,633,274	(4,701,436)	903,052	(2,680,247)	(239,570)
Ending Balance	$ 27,748,646	$ 24,115,372	$ 28,816,808	$ 27,913,756	$ 30,594,003

For additional information regarding the City, please contact:

Diana Ortiz, RTA, CGFO
dortiz@GPTX.org
Chief Financial Officer
City of Grand Prairie
317 College Street
Grand Prairie, Texas 75050
(972) 237-8090

or

Jim S. Sabonis
jim.sabonis@hilltopsecurities.com
FirstSouthwest, a Division of Hilltop Securities Inc.
1201 Elm Street, Suite 3500
Dallas, Texas 75270
(214) 953-4195

CITY OFFICIALS, STAFF AND CONSULTANTS

ELECTED OFFICIALS

	Length of Service	Term Expires	Occupation
Ron Jensen Mayor	12 Years	May 2019	President and Owner, Control Products
Jorja Jackson Clemson Place 1 - District 1 Mayor Pro-Tem	3 Year	May 2017	President, Store Service Inc.
Jeff Wooldridge Place 6 - District 6 Deputy Mayor Pro-Tem	3 Year	May 2018	Self Employed
Jim Swafford Place 2 - District 2	17 Years	May 2019	Retired Bank President
Lila Thorn Place 3 - District 3	3 Year	May 2017	Real Estate Agent
Richard Fregoe Place 4 - District 4	21 Years	May 2019	Retired Senior Executive U.S. Army/Air Force Exchange Service
Tony Shotwell Place 5 - District 5	20 Years	May 2018	Machinist Programmer, Rheaco, Inc
Jeff Copeland Place 7 - At Large	3 Year	May 2017	President, Federal Title, Inc.
Greg Giessner Place 8 - At Large	7 Years	May 2018	Agent, Farmers Insurance

SELECTED ADMINISTRATIVE STAFF

Name	Position	Length of Service In Grand Prairie	Total Municipal Government Experience
Tom Hart	City Manager	16 Years	40 Years
Anna Doll	Deputy City Manager	32 Years	33 Years
Tom Cox	Deputy City Manager	14 Years	24 Years
Gina Alley	Senior Assistant to City Manager	1 Year	1 Year
Don Postell	City Attorney	17 Years	30 Years
Cathy Dimaggio	City Secretary	15 Years	28 Years
Diana Ortiz, RTA	Chief Financial Officer	10 Years	30 Years
Kathleen Mercer	Budget Director	15 Years	17 Years
Ron McCuller	Public Works Director	18 Years	42 Years
Cathy Patrick, CPA, CIA	Internal Auditor	17 Years	22 Years
Cheryl Davenport, CPA	Treasurer	9 Months	24 Years
Cheryl Estes, CPA	Controller	3 Years	16 Years

CONSULTANTS AND ADVISORS

Auditors .... Weaver, L.L.P.
Dallas, Texas

Bond Counsel .... Norton Rose Fulbright US LLP
Dallas, Texas

Financial Advisor.. FirstSouthwest, a Division of Hilltop Securities Inc.
Dallas, Texas

OFFICIAL STATEMENT

RELATING TO

$37,125,000
CITY OF GRAND PRAIRIE, TEXAS
GENERAL OBLIGATION REFUNDING BONDS, SERIES 2016

AND

$33,705,000
CITY OF GRAND PRAIRIE, TEXAS
COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION, SERIES 2016

INTRODUCTION

This Official Statement which includes the Appendices hereto, provides certain information regarding the issuance of $37,125,000 City of Grand Prairie, Texas, General Obligation Refunding Bonds, Series 2016 (the "Bonds") and the $33,705,000 City of Grand Prairie, Texas, Combination Tax and Revenue Certificates of Obligation, Series 2016 (the "Certificates"). Capitalized terms used in this Official Statement have the same meanings assigned to such terms in the respective ordinances to be adopted on the date of sale of the Obligations which will authorize the issuance of the respective Obligations, except as otherwise indicated herein (the ordinance authorizing the issuance of the Bonds (the "Bond Ordinance") and the ordinance authorizing the issuance of the Certificates (the "Certificate Ordinance") are sometimes herein referred to jointly as the "Ordinances").

There follows in this Official Statement descriptions of the Obligations 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, FirstSouthwest, a Division of Hilltop Securities Inc., ("FirstSouthwest") Dallas, Texas.

SEPARATE ISSUES. . . The Bonds and the Certificates are being offered concurrently by the City under a common Official Statement, and such Bonds and Certificates are hereinafter sometimes referred to collectively as the "Obligations". The Bonds and the Certificates are separate and distinct securities offerings being issued and sold independently except for the common Official Statement, and, while the Obligations share certain common attributes, each issue is separate from the other and should be reviewed and analyzed independently, including the type of obligation being offered, its terms for payment, the security for its payment, the rights of holders, and other features.

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 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 1970 Census population for the City was 71,462 while the 2010 population was 175,396. The estimated population for 2017 is 184,620. The City covers approximately 80 square miles.

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PLAN OF FINANCING

PURPOSE . . . The Bonds are being issued for the purpose of refunding the City's outstanding obligations listed in Schedule I (collectively, the "Refunded Obligations"), in order to lower the overall annual debt service requirements of the City, and to pay the costs of issuance of the Bonds. See Schedule I for a detailed listing of the Refunded Obligations and their redemption dates.

The Certificates are being issued for the purpose of paying contractual obligations to be incurred for (i) acquiring, constructing, improving and equipping public safety facilities and library facilities, (ii) acquiring vehicles for the public safety department (iii) constructing, improving and equipping existing municipal facilities, (iv) 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, (v) professional services rendered in connection therewith.

REFUNDED OBLIGATIONS ... The Refunded Obligations are being redeemed on the date set forth in Schedule I hereto (the "Redemption Date"). The principal and interest due on the Refunded Obligations are to be paid on the Redemption Date from funds to be deposited pursuant to a certain escrow agreement (the "Escrow Agreement") with The Bank of New York Mellon Trust Company, N.A., Dallas, Texas (the "Escrow Agent"). The Bond Ordinance provides that from the proceeds of the sale of the Bonds received from the Underwriters and other available funds of the City, if any, the City will deposit with the Escrow Agent the amount that will be sufficient to accomplish the discharge and final payment of the Refunded Obligations on their Redemption Date. Prior to the Redemption Date, such funds will be held by the Escrow Agent in a special escrow account (the "Escrow Fund") and such funds may be either (i) held uninvested in the Escrow Fund, or (ii) used to purchase some or all of the following types of obligations: (a) direct noncallable obligations of the United States of America, including obligations that are unconditionally guaranteed by the United States, (b) noncallable obligations of an agency or instrumentality of the Unites States of America, including obligations that are unconditionally guaranteed or insured by the 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 and/or (c) noncallable obligations of a state or an agency or a county, municipality or other political subdivision of a state that have been refunded 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 (the "Escrowed Securities"). Under the Escrow Agreement, the Escrow Fund is irrevocably pledged to the payment of principal of and interest on the Refunded Obligations.

Grant Thornton LLP, a nationally recognized accounting firm, will verify at the time of delivery of the Bonds to the Underwriters the mathematical accuracy of the schedules that demonstrate the Federal Securities will mature and pay interest in such amounts which, together with uninvested funds, if any, in the Escrow Fund, will be sufficient to pay, when due, the principal of and interest on the Refunded Obligations. **Such maturing principal of and interest on the Federal Securities will not be available to pay the Bonds** (see "OTHER INFORMATION - Verification of Arithmetical and Mathematical Computations").

By the deposit of the Federal Securities and cash, if necessary, with the Escrow Agent pursuant to the Escrow Agreement, the City will have effected the defeasance of all of the taxable Refunded Obligations in accordance with the law. It is the opinion of Bond Counsel that as a result of such defeasance and in reliance upon the report of Grant Thornton LLP, the Refunded Obligations will be outstanding only for the purpose of receiving payments from the Federal Securities and any cash held for such purpose by the Escrow Agent and such Refunded Obligations will not be deemed as being outstanding obligations of the City payable from taxes.

USE OF BOND PROCEEDS . . Proceeds from the sale of the Bonds, are expected to be expended as follows:

SOURCES OF FUNDS:	
Par Amount of Bonds	$ 37,125,000.00
Premium	5,892,116.75
TOTAL SOURCES:	$ 43,017,116.75
USES OF FUNDS:	
Deposit in Refunding Escrow	$ 42,671,228.10
Costs of Issuance	153,556.86
Underwriters' Discount	192,331.79
TOTAL USES:	$ 43,017,116.75

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	$ 33,705,000.00
Net Premium	2,947,156.60
TOTAL SOURCES:	$ 36,652,156.60
USES OF FUNDS:	
Deposit to Project Fund	$ 36,339,314.00
Costs of Issuance	118,059.28
Underwriters' Discount	194,783.32
TOTAL USES:	$ 36,652,156.60

THE OBLIGATIONS

DESCRIPTION OF THE OBLIGATIONS. . . The Obligations are dated November 1, 2016, and are scheduled to mature, with respect to the Bonds, on August 15, 2017 and February 15 in each of the years and in the amounts shown on page 2 and, with respect to the Certificates, on February 15 in each of the years and in the amounts shown on page 4 hereof. Interest on the Obligations will accrue from the Delivery Date, estimated to be November 29, 2016, will be computed on the basis of a 360-day year of twelve 30-day months, and will be payable on each August 15 and February 15 until maturity or prior redemption, commencing August 15, 2017. The definitive Obligations 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 Obligations will be made to the beneficial owners thereof.** Principal of, premium, if any, and interest on the Obligations 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 Obligations. See "THE OBLIGATIONS - Book-Entry-Only System" herein.

Interest on the Obligations 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 Obligations 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 Obligations, all payments will be made as described under "THE OBLIGATIONS - Book-Entry-Only System" herein. If the date for any payment on the Obligations 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 BONDS. . . The Bonds are being authorized and issued pursuant to the Constitution and general laws of the State, particularly Texas Government Code, Chapter 1207, as amended and the Bond Ordinance.

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

SECURITY AND SOURCE OF PAYMENT FOR THE BONDS. . . All taxable property within the City is subject to a continuing direct annual ad valorem tax levied by the City, within the limits prescribed by law, sufficient to provide for the payment of principal of and interest on the Bonds.

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 OBLIGATIONS. . . The City reserves the right, at its option, to redeem Obligations having stated maturities on and after February 15, 2027, in whole or in part in principal amounts of $5,000 or any integral multiple thereof, on February 15, 2026, or any date thereafter, at the par value thereof plus accrued interest to the date of redemption. If less than all of the Obligations are to be redeemed, the City may select the maturities of the Obligations to be redeemed. If less than all of the Obligations of any maturity are to be redeemed, the Paying Agent/Registrar (or DTC while the Obligations are in Book-Entry-Only form) shall determine by lot the Obligations, or portions thereof, within such maturity to be redeemed. If an Obligation (or any portion of the principal sum thereof) shall have been called for redemption and notice of such redemption shall have been given, such Obligation (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 Obligations, 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 Obligations 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 OBLIGATIONS CALLED FOR REDEMPTION SHALL BECOME DUE AND PAYABLE ON THE SPECIFIED REDEMPTION DATE, AND NOTWITHSTANDING THAT ANY OBLIGATION OR PORTION THEREOF HAS NOT BEEN SURRENDERED FOR PAYMENT, INTEREST ON SUCH OBLIGATION OR PORTION THEREOF SHALL CEASE TO ACCRUE.

With respect to any optional redemption of the Obligations, unless moneys sufficient to pay the principal of and premium, if any, and interest on the Obligations 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 Obligations and the Paying Agent/Registrar shall give notice, in the manner in which the notice of redemption was given, to the effect that the Obligations have not been redeemed.

DEFEASANCE. . . The Ordinances provide for the defeasance of the Bonds or the Certificates, as the case may be, when the payment of the principal of and premium, if any, on the Bonds or the Certificates, as the case may be, 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 Bonds or the Certificates, as the case may be. The Ordinances provide 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 Obligations 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 Obligations. Because the Ordinances do 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 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 Obligations shall no longer be regarded to be outstanding or unpaid. After firm banking and financial arrangements for the discharge and final payment of the Obligations have been made as described above, all rights of the City to initiate proceedings to call the Obligations for redemption or take any other action amending the terms of the Obligations are extinguished; provided, however, that the right to call the Obligations 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 Obligations for redemption; (ii) gives notice of the reservation of that right to the owners of the Obligations 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 Bonds or the Certificates, from time to time and at any time, amend the Bond Ordinance or the Certificate Ordinance in any manner not detrimental to the interests of the Holders of the Bonds or the Certificates, as applicable, 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 Bonds or Certificates, as applicable, then Outstanding, amend, add to, or rescind any of the provisions of the Bond Ordinance or Certificate Ordinance; provided that, without the consent of all Holders of Outstanding Bonds or Certificates, as applicable, 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 Obligations, 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 Obligations, (2) give any preference to any Bond or Certificate over any other Bond or Certificate, respectively, or (3) reduce the aggregate principal amount of Bonds or Certificates, as applicable, 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 Obligations is to be transferred and how the principal of, premium, if any and interest on the Obligations are to be paid to and credited by DTC while the Obligations 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 Obligations, 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 Obligations), 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 Obligations. The Obligations 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 Obligations 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 Obligations 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 Obligation ("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 Obligations 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 Obligations, except in the event that use of the book-entry system described herein is discontinued.**

To facilitate subsequent transfers, all Obligations 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 Obligations 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 Obligations; DTC's records reflect only the identity of the Direct Participants to whose accounts such Obligations 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 Obligations may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Obligations, such as redemptions, tenders, defaults, and proposed amendments to the Obligation documents. For example, Beneficial Owners of Obligations may wish to ascertain that the nominee holding the Obligations 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 Obligations 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 Obligations, 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 Obligations are credited on the Record Date (identified in a listing attached to the Omnibus Proxy).

All payments on the Obligations 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 one or both series of the Obligations 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, Obligations 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, Obligation 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 Obligation certificates will be issued to the holders and the Obligations will be subject to transfer, exchange and registration provisions as set forth in the Ordinances and summarized under "THE OBLIGATIONS - 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 Obligations 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 Obligations, 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 Ordinances 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 Underwriters.

PAYING AGENT/REGISTRAR. . . The initial Paying Agent/Registrar is The Bank of New York Mellon Trust Company, N.A., Dallas, Texas. In the Ordinances, 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 Obligations 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 Obligations. Upon any change in the Paying Agent/Registrar for the Obligations, the City agrees to promptly cause a written notice thereof to be sent to each registered owner of the Obligations 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 Bonds or the Certificates, printed Bonds or Certificates, as the case may be, will be delivered to the registered owners thereof, and thereafter the Bonds or Certificates, as the case may be, may be transferred and exchanged on the registration books of the Paying Agent/Registrar only upon presentation and surrender to the 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. Obligations may be assigned by the execution of an assignment form on the respective Obligations or by other instrument of transfer and assignment acceptable to the Paying Agent/Registrar. New Obligations will be delivered by the Paying Agent/Registrar, in lieu of the Obligations 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 Obligations issued in an exchange or transfer of Obligations 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 Obligations 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 Obligations 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 Obligations surrendered for exchange or transfer. See "THE OBLIGATIONS - Book-Entry-Only System" herein for a description of the system to be utilized initially in regard to ownership and transferability of the Obligations. Neither the City nor the Paying Agent/Registrar shall be required to transfer or exchange any Obligation 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 an Obligation.

RECORD DATE FOR INTEREST PAYMENT. . . The record date ("Record Date") for the interest payable on the Obligations 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 an Obligation 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.

OBLIGATIONHOLDERS' REMEDIES. . . If the City defaults in the payment of principal, interest or redemption price, as applicable, on the Obligations when due, or if it fails to make payments into any fund or funds created in the Ordinances, or defaults in the observation or performance of any other covenants, conditions or obligations set forth in the Ordinances, the registered owners may seek a writ of mandamus to compel City officials to carry out their legally imposed duties with respect to the Obligations if there is no other available remedy at law to compel performance of the Obligations or the Ordinances 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 Obligations in the event of default and, consequently, the remedy of mandamus may have to be relied upon from year to year. The Ordinances do not provide for the appointment of a trustee to represent the interest of the holders of the Obligations upon any failure of the City to perform in accordance with the terms of the Ordinances, 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) 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. 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. 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 Obligations may not be able to bring such a suit against the City for breach of the Obligations or the covenants in the Ordinances. 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 Obligations. 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 Obligations 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 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 opinions of Bond Counsel will note that all opinions relative to the enforceability of the Ordinances and the Obligations are qualified with respect to the customary rights of debtors relative to their creditors.

TAX INFORMATION

AD VALOREM TAX LAW. . . The appraisal of property within the City is the responsibility of the Dallas Central Appraisal District, the Tarrant Appraisal District and the Ellis Appraisal District (collectively the "Appraisal District"). Excluding agricultural and open-space land, which may be taxed on the basis of productive capacity, the Appraisal District is required under V.T.C.A., Title 1, Tax Code, as amended (the "Property Tax Code"), 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 the market value of property, different methods of appraisal may be used, including the cost method of appraisal, the income method of appraisal and the market data comparison method of appraisal, and the method considered most appropriate by the chief appraiser is to be used. State law requires the appraised value of a residence homestead to be based solely on the property's value as a residence 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 residence homestead for a tax year to an amount not to exceed the lesser of (1) the property's market value for the most recent tax year in which the market value was determined by the appraisal office or (2) the sum of (a) 10% of the property's appraised value for the preceding tax year, plus (b) the property's appraised value for the preceding tax year, plus (c) the market value of all new improvements to the property. The value placed upon property within the Appraisal District is subject to review by an Appraisal Review Board within each Appraisal District, consisting of members appointed by the Board of Directors of each respective Appraisal District. Each respective Appraisal District is required to review the value of property within each respective Appraisal District at least every three years. The City may require annual review at its own expense, and is entitled to challenge the determination of appraised value of property within the City by petition filed with the appropriate Appraisal Review Board.

Reference is made to the Property Tax Code for identification of property subject to taxation; property exempt or which may be exempted from taxation, if claimed; the appraisal of property for ad valorem taxation purposes; and the procedures and limitations applicable to the levy and collection of ad valorem taxes.

Article VIII of the State Constitution ("Article VIII") and State law provide for certain exemptions from property taxes, the valuation of agricultural and open-space lands at productivity value, and the exemption of certain personal property from ad valorem taxation.

Under Section 1-b, Article VIII, and State law, the governing body of a political subdivision, at its option, may grant an exemption of not less than $3,000 of the market value of the residence homestead of persons 65 years of age or older and the disabled from all ad valorem taxes thereafter levied by the political subdivision. Once authorized, such exemption may be repealed or decreased or increased in amount (i) by the governing body of the political subdivision or (ii) by a favorable vote of a majority of the qualified voters at an election called by the governing body of the political subdivision, which election must be called upon receipt of a petition signed by at least 20% of the number of qualified voters who voted in the preceding election of the political subdivision. In the case of a decrease, the amount of the exemption may not be reduced to less than $3,000 of the market value.

The surviving spouse of an individual who qualifies for the foregoing exemption for the residence homestead of a person 65 or older (but not the disabled) is entitled to an exemption for the same property in an amount equal to that of the exemption for which the deceased spouse qualified if (i) the deceased spouse died in a year in which the deceased spouse qualified for the exemption, (ii) the surviving spouse was at least 55 years of age at the time of the death of the individual's spouse and (iii) the property was the residence homestead of the surviving spouse when the deceased spouse died and remains the residence homestead of the surviving spouse.

In addition to any other exemptions provided by the Property Tax Code, the governing body of a political subdivision, at its option, may grant an exemption of up to 20% of the market value of residence homesteads, with a minimum exemption of $5,000.

In the case of residence homestead exemptions granted under Section 1-b, Article VIII, ad valorem taxes may continue to be levied against the value of homesteads exempted where ad valorem taxes have previously been pledged for the payment of debt if cessation of the levy would impair the obligation of the contract by which the debt was created.

State law and Section 2, Article VIII, mandate an additional property tax exemption for disabled veterans or the surviving spouse or children of a deceased veteran who died while on active duty in the armed forces. The exemption applies to either real or personal property with the amount of assessed valuation exempted ranging from $5,000 a maximum of $12,000; provided, however, that a disabled veteran who receives from the from the United States Department of Veterans Affairs or its successor 100 percent disability compensation due to a service-connected disability and a rating of 100 percent disabled or of individual unemployability is entitled to an exemption from taxation of the total appraised value of the veteran's residence homestead. Furthermore, surviving spouses of a deceased veteran who had received a disability rating of 100% will be entitled to receive a residential homestead exemption equal to the exemption received by the deceased spouse until such surviving spouse remarries.

Under Article VIII and State law, the governing body of a county, municipality, or junior college district may freeze the total amount of ad valorem taxes levied on the residence homestead of a disabled person or persons 65 years of age or older to the amount of taxes imposed in the year such residence qualified for such exemption. Also, upon receipt of a petition signed by five percent of the registered voters of the county, municipality, or junior college district, an election must be held to determine by majority vote whether to establish such a limitation on taxes paid on residence homesteads of persons 65 years of age or who are disabled. Upon providing for such exemption, such freeze on ad valorem taxes is transferable to a different residence homestead. Also, a surviving spouse of a taxpayer who qualifies for the freeze on ad valorem taxes is entitled to the same exemption so long as the property was the residence homestead of the surviving spouse when the deceased spouse died and remains the residence homestead of the surviving spouse and the spouse was at least 55 years of age at the time of the death of the individual's spouse. If improvements (other than repairs or improvements required to comply with governmental requirements) are made to the property, the value of the improvements is taxed at the then current tax rate, and the total amount of taxes imposed is increased to reflect the new improvements with the new amount of taxes then serving as the ceiling on taxes for the following years. Once established, the tax rate limitation may not be repealed or rescinded.

Article VIII provides that eligible owners of both agricultural land (Section 1-d) and open-space land (Section 1-d-1), 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 under both Sections 1-d and 1-d-1.

Nonbusiness personal property, such as automobiles or light trucks, are exempt from ad valorem taxation unless the governing body of a political subdivision elects to tax this property. Boats owned as nonbusiness property are exempt from ad valorem taxation.

Article VIII, Section 1-j, provides for "freeport property" to be exempted from ad valorem taxation. Freeport property is defined as goods detained in Texas for 175 days or less for the purpose of assembly, storage, manufacturing, processing or fabrication. Decisions to continue to tax may be reversed in the future; decisions to exempt freeport property are not subject to reversal.

Effective for tax years 2008 and thereafter, Article VIII, Section 1-n of the Texas Constitution provides for an exemption from taxation for "goods-in-transit," which are defined as personal property acquired or imported into the State and transported to another location inside or outside the State within 175 days of the date the property was acquired or imported into the State. The exemption excludes oil, natural gas, petroleum products, aircraft and special inventory, including motor vehicle, vessel and out-board motor, heavy equipment and manufactured housing inventory. After holding a public hearing, a taxing unit may take action by January 1 of the year preceding a tax year to tax goods-in-transit during the following year. A taxpayer may obtain only a freeport exemption or a goods-in-transit exemption, but not both, for items of personal property.

A city or a county may utilize tax increment financing ("TIF"), pursuant to the Tax Increment Financing Act, Texas Tax Code, Chapter 311, to encourage development and redevelopment within a designated reinvestment zone. Taxes collected from increases in valuation above the base value (the "captured appraised value") by each taxing unit that levies ad valorem taxes on real property in the reinvestment zone may be used to pay costs of infrastructure or other public improvements in the reinvestment zone and to supplement or act as a catalyst for private development in the defined area of the reinvestment zone. The tax increment base value for a taxing unit is the total appraised value of all real property taxable by the taxing unit and located in the reinvestment zone as of January 1 of the year in which the city created the reinvestment zone. Each taxing unit can choose to dedicate all, any portion or none of its taxes collected from the captured appraised value to the costs of improvements in the reinvestment zone. The amount of a taxing unit's tax increment for a year is the amount of property taxes levied by the taxing unit for that year on the captured appraised value of real property taxable by the taxing unit and located in the reinvestment zone, multiplied by the taxing unit's percentage level of participation.

The City also may enter into tax abatement agreements to encourage economic development. Under the agreements, a property owner agrees to construct certain improvements on its property. The City 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.

The City is also authorized, pursuant to Chapter 380, Texas Local Government Code, as amended ("Chapter 380"), to establish programs to promote state or local economic development and to stimulate business and commercial activity in the City. In accordance with a program established pursuant to Chapter 380, the City may make loans or grants of public funds for economic development purposes, however no obligations secured by ad valorem taxes may be issued for such purposes unless approved by voters of the City. The City may contract with the federal government, the State, another political subdivision, a nonprofit organization or any other entity, including private entities, for the administration of such a program.

EFFECTIVE TAX RATE AND ROLLBACK TAX RATE. . . By each September 1 or as soon thereafter as practicable, the City Council adopts a tax rate per $100 taxable value for the current year. The City Council will be required to adopt the annual tax rate for the City before the later of September 30 or the 60th day after the date the certified appraisal roll is received by the City. If the City Council does not adopt a tax rate by such required date the tax rate for that tax year is the lower of the effective tax rate calculated for that tax year or the tax rate adopted by the City for the preceding tax year. The tax rate consists of two components: (1) a rate for funding of maintenance and operation expenditures, and (2) a rate for debt service.

Under the Property Tax Code, the City must annually calculate and publicize its "effective tax rate" and "rollback tax rate". A tax rate cannot be adopted by the City Council that exceeds the lower of the rollback tax rate or the effective tax rate until two public hearings are held on the proposed tax rate following a notice of such public hearings (including the requirement that notice be posted on the City's website if the City owns, operates or controls an internet website and public notice be given by television if the City has free access to a television channel) and the City Council has otherwise complied with the legal requirements for the adoption of such tax rate. If the adopted tax rate exceeds the rollback tax rate, the qualified voters of the City by petition may require that an election be held to determine whether or not to reduce the tax rate adopted for the current year to the rollback tax rate.

"Effective tax rate" means the rate that will produce last year's total tax levy (adjusted) from this year's total taxable values (adjusted). "Adjusted" means lost values are not included in the calculation of last year's taxes and new values are not included in this year's taxable values.

“Rollback tax rate” means the rate that will produce last year’s maintenance and operation tax levy (adjusted) from this year’s values (adjusted) multiplied by 1.08 plus a rate that will produce this year’s debt service from this year’s values (unadjusted) divided by the anticipated tax collection rate.

The Property Tax Code provides that certain cities and counties in the State may submit a proposition to the voters to authorize an additional one-half cent sales tax on retail sales of taxable items. If the additional tax is levied, the effective tax rate and the rollback tax rate calculations are required to be offset by the revenue that will be generated by the sales tax in the current year.

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.

PROPERTY ASSESSMENT AND TAX PAYMENT. . . Property within the City is generally assessed as of January 1 of each year. Business inventory may, at the option of the taxpayer, be assessed as of September 1. Oil and gas reserves are assessed on the basis of a valuation process which uses either the most recently published edition of the Annual Energy Outlook or the Short-Term Energy Outlook report, both published by the United States Energy Information Administration, as well as appraisal formulas developed by the State Comptroller of Public Accounts. Taxes become due October 1 of the same year, and become delinquent on February 1 of the following year. Taxpayers 65 years old or older are permitted by State law to pay taxes on homesteads in four installments with the first due on February 1 of each year and the final installment due on August 1.

PENALTIES AND INTEREST. . . Charges for penalty and interest on the unpaid balance of delinquent taxes are made as follows:

Month	Cumulative Penalty	Cumulative Interest (1)	Total
February	6%	1%	7%
March	7	2	9
April	8	3	11
May	9	4	13
June	10	5	15
July	32 (2)	6	38

(1) Interest continues to accrue after July 1 at the rate of 1% per month until paid.
(2) Includes an amount of up to 20% which may be assessed after July 1 to defray attorney expenses. Since 1987, the City has employed an outside attorney to collect its delinquent ad valorem taxes.

After July, the penalty remains at 12%, and interest accrues at a rate of one percent (1%) for each month or portion of a month the tax remains unpaid. A delinquent tax continues to accrue interest as long as the tax remains unpaid, regardless of whether a judgment for the delinquent tax has been rendered. The purpose of imposing such interest penalty is to compensate the taxing unit for revenue lost because of the delinquency. In addition, if an account is delinquent in July, an attorney’s collection fee of up to 20% may be added to the total tax, penalty and interest charge. Under certain circumstances, taxes which become delinquent on the homestead of a taxpayer 65 years old or older incur a penalty of 8% per annum with no additional penalties or interest assessed. In general, property subject to the City’s lien may be sold, in whole or in parcels, pursuant to court order to collect the amounts due. Federal law does not allow for the collection of penalty and interest against an estate in bankruptcy. Federal bankruptcy law provides that an automatic stay of action 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.

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.

The City has granted an additional exemption of 1% of the market value of residence homesteads; minimum exemption of $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 partial tax abatement guidelines. The City granted partial tax abatements to eight companies.

The City has created two tax increment financing zones.

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TABLE 1 - VALUATION, EXEMPTIONS AND GENERAL OBLIGATION DEBT

Tax Year 2016 (FY 16-17) Market Valuation Established by Dallas Central Appraisal District, Tarrant Appraisal District, and Ellis Appraisal District			$ 15,435,048,426
Less Exemptions/Reductions			
Homestead		$ 153,810,211	
Over 65 and Disabled		339,969,033	
Disabled Veterans		67,853,915	
Agricultural Use Reductions		58,399,630	
Non-Taxable/Totally Exempt		1,160,499,872	
Tax Abatements		39,794,679	
Freeport Property		987,345,764	
Pollution Control		3,356,858	
Under $500		368,758	
Com HSE DEV		11,100,000	
Foreign Trade Zone		79,997,426	
Capped Value Loss		214,661,472	
Total Exemptions/Reductions			$ 3,117,157,618
2016/2017 Taxable Assessed Valuation			$ 12,317,890,808
General Obligation Debt Payable from Ad Valorem Taxes [(1)] (as of November 1, 2016)			
Outstanding General Obligation Debt		$ 182,610,000	
The Bonds		37,125,000	
The Certificates		33,705,000	
Total General Obligation Debt as of November 1, 2016			$ 253,440,000
Less Self-Supporting General Obligation Debt			
Airport	$ 1,320,000		
Tax Increment Financing District No. 1 [(2)]	13,055,000		
Public Improvement Districts [(3)]	1,125,000		
Crime Control Prevention District	28,660,000		
The Bonds (Tax Increment Financing District No. 1)	3,135,000		
The Bonds (Public Improvement Districts)	180,000		
Subtotal		$ 47,475,000	
Net General Obligation Debt Payable from Ad Valorem Taxes as of November 1, 2016			$ 205,965,000
Projected Interest and Sinking Fund Property Taxes as of 9/30/2016			$ 12,079,415
Ratio General Obligation Tax Debt to Taxable Assessed Valuation			1.67%
2017 Estimated Population -	184,620		
Per Capita Taxable Assessed Valuation -	66,720		
Per Capita Net General Obligation Debt Payable from Ad Valorem Taxes	1,116		

(1) Excludes the Refunded Obligations.
(2) Excludes the refunded portion of the Tax Increment Financing District No. 1 self-supporting debt.
(3) Excludes the refunded portion of the public improvement district self-supporting debt.

TABLE 2 - TAXABLE ASSESSED VALUATIONS BY CATEGORY

	Taxable Appraised Value for Fiscal Year Ended September 30,					
	2017		2016		2015	
	Amount	% of Total	Amount	% of Total	Amount	% of Total
Real, Residential, Single-Family	$6,438,258,351	41.71%	$5,598,320,712	41.36%	$5,319,162,404	41.25%
Real, Residential, Multi-Family	1,040,598,212	6.74%	956,544,517	7.06%	882,407,234	6.84%
Real, Vacant Platted Lots/Tracts	257,414,968	1.67%	298,300,767	2.20%	259,563,575	2.01%
Real, Acreage (Land Only)	39,674,804	0.26%	66,809,237	0.49%	62,144,638	0.48%
Real, Farm and Ranch Improvements	5,933,552	0.04%	-	0.00%	-	0.00%
Real, Commercial and Industrial	2,666,907,843	17.28%	2,309,898,408	17.06%	2,275,465,703	17.64%
Oil, Gas Mineral Reserves	19,990,442	0.13%	69,596,184	0.51%	62,497,001	0.48%
Real and Tangible Personal, Utilities	155,867,326	1.01%	106,212,689	0.78%	168,878,236	1.31%
Tangible Personal, Business	2,963,382,157	19.20%	2,638,575,290	19.49%	2,985,380,646	23.15%
Tangible Personal, Other Mobile Home	12,778,481	0.08%	11,105,760	0.08%	44,023,318	0.34%
Special Inventory	33,571,160	0.22%	27,974,640	0.21%	27,041,920	0.21%
Certified values in dispute	641,814,478	4.16%	617,099,036	4.56%	95,624,379	0.74%
Non-Taxable Property	1,158,856,652	7.51%	839,031,138	6.20%	713,970,115	5.54%
Total Appraised Value Before Exemptions	$15,435,048,426	100.00%	$13,539,468,378	100.00%	$12,896,159,169	100.00%
Less Exemptions:						
Homesstead	$153,810,211		$152,148,129		$153,633,360	
Over 65 & Disabled	339,969,033		322,141,545		311,303,844	
Disabled Veterans	67,853,915		50,856,893		42,334,389	
Agricultural/Open Spaces	58,399,630		45,634,536		65,984,254	
Non-Taxable	1,160,499,872		837,424,401		713,970,115	
Tax Abatements	39,794,679		42,528,834		45,048,660	
Freeport Property	987,345,764		895,937,112		870,411,375	
Pollution Control	3,356,858		3,012,520		3,836,702	
Under $500	368,758		401,420		343,500	
Com HSE DEV	11,100,000		-		17,117,341	
Foreign Trade Zone	79,997,426		78,504,679		80,807,068	
Capped Value Loss	214,661,472		15,268,309		32,910,779	
Taxable Assessed Value	$12,317,890,808		$11,095,610,000		$10,558,457,782	

	Taxable Appraised Value for Fiscal Year Ended September 30,			
	2014		2013	
	Amount	% of Total	Amount	% of Total
Real, Residential, Single-Family	$4,956,423,381	41.32%	$4,907,374,219	42.99%
Real, Residential, Multi-Family	768,015,496	6.40%	687,729,927	6.02%
Real, Vacant Platted Lots/Tracts	175,107,479	1.46%	166,995,243	1.46%
Real, Acreage (Land Only)	106,024,206	0.88%	109,970,398	0.96%
Real, Farm and Ranch Improvements	-	0.00%	-	0.00%
Real, Commercial and Industrial	2,256,987,746	18.82%	2,056,760,918	18.02%
Oil, Gas Mineral Reserves	30,663,548	0.26%	40,126,590	0.35%
Real and Tangible Personal, Utilities	157,487,124	1.31%	153,338,958	1.34%
Tangible Personal, Business	2,558,054,941	21.33%	2,285,159,453	20.02%
Tangible Personal, Other	57,065,856	0.48%	54,256,543	0.48%
Special Inventory	25,693,160	0.21%	21,681,820	0.19%
Certified values in dispute	281,892,593	2.35%	245,527,693	2.15%
Non-Taxable Property	621,939,681	5.18%	686,428,709	6.01%
Total Appraised Value Before Exemptions	$11,995,355,211	100.00%	$11,415,350,471	100.00%
Less Exemptions:				
Homestead	$153,084,410		$154,657,325	
Over 65 & Disabled	299,724,652		288,301,948	
Disabled Veterans	33,294,780		28,993,759	
Agricultural/Open Spaces	78,656,313		78,606,107	
Non-Taxable	621,939,681		686,428,709	
Tax Abatements	26,940,829		35,688,958	
Freeport Property	821,872,664		671,326,982	
Pollution Control	4,294,225		1,223,060	
Under $500	144,389		40,369	
Com HSE DEV	15,587,062		22,181,850	
Foreign Trade Zone	93,743,929		71,668,749	
Capped Value Loss	3,709,747		2,409,478	
Taxable Assessed Value	$9,842,362,530		$9,373,823,177	

NOTE: Valuations shown are certified taxable assessed values reported by the Appraisal District to the State Comptroller of Public Accounts. Certified values are subject to change throughout the year as contested values are resolved and the Appraisal District updates records.

TABLE 3 - VALUATION AND GENERAL OBLIGATION DEBT HISTORY

Fiscal Year Ended 9/30	Estimated Population[1]	Taxable Assessed Valuation[2]		Taxable Assessed Valuation Per Capita	Net G.O. Tax Debt Outstanding at End of Year[3]	Ratio of Net G.O. Tax Debt to Taxable Assessed Valuation	Net G.O. Tax Debt Per Capita
2013	179,630	$9,373,823,177	(4)	$52,184	$144,634,000	1.54%	$805
2014	181,230	9,842,362,530	(5)	54,309	148,553,000	1.51%	820
2015	181,230	10,558,457,782	(6)	58,260	161,857,000	1.53%	893
2016	182,610	11,095,610,000	(7)	60,761	175,810,000	1.58%	963
2017	184,620	12,317,890,808	(8)	66,720	191,200,000	1.55%	1,036

(1) Source: City Staff.

(2) As reported by the Dallas Central Appraisal District, Tarrant Appraisal District, and Ellis Appraisal District on the City's annual State Property Tax Board Reports; subject to change during the ensuing year.

(3) Projected exludes revenue supported general obligation debt.

(4) Includes taxable incremental value of approximately $352,024,122 that is not available for the City's general use.

(5) Includes taxable incremental value of approximately $487,063,500 that is not available for the City's general use.

(6) Includes taxable incremental value of approximately $528,935,423 that is not available for the City's general use.

(7) Includes taxable incremental value of approximately $147,301,648 that is not available for the City's general use.

(8) Includes taxable incremental value of approximately $214,042,756 that is not available for the City's general use.

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	
2012	$ 0.669998	0.484892	0.185106	$ 63,267,520	95.76%		97.07%	
2013	0.669998	0.484892	0.185106	62,804,428	99.07%		99.95%	
2014	0.669998	0.484892	0.185106	65,943,632	99.18%		99.18%	
2015	0.669998	0.484892	0.185106	70,741,456	98.86%		98.86%	
2016	0.669998	0.484892	0.185106	77,471,606	95.90%	(1)	96.07%	(1)
2017	0.669998	0.473549	0.196449	82,529,622	NA		NA	

(1) Collections through August 31, 2016.

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TABLE 5 - TEN LARGEST TAXPAYERS [1]

Name of Taxpayer	Nature of Property	2016 Taxable Assessed Valuation	% of Total Taxable Assessed Valuation
Grand Prairie Prem Outlets LP	Outlet Mall	$137,740,203	1.12%
Bell Helicopter-Textron	Manufacturing	$120,606,371	0.98%
Poly America LP	Manufacturing	$95,734,588	0.78%
Lockheed Martin	Manufacturing	$95,521,430	0.78%
Republic Beverage	Manufacturing	$86,561,687	0.70%
Duke Realty LTD PS	Real Estate	$79,186,830	0.64%
Cardinal Health	Medical	$48,846,410	0.40%
Towns of Riverside TIC 24 ETAL	Real Estate	$48,000,000	0.39%
Prologis	Real Estate	$47,346,540	0.38%
Oncor Electric	Utility	$44,065,260	0.36%
		$ 803,609,319	6.52%

(1) Source: The 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 (see "THE OBLIGATIONS – 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	2016/2017 Taxable Assessed Valuation	2016/2017 Tax Rate	G.O. Debt as of 10/31/2016	Estimated % Overlapping	Overlapping G.O. Debt
Arlington Independent School District	$ 21,645,456,396	$ 1.3901	$ 813,958,853	19.27%	$ 156,849,871
Cedar Hill Independent School District	3,023,872,635	1.5160	122,812,031	3.32%	4,077,359
Dallas County	207,905,607,319	0.2431	227,980,000	2.76%	6,292,248
Dallas County Community College District	217,216,436,340	0.1229	294,050,000	2.76%	8,115,780
Dallas County Flood Control District #1	404,987,613	2.9000	26,905,000	1.63%	438,552
Dallas County Hospital District	208,729,393,540	0.2794	718,480,000	2.76%	19,830,048
Dallas County Schools	164,158,531,709	0.0093	50,405,000	2.76%	1,391,178
Ellis County	12,972,185,399	0.3801	41,096,315	0.16%	65,754
Grand Prairie Independent School District	5,914,184,030	1.5950	604,758,613	91.05%	550,632,717
Irving Independent School District	11,614,555,793	1.4450	465,815,000	0.70%	3,260,705
Mansfield Independent School District	10,503,600,428	1.5100	797,175,000	10.21%	81,391,568
Midlothian Independent School District	3,847,326,876	1.5400	231,874,270	1.04%	2,411,492
Tarrant County	143,208,841,539	0.2540	344,185,000	3.99%	13,732,982
Tarrant County Hospital District	143,381,710,471	0.2279	22,335,000	3.99%	891,167
			$ 4,761,830,082		$ 849,381,420
City of Grand Prairie	$12,317,890,808	$ 0.6699	$ 253,440,000 (1)	100.00%	$ 253,440,000
Total Direct and Overlapping Debt					$ 1,102,821,420
Total Direct and Overlapping Debt to City's Taxable Assessed Value					8.95%

(1) Includes the Obligations, excludes the Refunded Obligations.

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DEBT INFORMATION

TABLE 7 - GENERAL OBLIGATION DEBT SERVICE REQUIREMENTS

Fiscal Year Ending	Outstanding Debt Service[1]			The Bonds[2]			The Certificates[3]			Total General Obligation	Less: Self-Supporting	Net General Obligation	% of Principal
9/30	Principal	Interest	Total D/S	Principal	Interest	Total D/S	Principal	Interest	Total D/S	Debt Service	Debt Service[4]	Debt Service	Retired
2017	$ 21,310,000	$ 10,715,802	$ 32,025,802	$ 665,000	$ 1,199,360	$ 1,864,360	$ -	$ 833,742	$ 833,742	$ 34,723,904	$ 13,058,778	$ 21,665,126	
2018	18,595,000	9,418,038	28,013,038	2,880,000	1,623,450	4,503,450	1,800,000	1,154,450	2,954,450	35,470,938	12,584,938	22,886,000	
2019	17,105,000	8,149,463	25,254,463	5,005,000	1,480,150	6,485,150	1,845,000	1,118,000	2,963,000	34,702,613	12,201,969	22,500,644	
2020	17,805,000	6,814,901	24,619,901	4,120,000	1,297,650	5,417,650	1,880,000	1,080,750	2,960,750	32,998,301	11,651,563	21,346,738	
2021	17,855,000	5,364,441	23,219,441	4,015,000	1,114,875	5,129,875	1,915,000	1,042,800	2,957,800	31,307,116	10,468,582	20,838,534	46.08%
2022	18,115,000	3,860,698	21,975,698	2,415,000	954,125	3,369,125	1,325,000	997,150	2,322,150	27,666,973	8,084,885	19,582,088	
2023	10,110,000	2,547,219	12,657,219	2,540,000	830,250	3,370,250	1,375,000	943,150	2,318,150	18,345,619	282,325	18,063,294	
2024	9,845,000	2,201,969	12,046,969	2,670,000	700,000	3,370,000	1,430,000	887,050	2,317,050	17,734,019	285,475	17,448,544	
2025	6,925,000	1,906,866	8,831,866	2,805,000	563,125	3,368,125	1,495,000	828,550	2,323,550	14,523,541	82,000	14,441,541	
2026	6,125,000	1,654,016	7,779,016	2,960,000	419,000	3,379,000	1,540,000	781,325	2,321,325	13,479,341	-	13,479,341	74.36%
2027	5,615,000	1,420,200	7,035,200	3,100,000	267,500	3,367,500	1,585,000	732,300	2,317,300	12,720,000	-	12,720,000	
2028	4,705,000	1,217,283	5,922,283	1,745,000	146,375	1,891,375	1,650,000	667,600	2,317,600	10,131,258	-	10,131,258	
2029	4,665,000	1,039,038	5,704,038	1,830,000	57,000	1,887,000	1,715,000	600,300	2,315,300	9,906,338	-	9,906,338	
2030	4,860,000	849,949	5,709,949	375,000	5,625	380,625	1,785,000	530,300	2,315,300	8,405,874	-	8,405,874	
2031	5,055,000	658,205	5,713,205	-	-	-	1,860,000	457,400	2,317,400	8,030,605	-	8,030,605	90.36%
2032	4,140,000	497,429	4,637,429	-	-	-	1,940,000	381,400	2,321,400	6,958,829	-	6,958,829	
2033	4,305,000	339,116	4,644,116	-	-	-	2,015,000	302,300	2,317,300	6,961,416	-	6,961,416	
2034	3,645,000	170,956	3,815,956	-	-	-	2,100,000	220,000	2,320,000	6,135,956	-	6,135,956	
2035	1,830,000	45,750	1,875,750	-	-	-	2,185,000	134,300	2,319,300	4,195,050	-	4,195,050	
2036	-	-	-	-	-	-	2,265,000	45,300	2,310,300	2,310,300	-	2,310,300	100.00%
	$ 182,610,000	$ 58,871,338	$ 241,481,338	$ 37,125,000	$ 10,658,485	$ 47,783,485	$ 33,705,000	$ 13,738,167	$ 47,443,167	$ 336,707,990	$ 68,700,516	$ 268,007,474	

(1) Excludes the Refunded Obligations. Interest on the Combination Tax and Tax Increment Revenue Certificates of Obligation, Series 2001; the Combination Tax and Revenue Certificates of Obligation, Series 2007A and the Combination Tax and Revenue Certificates of Obligation, Series 2008 is calculated at the maximum rate of 15%.

(2) Net Effective Interest Rate calculated at 2.24%

(3) Net Effective Interest Rate calculated at 3.05%

(4) Includes a portion of the Bonds.

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

Tax Supported Debt Service Requirements, Fiscal Year Ending 9/30/2017		$	27,315,944
Interest and Sinking Fund Balance as of 9/30/2016	12,079,415		
Budgeted 2017 Interest and Sinking Fund Tax Levy @ 98.5% Collection	23,835,398		
Prior year taxes and refunds	200,000		
TIFF Contribution	(435,855)		
Transfer from Section 8/Cemetery	50,000		
Interest Earnings	300		
Total Available		$	35,729,258
Estimated Balance, Fiscal Year Ending 9/30/2017		$	8,413,314

(1) Data provided by the City.

TABLE 9 - COMPUTATION OF SELF-SUPPORTING DEBT

	Airport Fund	TIF #1	Crime Control District	PID 15	PID 1
Net Revenues Available for Debt Service from systems Operations, Fiscal Year Ended 9/30/2015	$ 584,958	$ 2,179,115	$ 5,672,473	$ 141,077	$ 212,620
Less: Revenue Bond Requirements, Fiscal Year Ended 9/30/2015	-	-	-	-	-
Balance Available for Other Purposes	$ 584,958	$ 2,179,115	$ 5,672,473	$ 141,077	$ 212,620
General Obligation Bonds, Certificates of Obligation and Water Contract Bond Requirements, Fiscal Year Ended 9/30/2016	197,973	1,929,641	3,658,296	149,100	185,625
Balance	$ 386,985	$ 249,474	$ 2,014,177	$ (8,023)	$ 26,995
Percentage of System General Obligation Bonds, Certificates of Obligation and Water Contract Bonds Self-Supporting	100.00%	100.00%	100.00%	94.62%	100.00%

TABLE 10 - AUTHORIZED BUT UNISSUED GENERAL OBLIGATION BONDS

Purpose	Date Authorized	Authorized Amount	Amount Previously 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
Public Safety	11/06/01	11,800,000	11,800,000	-
		$ 76,180,000	$ 74,411,346	$ 1,768,654

ANTICIPATED ISSUANCE OF ADDITIONAL GENERAL OBLIGATION DEBT. . . The City does not anticipate issuing any additional general obligation tax supported debt within the next twelve months.

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 . . . All eligible employees of the City are members of the Texas Municipal Retirement System ("TMRS"). Members can retire at ages 60 and above with 5 or more years of service or with 25 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 (EAN was first used in the December 31, 2013 valuation; previously, the Projected Unit Credit actuarial cost method had been used). 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
2010	$ 195,807,917	$ 283,654,428	69.00%	$ 87,846,511	$ 66,030,734	133.00%
2011	299,459,271	365,426,666	81.90%	65,967,395	65,426,278	100.83%
2012	323,972,818	385,345,197	84.10%	61,372,379	64,693,060	94.87%
2013	349,460,132	405,074,405	86.30%	55,614,273	66,435,664	83.70%
2014	376,082,419	450,523,220	83.50%	74,440,801	68,769,035	108.25%
2015	401,667,459	470,075,530	85.40%	68,408,071	77,244,326	88.56%

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. 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.

Eligible retirees may purchase health insurance from the City’s healthcare provider at the City’s cost to cover current employees for dependents if the 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, 2015 was $2,778,291.

In fiscal 2007, the City implemented GASB Statement No. 45 *“Accounting and Financial Reporting by Employers 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 $44,797,238 at September 30, 2015.

For more information concerning the City’s post-employment benefits, see the financial statements of the City, and the notes thereto.

TABLE 11 - CHANGE IN NET ASSETS

	Fiscal Year Ending, September 30,				
	2015	2014	2013	2012	2011
Revenues					
Fees, Fines and Charges for Services	$ 34,849,122	$ 37,100,501	$ 35,828,489	$ 32,877,033	$ 39,243,610
Operating Grants and Contributions	33,329,097	34,980,362	33,339,115	31,329,503	37,588,585
Capital Grants and Contributions	1,232,805	4,020,110	5,242,216	6,290,285	2,664,489
General Revenues:					
Property Taxes	$ 73,070,467	$ 77,334,662	$ 71,785,225	$ 70,153,052	$ 71,554,937
Sales Taxes	53,494,773	50,846,972	47,155,704	45,457,902	41,713,795
Other Taxes and Assessments	1,713,865	1,550,172	1,488,871	1,332,259	1,332,984
Franchis Fees	14,089,158	13,315,452	12,811,696	12,902,516	13,492,977
Investment Income	1,609,156	652,067	437,770	1,004,777	1,341,476
Other	-	-	-	-	-
Total Revenues	$ 213,388,443	$ 219,800,298	$ 208,089,086	$ 201,347,327	$ 208,932,853
Expenses					
Support Services	22,102,591	20,400,867	18,633,541	17,928,238	19,100,748
Public Safety	80,359,190	80,333,290	76,382,993	72,934,513	88,336,343
Recreation and Leisure	26,746,861	25,255,982	24,830,027	24,071,732	22,368,768
Development and Other Services	77,263,159	75,473,057	79,001,166	84,171,972	74,251,224
Interest on Long-Term Debt	8,019,147	7,922,519	8,125,389	9,227,798	9,817,549
	$ 214,490,948	$ 209,385,715	$ 206,973,116	$ 208,334,253	$ 213,874,632
Increase in net assets before transfers	$ (1,102,505)	$ 10,414,583	$ 1,115,970	$ (6,986,926)	$ (4,941,779)
Transfers, net	2,403,135	4,286,373	5,390,831	3,288,547	5,625,851
Increase (decrease) in net assets	$ 1,300,630	$ 14,700,956	$ 6,506,801	$ (3,698,379)	$ 684,072
Prior period adjustments	$ (37,358,089)	$ -	$ (2,400,226)	$ -	$ (338,226)
Net assets - beginning	441,017,113	426,316,157	422,209,582	425,907,961	425,562,115
Net assets - ending	$ 404,959,654	$ 441,017,113	$ 426,316,157	$ 422,209,582	$ 425,907,961

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TABLE 12 - GENERAL FUND REVENUES AND EXPENDITURE HISTORY

	Fiscal Year Ended September 30,				
	2015	2014	2013	2012	2011
Revenues:					
Property Taxes	$ 50,336,919	$ 45,315,907	$ 44,109,200	$ 42,719,247	$ 40,552,706
Sales Taxes	26,407,761	25,162,422	24,499,912	22,544,649	20,651,345
Franchise Fees	14,089,158	13,315,452	12,761,696	12,902,516	13,041,940
Charges for Services	5,335,832	5,355,348	5,107,012	4,488,395	4,876,764
Fines and Forfeitures	7,279,318	7,312,495	6,935,918	5,961,650	5,112,430
Licenses and Permits	2,813,341	2,909,002	2,613,439	2,316,295	2,258,224
Interest	1,600,927	628,887	426,338	991,537	232,135
Other	6,252,157	6,220,640	5,868,328	6,272,418	6,015,470
Total Revenues	$ 114,115,413	$ 106,220,153	$ 102,321,843	$ 98,196,707	$ 92,741,014
Expenditures:					
Administrative Services	$ 16,574,203	$ 14,690,989	$ 12,020,318	$ 11,555,552	$ 10,405,522
Public Safety Services	70,907,083	68,546,747	63,614,878	61,227,749	59,400,698
Development Service and Other	12,273,830	12,102,508	11,815,802	11,500,744	11,324,201
Recreation and Leisure Services	1,958,463	1,931,941	1,785,968	1,682,121	1,650,855
Capital Outlays	1,287,895	848,634	1,033,229	847,480	605,251
Total Expenditures	$ 103,001,474	$ 98,120,819	$ 90,270,195	$ 86,813,646	$ 83,386,527
Excess (Deficiency) of Revenues Over Expenditures	$ 11,113,939	$ 8,099,334	$ 12,051,648	$ 11,383,061	$ 9,354,487
Transfer in (Out) Net	(8,674,408)	(13,413,933)	(11,732,539)	(14,063,308)	(9,594,057)
Proceeds for sale of capital assets	556,696	613,163	583,943	-	-
Beginning Fund Balance	24,115,372	28,816,808	27,913,756	30,594,003	30,101,515
Prior period adjustments	637,047	-	-	-	732,058
Ending Fund Balance	$ 27,748,646	$ 24,115,372	$ 28,816,808	$ 27,913,756	$ 30,594,003

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TABLE 13 - MUNICIPAL SALES TAX HISTORY

The City has adopted the Municipal Sales and Use Tax Act, V.T.C.A., Tax Code, Chapter 321, which grants the City the power to impose and levy a 1% Local Sales and Use Tax within the City; the proceeds are credited to the General Fund and are not pledged to the payment of the Obligations. Collections and enforcements are effected through the offices of the Comptroller of Public Accounts, State of Texas, who remits the proceeds of the tax, after deduction of a 2% service fee, to the City monthly.

	City Financial Statements								
Fiscal Year Ended 9/30	City	Park Venue	Streets	Baseball Stadium (1)	Senior Center (1)	Crime Control	Central Park (1)	Total	Equivlent of Total Ad Valorem Tax Rate
2012	$22,544,649	$ 5,762,747	$ 5,762,748	$ 2,881,375	$ 2,881,375	$ 5,625,008	$ -	$ 45,457,902	$0.2387
2013	24,499,912	6,223,346	6,223,345	3,111,672	3,111,672	6,089,780		49,259,727	0.2614
2014	25,162,422	6,391,068	6,391,060	3,195,531	3,195,531	6,350,584		50,686,196	0.2557
2015	26,407,761	6,752,015	6,752,014	3,376,007	3,376,007	6,670,193		53,333,997	0.2501
2016 (2)	28,641,628	7,160,407	7,160,407	-	-	7,080,988	7,160,407	57,203,837	0.2325

(1) At an election held on May 10, 2014, voters abolished the City's two additional 1/8% local sales and use taxes for as authorized under Section 334.089, Local Government Code, effective September 30, 2015, and adopted a new additional ¼% city sales and use tax for the City's Central Park project as permitted under the provisions of Chapter 334, Local Government Code, effective October 1, 2015. The additional sales tax receipts will be used to pay the cost associated with the project. The City began collecting the tax on October 1, 2015.
(2) Collections through September 2016 on a cash basis.

SALES TAX ELECTIONS

The voters approved a one-fourth cent (¼¢) local sales and use tax rate at an election held on November 2, 1999 under Section 334.021 of Chapter 334, Local Government Code. The additional sales tax receipts will be used exclusively for costs associated with the municipal parks and recreation system as defined in Section 334.001(4)(D). The City began collecting the tax in April 2000. The sales tax authorized by the November 2, 1999 election is not pledged to nor available for payment on the Obligations.

The voters approved a one-fourth cent (¼¢) local sales and use tax rate at an election held on November 6, 2001 under Chapter 327 Subtitle C, Title 3, Tax Code. The additional sales tax receipts will be used exclusively for street repair maintenance. The ¼ cent sales tax has a life of 4 years unless re-approved by the voters. The sales tax authorized by the November 6, 2001 election is not pledged to or available for payment of the Obligations. The sales tax was reauthorized in May 2009.

On May 12, 2007 voters approved three new uses for the half cent sales tax previously used by the Grand Prairie Sports Facilities Development Corporation. The new projects and tax information are as follows:

-A one-fourth cent (1/4 cent) local sales and use tax under Section 363.054 of Chapter 363, Local Government Code for Crime Control and Prevention District to fund a new Police Center.
-A one-eighth cent (1/8 cent) local sales and use tax for a new Senior Center.
-A one-eighth cent (1/8 cent) local sales and use 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 City's two additional 1/8% local sales and use taxes for as authorized under Section 334.089, Local Government Code, effective September 30, 2015, and adopted a new additional ¼% city sales and use tax for the City's Central Park project as permitted under the provisions of Chapter 334, Local Government Code, effective October 1, 2015. The additional sales tax receipts will be used to pay the cost associated with the City's Central Park project. The City began collecting the tax on October 1, 2015.

DEVELOPMENT FEES

The new impact fees will be used for water improvements and wastewater improvements and are not pledged to the payment of the debt service requirements of the Obligations. 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 three years.

	Impact Fee	
FYE	Water	Wastewater
2011	$ 791,558	$ 226,221
2012	888,838	195,667
2013	1,067,815	326,805
2014	1,410,431	383,861
2015	1,409,396	380,484
2016 (1)	1,702,582	467,282

(1) Through August 2016. Unaudited.

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 $15,660,827 as of September 30, 2015.

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 2014/15 were $3,162,020 for property, liability and workers' compensation and $17,211,198 for employee health and wellness insurance.

Beginning October 1, 1991, the City placed 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, 2015 were $3,666,083.

The City allows retired employees to continue participating in its group health insurance program after retirement with all premiums paid by the retirees.

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 were originally approved by City Council resolution on February 9, 1988 and are updated annually 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 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 between 50 and 60 days of expenditures of the General Fund expenditures budget in the General Fund resources balance.

DEBT SERVICE FUND BALANCE . . . The City policy is to maintain balances of no greater than one month of principal and interest requirements except that the City's 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 debt service payment.

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

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.

TAX ABATEMENT . . . The City policy is to grant tax abatement 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%.

INVESTMENTS

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

LEGAL INVESTMENTS. . . Under State law, the City is authorized to invest in (1) obligations of the United States or its agencies and instrumentalities, including letters of credit, (2) direct obligations of the State or its agencies and instrumentalities; (3) collateralized mortgage obligations directly issued by a federal agency or instrumentality of the United States, the underlying security for which is guaranteed by an agency or instrumentality of the United States; (4) other obligations, the principal and interest of which are guaranteed or insured by or backed by the full faith and credit of, the State or the United States or their respective agencies and instrumentalities, including obligations that are fully guaranteed or insured by the Federal Deposit Insurance Corporation or by the explicit full faith and credit of the United States; (5) obligations of states, agencies, counties, cities, and other political subdivisions of any state rated as to investment quality by a nationally recognized investment rating firm not less than A or its equivalent; (6) bonds issued, assumed or guaranteed by the State of Israel; (7) certificates of deposit and share certificates meeting the requirements of the Public Funds Investment Act (Chapter 2256 of the Texas Government Code, as amended (the "PFIA")) (i) that are issued by an institution that has its main office or a branch office in the State of Texas and are guaranteed or insured by the Federal Deposit Insurance Corporation or the National Credit Union Share Insurance Fund, or are secured as to principal by obligations described in clauses (1) through (6) or in any other manner and amount provided by law for City deposits, or (ii) that are invested by the City through a depository institution that has its main office or a branch office in the State of Texas and otherwise meet the requirements of the PFIA; (8) fully collateralized repurchase agreements that have a defined termination date, are fully secured by a combination of cash and obligations described in clause (1) which are pledged to the City, held in the City's name, and deposited at the time the investment is made with the City or with a third party selected and approved by the City and are placed through a primary government securities dealer, as defined by the Federal Reserve, or a financial institution doing business in the State; (9) securities lending programs if (i) the securities loaned under the program are 100% collateralized, a loan made under the program allows for termination at any time and a loan made under the program is either secured by (a) obligations that are described in clauses (1) through (6) above, (b) irrevocable letters of credit issued by a state or national bank that is continuously rated by a nationally recognized investment rating firm at not less than A or its equivalent or (c) cash invested in obligations described in clauses (1) through (6) above, clauses (11) through (13) below, or an authorized investment pool; (ii) securities held as collateral under a loan are pledged to the City, held in the City's name and deposited at the time the investment is made with the City or a third party designated by the City; (iii) a loan made under the program is placed through either a primary government securities dealer or a financial institution doing business in the State of Texas; and (iv) the agreement to lend securities has a term of one year or less; (10) certain bankers' acceptances with the remaining term of 270 days or less, if the short-term obligations of the accepting bank or its parent are rated at least A- 1 or P-1 or the equivalent by at least one nationally recognized credit rating agency; (11) commercial paper with a stated maturity of 270 days or less that is rated at least A-1 or P-1 or the equivalent by either (a) two nationally recognized credit rating agencies or (b) one nationally recognized credit rating agency if the paper is fully secured by an irrevocable letter of credit issued by a U.S. or state bank; (12) no-load money market mutual funds registered with and regulated by the Securities and Exchange Commission that have a dollar weighted average stated maturity of 90 days or less and include in their investment objectives the maintenance of a stable net asset value of $1 for each share; and (13) no-load mutual funds registered with the Securities and Exchange Commission that have an average weighted maturity of less than two years, invest exclusively in obligations described in this paragraph, and are continuously rated as to investment quality by at least one nationally recognized investment rating firm of not less than AAA or its equivalent. In addition, bond proceeds may be invested in guaranteed investment contracts that have a defined termination date and are secured by obligations of the United States or its agencies and instrumentalities in an amount at least equal to the amount of bond proceeds invested under such contract, other than the prohibited obligations described in the next succeeding paragraph.

The City may invest in such obligations directly or through government investment pools that invest solely in such obligations provided that the pools are rated no lower than AAA or AAAm or an equivalent by at least one nationally recognized rating service. The City may also contract with an investment management firm registered under the Investment Advisers Act of 1940 (15 U.S.C. Section 80b-1 et seq.) or with the State Securities Board to provide for the investment and management of its public funds or other funds under its control for a term up to two years, but the City retains ultimate responsibility as fiduciary of its assets. In order to renew or extend such a contract, the City must do so by order, ordinance, or resolution. The City is specifically prohibited from investing in: (1) obligations whose payment represents the coupon payments on the outstanding principal balance of the underlying mortgage-backed security collateral and pay no principal; (2) obligations whose payment represents the principal stream of cash flow from the underlying mortgage-backed security and bear no interest; (3) collateralized mortgage obligations that have a stated final maturity of greater than 10 years; and (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 POLICIES. . . Under State law, the City is required to invest its funds under written investment policies that primarily emphasize safety of principal and liquidity; that address investment diversification, yield, maturity, and the quality and capability of investment management; and that includes a list of authorized investments for City funds, maximum allowable stated maturity of any individual investment, the maximum average dollar-weighted maturity allowed for pooled fund groups, methods to monitor the market price of investments acquired with public funds, a requirement for settlement of all transactions, except investment pool funds and mutual funds, on a delivery versus payment basis, and procedures to monitor rating changes in investments acquired with public funds and the liquidation of such investments consistent with the Public Funds Investment Act. All City funds must be invested consistent with a formally adopted "Investment Strategy Statement" that specifically addresses each funds' investment. Each Investment Strategy Statement will describe its objectives concerning: (1) suitability of investment type, (2) preservation and safety of principal, (3) liquidity, (4) marketability of each investment, (5) diversification of the portfolio; and (6) yield.

Under State law, City investments must 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." At least quarterly the investment officers of the City shall submit an investment report detailing: (1) the investment position of the City, (2) that all investment officers jointly prepared and signed the report, (3) the beginning market value, the ending market value and the fully accrued interest during the reporting period of each pooled fund group, (4) the book value and market value of each separately listed asset at the end of the reporting period, (5) the maturity date of each separately invested asset, (6) the account or fund or pooled fund group for which each individual investment was acquired, and (7) the compliance of the investment portfolio as it relates to: (a) adopted investment strategy statements and (b) state law. No person may invest City funds without express written authority from the City Council.

ADDITIONAL PROVISIONS. . . Under State law, the City is additionally required to: (1) annually review its adopted policies and strategies; (2) adopt a rule, order, ordinance or resolution stating that it has reviewed its investment policy and investment strategies and records any changes made to either its investment policy or investment strategy in the respective rule, order, ordinance or resolution; (3) require any investment officers with personal business relationships or relatives with firms seeking to sell securities to the City to disclose the relationship and file a statement with the Texas Ethics Commission and the City Council; (4) require the qualified representative of firms offering to engage in an investment transaction with the City to: (a) receive and review the City's investment policy, (b) acknowledge that reasonable controls and procedures have been implemented to preclude investment transactions conducted between the City and the business organization that are not authorized by the City's investment policy (except to the extent that this authorization is dependent on an analysis of the makeup of the City's entire portfolio and requires an interpretation of subjective investment standards) and (c) deliver a written statement in a form acceptable to the City and the business organization attesting to these requirements; (5) perform an annual audit of the management controls on investments and adherence to the City's investment policy; (6) provide specific investment training for the City's designated Investment Officer; (7) restrict reverse repurchase agreements to not more than 90 days and restrict the investment of reverse repurchase agreement funds to no greater than the term of the reverse purchase agreement; (8) restrict the investment in no-load mutual funds in the aggregate to no more than 15% of the City's monthly average fund balance, excluding bond proceeds and reserves and other funds held for debt service; (9) require local government investment pools to conform to the new disclosure, rating, net asset value, yield calculation, and advisory board requirements; and (10) at least annually review, revise, and adopt a list of qualified brokers that are authorized to engage in investment transactions with the City.

The City Manager designates the Chief Financial Officer as the City's chief investment officer. The Cash & Debt Manager, Controller, and Cash & Debt 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 Cash & 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.

INVESTMENT COMMITTEE

An Investment Committee consisting of the cash and debt analyst, cash/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 cash/ debt manager shall serve as chairman of the committee, and written record of Investment Committee meetings shall be maintained.

A. Authorized Investments

The City may invest in:

1. Obligations of the United States or its agencies and instrumentalities (except for mortgage pass-through securities).

2. Repurchase agreements whose underlying collateral consists of U.S. Treasury Bills or Notes with a remaining maturity of three years or less.

3. Municipal Securities (State, city, county, school and road district general obligation or revenue bonds) (out-of-state bonds shall only be general obligation bonds) with a remaining maturity of three years or less which have received a rating by at least two nationally recognized credit rating agencies, of at least A or its equivalent.

4. Public Funds Investment Pool consisting of the above securities plus the following securities created under the Interlocal Cooperation Act which has entered into a contract approved (by resolution) by the City Council to provide investment services to the City.

    a. Commercial paper with a stated maturity of 90 days or less from the date of its issuance that either:

       is rated not less than A-1, P-1, or the equivalent by at least two nationally recognized credit rating agencies, or

       is rated at least A-1, P-1, or the equivalent by at least 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 thereof.

    b. Prime domestic bankers' acceptances meaning a bankers' acceptance with a stated maturity of 270 days or less from the date of its issuance that will be, in accordance with its terms, liquidated in full at maturity, that is eligible for collateral for borrowing from a Federal Reserve Bank, and that is accepted by a bank organized and existing under the laws of the United States or any state the short-term obligation of which (or of a bank holding company of which the bank is the largest subsidiary) is rated at least A-1, P-1, or the equivalent by at least one nationally recognized credit rating agency.

5. An SEC-registered, no-load money market mutual fund approved (by resolution) by the City Council with a dollar-weighted average portfolio maturity of 90 days or less whose assets consist exclusively of the obligations that are described in section 1-3 plus 4a and 4b and whose investment objectives include seeking to maintain a stable net asset value of $1 per share. By State law, the City is not authorized to invest in the aggregate more than 80% of its monthly average fund balance, excluding bond proceeds, in money market mutual funds described in this subsection or to invest its funds or funds under its control, excluding bond proceeds, in any one money market mutual fund in an amount that exceeds 20% of the total assets of the money market mutual funds.

6. Collateralized or insured certificates of deposit and other evidences of deposit at federally insured banks in the State.

The investment maturity schedule shall correspond with the City's projected cash flow needs. Remaining maturities on investments purchased shall be no longer than three years, except in the case of revenue bond reserve accounts which may be invested for longer terms with specific City Council approval by resolution. An average remaining maturity of 365 days or less shall be maintained on bond proceeds subject to arbitrage rebate restriction, and the total portfolio average remaining maturity shall not exceed one year.

B. Diversification

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 asset mix of the City'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:

	% Maximum	
1. U.S. Treasury Bills and Notes	100	
2. U.S. Agency or Instrumentality Obligations (each type)	25	*
3. Repurchase Agreements	20	
4. Municipal Securities (total)	40	
5. Municipal Securities (out-of-state)	20	
6. Certificates of Deposit (per institution)	20	
7. Money Market Mutual Fund	50	**
8. Public Funds Investment Pool	50	

* Total Agency investments limited to no more than 100% of the total portfolio.

** Limited by State law to 80% of monthly average fund balance, excluding bond proceeds.

C. Qualifying Institutions

Financial institutions (Federally insured banks) with and through which the City invests in certificates of deposit shall be located in the State of Texas. Broker/dealers through whom the City purchases U.S. Government securities may include only those dealers reporting to the Market Reports Division of the Federal Reserve Bank of New York, also known as the "primary government securities dealers" and First Southwest Company except that repurchase agreements shall not be executed through First Southwest Company. In addition, other regional brokers/dealers may be considered by the Investment Committee.

D. Collateral Securities for Certificates of Deposit and Demand Accounts

The City will accept as collateral for its certificates of deposit and demand accounts and other evidences of deposit the following securities:

- FDIC Coverage
- U.S. Treasury Bills
- U.S. Treasury Notes and Bonds
- State, city, county, school, or road district general obligation or revenue bonds*, except that out-of-state bonds shall be limited to general obligation bonds
- City of Grand Prairie revenue bonds or general obligation bonds, time warrants, and certificates of obligation
- U.S. Government Agency and Instrumentality obligations (except for mortgage pass-through securities).

*The securities must be rated at least "A" by one of the nationally recognized rating services. Collateral consisting of out-of-state bonds shall be limited to 10% of the total collateral pledged by a financial institution.

Collateral securities shall have a remaining life of no more than five years. The securities shall be marked-to-market no less frequently than monthly, and the ratio of collateral market value to amount invested plus accrued interest shall be no less than 105%.

TABLE 14 - CURRENT INVESTMENTS

As of September 1, 2016, the City's investable funds were invested in the following categories:

Type of Investment	Percentage	Total Cost
Local Government Pools and Money Market Funds	47.87%	$ 156,232,414
Federal Agency and Instrumentality Notes	52.13%	$ 170,105,111
	100.00%	$ 326,337,525

TAX MATTERS

Tax Exemption . . .The delivery of the Obligations is subject to the opinions of Bond Counsel to the effect that interest on the Obligations 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 opinions (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 or, except as hereinafter described, corporations. Forms of Bond Counsel's opinions relating to the Bonds and the Certificates are reproduced as Appendix C. The statutes, regulations, rulings, and court decisions on which such opinions are based are subject to change.

Interest on the Obligations owned by a corporation will be included in such corporation's adjusted current earnings for purposes of calculating the alternative minimum taxable income of such corporation, other than an S corporation, a qualified mutual fund, a real estate investment trust, a real estate mortgage investment conduit, or a financial asset securitization investment trust ("FASIT"). A corporation's alternative minimum taxable income is the basis on which the alternative minimum tax imposed by Section 55 of the Code will be computed.

In rendering the foregoing opinions, Bond Counsel will rely upon representations and certifications of the City made in a certificate dated the date of delivery of the Obligations pertaining to the use, expenditure, and investment of the proceeds of the Obligations and will assume continuing compliance by the City with the provisions of the Ordinances subsequent to the issuance of the Obligations. The Ordinances contain covenants by the City with respect to, among other matters, the use of the proceeds of the Obligations and the facilities financed therewith by persons other than state or local governmental units, the manner in which the proceeds of the Obligations 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 Obligations to be includable in the gross income of the owners thereof from the date of the issuance of the Obligations.

Bond Counsel's opinions are not guarantees of a result, but represent 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 opinions of Bond Counsel, and Bond Counsel's opinions are 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 Obligations is commenced, under current procedures the IRS is likely to treat the City as the "taxpayer," and the owners of the Obligations 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 Obligations, the City may have different or conflicting interests from the owners of the Obligations. Public awareness of any future audit of the Obligations could adversely affect the value and liquidity of the Obligations 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 Obligations. Prospective purchasers of the Obligations should be aware that the ownership of tax-exempt obligations such as the Obligations 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, 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. Prospective purchasers should consult their own tax advisors as to the applicability of these consequences to their particular circumstances.

Existing law may change to reduce or eliminate the benefit to holders of the Obligations of the exclusion of interest on the Obligations 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 Obligations. Prospective purchasers of the Obligations 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 Obligations. . .The initial public offering price of certain Obligations (the "Discount Obligations") may be less than the amount payable on such Obligations at maturity. An amount equal to the difference between the initial public offering price of a Discount Obligation (assuming that a substantial amount of the Obligations 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 Obligation. A portion of such original issue discount allocable to the holding period of such Discount Obligation by the initial purchaser will, upon the disposition of such Discount Obligation (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 Obligations 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 Obligation, taking into account the semiannual compounding of accrued interest, at the yield to maturity on such Discount Obligation 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 alternative minimum taxable income of a corporation, for purposes of calculating a corporation's alternative minimum tax imposed by Section 55 of the Code, and 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, 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 Obligation by the initial owner prior to maturity, the amount realized by such owner in excess of the basis of such Discount Obligation in the hands of such owner (adjusted upward by the portion of the original issue discount allocable to the period for which such Discount Obligation was held) is includable in gross income.

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

The initial public offering price of certain Obligations (the "Premium Obligations") may be greater than the amount payable on such Obligations at maturity. An amount equal to the difference between the initial public offering price of a Premium Obligation (assuming that a substantial amount of the Obligations of that maturity are sold to the public at such price) and the amount payable at maturity constitutes premium to the initial purchaser of such Premium Obligations. The basis for federal income tax purposes of a Premium Obligation in the hands of such initial 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 Obligation. The amount of premium which is amortizable each year by an initial purchaser is determined by using such purchaser's yield to maturity.

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

CONTINUING DISCLOSURE OF INFORMATION

In the Ordinances, the City has made the following agreement for the benefit of the registered and beneficial owners of each series of the Obligations. The City is required to observe the agreements for so long as it remains obligated to advance funds to pay the Obligations. Under the agreement, the City will be obligated to provide certain updated financial information and operating data annually, and timely notice of specified 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 2017, 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 2017, 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 Securities and Exchange Commission (the "SEC"), as permitted by SEC Rule 15c2-12 (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 also provide timely notices of certain events to the MSRB. The City will provide notice of any of the following events with respect to the Obligations 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 Obligations, or other material events affecting the tax status of the Obligations; (7) modifications to rights of holders of the Obligations, if material; (8) Obligation calls, if material, and tender offers; (9) defeasances; (10) release, substitution, or sale of property securing repayment of the Obligations, 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 of 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; and (14) appointment of a successor or additional trustee or the change of name of a trustee, if material. In addition, the City will provide timely notice of any failure by the City to provide annual financial information in accordance with their agreement described above under "Annual Reports".

For these purposes, 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.

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 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 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 Obligations 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 the registered and beneficial owners of Obligations may seek a writ of mandamus to compel the City to comply with its agreement.

The City may amend its continuing disclosure agreements 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 Obligations 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 registered and beneficial owners of a majority in aggregate principal amount of the outstanding Obligations 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 Obligations. The City may also amend or repeal the provisions of its continuing disclosure agreements 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 Obligations in the primary offering of the Obligations. If the City so amends the continuing disclosure agreements, 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.

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OTHER INFORMATION

RATINGS

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

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 OBLIGATIONS FOR SALE

The sale of the Obligations 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 Obligations have not been qualified under the Securities Act of Texas in reliance upon various exemptions contained therein; nor have the Obligations been qualified under the securities acts of any other jurisdiction. The City assumes no responsibility for qualification of the Obligations under the securities laws of any jurisdiction in which the Obligations may be sold, assigned, pledged, hypothecated or otherwise transferred. This disclaimer of responsibility for qualification for sale or other disposition of the Obligations 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 (V.T.C.A., Chapter 1201, Government Code, as amended) provides that the Obligations are negotiable instruments, investment securities governed by V.T.C.A., 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 Obligations by municipalities or other political subdivisions or public agencies of the State, the Public Funds Investment Act, V.T.C.A., Government Code, Chapter 2256, as amended, requires that the Obligations be assigned a rating of not less than "A" or its equivalent as to investment quality by a national rating agency. See "OTHER INFORMATION – Ratings" herein. In addition, various provisions of the Texas Finance Code provide that, subject to a prudent investor standard, the Obligations are legal investments for state banks, savings banks, trust companies with capital of one million dollars or more, and savings and loan associations. The Obligations 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 Obligations are legal investments for various institutions in those states. No representation is made that the Obligations 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 Obligations for any of the foregoing purposes or limit the authority of such institutions or entities to purchase or invest in the Obligations for such purposes.

LEGAL OPINIONS

The City will furnish to the Underwriters complete transcripts of proceedings had incident to the authorization and issuance of the Bonds and the Certificates, including the unqualified approving legal opinions of the Attorney General of Texas approving the Initial Bond and the Initial Certificate, respectively, to the effect that the Obligations are valid and legally binding obligations of the City, and based upon examination of such transcripts of proceedings, the approving legal opinions of Bond Counsel, to like effect and to the effect that the interest on the respective Obligations 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, including the alternative minimum tax on corporations. Bond Counsel was not requested to participate, and did not take part, in the preparation of 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 "PLAN OF FINANCING – Refunded Obligations", "THE OBLIGATIONS" (except for the information under the subcaptions "Book-Entry-Only System," "Obligationholders' Remedies" and the last sentence under "Tax Rate Limitations"), "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 Obligations for Sale," "Legal Investments and Eligibility to Secure Public Funds in Texas" and "Legal Opinions" (except for the last sentence of the first paragraph thereof) under the caption "OTHER INFORMATION" in the Official Statement and such firm is of the opinion that the information relating to the Obligations 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 Obligations, such information conforms to the provisions of the respective Ordinances. The legal fee to be paid Bond Counsel for services rendered in connection with the issuance of the Obligations is contingent on the sale and delivery of the Obligations. The respective legal opinions will accompany the Obligations deposited with DTC or will be printed on the Obligations in the event of the discontinuance of the Book-Entry-Only System. Certain matters relating to the Obligations will be passed upon for the Underwriters by Andrews Kurth Kenyon LLP, Austin, Texas, Counsel to the Underwriters, whose fee is contingent upon the sale and delivery of the Obligations.

The legal opinions to be delivered concurrently with the delivery of the Obligations 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.

VERIFICATION OF ARITHMETICAL AND MATHEMATICAL COMPUTATIONS

The arithmetical accuracy of certain computations included in Schedule I provided by FirstSouthwest on behalf of the City relating to (a) computation of forecasted receipts of principal and interest on the Federal Securities and the forecasted payments of principal and interest to redeem the Refunded Obligations and (b) computation of the yields of the Obligations and the restricted Federal Securities will be verified by Grant Thornton LLP, certified public accountants. Such computations will be based solely on assumptions and information supplied by FirstSouthwest on behalf of the City. Grant Thornton LLP will restrict its procedures to verifying the arithmetical accuracy of certain computations and will not make any study or evaluation of the assumptions and information on which the computations will be based and, accordingly, will not express an opinion on the data used, the reasonableness of the assumptions, or the achievability of the forecasted outcome.

The report will be relied upon by Bond Counsel in rendering its opinion with respect to the tax-exemption of interest on the Obligations and with respect to the defeasance of the Refunded Obligations in Schedule I.

FINANCIAL ADVISOR

FirstSouthwest is employed as Financial Advisor to the City in connection with the issuance of the Obligations. The Financial Advisor's fee for services rendered with respect to the sale of the Obligations is contingent upon the issuance and delivery of the Obligations. FirstSouthwest, 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 Obligations, 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.

UNDERWRITING FOR THE OBLIGATIONS

The Underwriters have agreed, subject to certain conditions, to purchase the Bonds from the City, at a price equal to the initial offering price to the public, as shown on page 2 herein, less an underwriting discount of $192,331.79. The Underwriters will be obligated to purchase all of the Bonds if any Bonds are purchased. The Bonds to be offered to the public may be offered and sold to certain dealers (including the Underwriters and other dealers depositing Bonds into investment trusts) at prices lower than the public offering prices of such Bonds and such public offering prices may be changed, from time to time, by the Underwriters.

The Underwriters have agreed, subject to certain conditions, to purchase the Certificates from the City, at a price equal to the initial offering price to the public, as shown on page 4 herein, less an underwriting discount of $194,783.32. The Underwriters will be obligated to purchase all of the Certificates if any Certificates are purchased. The Certificates to be offered to the public may be offered and sold to certain dealers (including the Underwriters and other dealers depositing Certificates into investment trusts) at prices lower than the public offering prices of such Certificates and such public offering prices may be changed, from time to time, by the Underwriters.

One of the Underwriter is BOK Financial Securities, Inc., which is not a bank, and the Obligations are not deposits of any bank and are not insured by the Federal Deposit Insurance Corporation.

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.

MISCELLANEOUS

The financial data and other information contained herein have been obtained from the City's 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 resolutions contained in this Official Statement are made subject to all of the provisions of such statutes, documents and resolutions. 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.

Each of the Ordinances authorized the issuance of the Obligations and approved the form and content of this Official Statement, and any addenda, supplement or amendment thereto, and authorizes its further use in the reoffering of the Obligations by the Underwriters.

Ron Jensen
Mayor
City of Grand Prairie, Texas

ATTEST:

Cathy Dimaggio
City Secretary
City of Grand Prairie, Texas

SCHEDULE I

SCHEDULE OF REFUNDED OBLIGATIONS

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SCHEDULE I

SCHEDULE OF REFUNDED OBLIGATIONS

Combination Tax and Revenue Certificates of Obligation, Series 2007

Original Dated Date	Original Maturity Date	Interest Rates	Amount Refunded	Date and Price of Redemption
10/1/2007	2/15/2018	4.000%	$ 325,000	2/15/17 @ Par
	2/15/2019	4.125%	340,000	2/15/17 @ Par
	2/15/2020	4.200%	350,000	2/15/17 @ Par
	2/15/2021	4.250%	365,000	2/15/17 @ Par
	2/15/2022	4.300%	385,000	2/15/17 @ Par
	2/15/2023	4.375%	400,000	2/15/17 @ Par
	2/15/2024	4.400%	420,000	2/15/17 @ Par
	2/15/2025	4.500%	435,000	2/15/17 @ Par
	2/15/2026	4.500%	460,000	2/15/17 @ Par
	2/15/2027	4.500%	480,000	2/15/17 @ Par
			$ 3,960,000	

General Obligation Refunding and Improvement Bonds, Series 2007

Original Dated Date	Original Maturity Date	Interest Rates	Amount Refunded	Date and Price of Redemption
11/1/2007	2/15/2018	4.000%	$ 2,910,000	2/15/17 @ Par
	2/15/2019	4.125%	3,030,000	2/15/17 @ Par
	2/15/2020	4.200%	1,850,000	2/15/17 @ Par
	2/15/2021	4.250%	1,595,000	2/15/17 @ Par
	2/15/2022	4.300%	920,000	2/15/17 @ Par
	2/15/2023	4.375%	960,000	2/15/17 @ Par
	2/15/2024	4.400%	1,000,000	2/15/17 @ Par
	2/15/2025	4.500%	1,050,000	2/15/17 @ Par
	2/15/2026	4.500%	1,095,000	2/15/17 @ Par
	2/15/2027	4.500%	1,145,000	2/15/17 @ Par
			$15,555,000	

Combination Tax and Revenue Certificates of Obligation, Series 2008A

Original Dated Date	Original Maturity Date	Interest Rates	Amount Refunded	Date and Price of Redemption
11/12008	2/15/2019	5.000%	$ 1,745,000	2/15/18 @ Par
	2/15/2020	5.000%	1,650,000	2/15/18 @ Par
	2/15/2021	5.100%	1,735,000	2/15/18 @ Par
	2/15/2022	5.200%	640,000	2/15/18 @ Par
	2/15/2023	5.250%	680,000	2/15/18 @ Par
	2/15/2024	5.300%	715,000	2/15/18 @ Par
	2/15/2025	5.375%	755,000	2/15/18 @ Par
	2/15/2026	5.375%	795,000	2/15/18 @ Par
	2/15/2027	5.375%	840,000	2/15/18 @ Par
	2/15/2028	5.400%	890,000	2/15/18 @ Par
	2/15/2029	5.500%	940,000	2/15/18 @ Par
			$11,385,000	

General Obligation Bonds, Series 2008

Original Dated Date	Original Maturity Date	Interest Rates	Amount Refunded	Date and Price of Redemption
11/1/2008	2/15/2019	5.000%	$ 415,000	2/15/18 @ Par
	2/15/2020	5.000%	440,000	2/15/18 @ Par
	2/15/2021	5.100%	460,000	2/15/18 @ Par
	2/15/2022	5.200%	485,000	2/15/18 @ Par
	2/15/2023	5.250%	510,000	2/15/18 @ Par
	2/15/2024	5.300%	540,000	2/15/18 @ Par
	2/15/2025	5.375%	565,000	2/15/18 @ Par
	2/15/2026	5.375%	600,000	2/15/18 @ Par
	2/15/2027	5.375%	630,000	2/15/18 @ Par
	2/15/2028	5.400%	665,000	2/15/18 @ Par
	2/15/2029	5.500%	700,000	2/15/18 @ Par
			$ 6,010,000	

Combination Tax and Revenue Certificates of Obligation, Series 2010

Original Dated Date	Original Maturity Date	Interest Rates	Amount Refunded	Date and Price of Redemption
2/1/2010	2/15/2020	4.000%	$ 25,000 (1)	2/15/19 @ Par
	2/15/2021	4.000%	30,000 (1)	2/15/19 @ Par
	2/15/2022	4.000%	30,000 (1)	2/15/19 @ Par
	2/15/2023	4.000%	30,000 (1)	2/15/19 @ Par
	2/15/2024	4.000%	30,000 (1)	2/15/19 @ Par
	2/15/2025	4.000%	35,000 (1)	2/15/19 @ Par
	2/15/2026	4.250%	40,000 (2)	2/15/19 @ Par
	2/15/2027	4.250%	40,000 (2)	2/15/19 @ Par
	2/15/2028	4.250%	40,000 (2)	2/15/19 @ Par
	2/15/2029	4.250%	40,000 (2)	2/15/19 @ Par
	2/15/2030	4.250%	40,000 (2)	2/15/19 @ Par
			$ 380,000	

(1) Represents a scheduled mandatory sinking fund redemption of a term bond with a final maturity of February 15, 2025.
(2) Represents a scheduled mandatory sinking fund redemption of a term bond with a final maturity of February 15, 2030.

General Obligation Bonds, Series 2010

Original Dated Date	Original Maturity Date	Interest Rates	Amount Refunded	Date and Price of Redemption
2/1/2010	2/15/2020	3.500%	$ 260,000	2/15/19 @ Par
	2/15/2021	3.500%	270,000	2/15/19 @ Par
	2/15/2022	3.600%	275,000	2/15/19 @ Par
	2/15/2023	3.700%	290,000	2/15/19 @ Par
	2/15/2024	3.800%	300,000	2/15/19 @ Par
	2/15/2025	4.000%	310,000	2/15/19 @ Par
	2/15/2026	4.000%	325,000	2/15/19 @ Par
	2/15/2027	4.100%	335,000	2/15/19 @ Par
	2/15/2028	4.150%	350,000	2/15/19 @ Par
	2/15/2029	4.200%	365,000	2/15/19 @ Par
	2/15/2030	4.250%	380,000	2/15/19 @ Par
			$ 3,460,000	

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APPENDIX A

GENERAL INFORMATION REGARDING THE CITY

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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 community, with an estimated population of 181,230 for 2015, stretches 28 miles long by about eight miles at its widest point. The City covers about 80 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.

- SH 161: a four and six-lane north-south tollway to run 10.5 miles through Grand Prairie from the northern City limits to I-20. The frontage of the highway is under construction.

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, the 3rd largest airport in the world in terms of operations (8th in terms of passengers), lies about five miles north of the City's northern border. It serves 57 million passengers and provides nonstop service to 191 domestic and international destinations (www.dfwairport.com).

POPULATION

The estimated population for 2016 is 184,620. From the 1990 Census to the 2010 Census, the City's population increased 38 percent.

DEMOGRAPHICS

2010 Census estimates of the City Non-Hispanic population breakdown were 29.1 percent white, 19.6 percent black, 6.5 percent Asian and Pacific Islander, 0.4 percent American Indian, 1.7 percent other; Hispanic of any race comprises 42.7% of the population.

Age distribution estimates of residents, according to the 2010 Census, are 64.7 percent ages 21 and older, 6.9 percent older than 65, and 30.9 percent younger than 18.

The 2010 median household income was estimated to be $51,368 (*American Community Survey Census*).

INDUSTRIAL BASE

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

INDUSTRY PROFILE, 2015

Industry	Percent of Total gross sales
Manufacturing	27.8%
Wholesale Trade	25.3%
Retail	22.1%
Accommodation, Food Services	8.5%
Construction	7.9%
Other Services (Ex Public Administration)	2.0%
Administrative, Support, Waste Mgmt, Remediation Svcs	1.5%
Real Estate, Rental, Leasing	1.3%
Professional, Scientific, Tech Svcs	1.1%
Health Care, Social Assistance	0.8%
Arts, Entertainment, Recreation	0.7%
Transportation, Warehousing	0.5%
Information	0.2%
Educational Services	0.2%
Finance, Insurance	0.1%
Ag, forestry, fishing	0.0%
Mining	0.0%
Utilities	0.0%
Management of Companies, Enterprises	0.0%

Source: Texas Comptroller.

LABOR FORCE

Year	Civilian Labor Force	Employment	Unemployment	Unemployment Rate
2011	88,814	81,889	6,925	7.8%
2012	89,847	83,690	6,157	6.9%
2013	91,404	85,605	5,799	6.3%
2014	94,636	89,701	4,935	5.2%
2015	94,169	90,307	3,862	4.1%
2016 (1)	98,139	94,198	3,941	4.0%

Source: Texas Employment Commission.
(1) Data as of September 2016.

EMPLOYERS

Company	Product-Service	Estimated Employees
Grand Prairie ISD	Administration of Education Programs	3,650
Lockheed Martin Missiles and Fire Control	Research & Development in the Physical, Engineering & Sciences	2,500
Poly-America Inc	Unsupported Plastics Packaging Firm and Sheet Manufacturing	2,000
City of Grand Prairie	Public Administration	1,250
Bell Helicopter-Textron	Aircraft Manufacturing	1,150
Lone Star Park at Grand Prairie	Racetracks	950
Triumph Aero Structures - Vought	Aircraft Engine and Engine Parts Manufacturing	950
Hanson Pipe & Products	Concrete Pipe Manufacturing	950
Airbus Helicopters	Aircraft Manufacturing	850
Republic National Distributing	Wine and Distilled Beverage Wholesaler	700
Wal-Mart	Warehouse, Clubs and Superstores	600
Siemens Energy & Automation	Switchgear and Switchboard Apparatus Manufacturing	500
Pitney Bowes Presort Services	Business Support Services	450
Arnold Transportation	General Freight Trucking	450

RECREATION

Recreational facilities include the 7,500-acre Joe Pool Lake, championship-level Tangle Ridge Golf Club, Lone Star Park at Grand Prairie and more than 52 public parks on 4,900 acres.

Parks and Recreation facilities include an extreme skate park, two multipurpose recreation centers, an active adult center, a senior center, indoor pool, three outdoor pools, five softball and baseball complexes, two golf courses, 32 tennis courts, a soccer complex, a central park and the recently acquired lake parks on Joe Pool Lake.

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.

- One of three Class 1 horse-racing tracks in Texas, Lone Star Park at Grand Prairie opened for live races in April 1997. The track's simulcast pavilion opened in mid-1996.

- Professional Sports: 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, the FC Dallas of Major League Soccer and the Grand Prairie Air Hogs of the American Associate of Independent Baseball. All have home games within 5-25 minutes of the City.

- NCAA-event schools: Southern Methodist University and Texas Christian University in Dallas and Fort Worth.

Cedar Hill State Park, just east of south 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 139,860 in 2010 (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 140,000 students in 2010 (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 24 elementary schools, seven 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.

APPENDIX B

EXCERPTS FROM THE

CITY OF GRAND PRAIRIE, TEXAS

ANNUAL FINANCIAL REPORT

For the Year Ended September 30, 2015

The information contained in this Appendix consists of excerpts from the City of Grand Prairie, Texas Annual Financial Report for the Year Ended September 30, 2015, 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.

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INDEPENDENT AUDITOR'S REPORT

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

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, 2015, and the related notes to the 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

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 of Grand Prairie, Texas as of September 30, 2015, 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.

Emphasis of Matter

As discussed in Note O to the financial statements, in 2015 the City adopted new accounting guidance, GASB Statement No. 68, “Accounting and Financial Reporting for Pensions—an Amendment of GASB Statement No. 27” and GASB Statement No. 71, “Pension Transition for Contributions Made Subsequent to the Measurement Date.” Additionally, the City reclassified certain activities from one governmental fund to another to more closely align activity with the activity of the fund. Our opinion is not modified with respect to these matters.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management’s discussion and analysis on pages 21-30, budget to actual schedules for the General Fund and Section 8 Fund on pages 106 and 107 respectively, Schedule of Postemployment Healthcare Benefits Funding Progress on page 108, Schedule of Contributions-Texas Municipal Retirement System on page 109, and Schedule of Changes in Net Pension Liability and Related Ratios- Texas Municipal Retirement System on page 110 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 financial statements and schedules are the responsibility of management and were derived from and relate 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 financial statements and schedules, capital assets used in the operation of governmental funds schedules, and supplemental 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.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated March 15, 2016, 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 LLP

WEAVER AND TIDWELL, L.L.P.

Dallas, Texas
March 15, 2016

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MANAGEMENT’S DISCUSSION & ANALYSIS

Grand Prairie
TEXAS
Dream Big Play Hard

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CITY OF GRAND PRAIRIE, TEXAS

MANAGEMENT'S DISCUSSION & ANALYSIS

FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2015

(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, 2015. 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 and introductory section of the City's financial statement and 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, 2015 by $625,425,717 (net position).
- The City's total net position increased $8,836,441, for the fiscal year ended September 30, 2015, primarily due to increased water and wastewater sales, and a decrease in interest expense on debt.
- At September 30, 2015, the City's governmental funds reported combined ending fund balances of $152,379,825. The $26,212,186 unassigned fund balance in the General Fund represents 25.4% of total General Fund expenditures and transfers.
- The City's total long-term liabilities of $380,598,143 increased by $38,014,596 (11.1%) during the current fiscal year. In fiscal year 2015, the City issued certificates of obligation in the amount of $26,125,000. See Table 5 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.

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 the Lone Star Park at Grand Prairie horse track facility.

The Crime Control and Prevention District 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.

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.

The City reports thirty 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 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.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

Total assets of the City at September 30, 2015 were $1,034,322,692, deferred outflows of resources were $14,855,302, total liabilities were $422,075,597, and deferred inflows of resources were $1,951,111 resulting in a net position balance of $625,425,717.

The largest portion of the City's net position, $484,325,989 (77.44%), reflects its investment in capital assets (land and improvements, buildings, 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	
	09/30/2014	09/30/2015	09/30/2014	09/30/2015	09/30/2014	09/30/2015
Cash and investments	$ 167,410,029	$ 175,488,544	$ 84,161,738	$ 81,917,758	$ 251,571,767	$ 257,406,302
Other assets	17,874,015	16,893,963	7,933,355	17,880,902	25,807,370	34,774,865
Capital assets, net	555,054,138	541,648,138	205,155,984	200,767,818	760,210,122	742,415,956
Total assets	740,338,182	734,030,645	297,251,077	300,566,478	1,037,589,259	1,034,597,123
Deferred outflows of resources	1,178,270	13,353,371	134,029	1,501,931	1,312,299	14,855,302
Current liabilities	29,447,798	30,439,455	8,711,184	11,037,999	38,158,982	41,477,454
Long-term bonded debt	246,871,707	240,541,533	64,749,524	58,166,319	311,621,231	298,707,852
Other noncurrent liabilities	24,179,834	69,689,941	6,782,482	12,200,350	30,962,316	81,890,291
Total liabilities	300,499,339	340,670,929	80,243,190	81,404,668	380,742,529	422,075,597
Deferred inflows of resources	-	1,753,433	-	197,678	-	1,951,111
Net position:						
Net investment in capital assets	319,412,513	333,061,190	143,297,680	151,264,799	462,710,193	484,325,989
Restricted	108,444,110	53,392,543	5,444,619	8,904,795	113,888,729	62,297,338
Unrestricted	13,160,490	18,505,921	68,399,617	60,296,469	81,560,107	78,802,390
Total net position	$ 441,017,113	$ 404,959,654	$ 217,141,916	$ 220,466,063	$ 658,159,029	$ 625,425,717

A portion of the City's net position totaling $62,297,338, or 9.96%, represents resources that are subject to external restrictions on how they may be used. The remaining balance of unrestricted net position $78,802,390 may be used to meet the government's ongoing obligations to citizen's and creditors.

The City's net position increased by $8,836,441 from the prior fiscal year primarily due to improved water wastewater operations resulting in increased revenues and lower interest expense for debt. In addition, the City made a one-time payment to the City of Cedar Hill in 2014.

The fiscal year 2015 compared to fiscal 2014 changes in the City's net position were as follows:

Table 2
Changes in Net Position

	Governmental Activities		Business-Type Activities		Total Primary Government	
	09/30/2014	09/30/2015	09/30/2014	09/30/2015	09/30/2014	09/30/2015
Revenues:						
Program revenues:						
Charges for services	$ 37,100,503	$ 34,849,122	$ 81,242,152	$ 84,487,779	$ 118,342,655	$ 119,336,901
Operating grants and contributions	34,980,362	33,329,097	42,697	43,714	35,023,059	33,372,811
Capital grants and contributions	4,020,110	1,232,805	4,402,822	4,082,082	8,422,932	5,314,887
General revenues:						
Property tax	77,334,662	73,070,467	-	-	77,334,662	73,070,467
Sales tax	50,846,972	53,494,773	-	-	50,846,972	53,494,773
Other tax	1,550,172	1,713,865	-	-	1,550,172	1,713,865
Franchise fees	13,315,452	14,089,158	-	-	13,315,452	14,089,158
Investment income	652,067	1,609,156	1,021	1,750	653,088	1,610,906
Total revenues	219,800,300	213,388,443	85,688,692	88,615,325	305,488,992	302,003,768
Expenses:						
Support services	20,400,867	22,102,591	-	-	20,400,867	22,102,591
Public safety services	80,333,290	80,359,190	-	-	80,333,290	80,359,190
Recreation and leisure services	25,255,982	26,746,861	-	-	25,255,982	26,746,861
Development services	75,473,059	77,263,159	-	-	75,473,059	77,263,159
Interest on long-term debt	7,922,519	8,019,147	-	-	7,922,519	8,019,147
Water and wastewater	-	-	58,454,761	61,381,944	58,454,761	61,381,944
Municipal airport	-	-	3,484,297	2,226,108	3,484,297	2,226,108
Municipal golf course	-	-	3,314,435	3,230,377	3,314,435	3,230,377
Storm water	-	-	1,635,198	1,694,556	1,635,198	1,694,556
Solid waste	-	-	9,712,711	10,143,394	9,712,711	10,143,394
Total expenses	209,385,717	214,490,948	76,601,402	78,676,379	285,987,119	293,167,327
Increase (decrease) in net position before special items and transfers	10,414,583	(1,102,505)	9,087,290	9,938,946	19,501,873	8,836,441
Special items	-	-	(3,013,446)	-	(3,013,446)	-
Transfers	4,267,277	2,428,935	(4,267,277)	(2,428,935)	-	-
Capital asset reassignments	19,096	(25,800)	(19,096)	25,800	-	-
Change in net position	14,700,956	1,300,630	1,787,471	7,535,811	16,488,427	8,836,441
Net position - beginning of year (restated - See Note P)	426,316,157	403,659,024	215,354,445	212,930,252	641,670,602	616,589,276
Net position - end of year	$ 441,017,113	$ 404,959,654	$ 217,141,916	$ 220,466,063	$ 658,159,029	$ 625,425,717

Governmental activities - Governmental activities decreased the City's net position by $36,057,459 in comparison with beginning net position, primarily due to implementation of GASB 68 as required by generally accepted accounting principles. Net position of governmental operations accounts for 64.75% of total net position.

Business-type activities - Business-type activities increased the City's net position by $7,535,811 in comparison with beginning net position. Total revenue for the business-type activities increased from the previous year by $2,926,633 due to sound fiscal management and increased user rates. This increase provided for a healthy, positive change in net position before transfers. Net position for business-type activities represents 35.25% of total primary government net position.

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 2015, the City's governmental funds (excluding internal service funds) reported combined ending fund balances of $152,379,825, an increase of $7,216,886 in comparison with the prior year. The unassigned fund balance portion is 15.1% 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 ($36,593); amounts restricted by statutes, bond covenants or granting agencies ($85,084,781) either for debt service payments, grant-related use, special taxing districts, or for capital projects. In addition, committed funds ($43,461,952) require formal action by City Council. Finally, funds may be assigned ($862,870) 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, $266,913,273 and $259,696,387, respectively, for fiscal year 2015.

Figure 1
Revenue Sources
Governmental Funds

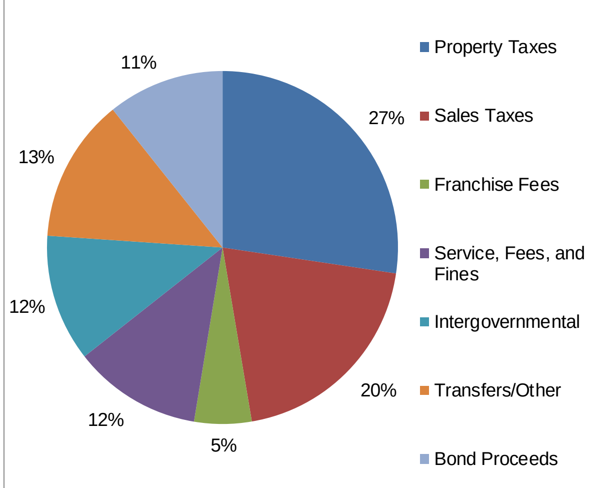
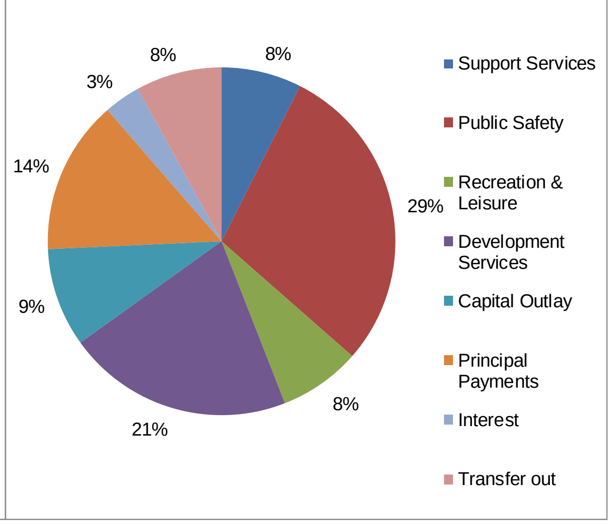


Figure 2
Expenditures
Governmental Funds



The General Fund is the chief operating fund of the City. At fiscal year-end, unassigned fund balance of the General Fund was $26,212,186, while total fund balance was $27,748,646. 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 25.4% of total general fund operating expenditures, while total fund balance represents 26.9% of that same amount. General Fund's fund balance increased in the amount of $2,996,227 from the prior fiscal year.

Fund balances of several other governmental funds changed significantly. Fund balance of the Debt Service Fund increased by $252,323 primarily due to an increase in property tax revenue. Total fund balance for nonmajor governmental funds increased by $5,142,880. This increase to fund balance is comprised of $11,230,971 decrease in special revenue funds and $16,373,851 increase in capital project funds.

Special revenue funds with the most significant changes to fund balance were the Senior Center (Summit) Sales Tax Fund and Tax Increment Financing Districts (TIF) Funds. The bond debt related to the Summit was paid off this fiscal year due to the sales tax revenue source being redirected by citizen vote to the Epic project beginning in fiscal year 2016. One of the City's three TIFs was closed in fiscal year 2015 with fund balance for this TIF being eliminated by paying back unspent contributions to other governmental entities.

The City issued $26,125,000 in certificates of obligation of which $20,900,036 was allocated to nonmajor capital project funds. Increased capital spending related to the bond issue accounts for the remaining $4,526,185 of the fund balance change.

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 $218,808,536 and $10,075,283, respectively, at September 30, 2015. The enterprise funds' net investment in capital assets represented 69.2% of total enterprise fund's net position. The internal service funds' net investment in capital assets represented 9.5% of total internal service funds' net position. The enterprise funds' unrestricted net position was 26.8% of their total net position, and internal service funds' unrestricted net position was 90.5% of their total funds' net position. The City's enterprise funds reported income before contributions and transfers of $5,791,686 while the internal service funds reported income of $847,764. 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 $110,149,514 and expenses of $101,552,299 (excluding non-operating revenues and expenses, and contributions and transfers) by activity.

Figure 3
Revenues by Activity
Proprietary Funds

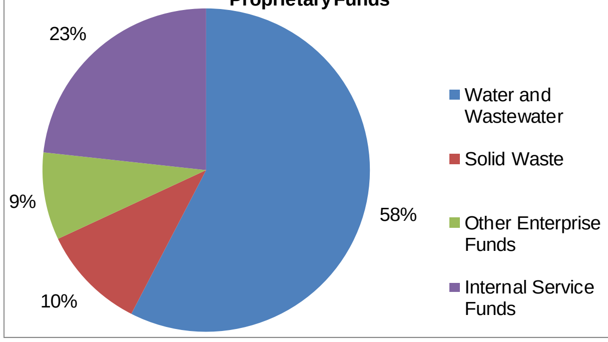
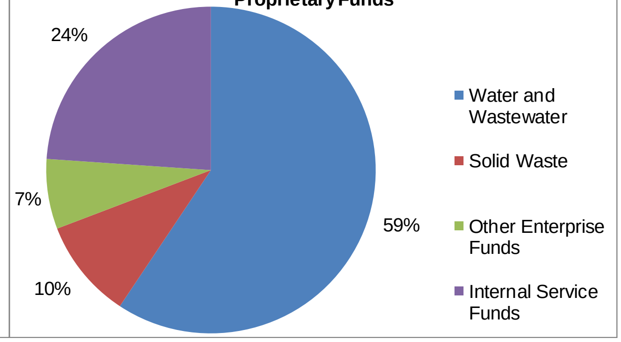


Figure 4
Expenses by Activity
Proprietary Funds



General Fund Budgetary Highlights

Actual General Fund revenues were $4,556,339 or 4% higher than final budgeted revenues for fiscal year 2015. Property taxes, sales taxes, hotel/motel taxes, and franchise fees were 80% of General Fund budgeted revenues. Actual General Fund expenditures were $3,270,654 or 3% lower than final budgeted expenditures for fiscal year 2015. Budgeted excess of revenues over expenditures before other financing sources and uses was $3,286,946 compared to actual or $11,113,939 resulting in a net positive budget variance of $7,826,993. 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 $7,145,430.

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 $742,415,956. This investment includes land, buildings, improvements other than buildings (includes infrastructure), machinery and equipment, and construction in progress. The City's capital assets decreased from prior year by $17,794,166.

Major capital asset events occurring during the fiscal year included the following:

- Broke ground on extension of SH 360 from Camp Wisdom to SH 287
- Began construction on Fire Station #10 at South Grand Peninsula and Balboa
- Completed construction of a new Fire Station #1
- Completed a major renovation of the Dalworth Recreation Center
- Opened the Lodge and Loyd Cabin at Loyd Park
- Continued façade improvements and redevelopment on Main Street
- Broke ground on The Epic life center, water park, and all-access playground.

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	
	09/30/2014	09/30/2015	09/30/2014	09/30/2015	09/30/2014	09/30/2015
Land	$ 39,870,355	$ 44,780,245	$ 4,171,796	$ 4,197,596	$ 44,042,151	$ 48,977,841
Construction in progress	67,419,236	45,232,534	21,546,699	20,658,300	88,965,935	65,890,834
Depreciable capital assets	819,480,721	856,446,163	375,635,852	386,592,409	1,195,116,573	1,243,038,572
Accumulated depreciation	(371,716,174)	(404,810,804)	(196,198,363)	(210,680,487)	(567,914,537)	(615,491,291)
Total capital assets, net	$ 555,054,138	$ 541,648,138	$ 205,155,984	$ 200,767,818	$ 760,210,122	$ 742,415,956

*See note 2.D for more detailed information on the City's capital assets.

Long-term debt - At September 30, 2015, the City had the following long-term liabilities:

Table 4
Long-Term Debt

	Governmental Activities		Business-Type Activities		Total Primary Government	
	09/30/2014	09/30/2015	09/30/2014	09/30/2015	09/30/2014	09/30/2015
Bonded debt	$246,871,707	$240,541,533	$ 64,749,524	$ 58,166,319	$311,621,231	$298,707,852
Compensated absences	14,504,712	15,246,671	426,238	414,156	14,930,950	15,660,827
Other post employment benefits	4,691,875	4,960,922	-	-	4,691,875	4,960,922
Net pension liability	-	45,568,993	-	5,137,343	-	50,706,336
Pollution liability	40,000	130,884	-	-	40,000	130,884
Closure and post closure liability	-	-	6,356,244	6,648,851	6,356,244	6,648,851
Other liabilities	4,943,247	3,782,471	-	-	4,943,247	3,782,471
Total long-term debt	$271,051,541	$310,231,474	$ 71,532,006	$ 70,366,669	$342,583,547	$380,598,143
Long-term debt to net position percentage	61%	77%	33%	32%	52%	61%

Of the total bonded debt, $240,541,533, or 81%, is backed by the full faith and credit of the government with a property tax pledge.

During this fiscal year, the City issued $26,125,000 in new bonded debt, and retired principal on bond debt totaling $40,350,001. In addition, the City's interest expense for its bonded debt was $10,711,071.

Additional information is detailed in the Notes to Basic Financial Statements, pages 71 - 82.

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	AA	AA-
Water and wastewater revenue bonds	AAA	AAA

Economic Factors and Next Year's Budget and Rates

The City's elected and appointed officials considered many factors when setting the fiscal year 2016 budget, tax rates, and fees that will be charged for business-type activities. One of the biggest factors continued to be the national economy. Building and development growth rates indicate healthy activities in the residential sector and commercial type permitting continues to increase. Although the City is largely built out and mature, there are still several areas available, mainly in higher end, residential areas along Joe Pool Lake. The City population as of March 2015 was 182,610 which is a 0.76% increase over prior year. Grand Prairie's population continues to increase annually with even more growth expected as a result of continued development and mobility through the City. New and improved roadways among I20, I30, and SH161 continue to make additional demands on the City for increased services.

The following indicators were taken into account when adopting the budget for fiscal year 2016:

- An increase over prior year of 5.09% in assessed values resulting in more property tax revenues. This revenue was reflected in the budgeted revenues with an increase of $2,500,000, or 5.09%, in the General Fund and $974,000, or 5.09%, in the General Obligation Debt Service Fund as compared to the prior fiscal year budget. The City maintained the same property tax rate of 0.669998 per $100 valuation for fiscal year 2016.
- A 1.92% increase in budgeted sales tax collections as compared to prior fiscal year collections. There was no change in the City's sales tax rate.
- The City's very strong financial position, favorable bond ratings, and continued low interest rates.

The city expects a steady increase in other general revenues of governmental activities overall, due to continued population growth and further developments.

The City's total approved operating appropriations and reserves for fiscal year 2016 was $279,101,560, an increase of $4,331,191, or 1.6%, as compared to prior fiscal year projected expenditures. The General Fund approved appropriations for fiscal year 2016 is $118,881,296, an increase of $4,619,045, or 4%, from prior year. Much of the change in total budgeted operating appropriations includes increases of:

- $3,270,223 in the Water/Wastewater Fund
- $984,408 in the Solid Waste Fund
- $2,357,457 in the Epic Operating Fund, a new fund added this year
- $2,185,037 in the Crime Tax Fund
- $394,859 in the Lake Parks Fund

The City's total approved capital projects for fiscal year 2016 includes $131,851,271 in appropriation requests of which $102,845,000 will be funded with new certificates of obligations and sales tax revenue bonds. The fiscal year 2016 planned capital projects include:

- $20,737,808 in street and signal projects
- $7,740,795 in municipal facilities and infrastructure projects
- $7,379,000 in water and wastewater requests
- $3,761,820 in fire equipment and infrastructure
- $83,359,375 in park projects
- $2,518,842 in library projects
- $2,425,000 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.

BASIC FINANCIAL STATEMENTS

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CITY OF GRAND PRAIRIE, TEXAS
STATEMENT OF NET POSITION
SEPTEMBER 30, 2015

	Primary Government			Grand Prairie Sports Facilities Development	Grand Prairie Housing Finance Corporation
	Governmental Activities	Business-Type Activities	Total		
ASSETS					
Cash and cash equivalents	$ 64,521,908	$ 25,749,037	$ 90,270,945	$ 6,347,073	$ 542,669
Investments	14,107,596	43,234,101	57,341,697	7,012,259	148,249
Receivables, net	16,744,554	6,575,458	23,320,012	568,819	-
Due from other governments	1,261,466	9,149,680	10,411,146	-	-
Inventories and supplies	156,049	498,237	654,286	-	-
Prepaids	389,421	-	389,421	-	21,129
Restricted assets:					
Cash and cash equivalents	27,667,943	2,228,482	29,896,425	-	1,364,072
Investments	69,191,097	10,706,138	79,897,235	-	-
Internal balances	(1,657,527)	1,657,527	-	-	-
Lease payments receivable	-	-	-	13,069,474	-
Estimated unguaranteed residual value	-	-	-	42,377,228	-
Capital assets:					
Nondepreciable	90,012,779	24,855,896	114,868,675	-	1,612,851
Depreciable, net	451,635,359	175,911,922	627,547,281	-	12,766,899
Total assets	734,030,645	300,566,478	1,034,597,123	69,374,853	16,455,869
DEFERRED OUTFLOWS OF RESOURCES					
Deferred charge on refundings	1,092,256	119,642	1,211,898	-	-
Pension contributions and investment experience	12,261,115	1,382,289	13,643,404	-	-
Total deferred outflows of resources	13,353,371	1,501,931	14,855,302	-	-
LIABILITIES					
Accounts payable	6,811,307	5,695,327	12,506,634	45,145	129,781
Retainage payable	291,061	267,211	558,272	-	-
Accrued interest	-	8,770	8,770	-	-
Accrued liabilities	9,744,098	583,171	10,327,269	-	484,425
Unearned revenue	12,534,999	453,695	12,988,694	-	38,595
Current liabilities payable from restricted assets:					
Customer deposits	45,300	3,638,256	3,683,556	-	78,864
Accrued interest	1,012,690	391,569	1,404,259	-	-
Noncurrent liabilities:					
Due within one year:					
Compensated absences	6,446,916	411,534	6,858,450	-	-
Environmental remediation obligation	130,884	-	130,884	-	-
Other liabilities	1,160,776	-	1,160,776	-	-
Current portion of long-term debt	20,600,000	4,510,000	25,110,000	-	310,083
Due in more than one year:					
Compensated absences	8,799,755	2,622	8,802,377	-	-
Other postemployment benefits	4,960,922	-	4,960,922	-	-
Net pension liability	45,568,993	5,137,343	50,706,336	-	-
Closure and postclosure liability	-	6,648,851	6,648,851	-	-
Other liabilities	2,621,695	-	2,621,695	-	-
Long-term debt	219,941,533	53,656,319	273,597,852	-	15,753,171
Total liabilities	340,670,929	81,404,668	422,075,597	45,145	16,794,919
DEFERRED INFLOWS OF RESOURCES					
Pension actuarial experience	1,753,433	197,678	1,951,111	-	-
NET POSITION					
Net investment in capital assets	333,061,190	151,539,230	484,600,420	-	(423,104)
Restricted for:					
Debt service	10,215,047	6,270,545	16,485,592	-	-
Capital projects	11,331,878	2,634,250	13,966,128	-	-
Public safety	11,700,428	-	11,700,428	-	-
Recreation and leisure	10,664,006	-	10,664,006	-	-
Development services	9,075,126	-	9,075,126	-	-
Other specific purposes	406,058	-	406,058	-	-
Facility lease	-	-	-	55,988,357	-
Unrestricted	18,505,921	60,022,038	78,527,959	13,341,351	84,054
Total net position	$ 404,959,654	$ 220,466,063	$ 625,425,717	$ 69,329,708	$ (339,050)

See accompanying notes to basic financial statements.

CITY OF GRAND PRAIRIE, TEXAS
STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED SEPTEMBER 30, 2015

		Program Revenues		
FUNCTIONS/ACTIVITY	**Expenses**	**Charges for Services**	**Operating Grants and Contributions**	**Capital Grants and Contributions**
Primary government:				
Governmental activities:				
Support services	$ 22,102,591	$ 4,809,384	$ 231,128	$ -
Public safety services	80,359,190	13,623,499	3,609,326	-
Recreation and leisure services	26,746,861	9,772,737	497,452	-
Development services and other	77,263,159	6,643,502	28,991,191	1,232,805
Interest on long-term debt	8,019,147	-	-	-
Total governmental activities	214,490,948	34,849,122	33,329,097	1,232,805
Business-type activities:				
Water and wastewater	61,381,944	63,421,631	-	2,228,449
Solid waste	10,143,394	11,470,007	-	-
Municipal airport	2,226,108	2,001,854	43,714	1,853,633
Municipal golf course	3,230,377	2,021,800	-	-
Storm water	1,694,556	5,572,487	-	-
Total business-type activities	78,676,379	84,487,779	43,714	4,082,082
Total primary government	$ 293,167,327	$ 119,336,901	$ 33,372,811	$ 5,314,887
Component units:				
Grand Prairie Sports Facilities Development	$ 5,878,863	$ 1,373,066	$ -	$ 187,248
Grand Prairie Housing Finance Corporation	5,874,257	5,801,797	-	-
Total component units	$ 11,753,120	$ 7,174,863	$ -	$ 187,248

General revenues:
Taxes
Property taxes
Sales taxes
Hotel/motel and other taxes
Franchise fees
Investment income
Transfers
Capital asset reassignments
Total general revenues and transfers

Change in net position

Net position - beginning of year (restated - See Note P)

Net position - end of year

See accompanying notes to basic financial statements.

Net (Expense) Revenue and Changes in Net Position Primary Government				
Governmental Activities	Business-Type Activities	Total	Grand Prairie Sports Facilities Development	Grand Prairie Housing Finance Corporation
$ (17,062,079)	$ -	$ (17,062,079)	$ -	$ -
(63,126,365)	-	(63,126,365)	-	-
(16,476,672)	-	(16,476,672)	-	-
(40,395,661)	-	(40,395,661)	-	-
(8,019,147)	-	(8,019,147)	-	-
(145,079,924)	-	(145,079,924)	-	-
-	4,268,136	4,268,136	-	-
-	1,326,613	1,326,613	-	-
-	1,673,093	1,673,093	-	-
-	(1,208,577)	(1,208,577)	-	-
-	3,877,931	3,877,931	-	-
-	9,937,196	9,937,196	-	-
(145,079,924)	9,937,196	(135,142,728)	-	-
			(4,318,549)	-
			-	(72,460)
			(4,318,549)	(72,460)
73,070,467	-	73,070,467	-	-
53,494,773	-	53,494,773	-	-
1,713,865	-	1,713,865	-	-
14,089,158	-	14,089,158	-	-
1,609,156	1,750	1,610,906	90,213	1,190
2,428,935	(2,428,935)	-	-	-
(25,800)	25,800	-	-	-
146,380,554	(2,401,385)	143,979,169	90,213	1,190
1,300,630	7,535,811	8,836,441	(4,228,336)	(71,270)
403,659,024	212,930,252	616,589,276	73,558,044	(267,780)
$ 404,959,654	$ 220,466,063	$ 625,425,717	$ 69,329,708	$ (339,050)

CITY OF GRAND PRAIRIE, TEXAS
BALANCE SHEET
GOVERNMENTAL FUNDS
SEPTEMBER 30, 2015

	General	Section 8	Streets CIP
ASSETS			
Cash and cash equivalents	$ 25,093,691	$ 707,106	$ 2,821,238
Investments	2,107,596	1,033,109	22,901,210
Property tax receivable, net	1,264,738	-	-
Sales tax receivable	4,727,613	-	-
Franchise fees receivable	2,667,386	-	-
Other receivables, net	1,829,347	13,904	-
Due from other governments	-	-	-
Due from other funds	-	-	-
Inventory	-	-	-
Prepaids	4,938	-	-
Total assets	$ 37,695,309	$ 1,754,119	$ 25,722,448
LIABILITIES			
Accounts payable	$ 2,968,283	$ 39,207	$ 314,713
Retainage payable	-	-	103,106
Accrued liabilities	3,997,797	57,887	-
Due to other funds	-	-	-
Customer deposits	-	-	-
Unearned revenue	847,648	-	-
Total liabilities	7,813,728	97,094	417,819
DEFERRED INFLOWS OF RESOURCES			
Unavailable revenue	2,132,935	-	-
Total deferred inflows of resources	2,132,935	-	-
FUND BALANCES			
Nonspendable	4,938	-	-
Restricted	426,948	1,657,025	23,472,247
Committed	241,704	-	1,832,382
Assigned	862,870	-	-
Unassigned	26,212,186	-	-
Total fund balances	27,748,646	1,657,025	25,304,629
Total liabilities, deferred inflows of resources and fund balances	$ 37,695,309	$ 1,754,119	$ 25,722,448

See accompanying notes to basic financial statements.

Grants	Debt Service	Epic CIP	Nonmajor Governmental Funds	Total Governmental Funds
$ 14,248,919	$ 10,742,977	$ 5,197,837	$ 30,894,531	$ 89,706,299
1,900,000	-	-	43,356,778	71,298,693
-	482,809	-	-	1,747,547
-	-	-	4,714,296	9,441,909
-	-	-	88,677	2,756,063
-	2,030	-	942,616	2,787,897
1,261,466	-	-	-	1,261,466
-	-	-	7,842,587	7,842,587
-	-	-	26,255	26,255
-	-	-	5,400	10,338
$ 17,410,385	$ 11,227,816	$ 5,197,837	$ 87,871,140	$ 186,879,054
$ 246,284	$ 79	$ 633,807	$ 2,314,380	$ 6,516,753
-	-	-	181,254	284,360
46,920	-	-	565,849	4,668,453
-	-	7,842,587	-	7,842,587
-	-	-	45,300	45,300
10,008,724	-	-	1,678,627	12,534,999
10,301,928	79	8,476,394	4,785,410	31,892,452
-	473,842	-	-	2,606,777
-	473,842	-	-	2,606,777
-	-	-	31,655	36,593
7,030,853	10,753,895	-	41,743,813	85,084,781
77,604	-	-	41,310,262	43,461,952
-	-	-	-	862,870
-	-	(3,278,557)	-	22,933,629
7,108,457	10,753,895	(3,278,557)	83,085,730	152,379,825
$ 17,410,385	$ 11,227,816	$ 5,197,837	$ 87,871,140	$ 186,879,054

CITY OF GRAND PRAIRIE, TEXAS
RECONCILIATION OF THE GOVERNMENTAL FUNDS
BALANCE SHEET TO THE STATEMENT OF NET POSITION
SEPTEMBER 30, 2015

Total fund balance - total governmental funds		$ 152,379,825
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 $961,417).		540,686,721
Certain revenues are not available to pay for current-period expenditures; therefore, these revenues are deferred in the funds.		2,606,777
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	(1,012,690)	
Unamortized loss of bond refundings	1,092,256	
Deferred pension contributions, and investment and actuarial experience (excluding internal service fund totals of $140,247).	10,367,435	10,447,001
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 $1,657,527).		8,417,756
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	(234,620,000)	
Unamortized bond premium/discount, net	(5,921,533)	
Compensated absences (excluding internal service fund totals of $44,836)	(15,201,835)	
Other post employment benefits	(4,960,922)	
Net pension liability (excluding internal service fund totals of $608,212)	(44,960,781)	
Environmental remediation obligation	(130,884)	
Other liabilities	(3,782,471)	(309,578,426)
Net position of governmental activities		$ 404,959,654

See accompanying notes to basic financial statements.

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CITY OF GRAND PRAIRIE, TEXAS
STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCE – GOVERNMENTAL FUNDS
FOR THE YEAR ENDED SEPTEMBER 30, 2015

	General	Section 8	Streets CIP
REVENUES			
Property taxes	$ 50,336,919	$ -	$ -
Sales taxes	26,407,761	-	-
Other taxes	261,108	-	-
Franchise fees	14,089,158	-	-
Charges for goods and services	5,335,832	168,233	73,791
Licenses and permits	2,813,341	277,193	-
Fines and forfeitures	7,279,318	-	-
Intergovernmental	1,119,444	25,843,689	-
General and administrative	4,145,786	-	-
Rents and royalties	65,392	-	-
Investment income	1,600,927	-	-
Contributions	181,631	-	-
Other	478,796	101,518	26
Total revenues	114,115,413	26,390,633	73,817
EXPENDITURES			
Current operations:			
Support services	16,574,203	-	-
Public safety services	70,907,083	-	-
Recreation and leisure services	1,958,463	-	-
Development services and other	12,273,830	25,856,618	1,625,078
Capital outlay	1,287,895	74,820	3,565,413
Debt service:			
Principal retirement	-	-	-
Interest and other charges	-	-	79,748
Total expenditures	103,001,474	25,931,438	5,270,239
Excess (deficiency) of revenues over (under) expenditures	11,113,939	459,195	(5,196,422)
OTHER FINANCING SOURCES (USES)			
Transfers in	158,001	17,500	2,369,520
Transfers out	(8,832,409)	(50,000)	(6,532,585)
Insurance recovery	-	-	-
Issuance of certificates of obligation	-	-	5,224,964
Premium on bonds issued	-	-	510,307
Proceeds from sale of capital assets	556,696	21,000	-
Total other financing sources (uses)	(8,117,712)	(11,500)	1,572,206
Net change in fund balances	2,996,227	447,695	(3,624,216)
Fund balances - beginning of year (restated - See Note P)	24,752,419	1,209,330	28,928,845
Fund balances - end of year	$ 27,748,646	$ 1,657,025	$ 25,304,629

See accompanying notes to basic financial statements.

Grants	Debt Service	Epic CIP	Nonmajor Governmental Funds	Total Governmental Funds
$ -	$ 19,216,331	$ -	$ 3,445,705	$ 72,998,955
-	-	-	26,926,236	53,333,997
-	-	-	1,452,757	1,713,865
-	-	-	-	14,089,158
2,198	-	-	8,707,632	14,287,686
-	-	-	172,337	3,262,871
-	-	-	2,519,106	9,798,424
4,027,891	-	-	120,880	31,111,904
-	-	-	-	4,145,786
-	-	-	3,093,427	3,158,819
5,393	242	-	2,594	1,609,156
134,148	-	-	2,377,361	2,693,140
-	-	-	392,891	973,231
4,169,630	19,216,573	-	49,210,926	213,176,992
-	-	-	2,941,855	19,516,058
1,486,134	-	-	3,684,874	76,078,091
178,467	-	-	17,808,427	19,945,357
2,656,820	-	-	12,722,674	55,135,020
1,366,449	-	3,278,557	14,525,337	24,098,471
-	10,798,435	-	24,154,000	34,952,435
-	6,346,700	-	2,578,864	9,005,312
5,687,870	17,145,135	3,278,557	78,416,031	238,730,744
(1,518,240)	2,071,438	(3,278,557)	(29,205,105)	(25,553,752)
7,152,189	165,000	-	13,603,622	23,465,832
(353,415)	(1,984,115)	-	(3,213,119)	(20,965,643)
-	-	-	988,199	988,199
-	-	-	20,900,036	26,125,000
-	-	-	2,041,247	2,551,554
-	-	-	28,000	605,696
6,798,774	(1,819,115)	-	34,347,985	32,770,638
5,280,534	252,323	(3,278,557)	5,142,880	7,216,886
1,827,923	10,501,572	-	77,942,850	145,162,939
$ 7,108,457	$ 10,753,895	$ (3,278,557)	$ 83,085,730	$ 152,379,825

CITY OF GRAND PRAIRIE, TEXAS
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED SEPTEMBER 30, 2015

Net change in fund balances - total governmental funds		$ 7,216,886
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.		24,098,471
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 $39,805).		(37,171,572)
Governmental funds do not report capital contributions.		756,858
The net effect of various transactions involving capital assets (i.e., disposals, sales, and reassignments) are not reported in the governmental funds.		(1,110,338)
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 issuance costs, 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.		
Bonds issued	(26,125,000)	
Bond principal retirement	33,952,435	
Amortization of bond premiums/discounts and loss on refundings	(1,583,275)	6,244,160
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.		
Accrued interest	(37,281)	
Compensated absences	(743,420)	
Pollution remediation obligation	(90,884)	
Postemployment benefit obligation	(269,047)	
Change in pension liability	2,266,123	
Other liabilities	1,160,776	2,286,267
Certain revenues in the statement of activities that do not provide current financial resources are not reported as revenues in the funds.		(1,694,382)
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 income of the internal service funds is reported with governmental activities net of the amount allocated to business-type activities of $66,438. This amount also includes internal service transfers of $71,254.		674,280
Change in net position of governmental activities		$ 1,300,630

See accompanying notes to basic financial statements.

CITY OF GRAND PRAIRIE, TEXAS
STATEMENT OF NET POSITION
PROPRIETARY FUNDS
SEPTEMBER 30, 2015

	Business-Type Activities - Enterprise Funds				Governmental Activities
	Water Wastewater	Solid Waste	Nonmajor Enterprise Funds	Total	Internal Service Funds
ASSETS					
Current assets:					
Cash and cash equivalents	$ 22,434,696	$ 2,512,043	$ 802,298	$ 25,749,037	$ 2,483,552
Investments	25,268,432	14,288,032	3,677,637	43,234,101	12,000,000
Accounts receivable, net	5,245,594	808,883	520,981	6,575,458	11,138
Due from other governments	9,148,718	-	962	9,149,680	-
Inventories and supplies	445,801	-	52,436	498,237	129,794
Prepaids	-	-	-	-	379,083
Restricted assets:					
Cash and cash equivalents	2,228,482	-	-	2,228,482	-
Investments	10,637,956	-	68,182	10,706,138	-
Total current assets	75,409,679	17,608,958	5,122,496	98,141,133	15,003,567
Noncurrent assets:					
Capital assets:					
Land	1,689,511	1,748,378	759,707	4,197,596	737,566
Buildings	2,361,045	1,895,727	12,718,487	16,975,259	1,477,875
Equipment	22,445,599	7,746,282	2,003,285	32,195,166	1,697,609
Infrastructure	301,857,087	10,449,173	25,115,724	337,421,984	16,672
Construction in progress	19,859,905	76,740	721,655	20,658,300	-
Less: accumulated depreciation	(180,063,796)	(9,223,760)	(21,392,931)	(210,680,487)	(2,968,305)
Total noncurrent assets	168,149,351	12,692,540	19,925,927	200,767,818	961,417
Total assets	243,559,030	30,301,498	25,048,423	298,908,951	15,964,984
DEFERRED OUTFLOWS OF RESOURCES					
Debt refundings	119,642	-	-	119,642	-
Pension contributions and investment experience	853,107	274,328	254,854	1,382,289	163,650
Total deferred outflows of resources	972,749	274,328	254,854	1,501,931	163,650
LIABILITIES					
Current liabilities:					
Accounts payable	4,564,490	933,507	197,330	5,695,327	294,554
Retainage payable	233,592	-	33,619	267,211	-
Accrued interest	-	-	8,770	8,770	-
Accrued liabilities	397,877	118,701	66,593	583,171	5,082,346
Compensated absences	275,388	55,742	80,404	411,534	44,836
Current portion of long-term debt	4,380,000	-	130,000	4,510,000	-
Unearned revenue	274,431	-	179,264	453,695	-
Current liabilities payable from restricted assets:					
Accrued interest	391,569	-	-	391,569	-
Customer deposits	3,570,074	-	68,182	3,638,256	-
Total current liabilities	14,087,421	1,107,950	764,162	15,959,533	5,421,736
Noncurrent liabilities:					
Compensated absences	-	-	2,622	2,622	-
Closure and postclosure liability	-	6,648,851	-	6,648,851	-
Net pension liability	3,170,613	1,019,554	947,176	5,137,343	608,212
Long-term debt	52,336,319	-	1,320,000	53,656,319	-
Total noncurrent liabilities	55,506,932	7,668,405	2,269,798	65,445,135	608,212
Total liabilities	69,594,353	8,776,355	3,033,960	81,404,668	6,029,948
DEFERRED INFLOWS OF RESOURCES					
Pension actuarial experience	122,001	39,231	36,446	197,678	23,403
NET POSITION					
Net investment in capital assets	120,490,405	12,692,540	18,442,308	151,625,253	961,417
Restricted for:					
Debt Service	6,270,545	-	-	6,270,545	-
Capital projects	2,634,250	-	-	2,634,250	-
Unrestricted	45,420,225	9,067,700	3,790,563	58,278,488	9,113,866
Total net position	$ 174,815,425	$ 21,760,240	$ 22,232,871	$ 218,808,536	$ 10,075,283

Reconciliation to government-wide Statement of Net Position:

Adjustments to reflect the consolidation of Internal Service Fund activities related to Enterprise Funds	1,657,527
Net position of business-type activities	$ 220,466,063

See accompanying notes to basic financial statements.

CITY OF GRAND PRAIRIE, TEXAS
STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION
PROPRIETARY FUNDS
FOR THE YEAR ENDED SEPTEMBER 30, 2015

	Business-Type Activities - Enterprise Funds				Governmental Activities
	Water Wastewater	Solid Waste	Nonmajor Enterprise Funds	Total	Internal Service Funds
OPERATING REVENUES					
Water sales	$ 35,847,333	$ -	$ -	$ 35,847,333	$ -
Wastewater services	23,500,825	-	-	23,500,825	-
Water and wastewater fees	2,106,123	-	-	2,106,123	-
Wastewater surcharges	698,342	-	-	698,342	-
Charges for services	-	-	8,610,800	8,610,800	4,487,456
Solid waste fees	-	11,436,312	-	11,436,312	-
Intergovernmental revenue	-	-	43,714	43,714	-
Insurance premiums	-	-	-	-	21,051,696
Miscellaneous	1,269,008	70,701	985,341	2,325,050	41,863
Total operating revenue	63,421,631	11,507,013	9,639,855	84,568,499	25,581,015
OPERATING EXPENSES					
Salaries and benefits	6,983,821	2,320,842	2,178,213	11,482,876	1,316,305
Supplies and miscellaneous purchases	776,118	402,813	1,005,142	2,184,073	2,635,810
Purchased services	5,573,076	5,034,759	1,824,529	12,432,364	1,231,590
Insurance costs	-	-	-	-	19,367,110
Water purchases	12,370,857	-	-	12,370,857	-
Wastewater treatment	14,726,953	-	-	14,726,953	-
Miscellaneous	582,498	593,915	160,110	1,336,523	178,423
Depreciation	12,798,446	1,140,530	1,491,994	15,430,970	39,805
Franchise fees	2,376,121	323,004	220,854	2,919,979	-
General and administrative costs	3,396,358	361,018	141,285	3,898,661	-
Total operating expenses	59,584,248	10,176,881	7,022,127	76,783,256	24,769,043
Operating income	3,837,383	1,330,132	2,617,728	7,785,243	811,972
NONOPERATING REVENUES (EXPENSES)					
Investment income	1,750	-	-	1,750	-
Gain (loss) on property disposition	2,313	(7,726)	2,547	(2,866)	35,792
Interest expense	(1,846,017)	-	(146,424)	(1,992,441)	-
Total nonoperating revenues (expenses)	(1,841,954)	(7,726)	(143,877)	(1,993,557)	35,792
Income before contributions and transfers	1,995,429	1,322,406	2,473,851	5,791,686	847,764
CONTRIBUTIONS AND TRANSFERS					
Capital contributions-impact fees	1,789,880	-	-	1,789,880	-
Capital contributions	438,569	-	1,853,633	2,292,202	-
Contributions to other governments	(1,260)	-	-	(1,260)	-
Transfers in - capital assets	25,800	-	-	25,800	-
Transfers out - capital assets	-	-	-	-	(36,453)
Transfers in - monetary	110,887	23,827	2,804,115	2,938,829	-
Transfers out - monetary	(1,319,862)	(383,577)	(3,664,325)	(5,367,764)	(71,254)
Total contributions and transfers	1,044,014	(359,750)	993,423	1,677,687	(107,707)
Change in net position	3,039,443	962,656	3,467,274	7,469,373	740,057
Net position - beginning of year (restated - See Note P)	171,775,982	20,797,584	18,765,597	211,339,163	9,335,226
Net position - end of year	$ 174,815,425	$ 21,760,240	$ 22,232,871	$ 218,808,536	$ 10,075,283

Reconciliation to government-wide Statement of Activities:

Total change in net position	$ 7,469,373
Adjustments to reflect the consolidation of Internal Service Fund activities related to Enterprise Funds	66,438
Change in net position of business-type activities	$ 7,535,811

See accompanying notes to basic financial statements.

CITY OF GRAND PRAIRIE, TEXAS
STATEMENT OF CASH FLOWS
PROPRIETARY FUNDS
FOR THE YEAR ENDED SEPTEMBER 30, 2015

	Business-Type Activities - Enterprise Funds				Governmental Activities
	Water Wastewater	Solid Waste	Other Nonmajor	Total	Internal Service Funds
Cash flows from operating activities:					
Cash receipts from customers	$ 61,717,168	$ 11,079,885	$ 8,647,342	$ 81,444,395	$ -
Cash receipts from insurance proceeds	-	-	-	-	4,219,565
Cash receipts from city and employee contributions	-	-	-	-	16,820,993
Cash receipts from interfund services provided	-	-	-	-	4,505,626
Cash receipts from other governments	-	-	32,772	32,772	-
Other operating cash receipts	1,269,008	70,701	985,341	2,325,050	41,863
Cash payments to suppliers for goods and services	(31,559,229)	(6,245,619)	(2,905,475)	(40,710,323)	(3,927,511)
Cash payments to employees for services	(7,077,079)	(2,122,419)	(2,247,341)	(11,446,839)	(1,351,395)
Cash payments for interfund services used	(2,376,121)	(323,004)	(220,854)	(2,919,979)	(19,367,110)
Other operating cash payments	(3,396,358)	(361,018)	(141,285)	(3,898,661)	-
Net cash provided by operating activities	18,577,389	2,098,526	4,150,500	24,826,415	942,031
Cash flows from noncapital financing activities:					
Transfers from other funds	110,887	23,827	2,804,115	2,938,829	-
Transfers to other funds	(1,319,862)	(383,577)	(3,664,325)	(5,367,764)	-
Due to from other funds	-	-	42,025	42,025	(71,254)
Contributions to other governments	(1,260)	-	-	(1,260)	-
Net cash used in noncapital financing activities	(1,210,235)	(359,750)	(818,185)	(2,388,170)	(71,254)
Cash flows from capital and related financing activities:					
Proceeds from Texas Water Development Board	446,350	-	-	446,350	-
Capital impact fees from developers	1,789,880	-	-	1,789,880	-
Proceeds from disposition of capital assets	2,313	70,483	2,547	75,343	35,983
Acquisition and construction of capital assets	(6,578,864)	(1,505,545)	(718,602)	(8,803,011)	(96,369)
Principal paid on debt	(4,250,000)	-	(2,147,566)	(6,397,566)	-
Interest paid on debt	(1,948,925)	-	(250,978)	(2,199,903)	-
Net cash used in capital and related financing activities	(10,539,246)	(1,435,062)	(3,114,599)	(15,088,907)	(60,386)
Cash flows from investing activities:					
Proceeds from sales and maturities of investments	31,999,781	13,662,382	2,123,394	47,785,557	1,160,624
Purchase of investment securities	(37,134,510)	(14,812,382)	(2,077,313)	(54,024,205)	(6,000,000)
Interest received on investments	1,750	-	-	1,750	-
Net cash (used in) provided by investing activities	(5,132,979)	(1,150,000)	46,081	(6,236,898)	(4,839,376)
Net increase (decrease) in cash and equivalents	1,694,929	(846,286)	263,797	1,112,440	(4,028,985)
Cash and cash equivalents - beginning of year	22,968,249	3,358,329	538,501	26,865,079	6,512,537
Cash and cash equivalents - end of year	$ 24,663,178	$ 2,512,043	$ 802,298	$ 27,977,519	$ 2,483,552
Reconciliation of income from operations to net cash from operating activities:					
Operating income	$ 3,837,383	$ 1,330,132	$ 2,617,728	$ 7,785,243	$ 811,972
Adjustments to operating income to net cash from operating activities:					
Depreciation	12,798,446	1,140,530	1,491,994	15,430,970	39,805
Provisions for uncollectible accounts	245,254	(70,214)	(51,148)	123,892	-
Changes in assets and liabilities:					
(Increase) decrease in accounts receivable	(814,069)	(286,213)	137,461	(962,821)	7,032
Decrease in inventories and supplies	48,148	-	16,365	64,513	15,146
Increase in prepaids	-	-	-	-	(351,984)
Increase (decrease) in accounts payable	2,417,005	(214,132)	34,322	2,237,195	455,150
Increase in retainage payable	5,120	-	33,619	38,739	-
Increase (decrease) in accrued liabilities	63,209	263,103	(19,261)	307,051	(2,969)
Increase (decrease) in customer deposits	133,360	-	(49,771)	83,589	-
Decrease in unearned revenue	-	-	(10,942)	(10,942)	-
Increase (decrease) in compensated absences	3,338	(13,293)	(2,127)	(12,082)	(1,466)
Decrease in pension liability	(159,805)	(51,387)	(47,740)	(258,932)	(30,656)
Net cash provided by operating activities	$ 18,577,389	$ 2,098,526	$ 4,150,500	$ 24,826,415	$ 942,031
Noncash investing, capital and financing activities:					
Capital contributions from developers/granting agencies	$ 438,569	$ -	$ 1,853,633	$ 2,292,202	$ -
Capital asset transfers from (to) governmental activities	25,800	-	-	25,800	(36,453)
	$ 464,369	$ -	$ 1,853,633	$ 2,318,002	$ (36,453)
Reconciliation of ending cash and cash equivalents to Statement of Net Position:					
Unrestricted cash and cash equivalents - end of year	$ 22,434,696	$ 2,512,043	$ 802,298	$ 25,749,037	$ 2,483,552
Restricted cash and cash equivalents - end of year	2,228,482	-	-	2,228,482	-
Total cash and cash equivalents - end of year	$ 24,663,178	$ 2,512,043	$ 802,298	$ 27,977,519	$ 2,483,552

See accompanying notes to basic financial statements.

Grand Prairie
TEXAS
Dream Big Play Hard

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NOTES TO BASIC FINANCIAL STATEMENTS

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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, twelve miles west of downtown Dallas, eighteen 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 (GAAP). 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 Accounts as published in *Audits of State and Local Governments*. The more significant accounting policies of the City are described below.

B. Financial Reporting Entity

The City's basic financial statements include the accounts of all City operations. The criteria for including legally separate organizations 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 these criteria, the City reports the following component units as part of the financial reporting entity:

Blended Component Units – A legally separate governmental unit that is an extension of the primary government whereby the component unit's governing body is substantively the same as the primary government, provides services almost entirely to the primary government, and almost exclusively benefits the primary government. Based on these criteria, the City has one blended component unit.

Grand Prairie Crime Control and Prevention District
The Grand Prairie Crime Control and Prevention District ("District") is used to account for the accumulation and use of quarter-cent sales tax proceeds dedicated to fund a new Public Safety Facility. The District has been included as a blended component unit because 1) the District's governing body is substantively the same as the governing body of the City, 2) there is a benefit relationship between the City and the District, 3) the City has operational responsibility for the District. The District is reported as a special revenue fund of the primary government. The Board of Directors of the District is substantively the same as the City Council. There are seven directors on this board, and, all of them are council members constituting a voting majority of the City Council. Upon dissolution of the District, the entity's assets will be distributed to the City. This unit provides all its services to the City. Financial information for this unit may be obtained from the City.

Discretely Presented Component Units – A legally separate governmental unit or organization for which the elected officials of the primary government are financially accountable, and which is reported in a column separate from the primary government within the basic financial statements. The City has two discretely presented component units.

Grand Prairie Sports Facilities Development Corporation

The Grand Prairie Sports Facilities Development Corporation (Sports Corporation) is included as part of the City's reporting entity because 1) the City has the ability to impose its will upon the Corporation, 2) the City receives significant financial benefits from the Sports Corporation, 3) of the seven members of the Board of Directors, all of which are appointed by the City Council, four must be City Council members, 4) excess earnings of the Sports Corporation are paid to the City, and 5) upon dissolution, all assets of the Sports Corporation become the property of the City. Because the Sports Corporation is legally, financially and administratively autonomous, it is presented as a discretely presented component unit.

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 cost of the project. All bonds were redeemed on September 15, 2007. The sales tax was discontinued on September 30, 2007.

The activities of the Sports Corporation are similar to those of proprietary funds, and, therefore, are reported as an enterprise fund. The activities of the Sports Corporation are accounted for on a flow of economic resources measurement focus. With this measurement focus, all assets and liabilities associated with the operation of the Sports Corporation are included in a single fund. Transactions are accounted for using the accrual basis of accounting.

Audited financial statements for the Sports Corporation, for the fiscal year ended September 30, 2015, may be obtained writing the City of Grand Prairie, Attn: Finance Director, 326 W. Main Street, Grand Prairie, TX 75050.

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. The city is not financially obligated for any debt of the HFC. The financial information for HFC is included in the statements for its fiscal year ended December 31, 2014. Audited financial statements, for the year ended December 31, 2014 may be obtained by writing Grand Prairie Housing Finance Corporation, Attn: Executive Director, P. O. Box 532758, Grand Prairie, TX 75053-2758.

Related Autonomous Entities - Related autonomous entities are those entities whose boards of directors are appointed by the City Council, but over which the City is not financially accountable, and are therefore excluded from the reporting entity. These include:

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

Grand Prairie Industrial Development Authority
The Grand Prairie Industrial Development Authority 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 Development Authority's management, budget or operations.

C. Implementation of New Accounting Standards

For fiscal year ended September 30, 2015, the City implemented the following new statements of financial accounting standards issued by the Governmental Accounting Standards Board (GASB).

GASB No. 68 – *Accounting and Financial Reporting for Pensions,* an amendment to GASB No. 27.

GASB No. 68 establishes standards for pension accounting and financial reporting for governments ("employers") which sponsor pension benefits. Under GASB No. 68, the employer must report the net pension liability, pension expense, and related deferred inflows and outflows of resources associated with providing retirement benefits to their employees (and former employees) in their basic financial statements. In addition, extensive note disclosures and related Required Supplementary Information are also required.
GASB No. 71 – *Pension Transition for Contributions Made Subsequent to the Measurement Date*, an amendment to GASB No. 68.

GASB No. 71 addresses paragraph 137 in GASB No. 68 concerning transition provisions related to certain pension contributions made to defined benefit plans prior to implementation of the Statement by employer and non-employer contributing entities. The requirements of the Statement apply to all state and local governments that are required to apply the provisions of GASB No. 68 for defined benefit pensions.

Implementation of the above statements required adjustments to the City's beginning net position as disclosed in Note P on page 102.

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 the 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 effect of internal activity between governmental activities and business-type activities has been eliminated from the government-wide financial statements except that business-type activities include charges for administrative overhead services provided by the governmental activities.

The Statement of Activities reports the change in the City's net position from October 1, 2014 to September 30, 2015. 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.

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 prescribed 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, 2015, 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.

Section 8 Fund

This special revenue fund accounts for grants received from the federal government for providing housing assistance to low income families.

Street CIP Fund

This capital project fund accounts for the costs of street construction and improvements in the City 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 and interest on the City's general obligation (property tax supported) debt.

Epic 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 (see CAFR cover).

At September 30, 2015, 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. Treated water is currently being purchased from the Dallas Water Utilities ("DWU") and the City of Midlothian, 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 (TRA). Contracts relating to purchased water and wastewater treatment are discussed elsewhere in the Notes.

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.

E. 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 are billed and collected by the Dallas County Tax Assessor based on assessed taxable values each January 1 as determined by the Dallas Central Appraisal District using exemptions approved by the City. Taxes are levied and due on the next October 1 and are past due after February 1 of the following year. Tax liens are automatic on January 1 for each year of tax levy. Property tax receivables are recorded on October 1 when taxes are assessed with a reserve estimate for uncollectible amounts. Property tax revenues are recorded as the taxes are collected. Delinquent tax payments are recognized as revenue when both measurable and available. Additional amounts estimated to be collectible in time to be a resource for payment of obligations incurred during the current fiscal year are susceptible to accrual in accordance with General Accepted Accounting Principles; therefore, these amounts are accrued and recognized as revenue (amounts received within sixty days of year-end).

- Sales taxes – collected by the State and remitted monthly to the City sixty days in arrears. Using the modified accrual basis of accounting, additional amounts are estimated to be collectible in time to be a resource for payment of obligations incurred during the fiscal year; therefore, amounts susceptible to accrual in accordance with General Accepted Accounting Principles are accrued and recognized as revenue. The City allocates its sales taxes revenues to the General Fund, Street Maintenance Fund, Baseball Stadium, Summit Venue, and Park Venue Funds pursuant to City ordinances. The Crime Control and Prevention District receives monthly sales taxes revenues from the State separate from the City.

- Franchise fees are remitted regularly by franchise owners for gas, electric, telephone and cable utilities. Franchise fees are also paid by the City's Water and Wastewater Fund, Solid Waste Fund, and Storm Water Utility Fund. The fees are not taxes, but compensate the City for the use of public right-of-way by the utilities. Amounts earned but not collected at fiscal year-end are recorded as accounts receivable. Amounts earned at fiscal year-end and collected within sixty days are recorded as revenue.

- Intergovernmental grant revenues are recognized when available and the qualifying expenditures have been incurred and all other grant requirements have been met for expenditure-driven grants.

- Interest revenues are recognized as earned as they are measurable and available.

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 of the City Council 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 the government-wide 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 and workers compensation, and employee health and life insurance programs. The City reports all risk financing activities in the Risk Management Fund.

F. 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 2015, the funds receiving allocation of interest earnings were the Grants Fund and 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.

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 are recorded at their fair 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. The deferred outflows of resources are reported in the government-wide statement of net position for governmental and business-type activities and the fund level for the proprietary statement of net position. The City has three 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 plan contributions – contributions made from the measurement date of the pension plan to the current fiscal year end are deferred and will be recognized in the subsequent fiscal year.

- Pension investment experience – the difference between projected and actual earnings of pension plan investments are deferred and recognized as pension plan expense over a closed five-year period as required by GASB No. 68.

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. The City has two items that qualify for reporting in this category.

- Unavailable revenue – at the governmental fund level, property tax and ambulance receivables recorded but expected to be collected later than sixty days after the end of the fiscal year are deferred and recognized as an inflow of resources in the period that the amounts become available.

- Pension actuarial experience – a deferred inflow of resources is recognized in the government-wide statement of net position for governmental and business-type activities and the fund level for proprietary statement of net position for the difference between the expected and actual experience in the actuarial measurement of the total pension 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 through the pension plan (active and inactive employees) for the City determined at the beginning of the measurement date.

Compensated Absences

Employees are granted vacation benefits in varying amounts, depending on tenure with the City. These benefits accumulate pro rata by pay period. Employees may not use vacation leave before it is earned. Payment for unused vacation will be made at the termination of employment, retirement or death of employees. Fire and police civil service employees who have completed their introductory period are paid up to ninety 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. Long-term accrued compensated absences and those related amounts to be paid in the next fiscal year are reported in the respective columns in the government-wide financial statements and in the proprietary fund financial statements. A liability for these amounts is reported in governmental funds only if they have matured, for example, as a result of employee resignations and retirements. The General Fund is typically used to liquidate the liability for governmental activities’ compensated absences. Long-term accrued compensated absences are not expected to be liquidated with expendable available financial resources and are not reported in the governmental fund financial statements.

Postemployment Benefits

The City provides postemployment healthcare benefits to all employees who retire from the City. All employees are vested in the City’s pension plan, Texas Municipal Retirement System (TMRS), are eligible for these benefits 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 I on starting on page 91.

Net Pension Liability
For purposes of measuring the net pension liability, pension related deferred outflows and inflows of resources, and pension expense, City specific information about its Fiduciary Net Position in the Texas Municipal Retirement System (TMRS) and additions to/deductions from the City'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 the benefit terms. Investments are reported at fair value. Information regarding the City's Total Pension Liability is obtained from TMRS through a report prepared for the City by TMRS consulting actuary, Gabriel Roeder Smith & Company, in compliance with Governmental Accounting Standards Board (GASB) Statement No. 68, Accounting and Financial Reporting for Pensions.

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.

Minimum Fund Balance Policy
It is the desire of the City to maintain 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 fifty to sixty 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.

Deficit Fund Balance
At September 30, 2015, the Epic CIP Fund carried a deficit fund balance of $3,278,557. This deficit was related to an interfund lending/borrowing agreement between the Epic CIP Fund and the Capital Lending Reserve Fund in the amount of $7,842, 587 to begin the planning phase of the capital project. In November 2015, sales tax revenue bonds were issued to fund the Epic Project, and this amount was paid back to the Capital Lending Reserve Fund.

G. 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.

2. DETAILED NOTES

A. Deposits and Investments

Cash and Cash Equivalents
At September 30, 2015, the City reported cash and cash equivalents in the Statement of Net Position as follows:

	Unrestricted	Restricted	Total
Cash	$ 3,583,365	$ -	$ 3,583,365
Pooled investments	86,687,580	29,896,425	116,584,005
Total cash and cash equivalents	$ 90,270,945	$ 29,896,425	$ 120,167,370

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

Financial Institution	Book Balance	Bank Balance
Wells Fargo	$ 3,557,153	$ 5,602,814
Petty Cash	26,212	-
Total cash	$ 3,583,365	$ 5,602,814

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. Due to Wells Fargo Bank, N.A. contractual obligation to the City, the collateral value held at the Federal Reserve Bank in the City's name at year end was $9,035,554.

Grand Prairie Sports Facilities Development
At September 30, 2015, the carrying amount of the Sports Corporation's deposits included in cash and cash equivalents was $473,718 while the bank balance of the Sports Corporation's deposits was $474,952. 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, 2014, including restricted cash, totaled $623,059 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 $542,669. Restricted cash of $80,390 (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 temporary investments of $148,249, reserves of $107,094, and bonds held by a trustee of $1,176,588 as a debt service reserve.

Investments
At September 30, 2015, the City's investments consisted of the following:

	Fair Value	Weighted Average Maturity (Days)	Credit Risk
Federal Farm Credit Bank	$ 55,074,922	598	AAA
Federal Home Loan Bank	44,089,200	708	AAA
Federal Home Loan Mortgage Corp.	31,054,510	824	AAA
Federal National Mortgage Assoc.	5,006,020	493	AAA
Farmer MAC	2,014,280	831	AAA
TexPool	63,097,051	1	AAAm
TexStar	53,486,954	1	AAAm
Total investments	$ 253,822,937	*366	

*Portfolio Weighted Average Maturity

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

Maturities of the City's investments at September 30, 2015 were as follows:

Cash equivalents	$	116,584,005
Under 30 days		3,000,690
30 days to 60 days		-
61 days to 90 days		7,003,530
91 days to 1 year		15,011,010
After 1 year		112,223,702
Total	$	253,822,937

The City invests in United States Treasury notes and United States Agency Securities. These investments are recorded at fair value, which is defined as the amount at which a willing buyer and seller would exchange the security.

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 polices. 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, 2015.

The City's investments are stated at fair value, using the following methods and assumptions as of September 30, 2015:

1) Fair value is based on quoted market prices as of the valuation date.

2) The portfolio did not hold investments in any of the following:

(a) Items required to be reported at amortized cost, except investments in TexPool, and TexStar,
(b) Items in external pools that are not SEC-registered,
(c) Items subject to involuntary participation in an external pool,
(d) Items associated with a fund other than the fund to which the income is assigned.

3) Any unrealized gain/loss resulting from the valuation is recognized in the respective fund that participates in the City's investment pool.

4) The gain/loss resulting from valuation is reported within the revenue account "investment income" on the Statement of Revenues, Expenditures and Changes in Fund Balances for the Governmental Funds, and the Statement of Revenues, Expenses and Changes in Net Position for the Proprietary Funds.

The City invested $63,097,051 in TexPool as of September 30, 2015. The Texas State of Comptroller of Public Accounts exercises oversight responsibility over TexPool, the Texas Local Government Investment Pool. Oversight includes the ability to significantly influence operations, designation of management and accountability for fiscal matters. Additionally, the State Comptroller has established an advisory board composed of both Participants in TexPool and other persons who do not have a business relationship with TexPool. The Advisory Board members review the investment policy and management fee structure. Finally, TexPool is rated AAAm by Standard & Poors. As a requirement to maintain the rating weekly portfolio, information must be submitted to Standard & Poors, as well as the office of the Comptroller of Public Accounts for review.

TexPool uses amortized cost rather than fair value to report net assets to compute share prices. Accordingly, the fair value of the position in TexPool is the same as the value of TexPool shares. The City invested $53,486,954 in TexSTAR as of September 30, 2015. J.P. Morgan Investment Management, Inc. (JPMIM) and First Southwest Asset Management, Inc. (FSAM) serve as co-administrators for TexSTAR under an agreement with the TexSTAR board. JPMIM provides investment management services, and FSAM provides participant services and marketing. Custodial, transfer agency, fund accounting and depository services are provided by JP Morgan Chase Bank, NA and or its subsidiary J.P. Morgan Investor Services Co. Finally, TexSTAR is rated AAAm by Standard and Poor's.

TexSTAR uses amortized cost rather than fair value to report net assets to compute share prices. Accordingly, the fair value of the position in TexSTAR is the same as the value of TexSTAR shares. The City's policy is to hold investments until maturity or until fair values equal or exceed cost.

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 asset mix of the City'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:

		% Maximum
1.	U.S. Treasury Bills and Notes	100
2.	U.S. Agency or Instrumentality Obligations (each type)	25 (a)
3.	Repurchase Agreements	20
4.	Municipal Securities (total)	40
5.	Municipal Securities (out-of-state)	20
6.	Certificates of Deposit (per institution)	20
7.	Money Market Mutual Fund	50 (b)
8.	Public Funds Investment Pool	50

(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 City did not invest in any securities different from the categories mentioned above during the 2014-2015 fiscal year.

Grand Prairie Sports Facilities Development
At September 30, 2015, the Sports Corporation’s investments consisted of the following:

	Fair Value	Weighted Average Maturity (Days)	Credit Risk
TexPool	$ 5,873,355	1	AAAm
U.S. Governmental Obligations	7,012,259	947	AAA
Total	$ 12,885,614	*515	

* Portfolio Weighted Average Maturity

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, 2015 was $5,873,355 in the Public Funds Investment Pool (TexPool) and $7,012,259 in U.S. agency instrumentalities.

B. Receivables

At September 30, 2015, receivables, including applicable allowances for uncollectible accounts, consisted of the following:

Governmental Activities:	General	Section 8	Debt Service	Nonmajor Governmental	Internal Service	Total Governmental
Receivables:						
Property taxes	$ 2,239,755	$ -	$ 872,682	$ -	$ -	$ 3,112,437
Sales taxes	4,727,613	-	-	4,714,296	-	9,441,909
Franchise fees	2,667,386	-	-	88,677	-	2,756,063
Other	21,079,826	13,904	2,030	942,616	11,138	22,049,514
Total receivables, gross	30,714,580	13,904	874,712	5,745,589	11,138	37,359,923
Less:						
Allowance for uncollectibles	(20,225,496)	-	(389,873)	-	-	(20,615,369)
Total receivables, net	$ 10,489,084	$ 13,904	$ 484,839	$ 5,745,589	$11,138	$ 16,744,554

Business-Type Activities:	Water Wastewater	Solid Waste	Other Nonmajor	Total Business-Type
Receivables:				
Trade accounts	$ 8,957,494	1,753,038	560,489	$ 11,271,021
Other	54,886	-	142,885	197,771
Total receivables, gross	9,012,380	1,753,038	703,374	11,468,792
Less:				
Allowance for uncollectibles	(3,766,786)	(944,155)	(182,393)	(4,893,334)
Total receivables, net	$ 5,245,594	$ 808,883	$ 520,981	$ 6,575,458

C. Restricted Assets

At September 30, 2015, restricted assets consisted of the following:

	Governmental Activities	Business-Type Activities	Total
Cash and cash equivalents	$27,667,943	$ 2,228,482	$ 29,896,425
Investments	69,191,097	10,706,138	79,897,235
	$96,859,040	$12,934,620	$ 109,793,660

(This section intentionally left blank)

Assets were restricted for the following purposes:

Purpose	Governmental Activities	Business-Type Activities	Total
Customer deposits	$ 45,300	$ 3,638,256	$ 3,683,556
Debt service	11,227,737	6,662,114	17,889,851
Capital projects	42,485,268	2,634,250	45,119,518
Unearned revenues	11,255,117	-	11,255,117
Public safety	11,700,428	-	11,700,428
Recreation and leisure	10,664,006	-	10,664,006
Development services	9,075,126	-	9,075,126
Other specific purposes	406,058	-	406,058
Total restricted assets	$96,859,040	$12,934,620	$ 109,793,660

D. Capital Assets

Capital asset activity for the year ended September 30, 2015 was as follows:

Governmental Activities:	Balance October 1, 2014	Additions	Disposals/ Reclassification	Balance September 30, 2015
Non-depreciable capital assets:				
Land	$ 39,870,355	$ 376,705	$ 4,533,185	$ 44,780,245
Construction in progress	67,419,236	17,889,542	(40,076,244)	45,232,534
Total non-depreciable capital assets	107,289,591	18,266,247	(35,543,059)	90,012,779
Depreciable capital assets:				
Buildings	182,582,368	1,792,404	6,920,785	191,295,557
Equipment	89,005,004	3,781,041	(2,427,533)	90,358,512
Infrastructure	547,893,349	1,112,006	25,786,739	574,792,094
Total depreciable capital assets	819,480,721	6,685,451	30,279,991	856,446,163
Less accumulated depreciation for:				
Buildings	(53,433,839)	(6,063,908)	15,599	(59,482,148)
Equipment	(52,538,795)	(7,016,311)	3,979,665	(55,575,441)
Infrastructure	(265,743,540)	(24,131,158)	121,483	(289,753,215)
Total accumulated depreciation	(371,716,174)	(37,211,377)	4,116,747	(404,810,804)
Total depreciable capital assets, net	447,764,547	(30,525,926)	34,396,738	451,635,359
Total capital assets, net	$ 555,054,138	$ (12,259,679)	$ (1,146,321)	$ 541,648,138

Additions include developer contributions of $756,858.

Business-Type Activities:	Balance October 1, 2014	Additions	Disposals/ Reclassification	Balance September 30, 2015
Non-depreciable capital assets:				
Land	$ 4,171,796	$ 25,800	$ -	$ 4,197,596
Construction in progress	21,546,699	6,402,412	(7,290,811)	20,658,300
Total non-depreciable capital assets	25,718,495	6,428,212	(7,290,811)	24,855,896
Depreciable capital assets:				
Buildings	12,846,499	1,821,534	2,307,226	16,975,259
Equipment	30,795,824	2,442,747	(1,043,405)	32,195,166
Infrastructure	331,993,529	444,870	4,983,585	337,421,984
Total depreciable capital assets	375,635,852	4,709,151	6,247,406	386,592,409
Less accumulated depreciation for:				
Buildings	(6,640,122)	(510,698)	-	(7,150,820)
Equipment	(17,686,703)	(2,035,532)	948,846	(18,773,389)
Infrastructure	(171,871,538)	(12,884,740)	-	(184,756,278)
Total accumulated depreciation	(196,198,363)	(15,430,970)	948,846	(210,680,487)
Total depreciable capital assets, net	179,437,489	(10,721,819)	7,196,252	175,911,922
Total capital assets, net	$ 205,155,984	$ (4,293,607)	$ (94,559)	$ 200,767,818

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

Governmental Activities:		**Business-type Activities:**	
Support services	$ 2,971,896	Water and wastewater	$ 12,798,446
Public safety services	5,824,403	Solid Waste	1,140,530
Recreation and leisure services	7,013,012	Other business-type activities	1,491,994
Development services	21,362,261		
Internal services funds (see note below)	39,805		
Total governmental activities	$ 37,211,377	Total business-type	$ 15,430,970

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, 2015, a summary of changes in capital assets of the Sports Corporation was as follows:

	Balance October 1, 2014	Additions/ Completions	Disposals/ Reclasses	Balance September 30, 2015
Equipment	$ 310,078	$ -	$ -	$ 310,078
Less accumulated depreciation	(310,078)	-	-	(310,078)
Total	$ -	$ -	$ -	$ -

At September 30, 2015, a summary of changes in capital assets of the Housing Finance Corporation was as follows:

	Balance January 1, 2014	Additions/ Completions	Disposals/ Reclasses	Balance December 31, 2014
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	19,858,438	709,055	(366,580)	20,200,913
Less accumulated depreciation	(6,889,749)	(910,845)	366,580	(7,434,014)
Total depreciable capital assets, net	12,968,689	(201,790)	-	12,766,899
Housing Finance Corporation assets, net	$ 14,581,540	$ (201,790)	$ -	$ 14,379,750

E. Interfund Transactions

Interfund Receivables and Payables

Interfund receivables and payables are reported in the City's financial statements as due to/from other funds. At September 30, 2015, interfund balances existed between the Capital Lending Reserve Fund and the Epic CIP Fund for $7,842,587. In May 2014, citizens approved a quarter-cent sales tax to construct The Epic. Through an interfund borrowing agreement approved by the City Council, funds were loaned to the Epic CIP Fund to begin planning for this project. In November 2015, sales tax revenue bonds were issued, and these bond proceeds were used to pay back the loan.

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 and are treated as revenue in the General Fund and expense in the other funds. 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.

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For the year ended September 30, 215, cost reimbursements were as follows:

Fund	Amount
Water and Wastewater Funds	$ 3,396,358
Solid Waste Funds	361,018
Grant Fund	133,138
Storm Water Funds	80,270
Airport Fund	61,015
Other Nonmajor Governmental Funds	113,987
Total to General Fund	$ 4,145,786

Franchise Fees

The City's enterprises which use the public right-of-way funds 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 water lines, sewer lines, etc. 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, 2015, franchise fees paid to the General Fund were as follows:

Fund	Amount
Water and Wastewater Funds	$ 2,376,121
Solid Waste Funds	323,004
Storm Water Funds	220,854
Total	$ 2,919,979

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.

Two of the City's enterprise funds, the Water and Wastewater Fund and Solid Waste Fund, make payments in lieu of property taxes to the Street Maintenance Fund, which is included in "Nonmajor Governmental Funds," 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.

For the year ended September 30, 2015, interfund fund transfers were as follows:

Transfers out:	Transfers In: General Fund	Section 8 Fund	Streets CIP Fund	Grants Fund	Debt Service Fund
General Fund	$ -	$ -	$ -	$ 699,651	$ -
Section 8 Fund	-	-	-	-	50,000
Streets CIP Fund	-	-	-	6,437,698	-
Grants Fund	158,001	-	139,520	-	-
Debt Service Fund	-	-	-	-	-
Nonmajor Governmental Funds	-	17,500	2,230,000	14,619	115,000
Internal Service Funds	-	-	-	-	-
Water & Wastewater Fund	-	-	-	-	-
Solid Waste Fund	-	-	-	221	-
Nonmajor Enterprise Funds	-	-	-	-	-
Total	$ 158,001	$ 17,500	$ 2,369,520	$ 7,152,189	$ 165,000

Transfers out:	Transfers In: Nonmajor Governmental Funds	Water Wastewater Fund	Solid Waste Fund	Other Nonmajor Enterprise Funds	Total
General Fund	$ 8,132,758	$ -	$ -	$ -	$ 8,832,409
Section 8 Fund	-	-	-	-	50,000
Streets CIP Fund	-	94,887	-	-	6,532,585
Grants Fund	32,067	-	23,827	-	353,415
Debt Service Fund	-	-	-	1,984,115	1,984,115
Nonmajor Governmental Funds	-	16,000	-	820,000	3,213,119
Internal Service Funds	71,254	-	-	-	71,254
Water & Wastewater Fund	1,319,862	-	-	-	1,319,862
Solid Waste Fund	383,356	-	-	-	383,577
Nonmajor Enterprise Funds	3,664,325	-	-	-	3,664,325
Total	$ 13,603,622	$ 110,887	$ 23,827	$ 2,804,115	$ 26,404,661

At September 30, 2015, transfers between the City's governmental activities and the City's business-type activities consisted of the following:

From Governmental Activities to Business-Type Activities:

- $134,714 from various funds to Water and Wastewater Fund for unspent resources previously transferred
- $1,984,115 from Debt Service Fund to the Municipal Golf Fund for payment of debt
- $820,000 from Park Venue Sales Tax Fund to Municipal Golf Fund for payment of debt

From Business-Type Activities to Governmental Activities:

- $1,169,862 from Water and Wastewater Fund to Street Maintenance Fund for payments in lieu of property taxes

- $150,000 from Water and Wastewater Fund to IT Acquisition Fund for technology acquisitions
- $83,356 from Solid Waste Fund to Street Maintenance Fund for payments in lieu of property taxes
- $200,000 from Solid Waste to Street Maintenance Fund for capital project funding
- $100,000 from Solid Waste to IT Acquisition Fund for technology acquisitions
- $3,600,000 from Storm Water Utility Fund to Storm Drainage CIP Fund for capital project funding
- $48,000 from Airport Fund to Capital Lending Reserve for repayment of interfund loan
- $16,325 from Golf CIP Fund to Park Venue CIP Fund for unspent resources previously transferred
- $221 from Solid Waste Fund to Grant Fund to fund grant matching requirements

Other significant transfers made between governmental funds included the following:

- $699,651 from General Fund to Grants Fund to fund matching requirements related to operating grants
- $6,437,698 from Streets CIP Fund to Grants Fund to fund grant-related capital projects
- $2,000,000 from TIF Fund to Street CIP Fund for capital project funding
- $230,000 from Red Light Safety Fund to Streets CIP Fund for capital project funding
- $5,261,360 from General Fund to Park Venue Fund to cover fiscal operations
- $1,500,000 from General Fund to Capital Lending Reserve (annual appropriation)
- $1,290,000 from General Fund to IT Acquisition Fund (annual appropriation)

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	$ 1,176,812	$ 473,842	$ 1,650,654
Ambulance	956,123	-	956,123
Total	$ 2,132,935	$ 473,842	$ 2,606,777

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

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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, 2015.

	Governmental Activities	Business-Type Activities	Total
Prepaid pipeline lease	$ 1,279,882	$ 179,264	$ 1,459,146
Unspent grant funds - Texas Water Development Board	-	274,431	274,431
Advanced funding agreement for street project - TxDot	9,853,677	-	9,853,677
Unspent program revenue - CDBG Program	67,315	-	67,315
Unspent program revenue - Neighborhood Stabilization Program	87,732	-	87,732
Prepaid rental deposits - Parks	164,854	-	164,854
Prepaid arrangements - Cemetery Fund	1,081,139	-	1,081,139
Prepaid assessments - Whisp Oaks PID #2	400	-	400
Total unearned revenue	$ 12,534,999	$ 453,695	$ 12,988,694

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 the 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. The certificates of obligation bonds include bonds issued in 2010 for Tax Increment Financing Zones No. 2 project.

General obligation bonds and certificates of obligation provide funds for the acquisition and construction of major 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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Below is a summary of the changes in noncurrent liabilities of the City's primary government and component units:

Primary Government:	Balance October 1, 2014	Borrowings or Increase	Payments or Decrease	Balance September 30, 2015	Due Within One Year
Governmental activities:					
General obligation bonds	$ 88,822,435	$ -	$ (8,107,435)	$ 80,715,000	$ 8,190,000
Combination tax and revenue certificates of obligation	57,708,000	26,125,000	(2,691,000)	81,142,000	4,436,000
Tax increment and public improvement district debt	28,522,000	-	(8,634,000)	19,888,000	2,924,000
Sales tax revenue debt - Baseball	2,565,000	-	(2,565,000)	-	-
Sales tax revenue debt - Crime Senior	7,290,000	-	(7,290,000)	-	-
Sales tax revenue debt - Crime Control	35,405,000	-	(3,200,000)	32,205,000	3,545,000
Sales tax revenue debt - Park Venue	22,135,000	-	(1,465,000)	20,670,000	1,505,000
Issuance premiums/discounts, net	4,424,272	2,551,554	(1,054,293)	5,921,533	-
Total long-term debt	246,871,707	28,676,554	(35,006,728)	240,541,533	20,600,000
Compensated absences	14,504,712	7,633,122	(6,891,163)	15,246,671	6,446,906
Other post employment benefits	4,691,875	269,047	-	4,960,922	-
Pension liability	-	37,358,089	8,210,904	45,568,993	-
Environmental remediation liability	40,000	130,884	(40,000)	130,884	130,884
Other liabilities	4,943,247	-	(1,160,776)	3,782,471	1,160,776
Total governmental activities	271,051,541	74,067,696	(34,887,763)	310,231,474	28,338,566
Business-type activities:					
General obligation bonds	2,022,566	-	(2,022,566)	-	-
Certificates of obligation	1,575,000	-	(125,000)	1,450,000	130,000
Water and wastewater revenue bonds	59,880,000	-	(4,250,000)	55,630,000	4,380,000
Issuance premiums/discounts, net	1,271,958	-	(185,639)	1,086,319	-
Total long-term debt	64,749,524	-	(6,583,205)	58,166,319	4,510,000
Compensated absences	426,238	588,368	(600,450)	414,156	411,534
Pension liability	-	4,211,664	925,679	5,137,343	-
Closure and post closure liability	6,356,244	292,607	-	6,648,851	-
Total business-type activities	71,532,006	5,092,639	(6,257,976)	70,366,669	4,921,534
Total primary government	$ 342,583,547	$ 79,160,335	$ (41,145,739)	$ 380,598,143	$ 33,260,100
Component Unit Activities:					
Housing Finance Corporation:					
Notes payable	$ 3,430,274	$ 41,760	$ (47,592)	$ 3,424,442	$ 36,271
Line of credit	98,812	-	(15,000)	83,812	83,812
Revenue bonds	8,180,000	-	(175,000)	8,005,000	190,000
Subordinate revenue bonds	4,550,000	-	-	4,550,000	-
Total component units	$ 16,259,086	$ 41,760	$ (237,592)	$ 16,063,254	$ 310,083

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At September 30, 2015, 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 2006A	4.125-4.375	2006	2027	$ 4,000,000	$ 2,830,000
Series 2007	4.0-4.50	2007	2027	33,098,000	21,025,000
Series 2008	4.0-5.50	2009	2029	8,985,000	7,140,000
Series 2010	2.0-4.25	2010	2030	5,480,000	4,415,000
Series 2011	2.0-5.3	2011	2031	11,550,000	7,015,000
Series 2011A	2.0-5.0	2011	2025	27,145,000	21,050,000
Series 2012	1.0-2.0	2012	2026	7,740,000	7,110,000
Series 2013	1.5-3.25	2013	2033	10,975,000	7,990,000
Series 2013A	3.0-4.125	2014	2034	2,220,000	2,140,000
Total general obligation bonds					80,715,000
Combination tax and revenue certificates of obligation					
Series 2006A	4.125-4.375	2006	2027	11,947,500	8,742,000
Series 2007	4.0-4.50	2007	2027	6,610,000	4,570,000
Series 2008A	4.0-5.50	2009	2029	13,185,000	9,610,000
Series 2010	2.0-4.25	2010	2030	590,000	480,000
Series 2011	2.0-5.3	2011	2031	6,305,000	5,390,000
Series 2011A	2.0-4.0	2011	2031	7,430,000	6,495,000
Series 2013	2.0-3.25	2013	2033	8,830,000	8,205,000
Series 2013A	2.0-4.125	2014	2034	11,945,000	11,525,000
Series 2014	3.0-5.0	2015	2034	26,125,000	26,125,000
Total Combination tax and revenue certificates of obligation					81,142,000
Tax increment and public improvement district debt					
Series 2001 TIRZ 1	3 month LIBOR +.31%	2000	2022	17,900,000	9,385,000
Series 2006A TIRZ 1	4.125-4.375	2006	2020	2,498,470	1,113,000
Series 2007 PID 15	4.0-4.50	2007	2017	1,235,000	285,000
Series 2008A TIRZ 1	4.0-5.50	2008	2021	10,550,000	5,980,000
Series 2008A PID 1	4.0-5.50	2008	2019	1,500,000	675,000
Series 2011 TIRZ 1	2.0-5.3	2011	2020	655,000	380,000
Series 2013 TIRZ 1	2.0-3.25	2013	2020	2,820,000	2,070,000
Total tax increment and public improvement district debt					19,888,000
Sales tax revenue debt					
Series 2007A Crime Control	12mo LIBOR*62.075+.75	2007	2017	5,000,000	1,570,000
Series 2008 Crime Control	6mo LIBOR*62.075+1.07	2008	2022	54,800,000	30,635,000
Total Crime Control					32,205,000
Series 2009 Park Venue subordinate	3.77	2009	2027	13,390,000	11,505,000
Series 2013 Park Venue	2.0-4.0	2013	2027	11,060,000	9,165,000
Total Park Venue					20,670,000
Total general obligation debt					234,620,000
Unamortized bond premiums/discounts					5,921,533
Total long-term debt - governmental activities					$ 240,541,533

At September 30, 2015, changes in long-term debt for the City's governmental activities were as follows:

	Balance October 1, 2014	Borrowings or Increase	Payments or Decrease	Balance September 30, 2015	Due Within One Year
General obligation bonds:					
Series 2006-A	$ 3,000,000	$ -	$ (170,000)	$ 2,830,000	$ 180,000
Series 2007	23,602,435	-	(2,577,435)	21,025,000	2,675,000
Series 2008	7,480,000	-	(340,000)	7,140,000	355,000
Series 2010	4,635,000	-	(220,000)	4,415,000	230,000
Series 2011	7,635,000	-	(620,000)	7,015,000	635,000
Series 2011A	23,025,000	-	(1,975,000)	21,050,000	1,855,000
Series 2012	7,675,000	-	(565,000)	7,110,000	575,000
Series 2013	9,550,000	-	(1,560,000)	7,990,000	1,605,000
Series 2013A	2,220,000	-	(80,000)	2,140,000	80,000
Total general obligation bonds	88,822,435	-	(8,107,435)	80,715,000	8,190,000
Combination tax and revenue certificates of obligation					
Series 2006-A	9,218,000	-	(476,000)	8,742,000	501,000
Series 2007	4,860,000	-	(290,000)	4,570,000	300,000
Series 2008A	10,180,000	-	(570,000)	9,610,000	590,000
Series 2010	505,000	-	(25,000)	480,000	25,000
Series 2011	5,625,000	-	(235,000)	5,390,000	245,000
Series 2011A	6,815,000	-	(320,000)	6,495,000	325,000
Series 2013	8,560,000	-	(355,000)	8,205,000	360,000
Series 2013A	11,945,000	-	(420,000)	11,525,000	430,000
Series 2014	-	26,125,000	-	26,125,000	1,660,000
certificates of obligation	57,708,000	26,125,000	(2,691,000)	81,142,000	4,436,000
Tax increment and public improvement district debt					
Series 2001 TIRZ 1	10,395,000	-	(1,010,000)	9,385,000	1,080,000
Series 2006A TIRZ 1	1,312,000	-	(199,000)	1,113,000	204,000
Series 2006A TIRZ 2	795,000	-	(795,000)	-	-
Series 2007 PID 15	420,000	-	(135,000)	285,000	140,000
Series 2008A TIRZ 1	6,825,000	-	(845,000)	5,980,000	880,000
Series 2008A PID 1	825,000	-	(150,000)	675,000	155,000
Series 2010 TIRZ 2	855,000	-	(855,000)	-	-
Series 2011 TIRZ 1	450,000	-	(70,000)	380,000	70,000
Series 2011 TIRZ 2	1,875,000	-	(1,875,000)	-	-
Series 2011A TIRZ 2	1,210,000	-	(1,210,000)	-	-
Series 2012 TIRZ 2	880,000	-	(880,000)	-	-
Series 2013 TIRZ 2	220,000	-	(220,000)	-	-
Series 2013 TIRZ 1	2,460,000	-	(390,000)	2,070,000	395,000
improvement district debt	28,522,000	-	(8,634,000)	19,888,000	2,924,000
Sales tax revenue debt:					
Baseball					
Series 2007 Baseball	2,565,000	-	(2,565,000)	-	-
Total Baseball	2,565,000	-	(2,565,000)	-	-
Senior Center					
Series 2007	1,790,000	-	(1,790,000)	-	-
Series 2008 Senior Center	5,500,000	-	(5,500,000)	-	-
Total Senior Center	7,290,000	-	(7,290,000)	-	-
Crime Control					
Series 2007A	2,310,000	-	(740,000)	1,570,000	770,000
Series 2008	33,095,000	-	(2,460,000)	30,635,000	2,775,000
Total Crime Control	35,405,000	-	(3,200,000)	32,205,000	3,545,000
Park Venue					
Series 2009 subordinate	11,915,000	-	(410,000)	11,505,000	875,000
Series 2013	10,220,000	-	(1,055,000)	9,165,000	630,000
Total Park Venue	22,135,000	-	(1,465,000)	20,670,000	1,505,000
Total change in long term debt	242,447,435	26,125,000	(33,952,435)	234,620,000	20,600,000
Unamortized bond premiums/discounts	4,424,272	2,551,554	(1,054,293)	5,921,533	-
Total change in long-term debt - governmental activities	$ 246,871,707	$ 28,676,554	$ (35,006,728)	$ 240,541,533	$ 20,600,000

On November 4, 2014 the City issued $26,125,000 in Combination Tax and Revenue Certificates, Series 2014. The proceeds were used to fund public safety, library, street, and other City structure improvements. The City used available funds of $8,475,695 to facilitate a cash defeasance of Prairie Lakes Golf Course and TIRZ #2 debt.

Outstanding Bond Debt Defeasement

At September 30, 2015, 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
Certificates of Obligation	$ 3,240,000
General Obligation Refunding Bonds	5,330,000
Total debt defeasement	$ 8,570,000

At September 30, 2015, 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	General Obligation Bonds			Certificates of Obligation Bonds		
Year	Principal	Interest	Total	Principal	Interest	Total
2016	8,190,000	2,968,115	11,158,115	4,436,000	3,245,158	7,681,158
2017	8,460,000	2,676,953	11,136,953	4,486,000	3,070,969	7,556,969
2018	8,400,000	2,352,465	10,752,465	4,681,000	2,889,179	7,570,179
2019	8,435,000	2,029,400	10,464,400	4,881,000	2,693,990	7,574,990
2020	7,480,000	1,716,800	9,196,800	5,093,000	2,477,736	7,570,736
2021	7,010,000	1,426,398	8,436,398	5,585,000	2,237,205	7,822,205
2022	6,550,000	1,173,294	7,723,294	5,855,000	1,977,326	7,832,326
2023	5,465,000	949,961	6,414,961	5,900,000	1,707,171	7,607,171
2024	5,045,000	747,599	5,792,599	6,150,000	1,459,193	7,609,193
2025	4,020,000	573,971	4,593,971	4,540,000	1,257,571	5,797,571
2026	3,575,000	426,026	4,001,026	4,735,000	1,070,191	5,805,191
2027	2,965,000	287,531	3,252,531	4,935,000	869,956	5,804,956
2028	1,585,000	183,230	1,768,230	3,700,000	691,611	4,391,611
2029	1,440,000	112,725	1,552,725	3,855,000	535,759	4,390,759
2030	775,000	63,753	838,753	3,025,000	398,403	3,423,403
2031	405,000	40,956	445,956	3,105,000	281,671	3,386,671
2032	375,000	26,856	401,856	2,175,000	183,979	2,358,979
2033	385,000	13,306	398,306	2,260,000	105,559	2,365,559
2034	155,000	3,197	158,197	1,745,000	32,634	1,777,634
	$ 80,715,000	$ 17,772,536	$ 98,487,536	$ 81,142,000	$ 27,185,261	$ 108,327,261

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Fiscal	Tax and Tax Increment Bonds (TIFs)			Sales Tax Revenue Bonds		
Year	Principal	Interest	Total	Principal	Interest	Total
2016	2,924,000	1,733,224	4,657,224	3,545,000	1,044,805	4,589,805
2017	3,079,000	1,491,785	4,570,785	3,890,000	925,378	4,815,378
2018	3,099,000	1,235,731	4,334,731	4,240,000	799,013	5,039,013
2019	3,254,000	964,551	4,218,551	4,650,000	666,521	5,316,521
2020	3,247,000	677,893	3,924,893	5,085,000	523,818	5,608,818
2021	2,650,000	388,313	3,038,313	5,550,000	362,321	5,912,321
2022	1,635,000	122,625	1,757,625	5,245,000	188,894	5,433,894
	$ 19,888,000	$ 6,614,122	$ 26,502,122	$ 32,205,000	$ 4,510,750	$ 36,715,750

Fiscal	Park Venue Sales Tax Revenue Bonds			Total		
Year	Principal	Interest	Total	Principal	Interest	Total
2016	1,505,000	690,595	2,195,595	20,600,000	9,681,897	30,281,897
2017	1,565,000	644,053	2,209,053	21,480,000	8,809,138	30,289,138
2018	1,615,000	595,704	2,210,704	22,035,000	7,872,092	29,907,092
2019	1,665,000	545,691	2,210,691	22,885,000	6,900,153	29,785,153
2020	1,720,000	490,514	2,210,514	22,625,000	5,886,761	28,511,761
2021	1,785,000	432,067	2,217,067	22,580,000	4,846,304	27,426,304
2022	1,860,000	371,136	2,231,136	21,145,000	3,833,275	24,978,275
2023	1,930,000	305,412	2,235,412	13,295,000	2,962,544	16,257,544
2024	2,010,000	232,566	2,242,566	13,205,000	2,439,358	15,644,358
2025	2,095,000	152,772	2,247,772	10,655,000	1,984,314	12,639,314
2026	2,105,000	71,785	2,176,785	10,415,000	1,568,002	11,983,002
2027	815,000	15,610	830,610	8,715,000	1,173,097	9,888,097
2028	-	-	-	5,285,000	874,841	6,159,841
2029	-	-	-	5,295,000	648,484	5,943,484
2030	-	-	-	3,800,000	462,156	4,262,156
2031	-	-	-	3,510,000	322,627	3,832,627
2032	-	-	-	2,550,000	210,835	2,760,835
2033	-	-	-	2,645,000	118,865	2,763,865
2034				1,900,000	35,831	1,935,831
	$ 20,670,000	$ 4,547,905	$ 25,217,905	$ 234,620,000	$ 60,630,574	$ 295,250,574

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, 2015, long-term debt for the City's business-type activities consisted of the following:

Water Wastewater:	Interest Rate %	Year of Issue	Year of Maturity	Original Amount	Amount Outstanding
Revenue bonds					
Series 2006A	4.25-4.375	2006	2027	$6,625,000	$ 4,690,000
Series 2007	4.0-4.50	2007	2027	15,845,000	10,910,000
Series 2008	3.5-5.50	2009	2029	4,940,000	3,915,000
Series 2010	0.0-2.587	2010	2030	4,995,000	4,010,000
Series 2011	2.0-4.25	2011	2031	8,940,000	5,180,000
Series 2011A	2.0-5.0	2011	2031	11,020,000	8,640,000
Series 2013	2.0-4.0	2013	2026	14,045,000	13,320,000
Series 2013A	0.0-0.31	2013	2019	1,805,000	1,205,000
Series 2014	0.0-1.990	2014	2030	4,000,000	3,760,000
Total bonds payable - water wastewater					55,630,000
Unamortized bond premiums/discounts					1,086,319
Total long-term debt - water wastewater					56,716,319
Municipal airport:					
Certificates of obligation bonds					
Series 2004A	2.25-5.0	2004	2024	2,120,000	1,450,000
Total long-term debt - business-type activities					$58,166,319

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At September 30, 2015, changes in long-term debt for the City's business-type activities were as follows:

Water and wastewater:	Balance October 1, 2014	Borrowings or Increase	Payments or Decrease	Balance September 30, 2015	Due Within One Year
Revenue bonds					
Series 2006A	$ 4,975,000	$ -	$ (285,000)	$ 4,690,000	$ 295,000
Series 2007	11,595,000	-	(685,000)	10,910,000	715,000
Series 2008	4,105,000	-	(190,000)	3,915,000	200,000
Series 2010	4,220,000	-	(210,000)	4,010,000	215,000
Series 2011	5,925,000	-	(745,000)	5,180,000	765,000
Series 2011A	9,555,000	-	(915,000)	8,640,000	585,000
Series 2012	165,000	-	(165,000)	-	-
Series 2013	13,835,000	-	(515,000)	13,320,000	1,065,000
Series 2013A	1,505,000	-	(300,000)	1,205,000	300,000
Series 2014	4,000,000	-	(240,000)	3,760,000	240,000
Total revenue bonds	59,880,000	-	(4,250,000)	55,630,000	4,380,000
Bond premiums/discounts	1,178,762	-	(92,443)	1,086,319	-
Total water and wastewater	61,058,762	-	(4,342,443)	56,716,319	4,380,000
Municipal airport:					
Certificate of obligation					
Series 2004A	1,575,000	-	(125,000)	1,450,000	130,000
Total municipal airport	1,575,000	-	(125,000)	1,450,000	130,000
Municipal golf:					
General obligation bonds:					
Series 2007	957,566	-	(957,566)	-	-
Series 2011A	940,000	-	(940,000)	-	-
Series 2012	125,000	-	(125,000)	-	-
Total general obligation bonds	2,022,566	-	(2,022,566)	-	-
Bond premiums/discounts	93,196	-	(93,196)	-	-
Total municipal golf	2,115,762	-	(2,115,762)	-	-
Total change in long-term debt - business-type activities	$ 64,749,524	$ -	$ (6,583,205)	$ 58,166,319	$ 4,510,000

Long-term Debt – Municipal Golf Courses
As noted above, all bond debt related to the City's municipal golf courses was paid off during the current fiscal year. Property tax revenues collected for debt service was used for this purpose.

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Long-term Debt – Municipal Airport

At September 30, 2015, 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	Certificates of Obligation		
Year	Principal	Interest	Total
2016	$ 130,000	$ 67,072	$ 197,072
2017	140,000	60,660	200,660
2018	145,000	53,891	198,891
2019	150,000	46,979	196,979
2020	160,000	39,710	199,710
2021	170,000	31,830	201,830
2022	175,000	23,375	198,375
2023	185,000	14,375	199,375
2024	195,000	4,875	199,875
Total	$ 1,450,000	$ 342,767	$ 1,792,767

At September 30, 2015, 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	Water and Wastewater System Revenue Bonds		
Year	Principal	Interest	Total
2016	$ 4,380,000	$ 1,812,079	$ 6,192,079
2017	4,505,000	1,684,973	6,189,973
2018	4,715,000	1,548,597	6,263,597
2019	5,010,000	1,392,564	6,402,564
2020	4,605,000	1,230,430	5,835,430
2021	4,775,000	1,064,485	5,839,485
2022	4,955,000	889,080	5,844,080
2023	4,600,000	721,808	5,321,808
2024	4,635,000	569,670	5,204,670
2025	4,075,000	422,068	4,497,068
2026	3,050,000	292,948	3,342,948
2027	2,785,000	177,911	2,962,911
2028	1,180,000	100,689	1,280,689
2029	1,225,000	57,558	1,282,558
2030	860,000	23,140	883,140
2031	275,000	5,500	280,500
Total	$ 55,630,000	$ 11,993,500	$ 67,623,500

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, 2015, compliance with these covenants can be demonstrated as follows:

System revenue (1)	$ 65,213,261
Operating expenses:	
Water purchased	12,370,857
Sewage disposal contract	14,726,953
Other operating expenses	19,687,992
Total expenses (2)	46,785,802
Net revenue (available for debt service)	$ 18,427,459
Average annual principal and interest requirements, all water and wastewater revenue bonds at September 30, 2015	$ 4,226,469
Coverage of average annual requirements based on September 30, 2015 revenue available for debt service	4.36

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

(2) Excludes depreciation expense.

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 6.25% and is payable in equal monthly installments of $15,576 through June 10, 2020.

In April 2015, the above note was refinanced with $80,381 of additional proceeds being received for rehabilitation of the Learning Center. Additionally, $25,000 in closing costs was incurred. The interest rate of the note was renewed at 6.25% with the term extended to April of 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.

Willow Tree Apartments has a $145,000 line of credit which was obtained to allow Willow Tree to renovate the parking lot of the apartments. At December 31, 2014, the line had a balance of $83,812. The line of credit accrues interest at 2.55% and was due September 4, 2015. The line of credit is secured by a certificate of deposit of Grand Prairie Housing Finance Corporation.

A summary of long-term debt activity during the year ended December 31, 2014 was as follows:

	Beginning Balance	Additions	Deletions	Ending Balance	Due Within One Year
Note payable	$ 2,213,540	$ -	$ (47,592)	$ 2,165,948	$ 36,271
Line of Credit	98,812	-	(15,000)	83,812	83,812
Revenue bonds	8,180,000	-	(175,000)	8,005,000	190,000
Subordinate bonds	4,550,000	-	-	4,550,000	-
Developer loan	1,216,734	41,760	-	1,258,494	-
Total	$ 16,259,086	$ 41,760	$ (237,592)	$ 16,063,254	$ 310,083

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	Note Payable		Revenue Bonds	
December 31	Principal	Interest	Principal	Interest
2015	$ 53,253	$ 133,659	$ 190,000	$ 614,619
2016	56,678	130,234	200,000	600,181
2017	60,324	126,588	220,000	584,619
2018	64,136	122,776	235,000	567,978
2019	48,725	138,187	255,000	549,488
2020-2024	294,871	639,689	1,585,000	2,419,288
2025-2029	402,713	531,847	2,335,000	1,681,944
2030-2034	549,998	384,562	2,985,000	604,305
2035-2039	635,250	56,539	-	-
Total	$ 2,165,948	$ 2,264,081	$ 8,005,000	$ 7,622,422

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

Conduit Debt – Mortgage Revenue Bonds
The HFC issues Single Family and Multi-Family Mortgage Revenue Bonds. The proceeds of the bonds are placed in trust to be used for the origination of qualifying single- or multi-family mortgages or to refund, at any time, bonds previously issued by HFC. The bonds are to be paid only from the funds placed in trust, and these funds can be used only for purposes specified in the bond indenture. HFC is liable to the bondholders only to the extent of the related revenues and assets pledged under the indenture. Therefore, these transactions are accounted for as conduit debt, and the principal amount of the bonds outstanding and assets held by the trustee are not reflected on the face of the financial statements.

At December 31, 2014, outstanding conduit debt was as follows:

Bond Series	Original Issue Amount	Outstanding Amount
2004B Single-Family Mortgage Revenue & Refunding Bonds	$ 7,500,000	$1,063,018

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.

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

Year	Amount
2016	$ 1,597,200
2017	1,716,990
2018	1,756,920
2019	1,756,920
2020	1,756,920
Thereafter	12,567,832
	21,152,782
Less interest	7,541,653
Net present value	13,611,129
Less current portion	541,655
Non-current portion	$ 13,069,474

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%

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, 2015 was $3,707,900. Additional contingent rentals are recorded as revenue when received.

The capital lease is being amortized using the interest method over the thirty-year life of the lease. The Corporation has recorded lease rental and interest for the year ended September 30, 2015 as follows:

Nominal interest on the lease	$ 1,599,601
Amortization of the lease	(500,656)
Net interest	1,098,945
Contingent rentals received (includes rent for simulcast facility prior to completion of project)	224,121
Total lease rental and interest	$ 1,323,066

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 $6,648,851 in the Solid Waste Fund. The total liability represents the cumulative amount reported to date based on the use of 41.94%of the estimated capacity of the landfill.

The City will recognize the remaining estimated cost of closure and post closure care of $9,318,752 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 has recorded a liability and an asset related to environmental remediation in the amount of $130,884, in the Statement of Net Position and Statement of Activities. 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 located at 317 College Street.
- Transportation Center at 1821 W. Freeway for a release determination report and soil disposal.
- 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 building and is responsible for the asbestos abatement of the old Fire Annex building located at 317 W Main Street.
- The City owns the building and is responsible for the asbestos abatement located at 617 Royal Street.

Environmental remediation liability activity in fiscal year 2015 was as follows:

Property Description	Beginning Balance 09/30/2014	Additions	Reductions	Ending Balance 09/30/2015	Current Portion
Transportation Center - 1821 W Freeway	$ -	$ 30,128	$ -	$ 30,128	$ 30,128
Copeland Home Asbestos Abatement	-	24,250	2,740	21,510	21,510
Old Fire Annex Asbestos Abatement	-	83,436	4,190	79,246	79,246
City Hall Asbestos Abatement	40,000	-	40,000	-	-
Police Storefront - 617 Royal Street	-	13,355	13,355	-	-
Total	$ 40,000	$151,169	$ 60,285	$ 130,884	$130,884

Other Liabilities

Outlet Mall Developer Agreement
Two payments are scheduled to be made from Tax Increment Financing District funds when the requirements of the agreement are met during the prior twelve month period.

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.

At September 30, 2015, amounts still owed were as follows:

Outlet Mall Developer	$ 2,000,000
State Comptroller's Office	1,782,471
Total Other Liabilities	$ 3,782,471

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.

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, 2015 actuarial report, as of September 30, 2015, was $3,666,083.

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, 2015 were $1,339,643.

At September 30, 2015, 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
2015	$ 4,532,519	$ 15,633,569	$ 15,160,362	$ 5,005,726
2014	$ 4,296,416	$ 14,561,923	$ 14,325,820	$ 4,532,519

J. Defined Benefit Pension Plan

Plan Description

The City of Grand Prairie participates as one of 860 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 comprehensive annual financial report (CAFR) that can be obtained at www.tmrs.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 CAFR.

Employees Covered by Benefit Terms

At the December 31, 2014 valuation and measurement date, the following employees were covered by the benefit terms:

Inactive employees or beneficiaries currently receiving benefits	629
Inactive employees entitled to but not yet receiving benefits	377
Active employees	1,166
Total	2,172

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 17.56% and 16.61% in calendar years 2014 and 2015, respectively. The City's contributions to TMRS for the year ended September 30, 2015, were $12,624,823, and were equal to the required contributions.

Net Pension Liability

The City's Net Pension Liability (NPL) was measured as of December 31, 2014 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, 2014 actuarial valuation was determined using the following actuarial assumptions:

Inflation	3.0%
Salary Increases	3.0% per year
Investment Rate of Return	7.0%, net of pension plan investment expense, including inflation

Salary increases were based on a service-related table. Mortality rates for active members, retirees, and beneficiaries were based on the gender-distinct RP2000 Combined Healthy Mortality Table, with male rates multiplied by 109% and female rates multiplied by 103%. The rates are projected on a fully generational basis by scale BB to account for future mortality improvements. For disabled annuitants, the gender-distinct RP2000 Disabled Retiree Mortality Table is used, with slight adjustments.

Actuarial assumptions used in the December 31, 2014 valuation were based on the results of actuarial experience studies. The experience study in TMRS was for the period January 1, 2006 through December 31, 2009, first used in the December 31, 2010 valuation. Healthy post-retirement mortality rates and annuity purchase rates were updated based on a Mortality Experience Investigation Study covering 2009 through 2011, and dated December 31, 2013. These assumptions were first used in the December 31, 2013 valuation, along with a change to the Entry Age Normal (EAN) actuarial cost method. Assumptions are reviewed annually. No additional changes were made for the 2014 valuation.

The long-term expected rate of return on pension plan investments is 7%. The pension plan's policy in regard to the allocation of invested assets is established and may be amended by the TMRS Board of Trustees. 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 weighing the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target allocation and best estimates of arithmetic real rates of return for each major asset class are summarized in the following table:

Asset Class	Target Allocation	Long-Term Expected Real Rate of Return (Arithmetic)
Domestic Equity	17.5%	4.80%
International Equity	17.5%	6.05%
Core Fixed Income	30.0%	1.50%
Non-Core Fixed Income	10.0%	3.50%
Real Return	5.0%	1.75%
Real Estate	10.0%	5.25%
Absolute Return	5.0%	4.25%
Private Equity	5.0%	8.50%
Total	100.0%	

Discount Rate

The discount rate used to measure the Total Pension Liability was 7.0%. The projection of cash flows used to determine the discount rate assumed that employee and employer contributions will be made at the rates specified in statute. Based on that assumption, the pension plan's Fiduciary Net Position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the Total Pension Liability.

Sensitivity of Discount Rate

The following presents the net pension liability of the City, calculated using the discount rate of 7.0%, as well as what the City's net pension liability would be if it were calculated using a discount rate that is 1-percentage-point lower (6%) or 1-percentage-point higher (8%) than the current rate:

Sensitivity of the Net Pension Liability to Changes in the Discount Rate		
1% Decrease 6.00%	Current Single Rate Assumption 7.00%	1% Increase 8.00%
$119,133,513	$50,706,336	($5,333,970)

Pension Plan Fiduciary Net Position

Detailed information about the pension plan's Fiduciary Net Position is available in a separately-issued TMRS financial report. That report may be obtained on the Internet at www.tmrs.com.

Changes in Net Pension Liability

	Increase (Decrease)		
	Total Pension Liability (A)	Plan Fiduciary Net Position (B)	Net Pension Liability (A) - (B)
Balance at 12/31/2013	$ 450,523,220	$ 399,226,484	$ 51,296,736
Changes for the year:			
Service cost	11,158,122	-	11,158,122
Interest	31,213,003	-	31,213,003
Change of benefit terms	-	-	-
Difference between expected and actual experience	(2,414,327)	-	(2,414,327)
Changes in assumptions	-	-	-
Contributions - employer	-	12,810,193	(12,810,193)
Contributions - employee	-	5,156,977	(5,156,977)
Net investment income	-	22,838,073	(22,838,073)
Benefit payments*	(20,404,488)	(20,404,488)	-
Administrative expense	-	(238,441)	238,441
Other changes	-	(19,604)	19,604
Net changes	19,552,310	20,142,710	(590,400)
Balance at 12/31/2014	$ 470,075,530	$ 419,369,194	$ 50,706,336

* Includes refunds of employee contributions

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Pension Expense and Deferred Inflows/Outflows of Resources

For the year ended September 30, 2015, the city recognized pension expense of $10,084,679.

At September 30, 2015, 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]	$ -	$ (1,951,111)
Difference in projected and actual earnings on pension plan investments [actuarial (gains) or losses]	4,086,225	-
Employer's contributions to the pension plan subsequent to the measurement date	9,557,179	-
	$ 13,643,404	$ (1,951,111)

Employer's contributions made subsequent to the measurement date of $9,557,179 will be recognized as a reduction to the net pension liability in fiscal year ending September 30, 2016. The remaining amount of net deferred inflows/outflows of $2,135,114 will be amortized and recognized as a change in the net pension liability over the next five years as follows:

Measurement Year Ended December 31	Net deferred outflows (inflows) of resources
2015	$ 558,340
2016	558,340
2017	558,340
2018	558,341
2019	(98,247)
Total	$ 2,135,114

K. Other Postemployment Benefits (OPEB)

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.

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.

Supplemental Death Benefits Fund	Plan Year 2014	Plan Year 2015
Active employees	Yes	Yes
Retirees	Yes	Yes

The City contributes to the SDBF at a contractually required rate as determined by an annual actuarial valuation. The rate is equal to the cost of providing one-year term life insurance. The funding policy for the SDBF program is to assure that adequate resources are available to meet all death benefit payments for the upcoming year; the intent is not to pre-fund retiree term life insurance during employees' entire careers.

The City's contributions to the TMRS SDBF for the years ended 2015, 2014, and 2013, were $22,732, $21,562, and, $20,363, respectively, which equaled the required contributions each year.

Schedule of Contribution Rates:
RETIREE-only portion of the rate

Plan/ Calendar Year	Annual Required Contribution (Rate)	Actual Contribution Made (Rate)	Percentage of ARC Contributed
2012	0.03%	0.03%	100%
2013	0.03%	0.03%	100%
2014	0.03%	0.03%	100%

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.

Benefits

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.

Spouse Coverage

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.

Child / Dependent Coverage

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.

Opt-outs / Payment-in-lieu / Reimbursements

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

Types of Coverage Offered

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

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Retiree 2015 Monthly Health Care Premiums (Employee Pays Portion)

	Monthly Health Care Premium Prior To 12/01/2005 20-25 Years	Monthly Health Care Premium After 11/30/2005 0-5 years
Gold (Under Age 65)		
Employee Only	299	577
Employee plus Spouse	616	1,175
Surviving Spouse	317	598
Employee plus Child(ren)	497	921
Family	916	1,686
Silver (Under Age 65)		
Employee Only	223	501
Employee plus Spouse	442	1,001
Surviving Spouse	223	501
Employee plus Child(ren)	361	785
Family	657	1,427
Bronze (Under Age 65)		
Employee Only	185	463
Employee plus Spouse	372	931
Surviving Spouse	187	468
Employee plus Child(ren)	283	707
Family	514	1,284

The Under Age 65 monthly premiums shown above are rates for after 11/30/05 and are based on 0-5 years of credited service. The Under Age 65 monthly premiums for before 12/1/05 are based on 20-25 years of service. Retiree premiums will reduce as years of service increase.

	Monthly Health Care Premium
Over 65 Retiree (Grandfathered by Age)	
Employee (10-14 years of service)	116
Employee (15-19 years of service)	119
Employee (20-24 years of service)	99
Employee (25-29 years of service)	58
Employee (30+ years of service)	37
Employee plus spouse (10-14 years of service)	264
Employee plus spouse (15-19 years of service)	N/A
Employee plus spouse (20-24 years of service)	N/A
Employee plus spouse (25-29 years of service)	123
Employee plus spouse (30+ years of service)	88

Funding Policy and Annual OPEB Cost

The City's annual other post-employment benefits (OPEB) cost is calculated based on the annual required contribution (ARC) of the employer, an amount actuarially determined in accordance with the parameter of GASB Statement No. 45. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal cost each year and to amortize any unfunded actuarial liabilities (or funding excess) over a period not to exceed thirty years. The City had its first OPEB actuarial valuation performed for the fiscal year beginning October 1, 2007 as required by GASB.

For the year ended September 30, 2015, the City's annual OPEB cost was as follows:

Annual required contribution	$ 3,027,575
Interest on OPEB obligation	211,134
Adjustment to ARC	(191,371)
Annual OPEB cost (expense) end of year	3,047,338
Net estimated employer contributions	2,778,291
Increase/(decrease) in net OPEB obligation	269,047
Net OPEB obligation as of beginning of the year	4,691,875
Net OPEB obligation (asset) as of end of the year	$ 4,960,922

The City's annual OPEB cost, the percentage of annual OPEB cost contributed to the plan, and the net OPEB asset for 2015 and the two preceding years were as follows:

Fiscal Year	Annual OPEB Cost	Percentage of Annual OPEB Cost Contributed	Net OPEB Obligation
2013	$2,434,053	59.3%	$ 4,701,004
2014	$2,648,271	100.3%	$ 4,691,875
2015	$3,047,338	91.2%	$ 4,960,922

Funding Status and Funding Progress

The funded status of the City's retiree health care plan, under GASB Statement No. 45, as of September 30, 2015 was as follows:

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) (b)	Unfunded AAL (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll	UAAL as a % of Payroll
12/31/2014	-	$ 44,797,238	$ 44,797,238	0%	$70,039,140	63.96%

At September 30, 2015, under the reporting parameters, the City's retiree health care plan is 0% funded with an estimated actuarial accrued liability exceeding actuarial assets by $44,797,238.

Actuarial Methods and Assumptions

The Projected Unit Credit actuarial cost method is used to calculate the GASB ARC for the City's retiree health care plan. Using the plan benefits, the present health premiums, and a set of actuarial assumptions, the anticipated future payments are projected. The projected unit credit method then provides for a systematic funding for these anticipated payments. The yearly ARC is computed to cover the cost of benefits being earned by covered members, as well as to amortize a portion of the unfunded accrued liability.

Projections of health benefits are based on the plan as understood by the City and include the types of benefits in force at the valuation date and the pattern of sharing benefit costs between the City and the City's employees to that point. Actuarial calculations reflect a long-term perspective and employ methods and assumptions that are designed to reduce short-term volatility in actuarial accrued liabilities and the actuarial value of assets.

Significant methods and assumptions were as follows:

Actuarial Methods and Assumptions

Inflation rate	3.0% per annum
Investment rate of return	4.5%, net of expenses
Actuarial cost method	Projected Unit Credit Cost Method
Amortization method	Level as a percentage of employee payroll
Amortization period	30-year open amortization
Salary Growth	3.0% per annum
Healthcare cost trend rate	Initial rate of 9.0% declining to an ultimate rate of 4.5% after 9 years

Actuarial valuations involve estimates of the value of reported amounts and assumptions about the probability of events in the future. Amounts determined regarding the funded status and the annual required contributions of the City's retiree health care plan are subject to continual revision as actual results are compared to past expectations and new estimates are made about the future. The required schedule of funding progress presented as required supplementary information provides multi-year trend information that shows whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liability for benefits.

Fiscal Year Ended	Employer Annual Required Contribution	Employer Amount Contributed	Interest on NOO (9) x 4.5%	ARC Adjustment (9) / (6)	Amortization Factor	OPEB cost (2)+(4)-(5)	Change in NOO (7) - (3)	NOO Balance NOO + (8)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
09/30/08	$1,477,994	$ 990,121	$ -	$ -	23.9854	$1,477,994	$ 487,873	$ 487,873
09/30/09	$1,522,334	$1,467,368	$ 21,954	$ 20,340	23.9854	$1,523,948	$ 56,580	$ 544,453
09/30/10	$2,128,596	$ 860,144	$ 24,500	$ 22,699	23.9854	$2,130,397	$1,270,253	$1,814,706
09/30/11	$2,114,805	$1,113,112	$ 81,662	$ 74,018	24.5200	$2,122,449	$1,009,337	$2,824,044
09/30/12	$2,294,853	$1,421,514	$127,082	$ 115,187	24.5200	$2,306,748	$ 885,234	$3,709,278
09/30/13	$2,418,429	$1,442,328	$166,918	$ 151,293	24.5200	$2,434,054	$ 991,726	$4,701,004
09/30/14	$2,628,469	$2,657,400	$211,545	$ 191,743	24.5200	$2,648,271	$ (9,129)	$4,691,875
09/30/15	$3,027,575	$2,778,291	$211,134	$ 191,371	24.5200	$3,047,338	$ 269,047	$4,960,922

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L. Fund Balance

At September 30, 2015, fund balances were classified as follows:

	General	Section 8	Streets CIP	Grants	Debt Service	Epic CIP	Nonmajor Governmental Funds	Total
FUND BALANCES:								
Nonspendable:								
Inventory and prepaids	$ 4,938	$ -	$ -	$ -	$ -	$ -	$ 31,655	$ 36,593
Spendable:								
Restricted for:								
Employee Welfare	54,341	-	-	-	-	-	-	54,341
Library Memorials	66,511	-	-	-	-	-	-	66,511
At Risk Youths	35,998	-	-	-	-	-	-	35,998
GPPD Boxing Program	17,591	-	-	-	-	-	-	17,591
Greg Hunter Scholarships	55,190	-	-	-	-	-	-	55,190
Prairie Paws Adoptions	173,210	-	-	-	-	-	-	173,210
Central Park Guardians	3,016	-	-	-	-	-	-	3,016
Section 8	-	1,657,025	-	-	-	-	-	1,657,025
Street Improvements	-	-	23,472,247	-	-	-	-	23,472,247
Grants	-	-	-	7,030,853	-	-	-	7,030,853
Debt Service	-	-	-	-	10,753,895	-	-	10,753,895
Park Venue	-	-	-	-	-	-	6,055,690	6,055,690
Senior Center	-	-	-	-	-	-	1,001,595	1,001,595
Baseball Stadium	-	-	-	-	-	-	3,275,955	3,275,955
Streets	20,890	-	-	-	-	-	3,704,256	3,725,146
Crime	-	-	-	-	-	-	9,929,527	9,929,527
Hotel Motel	-	-	-	-	-	-	1,196,308	1,196,308
Police seizure	-	-	-	-	-	-	523,988	523,988
Municipal Court	-	-	-	-	-	-	409,135	409,135
Red Light Safety	-	-	-	-	-	-	345,401	345,401
Lake Parks	-	-	-	-	-	-	1,875,229	1,875,229
Public Improvement Districts	-	-	-	-	-	-	1,630,725	1,630,725
Tax Increment Financing	-	-	-	-	-	-	2,083,120	2,083,120
Other special revenue	201	-	-	-	-	-	492,377	492,578
Fire Capital Projects	-	-	-	-	-	-	1,989,144	1,989,144
Municipal Facilities Capital Projects	-	-	-	-	-	-	3,103,927	3,103,927
Drainage Capital Projects	-	-	-	-	-	-	1,454,311	1,454,311
Police Capital Projects	-	-	-	-	-	-	2,260,817	2,260,817
Other Capital Projects	-	-	-	-	-	-	412,308	412,308
Total Restricted	426,948	1,657,025	23,472,247	7,030,853	10,753,895	-	41,743,813	85,084,781
Committed to:								
REO Program	241,704	-	-	-	-	-	-	241,704
Street Improvements	-	-	1,832,382	-	-	-	-	1,832,382
Cable Operations	-	-	-	-	-	-	674,457	674,457
Cemetery Operations	-	-	-	-	-	-	1,508,990	1,508,990
Verizon Theatre	-	-	-	-	-	-	2,394,398	2,394,398
Economic Development	-	-	-	-	-	-	141	141
Fire Capital Projects	-	-	-	-	-	-	5,543,508	5,543,508
Municipal Facilities Capital Projects	-	-	-	-	-	-	1,443,772	1,443,772
Capital Lending/Reserve	-	-	-	-	-	-	19,511,883	19,511,883
Drainage Capital Projects	-	-	-	-	-	-	9,115,399	9,115,399
Police Capital Projects	-	-	-	-	-	-	358,953	358,953
Other Capital Projects	-	-	-	77,604	-	-	758,761	836,365
Total Committed	241,704	-	1,832,382	77,604	-	-	41,310,262	43,461,952
Assigned to:								
Home Match Cash	110,058	-	-	-	-	-	-	110,058
Impact Grand Prairie	4,979	-	-	-	-	-	-	4,979
Section 8 Relief	328,957	-	-	-	-	-	-	328,957
Police Memorials	6,984	-	-	-	-	-	-	6,984
Shattered Dreams	430	-	-	-	-	-	-	430
Parks Education Foundation	7,505	-	-	-	-	-	-	7,505
Westchester Park	12,740	-	-	-	-	-	-	12,740
Uptown Trust	95,268	-	-	-	-	-	-	95,268
First Offender Program	4,324	-	-	-	-	-	-	4,324
Kirby Creek Accessibility Garden	36,428	-	-	-	-	-	-	36,428
Take a Load Off Facility	224,646	-	-	-	-	-	-	224,646
US Marshals Service Agreement	26,075	-	-	-	-	-	-	26,075
Other projects	4,476	-	-	-	-	-	-	4,476
Total Assigned	862,870	-	-	-	-	-	-	862,870
Unassigned	26,212,186	-	-	-	-	(3,278,557)	-	22,933,629
Total fund balances:	$ 27,748,646	$ 1,657,025	$ 25,304,629	$ 7,108,457	$ 10,753,895	$ (3,278,557)	$ 83,085,730	$ 152,379,825

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 it's 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

According to the terms of a take-or-pay contract between the City and TRA, the City is entitled to 10.56% of the raw water yield of Lake Joe Pool which yields 15.1 million gallons of water a day. The City is paying for its prorated share of the project over a 50-year amortization period, 10 years from the date the reservoir gates were closed in January 1986. It is estimated that the City's total liability will be approximately $7,032,000.

The City has a thirty-year contract with the City of Dallas, which expires in 2042, for the purchase of water. Grand Prairie currently takes up to 33.8 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 ($243,453 per MGD) 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 thirty-year term, permits the City to purchase up to an average of 4.5 MGD during the term of the contract. Beginning in January 2015, the City began purchasing water from the City of Midlothian at an average rate of 0.554 MGD.

A contract with the City of Arlington, executed in 2011 for a twenty-year term, allows the City to purchase up to 2.5 MGD maximum flow unless otherwise agreed to in writing. As of September 30, 2015, 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 13.40% during fiscal year 2015. 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.

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, 2015, the City paid $70,752 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.

Baseball Stadium Agreements - The Citizens of Grand Prairie approved a 1/8 cent sales tax to build a minor league professional baseball stadium. The City of Grand Prairie (City) and Grand Prairie Professional Baseball, LP (GPPB) entered into an agreement on June 26, 2007 to develop, construct and operate a minor league professional baseball stadium. This was accomplished through the use of development lease and sublease agreements. Construction began in July 2007 and was completed in May 2008. On April 1, 2011, Grand Prairie Baseball Club L.L.C. (GPBC) assumed the amended lease.

Stadium Sublease - From the effective date of the amended lease agreement through March 31, 2016, GPBC shall pay to the City a base rent of $8,333 each month. If gross revenues for a lease year exceed $2 million, GPBC shall pay an additional base rent of $50,000. If gross revenues for a lease year exceed $2.5 million, GPBC shall pay an additional base rent of $100,000. From April 1, 2016 through the expiration or termination of this Sublease, GPBC shall pay to the City a base rent of $16,667 each month.

Ground Lease - The City entered into a lease agreement with the Sports Corporation for the land on which the stadium was built. The lease runs through June 25, 2036 with an annual base rent of $50,000.

Stadium Sublease - GPPB and the City entered into a sublease agreement for GPPB to operate the baseball stadium facility. GPPB pays monthly rent of $16,667 of which one-fourth is for lease of land and three-fourths is for lease of improvements. Additional rent is paid annually and due

March 31 of each year. The following schedule determines the additional rent level: 0% of adjusted net income between $0-$399,999; 25% of adjusted net income between $400,000-800,000; and 50% of adjusted net income over $800,000. This lease agreement expires the earlier of May 15, 2028 or termination of underlying lease.

On March 15, 2011, City Council unanimously approved the assignment and transfer for the lease of the baseball stadium from GPPB to ISB, Inc.

Construction Commitments

The City has several approved outstanding major capital projects as of September 30, 2015. The City's total committed but unexpended expenditures for such authorized capital projects at year-end approximates $49,145,529. Funding for these contracts will be received through various capital projects funds and enterprise funds.

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, 2015, 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	$ 1,913,557
Capital assets	14,552,985
Deferred outflows of resources	47,547
Total assets and deferred outflows of resources	16,514,089
Current liabilities	515,874
Long-term liabilities	1,499,332
Deferred inflows of resources	6,800
Total liabilities and deferred inflows of resources	2,022,006
Net position: Net investment in capital assets	13,069,366
Net position: Unrestricted	1,422,717
Total net position	$ 14,492,083

Continued on next page.

Condensed statement of revenues, expenses and changes in net position:	
Sales to customers	$ 1,016,877
Intergovernmental revenue	43,714
Miscellaneous	984,977
Total operating revenues	2,045,568
Depreciation	696,970
Other operating expenses	1,460,610
Total operating expenses	2,157,580
Gain on property disposition	925
Interest expense	(73,020)
Total nonoperating revenues (expenses)	(72,095)
Loss before transfers	(184,107)
Capital contributiions	1,853,633
Transfers out	(48,000)
Change in net position	1,621,526
Net position at the beginning of the year (restated - See Note P)	12,870,557
Net position at the end of the year	$ 14,492,083

Condensed statement of cash flows:	
Net cash provided (used) by:	
Operating activities	$ 660,279
Noncapital financing activities	(5,975)
Capital and related financing activities	(876,943)
Investing activities	4,181
Beginning cash and cash equivalent balances	404,565
Ending cash and cash equivalent balances	$ 186,107

O. Subsequent Events

On November 3, 2015, the City Council issued:

- $11,165,000 in General Obligation Refunding Bonds, Series 2015. The proceeds will be used to refund a portion of certain general obligations.
- $28,020,000 in Combination Tax and Revenue Certificates, Series 2015. The proceeds will be used to fund public safety, library, street, and other City structure improvements.
- $74,825,000 in taxable Sales Tax Revenue Bonds, Series 2015. The proceeds will be used to fund the Epic to be constructed at Central Park
- $4,155,000 in Water and Wastewater Revenue Refunding Bonds, Series 2015. The proceeds are to be used to refund a portion of certain Water Wastewater System obligations.

The City has evaluated all other events or transactions that occurred after September 30, 2015 up through March 22, 2016, the date the financial statements were available to be issued.

P. Prior Period Adjustments

GASB No. 68

During implementation of GASB No. 68, the City's pension plan, Texas Municipal Retirement System (TMRS), did not provide member governments with beginning balances of deferred inflows or outflows of resources, which is permitted by GASB No. 68. At the beginning of the initial period of GASB No. 68, October 1, 2014, the City recorded the beginning net pension liability. Per the requirements of GASB No. 71, the City recorded a beginning deferred outflow of resources for contributions made between the start of the measurement period of the pension system and the City's prior fiscal year end. These two items result in an adjustment to beginning net position of the governmental activities and the business-type activities in the Government-Wide Financial Statements and the Statement of Revenues, Expenses, and Changes in Fund Net Position – Proprietary Funds.

Retroactively applying these changes resulted in prior period adjustments at the government-wide level:

	Government-Wide Statement of Activities	
	Governmental Activities	Business-Type Activities
Net position - beginning of year (as previously stated)	$ 441,017,113	$ 217,141,916
Change in reporting for pension liability	(37,358,089)	(4,211,664)
Net position - beginning of year (restated)	$ 403,659,024	$ 212,930,252

Changes to business-type activities in the Statement of Revenues, Expenses, and Changes in Fund Net Position for proprietary funds were as follows:

	Major Funds	
Enterprise Funds:	Water Wastewater	Solid Waste
Net position - beginning of year (as previously stated)	$ 174,375,294	$ 21,633,428
Change in reporting for pension liability	(2,599,312)	(835,844)
Net position - beginning of year (restated)	$ 171,775,982	$ 20,797,584

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	Nonmajor Funds			
Enterprise Funds:	Municipal Airport	Municipal Golf	Storm Water Utility	Total Major and Nonmajor Funds
Net position - beginning of year				
(as previously stated)	$ 13,015,427	$ 3,010,337	$ 3,516,341	$ 215,550,827
Change in reporting for pension liability	(144,870)	(440,546)	(191,092)	(4,211,664)
Net position - beginning of year (restated)	$ 12,870,557	$ 2,569,791	$ 3,325,249	$ 211,339,163

Changes to the City's Internal Service Funds in the Statement of Revenues, Expenses, and Changes in Fund Net Position for proprietary funds were as follows:

	Internal Service Funds		
Internal Service Funds:	Fleet Services	Risk Management	Total Internal Service Funds
Net position - beginning of year			
(as previously stated)	$ 1,007,168	$ 8,826,678	$ 9,833,846
Change in reporting for pension liability	(384,953)	(113,667)	(498,620)
Net position - beginning of year (restated)	$ 622,215	$ 8,713,011	$ 9,335,226

Reclassification of Fund Types

Per GASB Cod. Sec. 1300, the term proceeds of "specific revenue sources" establishes that one or more specific restricted or committed revenues should be the foundation for a special revenue fund. Capital project funds are used to account for and report financial resources that are restricted, committed, or assigned to expenditures for capital outlays, including the acquisition or construction of capital facilities and other capital assets, including those financed by general obligation bond proceeds (other than those financed by proprietary funds).

Based on these definitions, reclassifications of certain governmental funds were made to properly present in the City's financial statements. These reclassifications did not change the overall total fund balance at the fund level or government-wide level for the City, but merely moved fund balances between major funds, and/or nonmajor special revenue and capital project funds.

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Beginning fund balances were reclassified for the following governmental funds:

	Governmental Funds		
Governmental Funds:	Beginning of Year (as previously stated)	Reclassifications	Beginning of Year (restated)
Major Funds:			
General Fund	$ 24,115,372	$ 637,047	$ 24,752,419
Section 8 Fund	1,846,377	(637,047)	1,209,330
Streets CIP Fund	27,465,119	1,463,726	28,928,845
Grants Fund	1,827,923	-	1,827,923
Debt Service Fund	10,501,572	-	10,501,572
Total major governmental funds	65,756,363	1,463,726	67,220,089
Nonmajor Governmental Funds:			
Special Revenue Funds:			
Park Venue Sales Tax Fund	6,400,287	(3,290,792)	3,109,495
Senior Center Sales Tax Fund	5,467,540	-	5,467,540
Baseball Stadium Sales Tax Fund	2,502,650	-	2,502,650
Streets Sales Tax Fund	3,837,096	-	3,837,096
Crime Sales Tax Fund	7,909,311	-	7,909,311
Hotel/Motel Tax Fund	1,454,407	-	1,454,407
Police Seizure Fund	601,176	-	601,176
Municipal Court Funds	418,012	(50,116)	367,896
Cable Operations Fund	581,749	-	581,749
Red Light Safety Fund	372,191	-	372,191
Lake Parks Fund	2,746,885	(1,449,901)	1,296,984
Cemetery Fund	1,253,617	-	1,253,617
PID Fund	1,517,451	-	1,517,451
TIF Districts Fund	12,501,732	-	12,501,732
Verizon Theatre Fund	-	2,362,279	2,362,279
Other Special Revenue Funds	2,464,925	(1,977,352)	487,573
Juvenile Case Manager	334,811	(334,811)	-
Capital Project Funds:			
Park Venue CIP Funds	-	3,290,789	3,290,789
Fire CIP Fund	4,727,444	-	4,727,444
Municipal Facilities CIP Fund	2,953,333	-	2,953,333
Drainage CIP Fund	8,742,083	-	8,742,083
Police CIP Fund	4,940,878	-	4,940,878
Senior Center CIP Fund	64,485	(64,485)	-
Other CIP Funds	3,733,686	(1,751,333)	1,982,353
Capital Lending/Reserve	3,880,827	1,801,996	5,682,823
Total nonmajor governmental funds	79,406,576	(1,463,726)	77,942,850
Total Governmental Funds	$ 145,162,939	$ -	$ 145,162,939

Beginning fund balance for the Solid Waste business-type activity was reclassified from a nonmajor enterprise fund to a major enterprise fund for fiscal year ended September 30, 2015.

APPENDIX C

FORMS OF BOND COUNSEL'S OPINIONS

(The Bonds, followed by the Certificates)

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[Closing Date]

Norton Rose Fulbright US LLP
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IN REGARD to the authorization and issuance of the "City of Grand Prairie, Texas, General Obligation Refunding Bonds, Series 2016," dated November 1, 2016, in the principal amount of $37,125,000 (the "Bonds"), 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 Bonds, the defeasance and discharge of the City's outstanding obligations being refunded by the Bonds and the exclusion of the interest on the Bonds 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 Bonds, or the sufficiency of the security for or the value or marketability of the Bonds.

THE BONDS are issued in fully registered form only and in denominations of $5,000 or any integral multiple thereof (within a maturity). The Bonds mature on February 15 in each of the years specified in an ordinance adopted by the City Council of the City authorizing the issuance of the Bonds (the "Ordinance"), unless redeemed prior to maturity in accordance with the terms stated on the Bonds. The Bonds accrue interest from the dates, 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 Bonds, including the Ordinance, a Special Escrow Agreement (the "Escrow Agreement") between the City and The Bank of New York Mellon Trust Company, N.A. (the "Escrow Agent"), a special report of Grant Thornton LLP (the "Accountants") and an examination of the initial Bond 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 Bonds 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 Bonds, 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 Bonds 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 the proceeds of an ad valorem tax levied, within the limitations prescribed by law, upon all taxable property in the City, except to the 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. The Escrow Agreement has been duly authorized, executed and delivered and is a binding and enforceable agreement in accordance with its terms and the outstanding obligations

refunded, discharged, paid and retired with the proceeds of the Bonds have been defeased and are regarded as being outstanding only for the purpose of receiving payment from the funds held in a fund with the Escrow Agent, pursuant to the Escrow Agreement and in accordance with the provisions of Texas Government Code, Chapter 1207, as amended. In rendering this opinion, we have relied upon the special report of the Accountants as to the sufficiency of cash and investments deposited with the Escrow Agent pursuant to the Escrow Agreement for the purposes of paying the outstanding obligations refunded and to be retired with the proceeds of the Bonds and the interest thereon.

3. 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 Bonds 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 individuals or, except as hereinafter described, corporations. Interest on the Bonds owned by a corporation will be included in such corporation's adjusted current earnings for purposes of calculating the alternative minimum taxable income of such corporations, other than an S corporation, a qualified mutual fund, a real estate mortgage investment conduit, a real estate investment trust, or a financial asset securitization investment trust ("FASIT"). A corporation's alternative minimum taxable income is the basis on which the alternative minimum tax imposed by section 55 of the Code will be computed.

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 Bonds. Ownership of tax-exempt obligations such as the Bonds 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, owners of an interest in a FASIT, 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.

[Closing Date]

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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 2016," dated November 1, 2016, in the principal amount of $33,705,000 (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 the ordinance adopted by the City Council of the City authorizing the issuance of the Certificates (the "Ordinance"), unless redeemed prior to maturity in accordance with the terms stated on the Certificates. The Certificates accrue interest from the dates, 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 water and wastewater system in the manner and to the extent provided in the Ordinance, except to the 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 individuals or, except as hereinafter described, corporations. Interest on the Certificates owned by a corporation will be included in such corporation's adjusted current earnings for purposes of calculating the alternative minimum taxable income of such corporations, other than an S corporation, a qualified mutual fund, a real estate mortgage investment conduit, a real estate investment trust, or a financial asset securitization investment trust ("FASIT"). A corporation's alternative minimum taxable income is the basis on which the alternative minimum tax imposed by section 55 of the Code will be computed.

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, owners of an interest in a FASIT, 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.

Financial Advisory Services
Provided By

FirstSouthwest
A Division of Hilltop Securities