
**FORT WORTH LOCAL DEVELOPMENT CORPORATION MEETING
TUESDAY, NOVEMBER 15, 2016
2:30 P.M.
CITY COUNCIL CONFERENCE ROOM, CITY HALL, ROOM 290
1000 THROCKMORTON STREET, FORT WORTH, TEXAS**

**LONESTAR LOCAL GOVERNMENT CORPORATION MEETING
(IMMEDIATELY FOLLOWING THE FORT WORTH LOCAL DEVELOPMENT CORPORATION
MEETING)
CITY COUNCIL CONFERENCE ROOM, CITY HALL, ROOM 290
1000 THROCKMORTON STREET, FORT WORTH, TEXAS**

**FORT WORTH HOUSING AND FINANCE CORPORATION
(IMMEDIATELY FOLLOWING THE LONESTAR LOCAL GOVERNMENT CORPORATION
MEETING)
CITY COUNCIL CONFERENCE ROOM, CITY HALL, ROOM 290
1000 THROCKMORTON STREET, FORT WORTH, TEXAS**

**CITY COUNCIL WORK SESSION
TUESDAY, NOVEMBER 15, 2016
3:00 P.M.
CITY COUNCIL CONFERENCE ROOM, CITY HALL, ROOM 290
1000 THROCKMORTON STREET, FORT WORTH, TEXAS**

1. Report of the City Manager - **David Cooke, City Manager**
 - a. Changes to the City Council Agenda
 - b. Upcoming and Recent Events
 - c. Organizational Updates and Employee Recognition(s)
 - d. Informal Reports
 - [IR 9962](#): Proposal to Improve Contract Management and Increase Delegated Authority
for Contracting and Purchasing
 - [IR 9963](#): FY16 Delegated Authority
 - [IR 9964](#): Update on Assessment of Senior Citizens Programming
 - [IR 9965](#): On-Street Parking of Trailers and Semi-Trailers in Residential Areas
 - [IR 9966](#): Proposed Age-Friendly Fort Worth Action Plan
 - [IR 9967](#): Update on Alpha Ranch, Shale Creek, and Brookfield Infrastructure and Development Agreements
2. Current Agenda Items - **City Council Members**
3. Responses to Items Continued from a Previous Week
 - a. [ZC-16-157](#) - (COUNCIL DISTRICTS 8 - Kelly Allen Gray) - Tony Cervantes and

Marie Chairez, 2210 E. Vickery; From: "A-5" One-Family To: "C" Medium Density Multifamily (Recommended for Approval by the Zoning Commission) **(Continued from November 1, 2016 by Council Member Allen Gray)**

4. Presentation FY2017 Federal Legislative Program - **Scott Corley and Casey Pipes, Corley Pipes Consultants**
5. Update on Blue Zones Project - **Matt Dufrene, Blue Zones Project Fort Worth**
6. Briefing on Smoking Ordinance - **Christa R. Lopez-Reynolds, Law**
7. Briefing on Cyber Security - **Kevin Gunn, IT Solutions**
8. Briefing on Flood Mitigation in Fort Worth - **Greg Simmons, Transportation and Public Works**
9. Presentation on a Tax Abatement Agreement with Parker Products For Consolidation of Corporate Operations at the NW Corner of Loop 820 & Strawn Lane - **Natalie Moore, Economic Development**
10. City Council Requests for Future Agenda Items and/or Reports
11. Executive Session (CITY COUNCIL CONFERENCE ROOM, CITY HALL, ROOM 290) - **SEE ATTACHMENT A**
Attachment(s):
[Executive Session Agenda - Attachment A.pdf](#)

CITY COUNCIL CONFERENCE ROOM, CITY HALL, ROOM 290, is wheelchair accessible. Persons with disabilities who plan to attend this meeting and who may need accommodations, auxiliary aids, or services such as interpreters, readers, or large print are requested to contact the City's ADA Coordinator at (817) 392-8552 or e-mail ADA@FortWorthTexas.gov at least 48 hours prior to the meeting so that appropriate arrangements can be made. If the City does not receive notification at least 48 hours prior to the meeting, the City will make a reasonable attempt to provide the necessary accommodations.

ATTACHMENT A
EXECUTIVE SESSION
CITY COUNCIL CONFERENCE ROOM
CITY HALL, ROOM 290
Tuesday, November 15, 2016

- A. The City Council will conduct a closed meeting in order to discuss matters permitted by the following sections of Chapter 551 of the Texas Government Code:

CITY ATTORNEY

1. Section 551.071, CONSULTATION WITH ATTORNEY

To seek the advice of its attorneys concerning the following pending or contemplated litigation or other matter that is exempt from public disclosure under Article X, Section 9 of the Texas State Bar Rules:

- a. Legal issues concerning the Fort Worth multipurpose arena project at Will Rogers Memorial Coliseum; and
- b. Legal issues concerning any item listed on today's City Council meeting agendas.

CITY MANAGER

1. Section 551.072, DELIBERATIONS REGARDING REAL PROPERTY

Deliberate the purchase, sale, lease or value of real property where deliberation in an open meeting would have a detrimental effect on the position of the City in negotiations with a third party.

2. Section 551.087, DELIBERATIONS REGARDING ECONOMIC DEVELOPMENT NEGOTIATIONS

Deliberate the commercial or financial information or the offer of a financial or other incentive to a business prospect.

- B. The City Council may reconvene in open session in the City Council Conference Room and act on any item listed on the Executive Session Agenda in accordance with Chapter 551 of the Texas Government Code.

**CITY COUNCIL AGENDA
FOR THE MEETING AT 7:00 P.M. TUESDAY, NOVEMBER 15, 2016
CITY COUNCIL CHAMBER, CITY HALL
1000 THROCKMORTON STREET, FORT WORTH, TEXAS**

- I. CALL TO ORDER**
- II. INVOCATION** - Father Stephen Jasso, All Saints Catholic Church
- III. PLEDGE OF ALLEGIANCE**
- IV. CONSIDERATION OF MINUTES OF THE CITY COUNCIL WORK SESSION AND THE REGULAR MEETING OF NOVEMBER 8, 2016**
- V. ITEMS TO BE WITHDRAWN FROM THE CONSENT AGENDA**
- VI. ITEMS TO BE CONTINUED OR WITHDRAWN BY STAFF**
- VII. CONSENT AGENDA**

Items on the Consent Agenda require little or no deliberation by the City Council. Approval of the Consent Agenda authorizes the City Manager, or his designee, to implement each item in accordance with staff recommendations.

A. General - Consent Items

- 1. [M&C G-18878](#) - Adopt Resolution Authorizing Settlement of All Claims with Parallel Petroleum, L.L.C. Related to the Lawsuit in Cause No. 48-268798-13, 48th District Court, Tarrant County, Texas, Authorize Execution of All Agreements Necessary to Complete the Settlement and Authorize the City Manager to Execute Amendments to Gas Leases with Respect to Parallel Petroleum Interests (ALL COUNCIL DISTRICTS)
- 2. [M&C G-18879](#) - Adopt a Revised Policy Governing Payments from the Water and Sewer Fund to Other Funds as an Amendment to the City's Financial Management Policy Statements Effective October 1, 2016; and Authorize Incorporation of this Policy into the Overall Policy Document (ALL COUNCIL DISTRICTS)
- 3. [M&C G-18880](#) - Adopt Resolution Nominating Alcon Laboratories, Inc., Located at 6201 South Freeway as an Enterprise Project, Pursuant to the Texas Enterprise Zone Act, Chapter 2303 of the Texas Government Code (COUNCIL DISTRICT 8)
- 4. [M&C G-18881](#) - Authorize Execution of Interlocal Agreements with Tarrant County, Texas Approving Nomination by Tarrant County of Andrews Distributing Company of North Texas, LLC, and EFW Inc., as Enterprise Projects, Pursuant to the Texas Enterprise Zone Act, Chapter 2303 of the Texas Government Code (COUNCIL DISTRICT 2)
- 5. [M&C G-18882](#) - Adopt Ordinance Appropriating Previously Received Funds in the Special Purpose Fund in the Amount of \$317,014.00 for the Andrew Doc Session Community Center, Worth Heights Community Center and the Summer Day Camp Program for Fiscal Year 2017 (ALL COUNCIL DISTRICTS)
- 6. [M&C G-18883](#) - Adopt Resolution to Appoint Mark Weibel as Hearing

Officer in and for the Fort Worth Parking Violations Bureau and Designating the Hearing Officer to Conduct Hearings and Appeals, Pursuant to Chapters 7, 10, 12.5 and 22 of the City Code and to Perform Other Assigned Duties (ALL COUNCIL DISTRICTS)

B. Purchase of Equipment, Materials, and Services - Consent Items

1. [M&C P-11966](#) - Authorize Non-Exclusive Purchase Agreements with Tex 1 Security Inc., Saint, LLC d/b/a Premier Protective Services and Boutchantharaj Corporation d/b/a DFW Security Protective Force for a Combined Amount Up to \$410,000.00 for Security Guard Services for the City of Fort Worth (ALL COUNCIL DISTRICTS)
2. [M&C P-11967](#) - Authorize Rejection of All Bids Received for Asphalt Solvent and Release Agent Advertised Under Invitation To Bid No. 16-0288 and Authorize Non-Exclusive Purchase Agreements with JACO Industrial Supply, Inc., and Kelly-Moore Paint Company, Inc., for a Total Amount Up to \$150,000.00 for the First Year for Asphalt Solvent and Release Agent Advertised Under Invitation To Bid No. 16-0342 for the Transportation and Public Works Department (ALL COUNCIL DISTRICTS)
3. [M&C P-11968](#) - Authorize Purchase Agreement with Artex Overhead Door Company in an Amount Up to \$75,000.00 for Overhead Door Repair Services for the Property Management Department (ALL COUNCIL DISTRICTS)
4. [M&C P-11969](#) - Amend Mayor and Council Communication P-11830 to Add An Additional Vendor and Authorize Contract with Azure Water Services, LLC d/b/a Water Solutions for Odor Control Services for the Water Department (ALL COUNCIL DISTRICTS)
5. [M&C P-11970](#) - Authorize Purchase of an Excavator from Holt Texas, LTD d/b/a Holt Cat, for an Amount Up to \$209,569.00, Using a Cooperative Contract for the Code Compliance Department Through the Property Management Department to Move Hazardous Materials at Various Drop-Off Stations (ALL COUNCIL DISTRICTS)

C. Land - Consent Items

1. [M&C L-15966](#) - Authorize Easement to Oncor Electric Delivery Company, LLC, for Electrical Equipment and Appurtenances for a Total of 0.458 Acres of Land for the Alliance Runway Extension Project (COUNCIL DISTRICT 7)
2. [M&C L-15967](#) - Authorize the Execution of a License Agreement Between the City of Fort Worth and The Fort Worth Convention and Visitor's Bureau to Use the Former Mounted Patrol Site Located at 2500 N. Houston Street for Uses Related to the Fort Worth Herd (COUNCIL DISTRICT 2)

D. Planning & Zoning - Consent Items - None

E. Award of Contract - Consent Items

1. [M&C C-27988](#) - Authorize Execution of an Encroachment Agreement with Plaza Medical Center for the Construction of a Skybridge Over the Public Right-of-Way in the 800 Block of 9th Avenue (COUNCIL DISTRICT 9)
2. [M&C C-27989](#) - Authorize Execution of Amendment to City Secretary Contract No. 45586, Economic Development Program Agreement with Clearfork Development Company, LLC, as Previously Amended, to Extend the Completion Deadline for the First Phase of a Mixed-Use Development to be Located Near the Southwest Corner of West Vickery Boulevard and South Hulen Street (COUNCIL DISTRICT 3)
3. [M&C C-27990](#) - Authorize Execution of an Agreement with Senior Citizen Services of Greater Tarrant County, Inc., in the Amount of \$120,000.00 for Fiscal Year 2017 for Program Services for Senior Citizens at Various Community Centers (COUNCIL DISTRICTS 2, 3, 5, 8 and 9)
4. [M&C C-27991](#) - Authorize Execution of Change Order No. 1 to City Secretary Contract No. 47635 with Advanced Paving Acquisition, Ltd., for Construction of an Additional 3,000 Linear Feet of Concrete Sidewalk and Seven Additional Americans with Disabilities Act Barrier Free Ramps at Academy Boulevard, Ray White Road and West Shaw Street at No Additional Contract Cost and Authorize Additional Sixty Days for Completion of the Contract, Provide for Additional Staff and Project Costs for a Revised Project Amount of \$705,000.00 (2014 BOND PROGRAM) (COUNCIL DISTRICTS 3, 4 and 9)
5. [M&C C-27992](#) - Authorize Execution of an Administration Building Office Lease Agreement with Pro Test for Suite L10 at Fort Worth Meacham International Airport (COUNCIL DISTRICT 2)
6. [M&C C-27993](#) - Authorize Execution of an Engineering Agreement with Dunaway Associates, L.P., in the Amount of \$319,872.00 for the Development of Zoo Creek Drainage Improvements to Provide Flood Mitigation in the Zoo and Facilitate Future Flood Mitigation for the Berry/McCart Area Businesses and Residents, North To the Fort Worth Zoo Within Forest Park, Provide for Staff and Design Contingency Costs in the Amount of \$10,000.00 for a Total Design Phase Cost of \$329,872.00 and Authorize the Reimbursement of \$40,125.00 to the Fort Worth Zoological Association for Initial Engineering Analysis (COUNCIL DISTRICT 9)

VIII. PRESENTATIONS BY THE CITY SECRETARY - CONSENT ITEMS

1. Notice of Claims for Alleged Damages and/or Injuries

IX. SPECIAL PRESENTATIONS, INTRODUCTIONS, ETC.

1. Presentation of Proclamation of Small Business Saturday and Recognition of the Small Business Development Partnership at the James E. Guinn Entrepreneurial Complex

X. ANNOUNCEMENTS BY CITY COUNCIL MEMBERS AND STAFF

1. Upcoming and Recent Events

2. Recognition of Citizens
3. Approval of Ceremonial Travel

XI. PRESENTATIONS BY THE CITY COUNCIL

1. Changes in Membership on Boards and Commissions

XII. PRESENTATIONS AND/OR COMMUNICATIONS FROM BOARDS, COMMISSIONS AND/OR CITY COUNCIL COMMITTEES

XIII. RESOLUTION

1. A Resolution Accepting the Filing of a Petition to Create a Public Improvement District to be Known as Fort Worth Public Improvement District No. 17 (Rock Creek Ranch); Setting a Date for a Public Hearing; Authorizing the Publication of Notice; and Enacting Other Provisions Relating Thereto

XIV. REPORT OF THE CITY MANAGER

A. Benefit Hearing - None

B. General

1. [M&C G-18884](#) - Authorize Acceptance of the Donation of Four 2016 Chevrolet Tahoes Valued in the Amount of \$188,000.00 from the Dallas Fort Worth Metropolitan New Car Dealers Association (ALL COUNCIL DISTRICTS)
2. [M&C G-18885](#) - Accept Receipt of the Fort Worth Botanic Garden Strategic Plan from EMD Consulting Group, LLC, Refer the Strategic Plan to the City Manager and Staff for Further Review and Evaluation to Develop Strategies and Policies for the Implementation of the Strategic Plan, Authorize Amendment to the Fiscal Year 2017 General Capital Improvement Plan to Increase Appropriations in the Amount of \$350,000.00 and Adopt Appropriation Ordinance (ALL COUNCIL DISTRICTS)

C. Purchase of Equipment, Materials, and Services

1. [M&C P-11971](#) - Authorize Non-Exclusive Purchase Agreements with Business Interiors by Staples and Royer & Schutts, Inc., in an Annual Amount Up to \$1,375,000.00, Using Cooperative Contracts for the Purchase of Office Furniture for Various City Departments (ALL COUNCIL DISTRICTS)

D. Land

1. [M&C L-15968](#) - Consider Institution and Adoption of Ordinance for the Owner-Initiated Annexation of Approximately 44.58 Acres of Land in Parker County, Located West of Walsh Ranch Parkway and North of IH-30, in the Far West Planning Sector, AX-16-005 (COUNCIL DISTRICT 3)
2. [M&C L-15969](#) - Consider Institution of the Annexation and Adoption of Ordinance for Proposed Owner-Initiated Annexation of Approximately 89 Acres of Land in Tarrant County, Located South of Longhorn Road and West of Marine Creek Parkway, in the Far Northwest Planning Sector (FUTURE COUNCIL DISTRICT 2)
3. [M&C L-15970](#) - Consider Institution of the Annexation and Adoption of

Ordinance for the Proposed City-Initiated Annexation of Approximately 93.4 Acres of Land in Tarrant County, Located Along Jacksboro Highway and East of the Town of Lakeside, in the Far West Planning Sector (FUTURE COUNCIL DISTRICT 7)

E. Planning & Zoning - None

F. Award of Contract

1. [M&C C-27994](#) - Authorize Execution of a Managed Services Agreement with Motorola Solutions, Inc., for an Eight-Year Cost Not to Exceed \$13,321,687.00, Using a Cooperative Contract for Maintenance Services to Support the City's Public Safety Radio Communications System (ALL COUNCIL DISTRICTS)
2. [M&C C-27995](#) - Authorize Execution of an Economic Development Program Agreement with Rural Media Group, LLC, for the Relocation of Its Corporate Headquarters and Broadcasting Operations to the Fort Worth Stockyards, Authorize Execution of a Community Facilities Agreement with Fort Worth Heritage Development, LLC, for Public Improvements to E. Exchange Avenue and Mule Alley, Authorize Amendment to Economic Development Program Agreement with Fort Worth Heritage Development, LLC, City Secretary Contract No. 46495, to Secure Performance Obligations Under the Economic Development Program Agreement and the Community Facilities Agreement, Authorize Execution of a Tax Increment Financing Development Agreement with the Board of Directors of Tax Increment Reinvestment Zone No. 15 for Reimbursement to the City for Costs of Those Public Improvements, Authorize Advance Funding by the City for Those Public Improvements from TIF Revenues Collected Through the Remaining Life of the Zone as the Receivable Estimated at \$7,900,000.00 and Adopt Related Appropriation Ordinance (COUNCIL DISTRICT 2)

XV. PUBLIC HEARING

1. Public Hearing on the Proposed Amendments to the Land Use Assumptions, Capital Improvements Plan and Impact Fee Schedules for Water and Wastewater Facilities in Accordance with Section 395.054 of the Local Government Code
 - a. Report of City Staff
 - b. Citizen Comments

XVI. ZONING HEARING

1. [ZC-16-157](#) - (CD 8) - Tony Cervantes and Marie Chairez, 2210 E. Vickery; From: "A-5" One-Family To: "C" Medium Density Multifamily (**Recommended for Approval by the Zoning Commission**) (**Continued from a Previous Meeting**)
2. [ZC-16-200](#) - (CD 8) - SDG 121 FW, LLC, 109 N. Chandler Drive; From: "G" Intensive Commercial and PD 99 Planned Development for all uses in "G" Commercial District and an office warehouse (for package delivery service subject to the site plan submitted) and include warehousing for equipment, supplies and other inert materials and the outdoor storage of landscape trees,

plant life, soil/rocks used in landscaping, and other inert landscape materials, to add an 8 ft. red cedar fence on the west and south side property lines; site plan approved.

To: Amend PD 99 Planned Development to add RV sales, storage, & service, site plan included **(Recommended for Approval by the Zoning Commission)**

XVII. CITIZEN PRESENTATIONS

XVIII. EXECUTIVE SESSION (CITY COUNCIL CONFERENCE ROOM, CITY HALL, ROOM 290) - SEE ATTACHMENT B

XIX. ADJOURNMENT

According to the City Council Rules of Procedures, individual citizen presentations shall be limited to three minutes, and group presentations shall be limited to ten minutes. At the Mayor's discretion, time limits may be reasonably extended.

Fort Worth Council Chamber, is wheelchair accessible. Persons with disabilities who plan to attend this meeting and who may need accommodations, auxiliary aids, or services such as interpreters, readers, or large print are requested to contact the City's ADA Coordinator at (817) 392-8552 or e-mail ADA@FortWorthTexas.gov at least 48 hours prior to the meeting so that appropriate arrangements can be made. If the City does not receive notification at least 48 hours prior to the meeting, the City will make a reasonable attempt to provide the necessary accommodations.

ATTACHMENT B
EXECUTIVE SESSION
CITY COUNCIL CONFERENCE ROOM
CITY HALL, ROOM 290
Tuesday, November 15, 2016

- A. The City Council will conduct a closed meeting in order to discuss matters permitted by the following sections of Chapter 551 of the Texas Government Code:

CITY ATTORNEY

1. Section 551.071, CONSULTATION WITH ATTORNEY

To seek the advice of its attorneys concerning the following pending or contemplated litigation or other matter that is exempt from public disclosure under Article X, Section 9 of the Texas State Bar Rules:

- a. Legal issues concerning the Fort Worth multipurpose arena project at Will Rogers Memorial Coliseum; and
- b. Legal issues concerning any item listed on today's City Council meeting agendas.

CITY MANAGER

1. Section 551.072, DELIBERATIONS REGARDING REAL PROPERTY

Deliberate the purchase, sale, lease or value of real property where deliberation in an open meeting would have a detrimental effect on the position of the City in negotiations with a third party.

2. Section 551.087, DELIBERATIONS REGARDING ECONOMIC DEVELOPMENT NEGOTIATIONS

Deliberate the commercial or financial information or the offer of a financial or other incentive to a business prospect.

- B. The City Council may reconvene in open session in the City Council Conference Room and act on any item listed on the Executive Session Agenda in accordance with Chapter 551 of the Texas Government Code.

FORT WORTH LOCAL DEVELOPMENT CORPORATION

Tuesday, November 15, 2016

2:30 P.M.

City Council Conference Room, City Hall, Room 290

1000 Throckmorton Street

Fort Worth, Texas 76102

Board of Trustees

Gyna M. Bivens, President	Dennis Shingleton, Secretary	Salvador Espino, Trustee
Cary Moon, Vice President	Betsy Price, Trustee	Ann Zadeh, Trustee
Zim Zimmerman, Treasurer	Kelly Allen Gray, Trustee	Jungus Jordan, Trustee

City Staff

Staff Liaison: Jesus Chapa, Assistant City Manager

Leann Guzman, Senior Assistant City Attorney

I. CALL TO ORDER

II. ACTION ITEMS

- A. Approval of September 20, 2016 Meeting Minutes
- B. Consider and Adopt a Resolution Approving Expenditure up to \$1,500,000.00 with Bazan Roofing, Inc., for the Replacement of the Roof at 4600 Blue Mound Road. – Ana Alvarado, Economic Development Manager
- C. Consider and Adopt a Resolution Approving Expenditure up to \$300,000.00 with MV Engineering, Inc., for the Reconstruction of a Section of the Private Roadway at the Blue Mound Road Property. – Ana Alvarado, Economic Development Manager

III. BRIEFINGS - None

IV. EXECUTIVE SESSION

The Fort Worth Local Development Corporation's Board of Trustees will conduct a closed meeting to:

- A. Seek the advice of its attorneys concerning the following items that are exempt from public disclosure under Article X, Section 9 of the Texas State Bar Rules, as authorized by Section 551.071 of the Texas Government Code: legal issues concerning any current agenda item; and
- B. Discuss the purchase, sale, lease or value of real property, as authorized by Section 551.072 of the Texas Government Code. Deliberation in an open meeting

would have a detrimental effect on the position of the Corporation in negotiations with a third party; and

- C. Discuss or deliberate negotiations relating to any economic development negotiations, as authorized by Section 551.087 of the Texas Government Code.

V. FUTURE AGENDA ITEMS

- A. Request for Future Agenda Items

VI. ADJOURN

ASSISTANCE AT THE PUBLIC MEETING

The Fort Worth City Hall and City Council Conference Room are wheelchair accessible. Persons with disabilities who plan to attend this meeting and who may need accommodations, auxiliary aids, or services such as interpreters, readers, or large print are requested to contact the City's ADA Coordinator at (817) 392-8552 or e-mail ADA@FortWorthTexas.gov at least 48 hours prior to the meeting so that appropriate arrangements can be made. If the City does not receive notification at least 48 hours prior to the meeting, the City will make a reasonable attempt to provide the necessary accommodations at least two working days prior to the meeting so that appropriate arrangements can be made.

**CITY OF FORT WORTH, TEXAS
FORT WORTH LOCAL DEVELOPMENT CORPORATION
TUESDAY, SEPTEMBER 20, 2016**

Present:

President Gyna Bivens
Vice President Cary Moon
Treasurer W. B. "Zim" Zimmerman
Secretary Dennis Shingleton
Trustee Jungus Jordan
Trustee Kelly Allen Gray
Trustee Ann Zadeh (Arrived at 2:11 p.m.)

Absent:

Trustee Betsy Price
Trustee Salvador Espino

City staff:

Jay Chapa, Assistant City Manager
Leann Guzman, Senior Assistant City Attorney
Mary J. Kayser, City Secretary

I. Call to Order.

With a quorum present President Bivens called the meeting to order for the Board of Directors of the Fort Worth Local Development Corporation (Corporation) at 2:06 p.m. on Tuesday, September 20, 2016, in the Pre-Council Chamber of the Fort Worth Municipal Building, 1000 Throckmorton Street, Fort Worth, Texas.

II. Approval of Minutes from the Meeting Held on June 7, 2016.

Motion was made by Trustee Jordan and seconded by Trustee Moon to approve the June 7, 2016, minutes of the Corporation. The motion passed 6-0. (Trustees Price, Espino and Zadeh absent.)

III. Written Reports: Fort Worth Local Development Corporation Financial Report through July 30, 2016.

- A. Financial Report through July 30, 2016
- B. Update on listing agreement with Vasseur Commercial Real Estate, Inc., for property located at 4700 Blue Mound Road

There was no discussion or action on these items.

(Trustee Zadeh assumed her place at the table.)

IV. Action Items

- A. Consider and Adopt a Resolution Approving the Budget for the 2017 Fiscal Year

Ms. Ana Alvarado, Economic Development Manager, provided a PowerPoint presentation which summarized the Board's FY 2016 expenditures and then advised of FY 2017 projected revenues and expenditures. She completed her presentation by stating that staff recommended that the Board approve the budget as presented for the Fort Worth Local Development Corporation for Fiscal Year 2017.

Motion was made by Trustee Shingleton, and seconded by Trustee Allen Gray, to approve Resolution No. FWLDC-2016-10, Approving the Budget for the 2017 Fiscal Year. The motion carried 7-0. (Trustees Price and Espino absent.)

- B. Consider and Adopt a Resolution Authorizing the Outside Audits of the Fort Worth Local Development Corporation's and Central City Local Government Corporation's Financial Accounts by Weaver and Tidwell, LLP or an Affiliate; and Authorize the Execution of Agreement with Weaver and Tidwell, LLP.

There was no staff presentation on this item.

Motion was made by Trustee Jordan, and seconded by Trustee Zimmerman, to approve Resolution No. FWLDC-2016-11, Authorizing the Outside Audits of the Fort Worth Local Development Corporation's and Central City Local Government Corporation's Financial Accounts by Weaver and Tidwell, LLP or an Affiliate; and Authorize the Execution of Agreement with Weaver and Tidwell, LLP. The motion carried 7-0. (Trustees Price and Espino absent.)

V. Executive Session: President Bivens stated that she had been advised that an Executive Session was not necessary.

- A. Seek the advice of its attorneys concerning the following items that are exempt from public disclosure under Article X, Section 9, of the Texas State Bar Rules, as authorized by Section 551.071 of the Texas Government Code: (i) legal issues concerning any current agenda item; and
- B. Discuss the purchase, sale, lease or value of real property, as authorized by Section 551.072 of the Texas Government Code. Deliberation in an open meeting would have a detrimental effect on the position of the Corporation in negotiations with a third party; and
- C. Discuss or deliberate negotiations relating to any economic development negotiations, as authorized by Section 551.087 of the Texas Government Code.

VI. Requests for Future Agenda Items.

Trustee Moon requested information on previous development by FWLDC and what the future plans are for the FWLDC.

VII. Adjourn.

With no further discussion, President Bivens adjourned the meeting of the Fort Worth Local Development Corporation Board at 2:26 p.m. on Tuesday, September 20, 2016.

**CITY OF FORT WORTH, TEXAS
FORT WORTH LOCAL DEVELOPMENT CORPORATION
TUESDAY, SEPTEMBER 20, 2016
PAGE 3**

These minutes approved by the Fort Worth Local Development Corporation Board of Directors on the ____ day of _____, 201X.

APPROVED:

Gyna Bivens
President

ATTEST:

Dennis Shingleton
Secretary

Prepared and respectfully submitted by:

Mary J. Kayser, TRMC/MMC
City Secretary

**FORT WORTH LOCAL DEVELOPMENT CORPORATION
RESOLUTION
OF THE BOARD OF TRUSTEES**

*Authorizing a Service Agreement with MV Engineering, Inc.,
for Design and Project Management of the Roadway Improvement at the Blue Mound Road
Property*

WHEREAS, Fort Worth Local Development Corporation ("Corporation") is the owner of real property located at Lot 1, Block 1, Hobbs Trailer Addition of the City of Fort Worth, Tarrant County, Texas, with a street address of 4600 Blue Mound Road ("Property");

WHEREAS, the Corporation received cost estimates from MV Engineering, Inc. ("MV Engineering") to reconstruct a portion of the roadway into the Property from Meacham Blvd;

WHEREAS, MV Engineering provided the Corporation with two alternates that include the reconstruction in all 7" concrete (Alternate A at \$553,920) or reconstruct portion in 7" concrete and the rest in asphalt (Alternate B at \$285,275);

NOW, THEREFORE, BE IT RESOLVED that the Corporation hereby authorizes a service agreement with MV Engineering, Inc., for engineering design and project management services for the reconstruction of Alternate B as attached to this resolution.

FURTHER RESOLVED, that the Board of Trustees hereby authorizes Robert Sturns authorized signer of the Corporation to execute on behalf of the Corporation any agreements or other contracts necessary to secure such engineering and project management services;

FURTHER RESOLVED, that the Secretary or any Assistant Secretary of the Corporation is hereby authorized and directed to certify the adoption of this Resolution.

Adopted this 15th day of November, 2016.

By: _____
Secretary

Assessment of Parking and Access Drive

Located East of Blue Mound Road on Meacham Boulevard and Blue Mound Road

1. Introduction

This project is located at the NE corner of intersection of Meacham Boulevard and Blue Mound Road in Fort Worth, Texas. This access drive serves two large storage and industrial buildings with heavy truck traffic and is on the South East edge of the property. It is approximately 750 linear feet long with varying width.

2. Background

Per staff request MV Engineering, Inc. has performed field investigations and engineering assessment of the pavement structure. Due to the age of the pavement and heavy truck traffic the pavement has sustained extensive structural failures beyond repair. Additionally, longitudinal deep cracks were observed which are indicative of subgrade failures usually caused by saturated subgrade coupled with heavy traffic load.

Trench repair and partial replacement of the pavement would be very expensive and even after the partial repairs, the overall pavement structure would still be substandard and would require frequent maintenance.

3. Recommendation

MV Engineering, Inc. recommends total reconstruction of the pavement structure that will provide the City and the tenant years of relatively maintenance free service.

The rehabilitation recommended follows:

- Remove the existing pavement.
- Stabilize the subgrade with lime or cement as appropriate.
- Reconstruct a properly designed reinforced concrete pavement for the main driveway
- Replace parking with reinforced concrete pavement or pulverized with HMAC overlay pavement. The HMAC pavement is less expensive initially but will required maintenance to prolong service life to be equivalent to the concrete pavement.

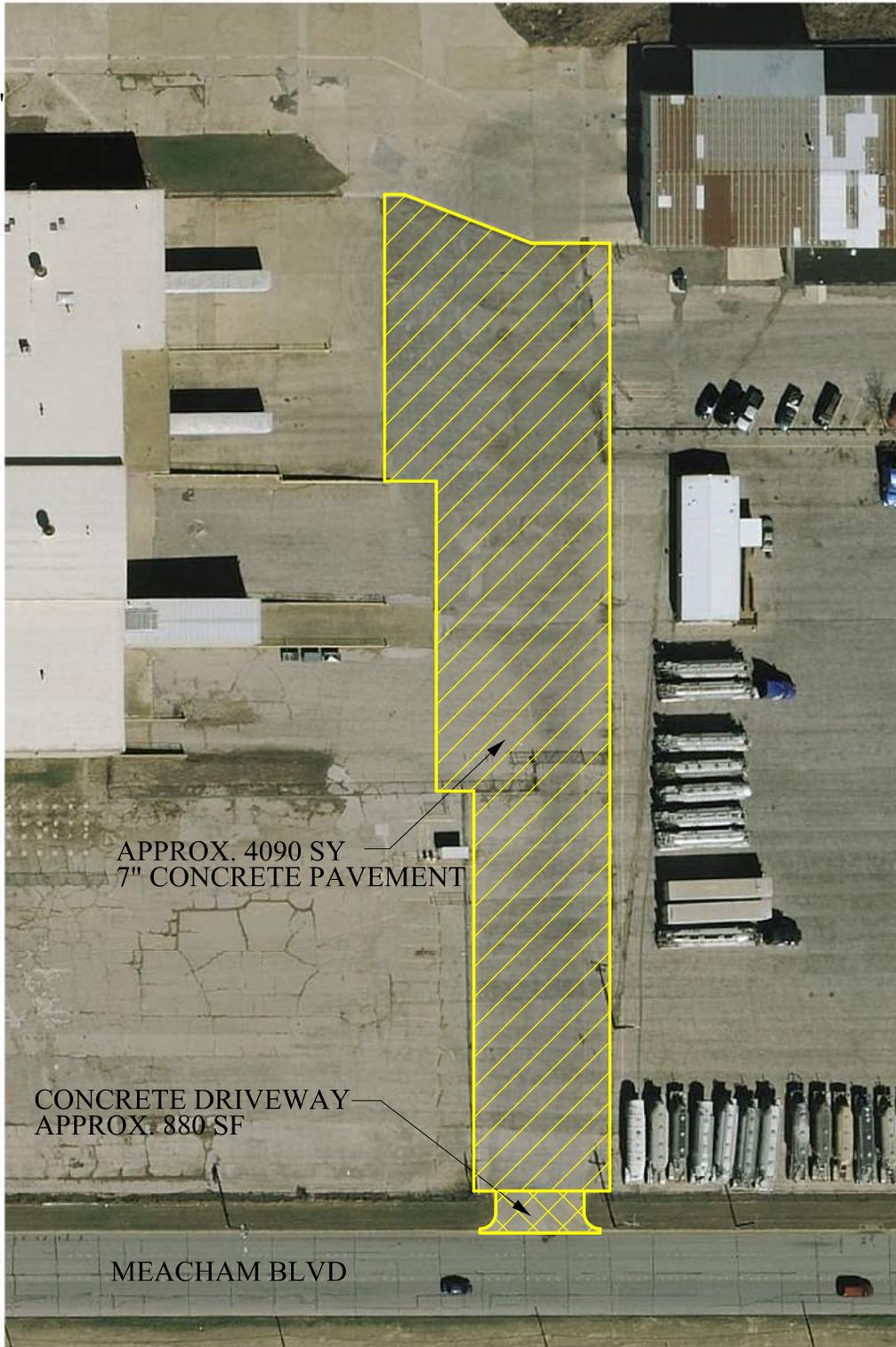
Attached are concepts of two alternatives and corresponding Preliminary Probable Cost Estimates. Alternative A reflects reconstruction with all concrete pavement. Alternative B reflects the use of concrete pavement in the heavy use driveway area and pulverized existing pavement with a HMAC overlay in the parking areas.

Attached:

- Concept Layouts
- Preliminary Probable Construction Cost Estimates



SCALE: 1"=80'



ALTERNATE A - CONCRETE PAVEMENT FOR ALL AREAS

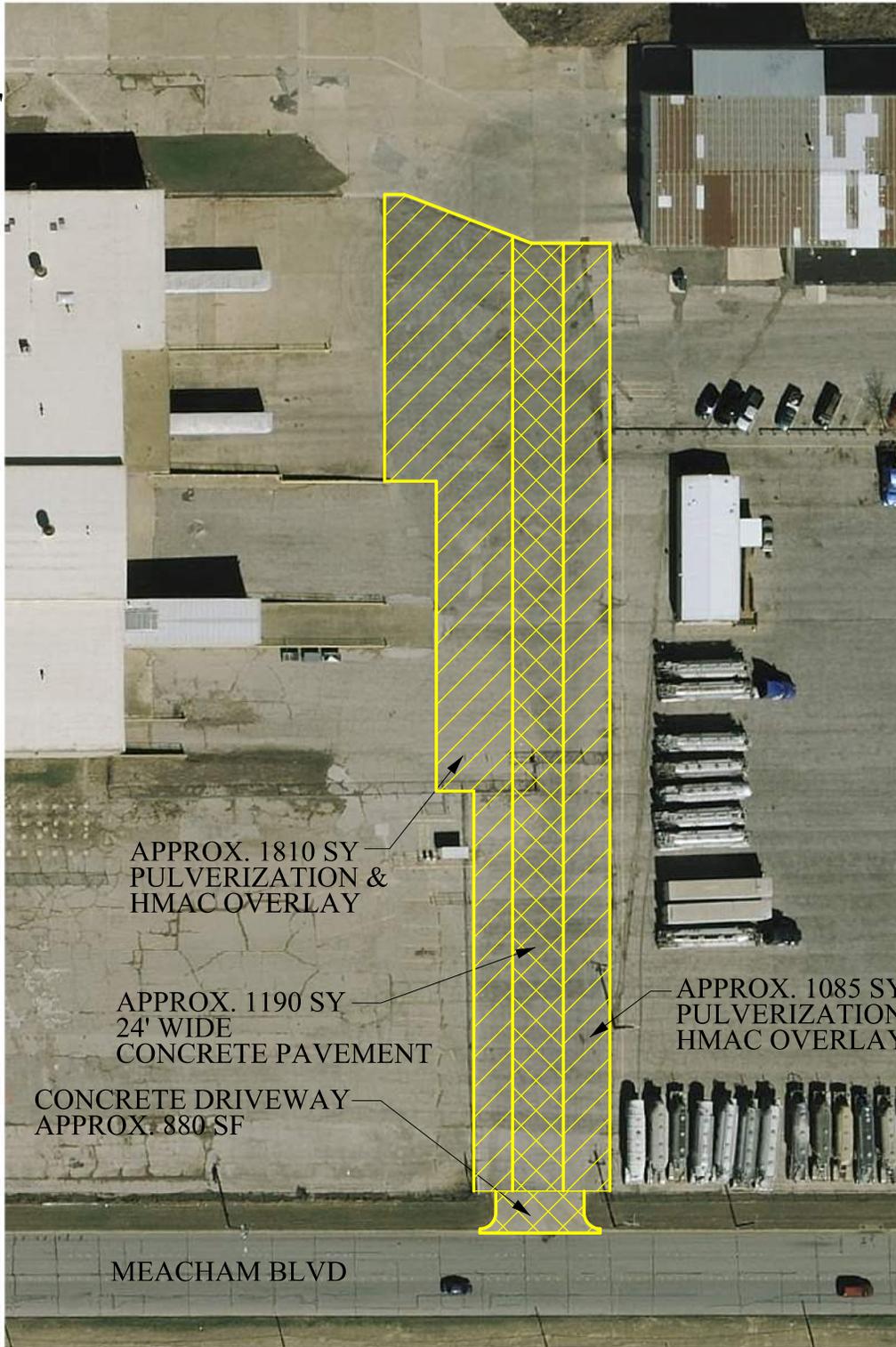
10
mV
MV Engineering, Inc.
FIRM REG. NO. F-9474
14850 Quorum Dr., Ste 220
Dallas, Texas, 75254
Ph: (972)733-3618 Fax: (972)468-6986
A Decade of Excellence

DRIVEWAY / PARKING
AREA
MEACHAM BLVD





SCALE: 1"=80'



ALTERNATE B - CONCRETE DRIVEWAY WITH ASPHALT PARKING

Project No. _____

No. _____

Computation



Project	Blue Mound Parking Lot
Subject	Cost Estimate
Task	Preliminary Cost Estimates

Computed	RKL
Checked	DMH
Sheet	

Date	02-Nov-16
Date	02-Nov-16
Of	

ALTERNATE A - REPLACE WITH CONCRETE PAVEMENT

ITEM NO	DESCRIPTION	SPEC No.	UNIT	EST. QUANT.	\$/UNIT	EST. COST
241.1100	Remove Asphalt Pvmnt	02 41 15	SY	4090.0	\$4.00	\$16,360
3123.0101	Unclassified Excavation	31 23 16	CY	340.0	\$34.00	\$11,560
3211.0400	Hydrated Lime	32 11 29	TON	65.0	\$160.00	\$10,400
3211.0501	6" Lime Treatment	32 11 29	SY	4090.0	\$5.00	\$20,450
3213.0102	7" Concrete Pavement	32 13 13	SY	4090.0	\$90.00	\$368,100
3213.0401	Concrete Driveway	32 13 20	SF	880.0	\$15.00	\$13,200
3125.0101	SWPPP >= 1 acre	31 25 00	LS	1.0	\$7,500.00	\$7,500
3471.0001	Traffic Control	34 71 13	Mo	3.0	\$500.00	\$1,500
9999.0001	Construction Allowance	00 00 00	LS	1.0	\$65,000.00	\$65,000

Construction Total	\$514,070
Engineering Fee	\$39,850
Total Cost	\$553,920

ALTERNATE B - REPLACE WITH CONCRETE DRIVEWAY AND PULVERIZED WITH HMAC OVERLAY PARKING AREAS

ITEM NO	DESCRIPTION	SPEC No.	UNIT	EST. QUANT.	\$/UNIT	EST. COST
241.1100	Remove Asphalt Pvmnt	02 41 15	SY	4090.0	\$4.00	\$16,360
3123.0101	Unclassified Excavation	31 23 16	CY	260.0	\$34.00	\$8,840
3211.04	Hydrated Lime	32 11 29	TON	19.0	\$160.00	\$3,040
3211.06	Cement	32 11 33	TON	17.0	\$160.00	\$2,720
3211.0501	6" Lime Treatment	32 11 29	SY	1190.0	\$5.00	\$5,950
3211.0702	8" Cement Treatment	32 11 33	SY	2895.0	\$5.00	\$14,475
3212.0302	2" Asphalt Pvmnt Type D	33 12 16	SY	2895.0	\$12.00	\$34,740
3213.0102	7" Concrete Pavement	32 13 13	SY	1190.0	\$90.00	\$107,100
3213.0401	Concrete Driveway	32 13 20	SF	880.0	\$15.00	\$13,200
3125.0101	SWPPP >= 1 acre	31 25 00	LS	1.0	\$7,500.00	\$7,500
3471.0001	Traffic Control	34 71 13	Mo	3.0	\$500.00	\$1,500
9999.0001	Construction Allowance	00 00 00	LS	1.0	\$30,000.00	\$30,000

Construction Total	\$245,425
Engineering Fee	\$39,850
Total Cost	\$285,275

**FORT WORTH LOCAL DEVELOPMENT CORPORATION
RESOLUTION
OF THE BOARD OF TRUSTEES**

*Authorizing a Service Agreement with Bazan Roofing, Inc.,
for Replacement of the Roof at 4600 Blue Mound Road*

WHEREAS, Fort Worth Local Development Corporation ("Corporation") is the owner of real property located at Lot 1, Block 1, Hobbs Trailer Addition of the City of Fort Worth, Tarrant County, Texas, with a street address of 4600 Blue Mound Road ("Property") and of the 224,800 square foot facility located on the Property ("Facility");

WHEREAS, the Corporation received quotes from four vendors for the replacement of the Facility's roof;

WHEREAS, Bazan Roofing, Inc. ("Bazan"), provided the Corporation with the lowest quote that includes all services for the replacement of the roof in the amount of \$1,485,000.00;

NOW, THEREFORE, BE IT RESOLVED that the Corporation hereby authorizes a service agreement with Bazan Roofing, Inc., for the roof replacement at 4600 Blue Mound Road.

FURTHER RESOLVED, that the Board of Trustees hereby authorizes Robert Sturns authorized signer of the Corporation to execute on behalf of the Corporation any agreements or other contracts necessary to secure such roofing services;

FURTHER RESOLVED, that the Secretary or any Assistant Secretary of the Corporation is hereby authorized and directed to certify the adoption of this Resolution.

Adopted this 15th day of November, 2016.

By: _____
Secretary

LONE STAR LOCAL GOVERNMENT CORPORATION

TUESDAY, NOVEMBER 15, 2016

**Immediately following the Fort Worth Local Development Corporation Meeting
Scheduled to Begin at 2:30 P.M.**

**City Council Conference Room, City Hall, Room 290
1000 Throckmorton Street
Fort Worth, Texas 76102**

Board of Directors

Salvador Espino, Director
Gary Fickes, Director
Ann Zadeh, Director

Kelly Allen Gray, Director
Gyna M. Bivens, Director
Betsy Price, Director
Jungus Jordan, Director

Dennis Shingleton, President
Cary Moon, Vice President
Zim Zimmerman, Director

City Staff

Staff Liaison: Jesus Chapa, Assistant City Manager
Peter Vaky, Deputy City Attorney

I. CALL TO ORDER

II. ACTION ITEMS

- A. Approval of November 17, 2015 Meeting Minutes
- B. Discussion and Consideration of a Resolution Authorizing Execution of a Power of Attorney to Authorize Cabela's to Communicate Directly with the Internal Revenue Service Regarding an Audit of Bonds Issued by the Corporation – Brenda Hicks-Sorensen, Economic Development Assistant Director

III. BRIEFINGS – None

IV. EXECUTIVE SESSION

The Board of Directors of Lone Star Local Government Corporation will conduct a closed meeting to:

- A. Seek the advice of its attorneys concerning legal issues related to any current agenda item, which are exempt from public disclosure under Article X, Section 9 of the Texas State Bar Rules, as authorized by section 551.071 of the Texas Government Code;
- B. Discuss the purchase, sale, lease or value of real property, as authorized by Section 551.072 of the Texas Government Code. Deliberation in an open meeting would have a detrimental effect on the position of the Corporation in negotiations with a third party; and
- C. Discuss or deliberate negotiations relating to any economic development negotiations, as authorized by Section 551.087 of the Texas Government Code.

V. FUTURE AGENDA ITEMS

VI. ADJOURN

ASSISTANCE AT THE PUBLIC MEETING

The Fort Worth City Hall and City Council Conference Room are wheelchair accessible. Persons with disabilities who plan to attend this meeting and who may need accommodations, auxiliary aids, or services such as interpreters, readers, or large print are requested to contact the City's ADA Coordinator at (817) 392-8552 or e-mail ADA@FortWorthTexas.gov at least 48 hours prior to the meeting so that appropriate arrangements can be made. If the City does not receive notification at least 48 hours prior to the meeting, the City will make a reasonable attempt to provide the necessary accommodations at least two working days prior to the meeting so that appropriate arrangements can be made.

**CITY OF FORT WORTH, TEXAS
LONE STAR LOCAL GOVERNMENT CORPORATION
TUESDAY, NOVEMBER 17, 2015**

Present:

President Salvador Espino
Director Betsy Price
Director W. B. "Zim" Zimmerman (Arrived at 1:08 p.m.)
Director Cary Moon
Director Gyna M. Bivens
Director Jungus Jordan
Director Dennis Shingleton
Director Kelly Allen Gray
Director Ann Zadeh

Absent:

Vice President Gary Fickes

City staff:

Maleshia Farmer, Senior Assistant City Attorney
Mary J. Kayser, City Secretary
Jay Chapa, Administrator

1. Call to Order.

With a quorum present President Espino called the meeting to order for the Board of Directors of the Lone Star Local Government Corporation (Corporation) at 1:02 p.m. on Tuesday, November 17, 2015, in the Pre-Council Chamber of the Fort Worth Municipal Building, 1000 Throckmorton Street, Fort Worth, Texas.

2. Election of Officers.

Mr. Jay Chapa, Administrator, advised that nominations for President and Vice President needed to be conducted and that they be authorized as signatories for the Lone Star Local Government Corporation. He added stated that staff recommended City Secretary Mary J. Kayser be appointed as Secretary and Chief Financial Officer Aaron Bovos be appointed as Treasurer for the Lone Star Local Government Corporation.

Motion was made by Director Price and seconded by Director Bivens to elect Dennis Shingleton as President and Cary Moon as Vice President of the Lone Star Local Government Corporation and they be authorized as signatories for the Corporation. The motion passed 7-0, Fickes, Zimmerman absent.

President Shingleton presided at the meeting.

Motion was made by Director Price and seconded by Director Espino to appoint Mary J. Kayser as Secretary and Aaron J. Bovos as Treasurer of the Lone Star Local Government Corporation. The motion passed 9-0.

3. Approval of Minutes from the Meeting Held on November 11, 2008.

Ms. Maleshia Farmer, Senior Assistant City Attorney advised that approval of the minutes was a ministerial act so anyone that is currently appointed as a board member can vote on minutes previously adopted by Board.

Motion was made by Director Espino and seconded by Director Bivens to approve the November 11, 2008, minutes of the Corporation. The motion passed 9-0.

4. Approval of Amendment to Declaration of Condominium of Cabela's Fort Worth Condominium in the City of Fort Worth to Modify the Boundary of the Condominium Property.

Ms. Maleshia Farmer, Senior Assistant City Attorney, advised that Cabela's underwent minor interior remodeling which resulted in a slight location shift of the store, museum and common areas. She stated that the amendment of the boundaries would allow the acceptance of the revised boundary, changing the allocated area interest accordingly as follows:

- Unit Area 1, Museum (owned by the LGC) – square footage remained the unchanged but allocated interest had increased from 19.03% to 19.20%
- Unit Area 2, Retail Store (owned by Cabela's) – square footage decreased by 1,405 square feet from 167,359 to 165,954 with allocated interest change from 80.97% to 80.80%.
- Common Area increased by 1,405 square feet

She added that refileing of the plat required formal approval by the Board. She completed her presentation by stating staff recommended approving the amendment to the Declaration of Condominium of Cabela's Fort Worth Condominium in the City of Fort Worth to modify the boundary of the condominium property.

Motion was made by Director Bivens and seconded by Director Espino to approve Resolution No. LSLGC-2015-01, Amending the Declaration of Condominium of Cabela's Fort Worth Condominium in the City of Fort Worth to Modify the Boundary of the Condominium Property. The motion passed 9-0.

5. Executive Session –President Shingleton stated that he had been advised that an Executive Session was not necessary.

- A. Seek the advice of its attorneys concerning the following items that are exempt from public disclosure under Article X, Section 9, of the Texas State Bar Rules, as authorized by Section 551.071 of the Texas Government Code: (i) legal issues concerning any current agenda item; and
- B. Discuss the purchase, sale, lease or value of real property, as authorized by Section 551.072 of the Texas Government Code. Deliberation in an open meeting would have a detrimental effect on the position of the Corporation in negotiations with a third party; and

C. Discuss or deliberate negotiations relating to any economic development negotiations, as authorized by Section 551.087 of the Texas Government Code.

6. Requests for Future Agenda Items.

President Shingleton opened the floor on requests for future agenda items. No requests were made.

Director Zimmerman assumed his place at the table.

7. Adjourn.

With no further discussion, President Shingleton adjourned the meeting of the Lone Star Local Government Corporation Board at 1:08 p.m. on Tuesday, November 17, 2015.

These minutes approved by the Lone Star Local Government Corporation Board of Directors on the ____ day of ____, 2016.

APPROVED:

Dennis Shingleton
President

ATTEST:

Mary J. Kayser
Secretary

Prepared and respectfully submitted by:

Mary J. Kayser, TRMC/MMC
City Secretary

LONE STAR LOCAL GOVERNMENT CORPORATION

**RESOLUTION
OF THE BOARD OF DIRECTORS**

RESOLUTION NO. 2016-01

Authorizing Execution of a Power of Attorney to Authorize Cabela's to Communicate Directly with the Internal Revenue Service Regarding an Audit of Bonds Issued by the Corporation

WHEREAS, the Lone Star Local Government Corporation (the "Corporation") was incorporated on June 15, 2004, under the provisions of Subchapter D, Chapter 431 of the Texas Transportation Code and Chapter 394 of the Texas Local Government Code, and was organized for the benefit of the City of Fort Worth (the "City"), specifically for the purpose of aiding, assisting, and acting on behalf of the City of Fort Worth in the exercise of its powers to accomplish any governmental purpose of the City and in the promotion of the common good and general welfare of the City, including, without limitation, the development of the geographic area of the City included or to be included in Tax Increment Reinvestment Zone Number Ten (the "Zone"), City of Fort Worth, Texas, and neighboring areas, as well as assisting the City and the board of directors of the Zone with respect to their respective duties under Chapter 311, Texas Tax Code, in furtherance of the promotion, development, encouragement and maintenance of employment, commerce, economic development, and public facility development in the Zone, which Articles of Incorporation were amended September 21, 2004, by increasing the number of members on the board of directors from nine (9) to ten (10) and changing the persons who would serve as initial directors; and

WHEREAS, on September 28, 2004 the Corporation adopted a resolution to authorize issuance of tax-exempt, limited obligation Lone Star Local Government Corporation Tax Increment Contract Revenue Bonds in an aggregate principal amount not to exceed \$32 million (the Bonds); and

WHEREAS, the Bonds are secured by and payable from Pledged Revenues consisting primarily of certain Contract Tax Increments generated within the Zone and contributed by the City and other identified taxing authorities participating in the Zone; and

WHEREAS, the Bonds were sold to Cabela's Incorporated in order to pay or reimburse the Corporation or Cabela's Retail TX, L.P., acting on behalf of the Corporation, for costs of developing and constructing certain Public Facilities as defined in the Master Agreement; and

WHEREAS, on May 17, 2016, the Internal Revenue Service (the "IRS") issued a letter notifying the Corporation that the Bonds had been selected for audit and requesting certain information; and

WHEREAS, on _____, 2016, City staff, as borrowed servants of the Corporation, submitted a response to the IRS providing the requested information; and

WHEREAS, it has been requested that the Corporation execute a power of attorney authorizing representatives of Cabela's Incorporated, its subsidiaries, and their legal representatives (collectively "Cabela's") to communicate directly with representatives of the IRS regarding the audit of the Bonds; and

WHEREAS, staff recommends the Corporation authorize execution of such a power of attorney subject to two conditions: (1) a requirement that a representative of the Corporation be copied on all communications; and (2) a prohibition against Cabela's negotiating or agreeing to any terms of settlement with the IRS regarding the Bonds or their status.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE LONE STAR LOCAL GOVERNMENT CORPORATION:

1. That the Corporation hereby authorizes execution of a power of attorney that authorizes Cabela's to communicate directly with the IRS regarding the audit of the Bonds, *provided* that (i) it be required that a representative of the Corporation be copied on all communications between Cabela's and the IRS regarding the Bonds and (ii) Cabela's is prohibited from negotiating or agreeing to any terms of settlement with the IRS regarding the Bonds or their status.

2. That President is authorized to execute on behalf of the Corporation a power of attorney meeting the criteria described in Section 1.

Adopted this 15th day of November, 2016

By: _____

Name:

President

FORT WORTH HOUSING FINANCE CORPORATION

Tuesday, November 15, 2016
Immediately Following the LoneStar Local Government Corporation
Meeting Scheduled to Begin Immediately Following the Fort Worth Local Development
Corporation Meeting Scheduled to Begin at 2:30 P.M.
City Council Conference Room, City Hall, Room 290
1000 Throckmorton Street
Fort Worth, Texas 76102

Board of Directors

Salvador Espino, President	Dennis Shingleton, Director	Jungus Jordan, Director
Kelly Allen Gray, Vice President	Ann Zadeh, Director	Betsy Price, Director
Gyna M. Bivens, Secretary	Cary Moon, Director	Zim Zimmerman, Director

City Staff

Fernando Costa, Assistant City Manager
Vicki S. Ganske, Senior Assistant City Attorney

-
1. **Call to Order** – Sal Espino, President
 2. **Approval of Minutes from the Meeting Held on November 1, 2016** – Sal Espino, President
 3. **Executive Session:** The Fort Worth Housing Finance Corporation will conduct a closed meeting to:
 - a. Seek the advice of its attorneys concerning the following items that are exempt from public disclosure under Article X, Section 9 of the Texas State Bar Rules, as authorized by Section 551.071 of the Texas Government Code: (i) legal issues concerning any current agenda item; and
 - b. Discuss the purchase, sale, lease or value of real property, as authorized by Section 551.072 of the Texas Government Code. Deliberation in an open meeting would have a detrimental effect on the position of the Corporation in negotiations with a third party; and
 - c. Discuss or deliberate negotiations relating to any economic development negotiations, as authorized by Section 551.087 of the Texas Government Code.
 4. **Consider and Adopt Resolution Approving the Settlement of All Claims with Parallel Petroleum, L.L.C. Related to Royalty Payments on Oil and Gas Leases, Authorize Execution of All Agreements Necessary to Complete the Settlement and Authorize Amendments to Gas Leases** - Gerald Pruitt, Deputy City Attorney and Vicki S. Ganske, Senior Assistant City Attorney

5. **Requests for Future Agenda Items** –Sal Espino, President
6. **Adjourn** – Sal Espino, President

Please Note: Additional members of the Fort Worth City Council may be attending the meeting for information-gathering purposes. Any members of the Council who are not on the Board will not be deliberating or voting on any Board agenda items.

City Hall and the City Council Conference Room are wheelchair accessible. Persons with disabilities who plan to attend this meeting and who may need accommodations, auxiliary aids, or services such as interpreters, readers, or large print are requested to contact the City's ADA Coordinator at (817) 392-8552 or e-mail ADA@FortWorthTexas.gov at least 48 hours prior to the meeting so that appropriate arrangements can be made. If the City does not receive notification at least 48 hours prior to the meeting, the City will make a reasonable attempt to provide the necessary accommodations.

**CITY OF FORT WORTH, TEXAS
FORT WORTH HOUSING FINANCE CORPORATION
TUESDAY, NOVEMBER 1, 2016**

Present:

President Salvador Espino
Vice President Kelly Allen Gray
Director Betsy Price
Director W.B. "Zim" Zimmerman
Director Cary Moon
Director Jungus Jordan
Director Dennis Shingleton
Director Ann Zadeh

Absent:

Director Gyna Bivens

1. Call to Order

With a quorum present, President Espino called the meeting to order for the Board of Directors of the Fort Worth Housing Finance Corporation (Corporation) at 2:31 p.m. on Tuesday, November 1, 2016, in the Pre-Council Chamber of the Fort Worth Municipal Building, 1000 Throckmorton Street, Fort Worth, Texas.

2. Approval of Minutes from the Meeting Held on October 18, 2016

Motion was made by Director Price and seconded by Director Shingleton to approve the October 18, 2016, minutes of the Corporation as presented. The motion passed 8-0. (Director Bivens absent.)

3. Written Reports

- a. Financial Report through October 31, 2016

President Espino advised there was not a financial report.

4. Executive Session

President Espino convened the executive session at 2:33 p.m., to discuss the following items:

- a. Seek the advice of its attorneys concerning the following items that are exempt from public disclosure under Article X, Section 9 of the Texas State Bar Rules, as authorized by Section 551.071 of the Texas Government Code: (i) legal issues concerning any current agenda item; and

- b. Discuss the purchase, sale, lease or value or real property, as authorized by Section 551.072 of the Texas Government Code. Deliberation in an open meeting would have a detrimental effect on the position of the Corporation in negotiations with a third party; and
- c. Discuss or deliberate negotiations relating to any economic development negotiations, as authorized by Section 551.087 of the Texas Government Code.

President Espino adjourned the executive session at 2:55 p.m.

President Espino reconvened the regular session of the Fort Worth Housing Finance Corporation at 2:56 p.m., on Tuesday, November 1, 2016.

5. Consider and Adopt Resolution Approving a Memorandum of Understanding with Fort Worth Housing Solutions or an Affiliate to Develop, Own and Operate a Mixed Income Multifamily Apartment Complex to be Located at 904 E. Weatherford Street in Downtown Fort Worth

Mr. Aubrey Thagard, Assistant General Manager, presented a PowerPoint briefing titled, “Proposed Memorandum of Understanding with Fort Worth Housing Solutions to Develop, Own and Operate a Mixed Income Multifamily Apartment Complex to be Located at 904 E. Weatherford Street in Downtown Fort Worth”.

Mr. Andy Taft, President Downtown Fort Worth, presented a PowerPoint briefing titled, “Downtown Residential Update”.

Ms. Naomi Byrne, Fort Worth Housing Solutions, was present to respond to any questions asked by the Board.

Motion was made by Director Zadeh and seconded by Director Espino to approve Resolution No. FWHFC-2016-33, Approving a Memorandum of Understanding with Fort Worth Housing Solutions or an Affiliate to Develop, Own and Operate a Mixed Income Multifamily Apartment Complex to be Located at 904 E. Weatherford Street in Downtown Fort Worth. The motion passed 6-2. (Directors Jordan and Allen Gray dissented.)

6. Request for Future Agenda Items

There were no requests for future agenda items.

7. Adjourn

With no further discussion, President Espino adjourned the meeting of the Fort Worth Housing Finance Corporation at 3:47 p.m. on Tuesday, November 1, 2016.

These minutes approved by the Fort Worth Housing Finance Corporation Board of Directors on the ____ day of _____, 2016.

APPROVED:

Salvador Espino
President

Gyna M. Bivens
Secretary

ATTEST:

Mary J. Kayser
City Secretary



Updated November 10, 2016

*City of Fort Worth
City Council Work Session Agenda Calendar*

November 15, 2016

***2:30 p.m. Fort Worth Local Development Corporation
LoneStar Local Government Corporation (Immediately Following LDC)
Fort Worth Housing Finance Corporation
(Immediately Following LoneStar LGC)
3:00 p.m. City Council Work Session***

Continued Items:

- **ZC-16-157** - (COUNCIL DISTRICTS 8 – Kelly Allen Gray) - Tony Cervantes and Marie Chairez, 2210 E. Vickery; From: "A-5" One-Family To: "C" Medium Density Multifamily (Recommended for Approval by the Zoning Commission) (**Continued from November 1, 2016 by Council Member Allen Gray**)
- o Presentation FY2017 Federal Legislative Program [*Scott Corley and Casey Pipes, Corley Pipes Consultants*]
- o Update on Blue Zones Project [*Matt Dufrene, Blue Zones Project Fort Worth*]
- o Briefing on Smoking Ordinance [*Christa R. Lopez-Reynolds, Law*]
- o Briefing on Cyber Security [*Kevin Gunn, IT Solutions*]
- o Briefing on Flood Mitigation in Fort Worth [*Greg Simmons, Transportation and Public Works*]
- o Presentation on a Tax Abatement Agreement with Parker Products For Consolidation of Corporate Operations at the NW Corner of Loop 820 & Strawn Lane [*Natalie Moore, Economic Development*]

November 22, 2016

City Council Work Session (cancelled)

November 24, 2016 (Thursday)

City Hall Closed – Thanksgiving Holiday



Updated November 10, 2016

City of Fort Worth
City Council Work Session Agenda Calendar

November 25, 2016 *(Friday)*

City Hall Closed – Thanksgiving Holiday

November 29, 2016

City Council Work Session (cancelled)

December 6, 2016 *Monthly Zoning Meeting*

1:00 p.m. Legislative and Intergovernmental Affairs Committee
Housing and Neighborhood Services Committee (Immediately Following LIGA)
Fort Worth Housing Finance Corporation (Immediately Following HNS)
3:00 p.m. City Council Work Session

Continued Items:

- **ZC-16-107** - (COUNCIL DISTRICTS 8 – Kelly Allen Gray and 9 – Ann Zadeh) - City of Fort Worth Planning & Development Department, Etal, Map Amendment: Generally bounded by Forest Park Boulevard, Northside Drive, Interstate Highway 35, and the T & P Railroad Track to Interstate Highway 30; from: Multiple zoning districts to: Expand and revise Downtown Urban Design District Overlay (Recommended for Approval by the Zoning Commission) (**Continued from September 13, 2016 by Council Member Allen Gray**)
 - o Overview of Significant Zoning Cases [*Dana Burghdoff, Planning and Development*]
 - o Briefing on Multipurpose Arena Contracts [*Susan Alanis, City Manager’s Office*]
 - o Briefing on Customer Relationship Management Software [*Lynda Johnson, Performance and Budget*]
 - o Briefing on Open Data and One Address [*Kevin Gunn, IT Solutions*]



Updated November 10, 2016

City of Fort Worth
City Council Work Session Agenda Calendar

December 13, 2016

Audit Committee (cancelled)
1:30 p.m. Infrastructure & Transportation Committee
2:30 p.m. Fort Worth Local Development Corporation
3:00 p.m. City Council Work Session

- o Briefing on Proposed Cavile Place / Stop Six Neighborhood Improvement Strategy [*Aubrey Thagard, Neighborhood Services*]
- o Briefing on Proposed Process to Prepare Assessment of Fair Housing [*Aubrey Thagard, Neighborhood Services*]
- o Briefing on Multi-Family Residential Development [*Randle Harwood, Planning and Development*]
- o Briefing on Collaboration Between Police and Code Compliance [*Chief Joel Fitzgerald, Police and Brandon Bennett, Code Compliance*]
- o Briefing on National Initiative Survey Results [*Abdul Pridgen, Police*]

December 20, 2016

3:00 p.m. City Council Work Session (cancelled)

December 26, 2016 (Monday)

City Hall Closed – Christmas Holiday

December 27, 2016

City Council Work Session (cancelled)

January 2, 2017 (Monday)

City Hall Closed – New Year's Day Holiday



Updated November 10, 2016

City of Fort Worth
City Council Work Session Agenda Calendar

January 3, 2017

Legislative and Intergovernmental Affairs Committee (cancelled)
Housing and Neighborhood Services Committee (cancelled)
City Council Work Session (cancelled)

January 10, 2017

Audit Committee (cancelled)
Infrastructure & Transportation Committee (cancelled)
City Council Work Session (cancelled)

January 16, 2017

City Hall Closed – MLK Jr.’s Holiday

January 17, 2017

City Council Work Session (cancelled)

January 24, 2017 *Monthly Zoning Meeting*

Joint City Council and Employee Retirement Fund Board (TBD)
3:00 p.m. City Council Work Session

- o Overview of Significant Zoning Cases [*Dana Burghdoff, Planning and Development*]



Updated November 10, 2016

*City of Fort Worth
City Council Work Session Agenda Calendar*

January 31, 2017

1:00 p.m. Audit Committee

3:00 p.m. City Council Work Session

- o Update on Panhandling Recommendations [*Valerie Washington, City Manager's Office*]
- o Follow-up on National Center for State Courts Report [*Teresa Ewing, Municipal Court*]
- o Presentation on the Success of the Marshal's Division - Municipal Court [*Teresa Ewing and Marshal David Camp, Municipal Court*]
- o Update on Trinity Trails [*Richard Zavala, Park and Recreation and Randle Harwood, Planning and Development*]

**CITY OF FORT WORTH, TEXAS
CITY COUNCIL WORK SESSION
NOVEMBER 8, 2016**

Present:

Mayor Pro tem Dennis Shingleton, District 7
Council Member Salvador Espino, District 2
Council Member W.B. "Zim" Zimmerman, District 3
Council Member Cary Moon, District 4 arrived at 8:44 am)
Council Member Gyna Bivens, District 5
Council Member Jungus Jordan, District 6
Council Member Kelly Allen Gray, District 8
Council Member Ann Zadeh, District 9

Absent:

Mayor Betsy Price

Staff Present:

David Cooke, City Manager
Sarah Fullenwider, City Attorney
Mary J. Kayser, City Secretary

With a quorum of the City Council Members present, Mayor Pro tem Shingleton called the Fort Worth City Council Work Session to order at 8:30 a.m. on Tuesday, November 8, 2016, in City Council Conference Room 290 of the Fort Worth City Hall, 1000 Throckmorton Street, Fort Worth, Texas.

1. Report of the City Manager - David Cooke, City Manager

a. Changes to the City Council Agenda

There were no changes to the City Council Agenda.

b. Upcoming and Recent Events

The November 10, 2016, CCPD meeting is cancelled.

c. Organizational Updates and Employee Recognition(s)

There were no updates or recognitions.

d. Informal Reports

1. IR 9957: Financial Management Policy Statements - Restated Policy Governing Payments from Water and Sewer Fund to Other Funds

2. **IR 9958: Amendment to Economic Development Program Agreement with Clearfork Development Company, LLC to Extend the Completion Deadline for the First Phase**
3. **IR 9959: Interlocal Agreements with Tarrant County to Support the County's Texas Enterprise Zone Nominations for Andrews Distributing Company of North Texas, LLC and EFW, Inc.**
4. **IR 9960: Texas Enterprise Zone Nomination for Alcon Laboratories, Inc.**
5. **IR 9961: PEG Funds and FWTV Operations**

2. Current Agenda Items - City Council Members

There were no questions on current agenda items.

3. Responses to Items Continued from a Previous Week

4. Presentation on Proposed Economic Development Program Agreement with Rural Media Group, Inc. to Support a Corporate Relocation Project and a Community Facilities Agreement with Fort Worth Heritage Development, LLC for Public Improvements in the Fort Worth Stockyards - Robert Sturns, Economic Development

Robert Sturns gave a presentation on a proposed Economic Develop Program Agreement with Rural Media Group, Inc., (RMG) supporting their corporate relocation. The relocation is supported by Fort Worth Heritage, LLC. The cost of the relocation is a barrier to RMG and they are working with the City, Fort Worth Heritage, TIF and the State to close the gap. RMG is committed to a \$5 million investment in personal property, visibility of the Stockyards, local employment, promotion of Fort Worth, and original content filmed in the City. In addition staff is proposing a Community Facilities Agreement (CFA) for public improvements in the Stockyards. The improvements will be accelerated to facilitate corporate relocation and bring positive near-term impact to the Stockyards.

City of Fort Worth to advance funds for planned public Improvements (City to be reimbursed by TIF):

East Exchange Avenue (Main St. to Packers St.)

Sidewalk, Hardscape, Landscape, Irrigation, Lighting

City will approve streetscape design and coordinate with form based code

Sewer Line Upgrade and Rerouting (Mule Ave. to 23rdSt.)

Staff recommends approval of the proposed Economic Develop Program Agreement and Community Facilities Agreement.

5. Briefing on Adoption of 2015 International Codes with Local Amendments - Allison Gray, Planning and Development and Bob Morgan, Fire

Allison Gray presented the highlights and changes from the 2009 International Codes. There will be an Administrative Code that will have all the administrative provisions in one location. These updates will bring our codes up-to-date and will eliminate many “Fort Worth only” provisions. Bob Morgan reviewed the proposed changes to the 2015 International Fire Code. The codes being proposed for adoption are:

- 2015 International Building Code
- 2015 International Residential Code
- 2015 International Mechanical Code
- 2015 International Plumbing and Fuel Gas Codes
- 2015 International Existing Building Codes
- 2015 International Energy Conservation Code
- 2015 International Fire Code
- Fort Worth Building Administrative Code

City Council action is proposed for December 6th and the codes will be effective on January 1, 2017.

6. City Council Requests for Future Agenda Items and/or Reports

- Council Member Jungus Jordan – Traffic Signal Control and general update
- Council Member Gyna Bivens – Trash and non-functioning street lights on TxDOT roadways.
- Council Member Ann Zadeh – Timing of the street lights downtown with the time change; street sweeping schedule; and cleanup of construction debris.

There being no further business, Mayor Pro tem Shingleton adjourned the City Council Work Session at 9:12 a.m.

**CITY OF FORT WORTH, TEXAS
REGULAR CITY COUNCIL MEETING
NOVEMBER 8, 2016**

Present:

Mayor Pro tem Dennis Shingleton, District 7
Council Member Salvador Espino, District 2
Council Member W.B. "Zim" Zimmerman, District 3
Council Member Cary Moon, District 4
Council Member Gyna Bivens, District 5
Council Member Jungus Jordan, District 6
Council Member Kelly Allen Gray, District 8
Council Member Ann Zadeh, District 9

Absent:

Mayor Betsy Price

Staff Present:

David Cooke, City Manager
Sarah Fullenwider, City Attorney
Mary J. Kayser, City Secretary

I. CALL TO ORDER

With a quorum of the City Council Members present, Mayor Pro tem Shingleton called the regular session of the Fort Worth City Council to order at 10:01 a.m. on Tuesday, November 8, 2016, in the City Council Chamber of the Fort Worth City Hall, 1000 Throckmorton Street, Fort Worth, Texas.

II. INVOCATION – Ms. Avis Herndon, University Christian Church

The invocation was provided by Ms. Avis Herndon, University Christian Church.

III. PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was recited.

**IV. CONSIDERATION OF MINUTES OF THE CITY COUNCIL WORK SESSION
AND THE REGULAR MEETING OF NOVEMBER 1, 2016**

Motion: Council Member Jordan made a motion, seconded by Council Member Zimmerman, that the minutes of the City Council Work Session and Regular meeting of November 1, 2016, be approved. Motion passed 8-0, Mayor Price absent.

V. ITEMS TO BE WITHDRAWN FROM THE CONSENT AGENDA

There were no items to be withdrawn from the Consent Agenda.

VI. ITEMS TO BE CONTINUED OR WITHDRAWN BY STAFF

There were no items to be continued or withdrawn by staff.

VII. CONSENT AGENDA

Motion: Council Member Jordan made a motion, seconded by Council Member Espino, that the Consent Agenda be approved. Motion passed 8-0, Mayor Price absent.

B. General - Consent Items

1. **M&C G-18873 - Authorize Execution of a Professional Services Agreement with Halff Associates, Inc., in the Amount Not to Exceed \$650,000.00 for Drainage Design Review Services (ALL COUNCIL DISTRICTS)**
2. **M&C G-18874 - Authorize Acceptance of Funds from the Department of Justice and State Asset Forfeiture Fund in the Amount of \$80,105.00 for Fiscal Year 2017 and Adopt Appropriation Ordinance Nos. 22493-11-2016 and 22494-11-2016 (ALL COUNCIL DISTRICTS)**
3. **M&C G-18875 - Authorize Application for and, if Awarded, Acceptance of the Fiscal Year 2016 Homeland Security Grant from the State of Texas, Office of the Governor, Up to the Amount of \$2,987,850.00, Approve Execution of All Applicable Grant Contracts and Adopt Appropriation Ordinance No. 22495-11-2016 (ALL COUNCIL DISTRICTS)**
4. **M&C G-18876 - Authorize Acceptance of the Fire Department's Share of Tarrant County 9-1-1 Public Safety Answering Points' Assistance Reimbursement Program Funds for Fiscal Year 2017 in the Amount of \$126,712.00 and Adopt Appropriation Ordinance No. 22496-11-2016 (ALL COUNCIL DISTRICTS)**

C. Purchase of Equipment, Materials, and Services - Consent Items

1. **M&C P-11962 - Authorize Sole Source Purchase Agreement in the Amount of \$140,167.00 for the Jurisdictional Crisis Incident Management - Incident Command Post Training and Certification from Texas A&M Engineering Extension Service for the Fire Department (ALL COUNCIL DISTRICTS)**

2. **M&C P-11963 - Authorize Purchase of Six Police Package Sedans from Cowboy Motor Company, LC d/b/a Cowboy Chrysler Dodge Jeep for an Amount Up to \$159,052.00, Using a Cooperative Contract for the Police Department Through the Property Management Department (ALL COUNCIL DISTRICTS)**

D. Land - Consent Items

1. **M&C L-15962 - Authorize Initiation of Zoning Changes for Approximately 93.4 Acres of Land in Tarrant County, Located Along Jacksboro Highway and East of the Town of Lakeside, in the Far West Planning Sector (FUTURE COUNCIL DISTRICT 7)**
2. **M&C L-15963 - Authorize Direct Sale of Tax-Foreclosed Property Described as Lot 6, Block 3, Clay Withers Addition, Located at 1416 Hendricks Street for a Total Cost of \$4,600.00 to Shadrach M. Rodriguez, in Accordance with Section 34.05 of the Texas Property Tax Code (COUNCIL DISTRICT 8)**

E. Award of Contract - Consent Items

1. **M&C C-27984 - Authorize Execution of Unit Price Contracts with Independent Utility Construction, Inc., and Bean Electrical, Inc., Each in an Amount Up to \$500,000.00 for Task Order Construction Services for the Installation of Street Lights and Related Construction Components (ALL COUNCIL DISTRICTS)**
2. **M&C C-27985 - Authorize Acceptance of Funds in the Amounts of \$226,532.00 from the Town of Westlake and \$257,790.00 from the Trophy Club Municipal District No. 1 for their Respective Contributions to the Northeast Northside II 30-inch Water Transmission Main Along State Highway 170 from N. Beach Street to US 377, Authorize Execution of an Engineering Agreement with CP&Y, Inc., in the Amount of \$456,340.00 for Engineering and Design Services for the Northeast Northside II 30-inch Water Transmission Main Along State Highway 170 from N. Beach Street to US 377, Provide for Staff Costs, Utility Coordination, Property Acquisition and Materials Testing for a Design Phase Cost Amount of \$954,200.00 and Adopt Appropriation Ordinance Nos. 22497-11-2016 and 22498-11-2016 (COUNCIL DISTRICT 7)**

VIII. PRESENTATIONS BY THE CITY SECRETARY - CONSENT ITEMS

1. **Notice of Claims for Alleged Damages and/or Injuries**

End of Consent Agenda.

IX. SPECIAL PRESENTATIONS, INTRODUCTIONS, ETC.

1. Presentation of Proclamation for Miguel Padilla Day

Council Member Jordan presented a proclamation for Miguel Padilla Day to Mr. Padilla, a senior at Harmony School of Innovation for receiving a perfect score on his Advanced Placement Computer Science exam, 2nd place in the University Scholastic League (UIL) Regional Computer Science Competition in 2015-2016, and a named finalist for the National Hispanic Recognition Program.

X. ANNOUNCEMENTS BY CITY COUNCIL MEMBERS AND STAFF

1. Upcoming and Recent Events

Council Member Bivens announced upcoming and recent events within the City and various Council districts.

2. Recognition of Citizens

There was no recognition of citizens.

3. Approval of Ceremonial Travel

There was no approval of ceremonial travel.

XI. PRESENTATIONS BY THE CITY COUNCIL

1. Changes in Membership on Boards and Commissions

Motion: On behalf of the Legislative and Intergovernmental Affairs Committee and Mayor Pro tem Shingleton, Council Member Jordan made a motion, seconded by Council Member Espino, that Ms. Jennifer Casler-Price be reappointed to Place 2 (Art Professional – Curator Position) of the Art Commission effective November 8, 2016, and with a term expiring September 30, 2018. Motion passed 8-0, Mayor Price absent.

Motion: Council Member Bivens made a motion, seconded by Council Member Espino, that Mr. Ben Robertson be appointed to Place 5 of the Pedestrian and Bicycle Advisory Committee effective November 8, 2016, and with a term expiring October 1, 2017. Motion passed 8-0, Mayor Price absent.

XII. PRESENTATIONS AND/OR COMMUNICATIONS FROM BOARDS, COMMISSIONS AND/OR CITY COUNCIL COMMITTEES

There were no presentations and/or communications from boards, commissions and/or City Council committees.

XIII. REPORT OF THE CITY MANAGER

B. General

- 1. M&C G-18877 - Adopt Ordinance Amending Police Department Staffing to Increase the Number of Authorized Positions in the Classification of Officer by Twenty-One, the Number of Authorized Positions in the Classification of Corporal/Detective by Eleven, the Number of Authorized Positions in the Classification of Sergeant by Three and the Number of Authorized Positions in the Classification of Lieutenant by One, Thereby, Increasing the Total Number of Authorized Civil Service Positions by Thirty-Six to Reflect Civil Service Changes Included in the Fiscal Year 2017 Budget (ALL COUNCIL DISTRICTS)**

Motion: Council Member Allen Gray made a motion, seconded by Council Member Zadeh, that Mayor and Council Communication G-18877 be approved and Ordinance No. 22499-11-2016 be adopted. Motion passed 8-0, Mayor Price absent.

C. Purchase of Equipment, Materials, and Services

- 1. M&C P-11964 - Authorize Purchase of Midsize Through One Ton Trucks from Caldwell Country Chevrolet, LLC, and Sam Pack's Five Star Ford, LTD, in an Amount Up to \$1,314,901.00, Using Cooperative Contracts for Multiple City of Fort Worth Departments Through the Property Management Department (ALL COUNCIL DISTRICTS)**

Motion: Council Member Zimmerman made a motion, seconded by Council Member Moon, that Mayor and Council Communication P-11964 be approved. Motion passed 8-0, Mayor Price absent.

- 2. M&C P-11965 - Authorize Non-Exclusive Purchase Agreements for Roof Repair and Replacement Services with Multiple Vendors Using the Interlocal Purchasing System Cooperative Contract in the Amount of \$8,000,000.00 for the Property Management and Human Resources Departments (ALL COUNCIL DISTRICTS)**

Motion: Council Member Zimmerman made a motion, seconded by Council Member Moon, that Mayor and Council Communication P-11965 be approved. Motion passed 8-0, Mayor Price absent.

D. Land

- 1. M&C L-15964 - Authorize Contract for Sale with Current Residential Lessees of City-Owned Lake Worth Lease Addition Lots for Fair Market Value and Authorize Contemporaneous Lease Amendment to Provide for a Shorter Term and the Disposition of Improvements Upon Expiration (COUNCIL DISTRICT 7)**

Mr. Joe Waller, 2533 Castle Circle, appeared before Council in support of Mayor and Council Communication L-15964.

Motion: Council Member Jordan made a motion, seconded by Council Member Espino, that Mayor and Council Communication L-15964 be approved. Motion passed 8-0, Mayor Price absent.

- 2. M&C L-15965 - Authorize Execution of an Agreement to Reinstate the Option to Purchase Agreement with Eligible Lessees of Lake Worth Leases Addition Listed Below for an Extended Term (COUNCIL DISTRICT 7)**

<u>Property Address</u>	<u>Legal Description</u>
7324 Love Circle	Lot 15, Block 15, Lake Worth Leases
7340 Love Circle	Lot 11, Block 15, Lake Worth Leases
7344 Love Circle	Lot 10, Block 15, Lake Worth Leases
7348 Love Circle	Lot 9, Block 15, Lake Worth Leases
7360 Love Circle	Lot 6, Block 15, Lake Worth Leases
7412 Love Circle	Lot 36, Block 14, Lake Worth Leases
7420 Love Circle	Lot 35, Block 14, Lake Worth Leases
7424 Love Circle	Lot 34, Block 14, Lake Worth Leases

Motion: Council Member Jordan made a motion, seconded by Council Member Espino, that Mayor and Council Communication L-15965 be approved. Motion passed 8-0, Mayor Price absent.

F. Award of Contract

- 1. M&C C-27986 - Authorize Execution of a Three Year Contract with Employer Direct Healthcare, LLC d/b/a EDHC Solutions, LLC, for SurgeryPlus®, a Supplemental Benefit for Non-Emergent Surgeries, in an Amount Not to Exceed \$1,085,760.00 During the Initial Term (ALL COUNCIL DISTRICTS)**

Motion: Council Member Bivens made a motion, seconded by Council Member Zadeh, that Mayor and Council Communication C-27986 be approved. Motion passed 8-0, Mayor Price absent.

- 2. M&C C-27987 - Authorize Execution of an Agreement with Casa Manana, Inc., for the Construction of Additional Facilities Located at 3101 West Lancaster Avenue and Authorize City of Fort Worth Funding Participation Up to \$409,000.00 (COUNCIL DISTRICT 7)**

Motion: Council Member Bivens made a motion, seconded by Council Member Zadeh, that Mayor and Council Communication C-27987 be approved. Motion passed 8-0, Mayor Price absent.

XV. CITIZEN PRESENTATIONS

Ms. Dianna Wilson, 5816 Village Course Circle #326, appeared before Council relative to streetlights, buses, traffic, police, etc.

Mr. Riley Cantrell, 2300 Sundrop Court, appeared before Council relative to potholes and signs in the medians.

XVI. EXECUTIVE SESSION (CITY COUNCIL CONFERENCE ROOM, CITY HALL, ROOM 290)

XVII. ADJOURNMENT

There being no further business, Mayor Pro tem Shingleton adjourned the Regular meeting at 10:32 a.m.

No Documents for this Section

To the Mayor and Members of the City Council**November 15, 2016**

Page 1 of 2

**SUBJECT: PROPOSAL TO IMPROVE CONTRACT MANAGEMENT AND INCREASE DELEGATED AUTHORITY FOR CONTRACTING AND PURCHASING**

The purpose of this Informal Report is to outline proposed changes to the City's contracting and purchasing process that are intended to increase efficiency, effectiveness, and accountability.

The City has recently undergone a review of its processes and procedures relating to contract management. Through this process, it was determined that improvements can be made in several areas of contract administration, including areas such as reporting and monitoring of compliance with performance and payment terms. In order to implement these improvements, staff will be recommending that the City Council increase the City Manager's delegated authority for contracting and purchasing to streamline the process and reduce the staffing burden in order to create capacity within available resources to allow additional staff time to be devoted to enhanced contract management.

On December 6, 2016, the City Council will be presented with a Mayor and Council Communication (M&C) and ordinance that would amend Chapter 2, Article I, Section 2-9 of the City Code to allow the City Manager to execute contracts involving expenditures of up to \$100,000 without City Council approval. Currently, City Council approval is required for any contract over \$50,000.

While the current delegated authority for contract execution mirrors the threshold for when competitive bidding is required under state law, home rule cities have broad discretion to establish their own thresholds for when approval by the governing body is required for execution of a contract. Several Texas cities have a formal approval/delegated authority threshold that is higher than the threshold for formal bidding under state law. Staff surveyed other Texas cities and found that two, Denton and Garland, employ a \$100,000 approval threshold; Dallas utilizes a \$70,000 threshold; and Austin, Houston, and San Antonio have thresholds of \$50,000.

A review of the past 12 months of M&Cs showed that there were 82 contracts involving expenditures between \$50,001 and \$100,000 that were sent to the City Council for approval. Under the proposed increase, none of these M&C's would be required. A higher approval threshold will speed up the purchasing process and small project delivery. The basic purchasing process can be as short as three days for a routine informal bid or as long as three months for a full, formal process for more complex projects. While a change in the delegated authority threshold would not alter the City's obligation to go out for formal bids, it would save significant time.

Staff is also recommending that the City increase the City Manager's delegated authority to administratively approve (i) acquisition of easements that involve expenditure of \$100,000 or less in City funds and (ii) amendments or change orders to a contract from \$50,000 to a cumulative threshold of \$100,000 inclusive of the original contract. For the amendments and changes orders, any subsequent one that causes an increase beyond the cumulative threshold of \$100,000 will require City Council approval in increments of \$100,000. This proposed change will not affect a

To the Mayor and Members of the City Council**November 15, 2016**

Page 2 of 2

**SUBJECT: PROPOSAL TO IMPROVE CONTRACT MANAGEMENT AND INCREASE DELEGATED AUTHORITY FOR CONTRACTING AND PURCHASING**

contract that is subject to the limitations found under Texas Local Government Code Chapter 252 that places a limit on delegated authority for change orders of \$50,000 or less and that prohibits an increase of the original contract price by more than 25 percent. Additionally, the proposed change will not affect a change order to a public works contract that involves a decrease or increase of \$100,000 or less of city funds, which is already permitted under the City Code.

The proposed changes would not affect the Business Diversity Enterprise Ordinance. The M/S/WBEs will still be invited to bid on all requests over \$3,000, and the Office of Business Diversity will still set participation goals or issue waivers for all requests valued over \$50,000.

Under the new process, each contract will be assigned to a departmental Contract Manager who will be the designated staff member with the responsibility to manage, track, and monitor all aspects of the contract. These recommended changes to the City's contracting and purchasing process will improve the City's ability to deliver goods and services without any threat to the public trust or reduction in opportunities to increase contractor and subcontractor diversity.

Staff will be recommending that the proposed changes be effective January 1, 2017 to allow time to update the City Code and notify City employees as well as suppliers of the changes.

If you have any questions, please call Aaron Bovos, Chief Financial Officer, at 817-392-8517, or Jack Dale, Purchasing Manager, at 817-392-8357.

David Cooke
City Manager

To the Mayor and Members of the City Council**November 15, 2016**

Page 1 of 1

**SUBJECT: FY16 DELEGATED AUTHORITY****EXPLANATION OF FY2016 DELEGATED AUTHORITY:**

In September of 2015, the City Council approved the FY2016 City of Fort Worth Operating Budget through the Operating Budget Appropriation Ordinance. In Section 2 of the operating appropriation ordinance, the City Council authorized the use of "Delegated Authority". Delegated authority allows the City's Chief Financial Officer (CFO) the authority to take all necessary actions to effect transfers of monies that are designated in the budget for transfer among departments and certain funds of the City during the upcoming fiscal year.

In most instances, delegated authority is moving budgeted funds into specific projects or allowing departments the ability to raise appropriations to reflect certain incoming revenue that is designated for a specific purpose. Delegated authority ensures that the City's financial processes flow in the most efficient and effective manner possible.

The City's CFO is currently utilizing delegated authority in the following areas (through 09/30/2016):

- Park and Recreation Department (Special Purpose Fund \$207,357) – Appropriations raised by \$207,357 as class fees for courses taught at community centers became available
- City Manager's Office (Special Purpose Fund \$26,107) – Appropriations raised by \$26,107 to offset expenses associated with the MLK Committee and Hispanic Heritage
- Fire Department (Special Donations Fund \$120,594) – Appropriations raised by \$120,594 as donations became available
- Transportation and Public Works Department (Capital Projects Service Fund \$8,800,000) – Appropriations raised by \$8,800,000 as contributions from developers became available for specific projects
- Non – Departmental (General Fund \$4,777,811) – Departmental appropriations adjusted by \$4,777,811 for Separation Pay for various City departments, labor negotiation assistance with Police Officers Association, overage in audit contract for Financial Management Services, and assistance with electricity costs

If you have any questions or concerns, please contact Terry Hanson, the Assistant Director of the Performance and Budget Department at (817) 392-7934.

**David Cooke
City Manager**

To the Mayor and Members of the City Council**November 15, 2016**

Page 1

**SUBJECT: UPDATE ON ASSESSMENT OF SENIOR CITIZENS PROGRAMMING**

The purpose of this Informal Report is to provide an update on the senior services assessment being prepared by the Neighborhood Services Department. City staff is conducting a comprehensive review of services provided for seniors in Fort Worth and Tarrant County in an effort to identify any funding and/or service delivery gaps.

In March 2013, Senior Citizen Services of Greater Tarrant County (SCS) requested \$160,000.00 (\$20,000.00 for each of eight community centers) from the City, for full-year funding to pay for one part-time Senior Program Director position at each location, Monday - Friday. In an effort to ensure that service delivery remained stable, the City provided \$80,000 to underwrite the cost of on-site senior program directors at these eight facilities. This year, the contract was increased to \$120,000, a \$40,000 increase.

Staff was tasked with conducting a review of services provided for seniors to determine the appropriate role the City should play in funding those services.

The scope for the assessment includes the following activities:

- Analyze area demographics for Fort Worth and Tarrant County
- Benchmark senior services supported by other large Texas cities, including Dallas, Austin, San Antonio, El Paso, Houston, Arlington, Grand Prairie
 - Service Delivery Model
 - Program Funding Sources
 - Transportation
- Identify gaps in services
- Develop data to be used for strategic planning

Identification of key stakeholders that will be involved:

- The following departments are involved in the review: Neighborhood Services, Finance, Park and Recreation, and Planning and Development.
- In addition to City staff, AARP, the United Way/Area Agency on Aging, Senior Citizen Services of Greater Tarrant County and Tarrant County Human Services have been invited to assist with the review.

Timeframe for completion of the assessment:

- September 28: Internal work group meeting
- October: Recruitment of external review advisory committee members; benchmarked Texas cities and gathered demographics: aging trends, Tarrant County poverty indicators, performance by Senior Citizens Services in 2015
- November 1: Internal work group meeting to discuss preliminary findings and assign additional tasks
- November 17: Meet with external advisory committee discuss scope of assessment and preliminary work

To the Mayor and Members of the City Council**November 15, 2016**

Page 2

**SUBJECT: UPDATE ON ASSESSMENT OF SENIOR CITIZENS PROGRAMMING**

- Early December: Meet with internal work group to discuss conclusions and recommendations
- Late January: Meet with external advisory committee discuss conclusions and recommendations
- Late February: Present final report to City Manager's Office
- Early March: Present final report to City Council
- Late March: Prepare request for City Manager's proposed FY2018 budget

As a requirement of the supplemental funding of \$40,000, Senior Citizen Services will be required to maintain the appropriate staffing level of 1 staff person assigned to each facility where senior services are provided. No additional funding beyond the \$40,000 in supplemental funding will be considered until after the senior citizen services assessment has been completed and the findings of the assessment have been adopted.

For more information, please contact Aubrey Thagard, Neighborhood Services Director, at 817-392-8187.

David Cooke
City Manager

To the Mayor and Members of the City Council**November 15, 2016**

Page 1 of 2

**SUBJECT: ON-STREET PARKING OF TRAILERS AND SEMI-TRAILERS IN RESIDENTIAL AREAS**

Constituents have recently expressed concerns that trailers parked on the public streets in residential neighborhoods are blocking views and creating safety hazards for pedestrians. This Informal Report will provide a summary of the existing City ordinances, including an explanation of the differences between Oversized Commercial Vehicles, Trailers, Semi-Trailers, Large Recreational Vehicles, and Oversized Recreational Vehicles; propose staff recommendations to address the safety hazards; and propose other minor modifications to clarify the ordinances for enforcement purposes.

Section 22-162.2 of the City Code makes it unlawful to park Oversized Commercial Vehicles (1) on a public street in any area zoned residential or used for residential purposes, unless the vehicle is being actively loaded or unloaded, or (2) for more than two hours on a public street in any other area. Oversized Commercial Vehicles are vehicles designed to transport more than 15 people; trailers larger than 20 feet long, seven feet wide, and seven feet high; and motor vehicles weighing more than 15,000 pounds. The City Code does not prohibit on-street parking of Trailers or Semi-Trailers that are less than 20 feet long, seven feet wide, or seven feet high. By definition, Trailers are constructed so that no part of its weight rests upon the towing vehicle, while Semi-Trailers are constructed so that some part of its weight and that of its on load rests upon the towing vehicle.

Section 22-162.2 of the City Code also prohibits the parking of Large Recreational Vehicles and Oversized Recreational Vehicles on a public street; however, in areas zoned residential or used for residential purposes, Large Recreational Vehicles and Oversized Recreational Vehicles may be parked for loading, unloading, or maintenance for no more than 72 hours in any seven-day period. The terms Large Recreational Vehicle and Oversized Recreation Vehicle includes recreational vehicles, and boat trailers or other trailers, and converted buses but distinguished by size, between 26 and 40 feet in length for the former and over 40 feet in length for the latter.

Staff recommends the following actions to address the safety concerns expressed by the constituents:

- (1) Amend the definition of Oversized Commercial Vehicle in Section 22-1 of the City Code to include Semi-Trailers that are more than 20 feet in length from end to end, more than seven feet in width at their widest point, or more than seven feet in height at their highest point;
- (2) Amend Section 22-162.2 of the City Code to add a subsection prohibiting the parking of Trailers and Semi-Trailers, regardless of size, in areas zoned residential or used for residential purposes between the hours of 11:00 p.m. and 5:00 a.m.; and
- (3) Make no change to the regulation of Large Recreational Vehicles and Oversized Recreational Vehicles.

In summary, these changes would add the prohibition of large Semi-Trailers under Section 22-162.2 to mirror the current on-street parking prohibition of large Trailers. It would also prohibit the on-street parking of all Trailers and Semi-Trailers at night. Large Recreational Vehicles and Oversized Recreational Vehicles would continue to be allowed to on-street park in areas zoned residential or used for residential purposes for up to 72 hours in any seven-day period.

To the Mayor and Members of the City Council**November 15, 2016**

Page 2 of 2

**SUBJECT: ON-STREET PARKING OF TRAILERS AND SEMI-TRAILERS IN RESIDENTIAL AREAS**

In addition to addressing these safety concerns, staff recommends clarifying some additional wording in Chapter 22 of the City Code. Staff recommends amending Chapter 22 to clarify that the height of Trailers should be measured to include tires. Furthermore, Section 22-159 of the City Code addresses the storing of vehicles on a public street and uses the terms Vehicle and Motor Vehicle interchangeably. The definition of Motor Vehicle does not include Trailers and Semi-Trailers and the definition of Vehicle does. Staff recommends changing Motor Vehicle to Vehicle in both the title and subsection (a) of Section 22-159 to clarify that Trailers and Semi-Trailers are prohibited from being stored on City streets.

A Mayor and Council Communication will be brought before City Council in December for consideration of these proposed changes.

If you have any questions, please call Doug Wiersig, Transportation and Public Works Director, at 817-392-7801.

David Cooke
City Manager

To the Mayor and Members of the City Council**November 15, 2016**

Page 1 of 1

**SUBJECT: PROPOSED AGE-FRIENDLY FORT WORTH ACTION PLAN**

The purpose of this Informal Report is to provide information on the proposed Age-Friendly Fort Worth Action Plan. In September 2014, the City of Fort Worth joined the national AARP Network of Age-Friendly Communities and has since supported a two-year community effort to prepare an Age-Friendly Action Plan. The draft plan was released for public comment at a series of public forums and stakeholder meetings in October 2016.

The World Health Organization's Global Network of Age-Friendly Cities and Communities has identified eight domains of livability that influence the quality of life of older adults. The domains are used as a framework and starting point by the U.S.-based towns, cities and counties that belong to the AARP Network of Age-Friendly Communities. The proposed Age-Friendly Fort Worth Action Plan is organized according to these domains and contains action items for the next three to five years:

1. Outdoor Spaces and Buildings
2. Transportation
3. Housing
4. Social Participation
5. Respect and Social Inclusion
6. Civic Participation and Employment
7. Communication and Information
8. Community and Health Services

In addition to City and AARP staff and volunteers, the community partners for the action plan include:

- Aging and Disability Resource Center of Tarrant County
- Alzheimer's Association
- Area Agency on Aging/
United Way of Tarrant County
- Catholic Charities
- Community Action Partners
- Cornerstone Assistance Network
- Fort Worth League of Neighborhoods
- John Peter Smith Hospital
- Meals on Wheels of Tarrant County
- Senior Citizen Services of Tarrant County
- The T
- UNTHSC Center for Geriatrics

The proposed action plan can be viewed at this link: <http://fortworthtexas.gov/files/agefriendly.pdf>. The plan is consistent with current City policies and initiatives, and is intended to be implemented with existing staff and budgets. Where the City is the lead on an item, the pertinent department(s) will determine the feasible objective and timeframe for implementation, in cooperation with community partners.

The City Plan Commission received a briefing on October 26 and is scheduled to vote to recommend adoption of the plan on November 18. Several City Council members were able to meet with AARP volunteers and learn about the plan on November 1. The City Council is scheduled to vote on adopting the plan on December 6. After adoption, the community partners will meet at least quarterly to oversee implementation and will report progress annually to the City Plan Commission and City Council.

For more information, please contact Randle Harwood, Planning and Development Director, at 817-392-6101.

David Cooke
City Manager

To the Mayor and Members of the City Council**November 15, 2016**

Page 1 of 2

**SUBJECT: UPDATE ON ALPHA RANCH, SHALE CREEK, AND BROOKFIELD INFRASTRUCTURE AND DEVELOPMENT AGREEMENTS**

On September 23, 2014 the Mayor and Council Adopted a resolution in support of infrastructure agreements for the development of approximately 1800 Acres of land collectively known as Alpha Ranch. The Property is undeveloped and is located within the Alpha Ranch Water Control and Improvement District, consisting of the Elizabeth Creek and Alpha Ranch developments (collectively, the "Alpha Ranch" development), the South Denton County Water Control and Improvement District No. 1 (the "Brookfield" development), and the North Fort Worth Water Control and Improvement District No. 1 of Denton and Wise Counties (the "Shale Creek" development) (the "Districts"), which districts were created with the City's consent.

As a result of the resolution, staff has been working with the developers to complete the necessary agreements to carry out the needed road, water and sewer infrastructure improvements and to accomplish the necessary transfers of Certificates of Convenience and Necessity to allow the City to serve as the water and waste water service provider for the Alpha Ranch, Shale Creek, and Brookfield area. In conjunction with the transfer of the Certificate of Convenience of Necessity the developers are requesting that the City Council consent to the addition of approximately 183 acres to the Alpha Ranch Fresh Water Supply District. On December 6, 2016 staff will bring forward the completed agreements and the resolutions of consent to City Council approval. As the development is completed, Sendera Ranch Blvd. will be completed in phases as outlined in the attachment.

The agreements are as follows:

1. Wholesale Water Agreement between Aqua Texas and Fort Worth
2. Water and Wastewater Utility Services Transfer Agreement
3. Agreement Concerning Water and Sewer Service to Shale Creek Development
4. Agreement Terminating Brookfield Water and Wastewater Utility Service Agreement and Buy-Out Option Agreement
5. Agreement Terminating Brookfield Wholesale Water and Wastewater Agreements
6. Agreement Concerning Sewer Service to Alpha Ranch and Brookfield Developments
7. Water Infrastructure Agreement
8. Sewer Infrastructure Agreement
9. Brookfield Development (South Denton County Water Control Improvement District No. 1) Agreement
10. Alpha Ranch Development Agreement
11. Shale Creek Development Agreement
12. South Denton County (Brookfield Development) Creation and Operation Agreement
13. Alpha Ranch Creation and Operation Agreement
14. Agreement for Construction of Sendera Ranch Blvd.

**To the Mayor and Members of the City Council****November 15, 2016**

Page 2 of 2

SUBJECT: UPDATE ON ALPHA RANCH, SHALE CREEK, AND BROOKFIELD INFRASTRUCTURE AND DEVELOPMENT AGREEMENTS

Please find attached a PowerPoint presentation that includes maps of the area and the basic delineation of the terms that serve as the basis for the listed agreements. Should you have any questions on the proposed agreements or the history of the project please contact Randle Harwood, Planning and Development Director, at 817-392-6101 or Melinda Ramos, Sr. Assistant City Attorney, at 817-392-7631.

David Cooke
City Manager

Alpha Ranch, Shale Creek and Brookfield Update



Fort Worth City Council

November 15, 2016

Purpose

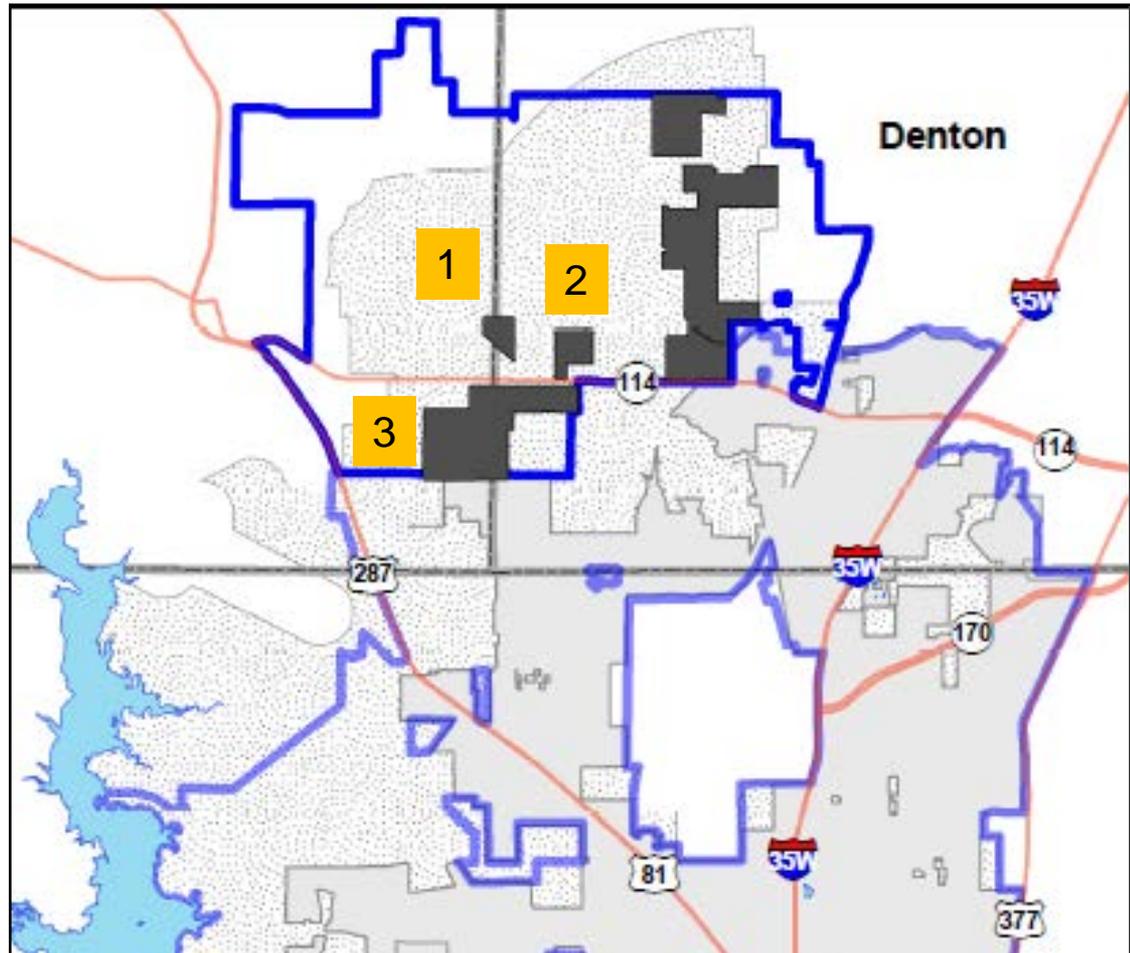
- Review **status** of Alpha Ranch, Shale Creek and Brookfield infrastructure Agreements

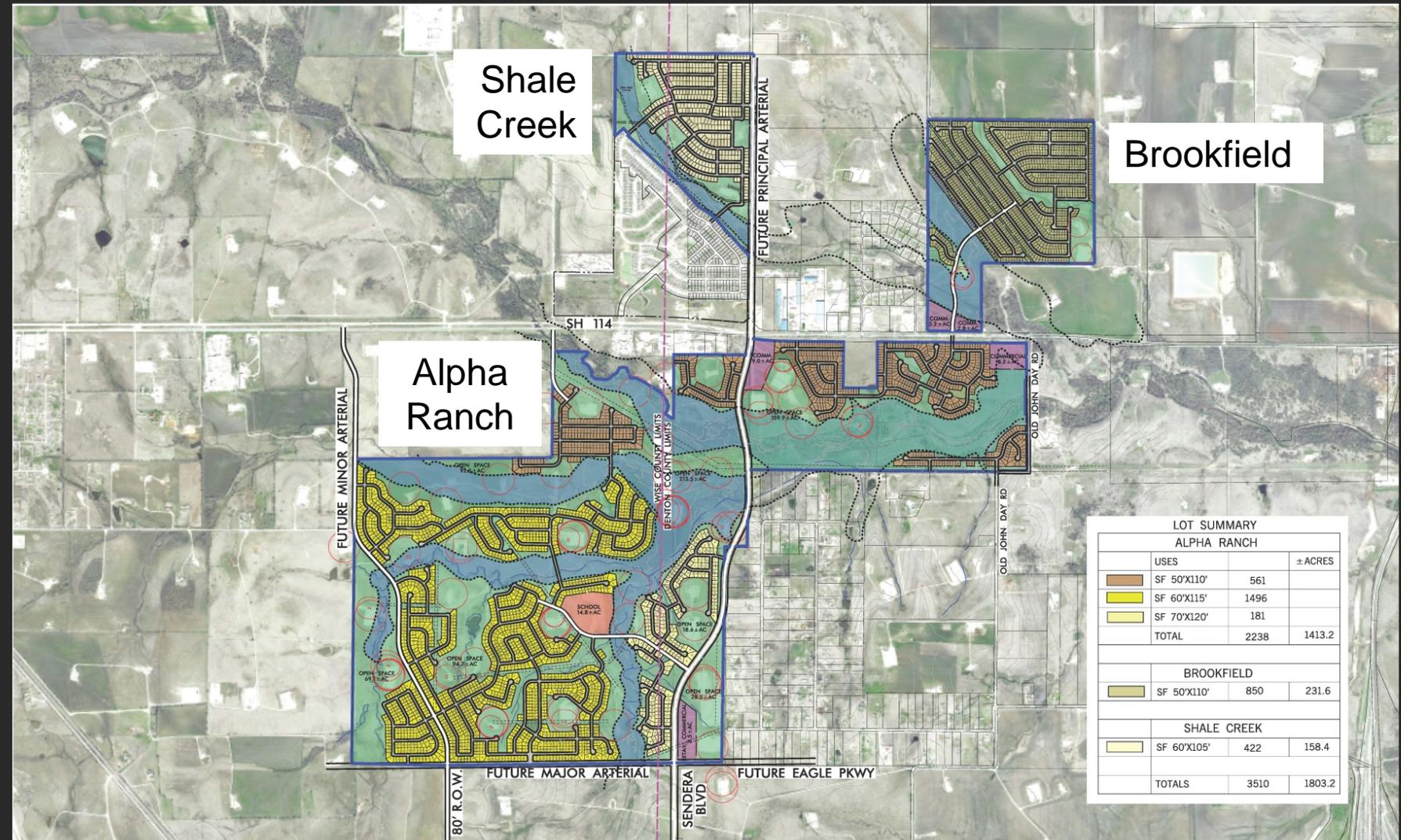
Aqua Utilities Certificate of Convenience and Necessity (CCN)

1. Shale Creek WCID
2. Brookfield WCID
3. Alpha Ranch WCID

Legend

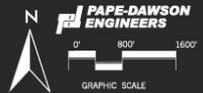
-  MUDs / WCIDs
-  Cert. Conv. Necessity - CFW
-  Cert. Conv. Necessity - Aqua Texas
-  County Boundaries
-  Extraterritorial Jurisdiction
-  Fort Worth City Limit





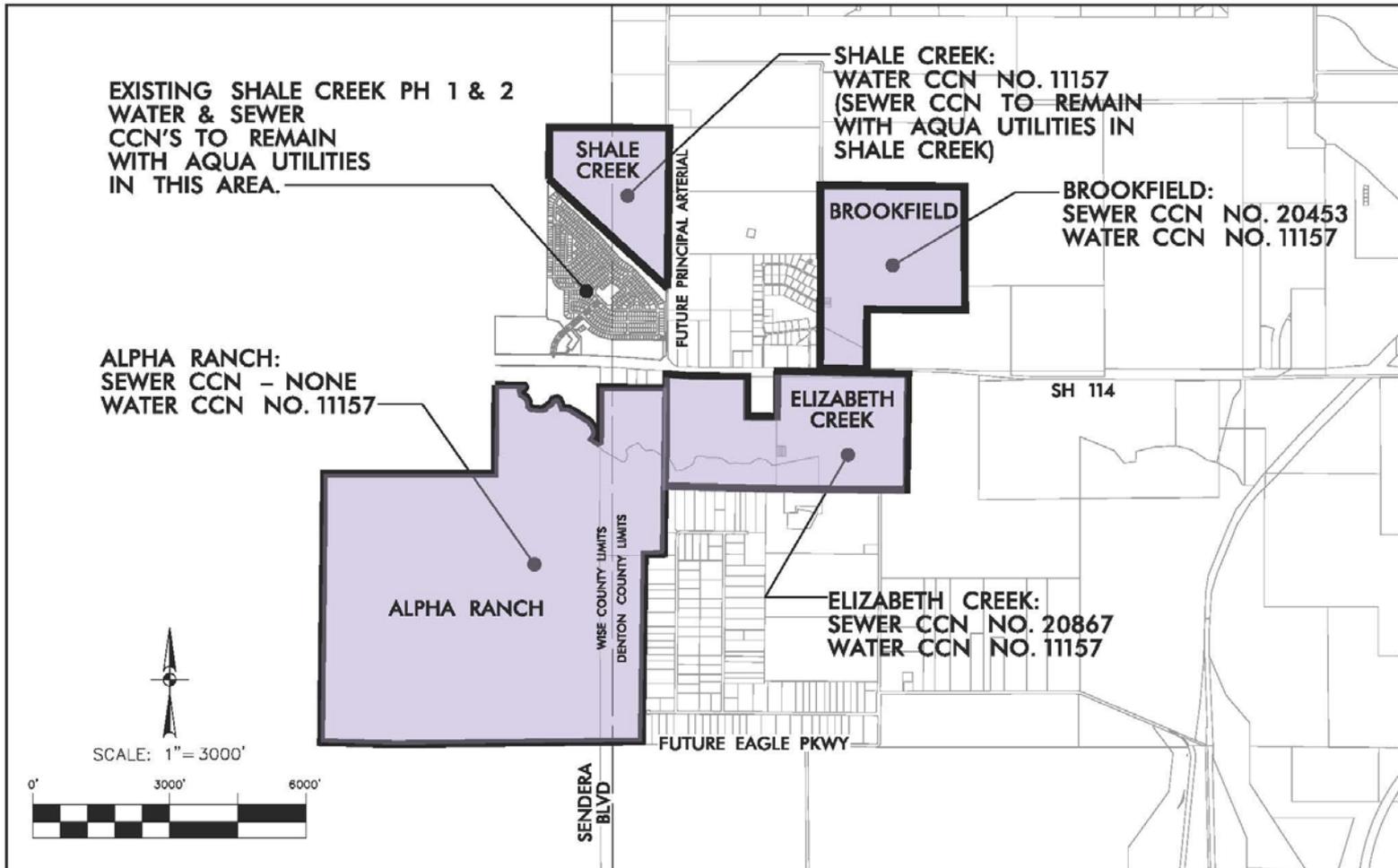
LOT SUMMARY			
ALPHA RANCH			
USES			± ACRES
	SF 50'X110'	561	
	SF 60'X115'	1496	
	SF 70'X120'	181	
	TOTAL	2238	1413.2
BROOKFIELD			
	SF 50'X110'	850	231.6
SHALE CREEK			
	SF 60'X105'	422	158.4
	TOTALS	3510	1803.2

DEVELOPMENT EXHIBIT
ALPHA RANCH, SHALE CREEK, BROOKFIELD
 DENTON & WISE COUNTY
 AUGUST 4, 2014



© 2014 Pape-Dawson Engineers, Inc. All rights reserved. Alpha Ranch and Brookfield are trademarks of Pape-Dawson Engineers, Inc.

Proposed CCN Transfers



JOB NO. _____
 DATE 4-10-14
 DESIGNER _____
 CHECKED DRAWN _____
 SHEET _____

WATER AND SEWER CCN EXHIBIT

DENTON AND WISE COUNTY, TEXAS

PROPERTY EXHIBIT



500 WEST SEVENTH ST. | FORT WORTH, TEXAS 76102 | PHONE: 817.870.3668
 SUITE 827 | FAX: 817.870.3669
 TEXAS BOARD OF PROFESSIONAL ENGINEERS, P.E. REGISTRATION # 470

Terms of Agreement

- **Water**

- Developer to construct **water line** that will connect Sendera Ranch pump station to existing line in SH 114
- Developer will **pay Aqua Utilities** to release CCN to Fort Worth

- **Sewer**

- Developer to initially construct **wastewater treatment plant** to serve developments
- Developer will construct **sewer line** to existing outfall near Alliance Airport when economically feasible or before platting of 2,500 units, whichever comes first

- **Development**

- City and developer to negotiate **mutually acceptable** development agreements

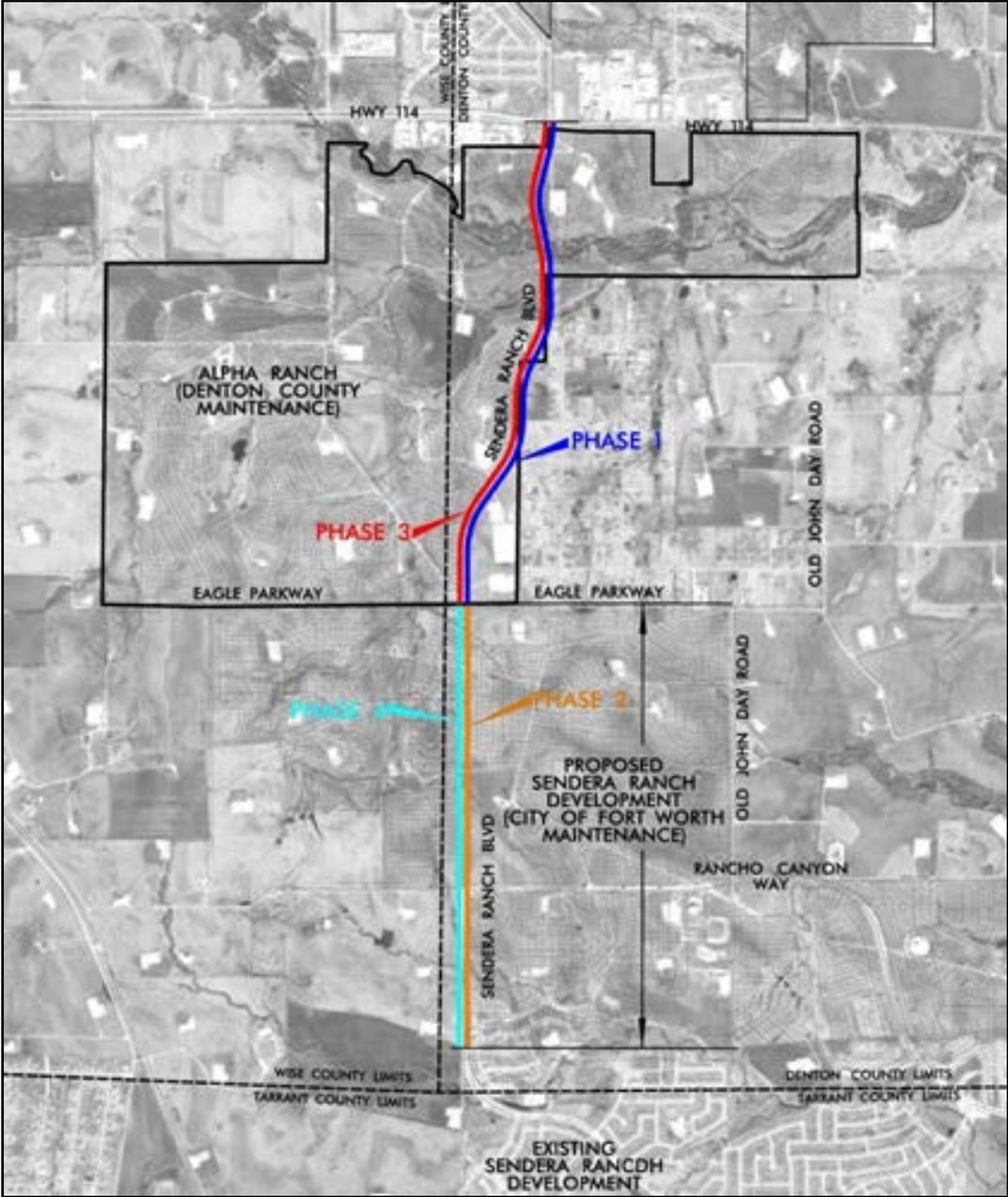
Terms of Agreement (cont.)

- **Roads**

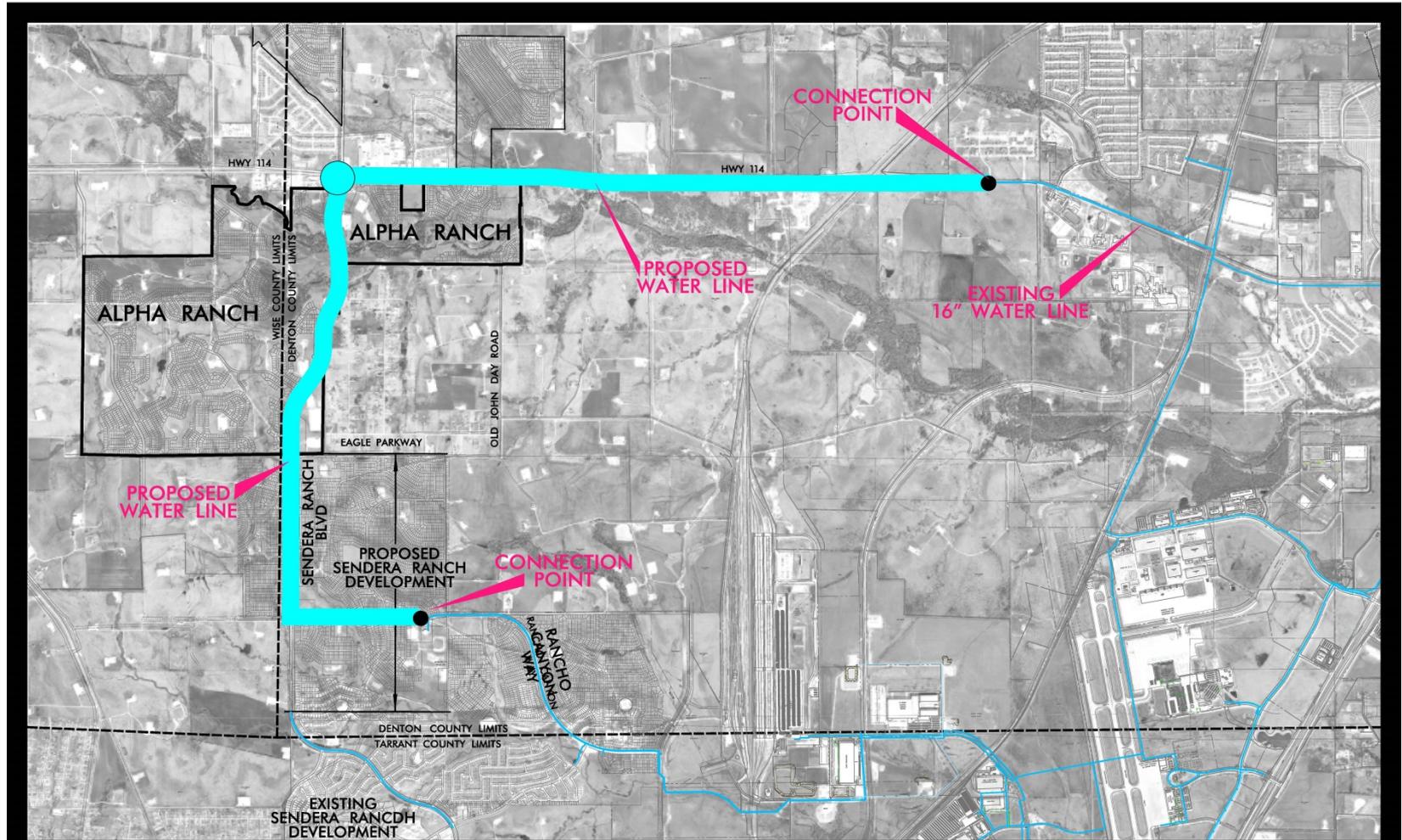
- Developer to construct **Sendera Ranch Boulevard** from SH 114 to northern terminus
 - First phase – Before 450 lots
 - Second phase – Before 750 lots
 - Third phase – Before 1,500 lots
 - Fourth phase – Before 1,800 lots
- City to consent to granting **on-site road powers** to district
- City to give impact fee **reimbursements** to developer from building activity within Sendera Ranch for **off-site portion** of the road, less developer's proportional share
- Developer to construct all roads to **City standards**
- **Maintenance** of on-site (county) roads to be developer's responsibility

Sendera Ranch Boulevard

LEGEND	
	PHASE 1
	PHASE 2
	PHASE 3
	PHASE 4
	COUNTY LINE



Water Line



WATER EXHIBIT
ALPHA RANCH DEVELOPMENT
DENTON COUNTY
AUGUST 28, 2014



Next Steps

- City Council approved a **resolution** authorizing infrastructure terms (**September 23, 2014**).
- City and developer have been **negotiating** appropriate agreements.
- City Council and other parties act on **agreements December 6, 2016**.
- City and Aqua Utilities complete **CCN transfer**.



Questions?

Comments?

No Documents for this Section

A Resolution

NO. _____

**A RESOLUTION ACCEPTING THE FILING OF A PETITION
TO CREATE A PUBLIC IMPROVEMENT DISTRICT TO BE
KNOWN AS FORT WORTH PUBLIC IMPROVEMENT
DISTRICT NO. 17 (ROCK CREEK RANCH); SETTING A DATE
FOR A PUBLIC HEARING; AUTHORIZING THE
PUBLICATION OF NOTICE; AND ENACTING OTHER
PROVISIONS RELATING THERETO**

WHEREAS, on November 9, 2016, the City Council (the “Council”) of the City of Fort Worth, Texas (the “City”) received a petition (the “Petition”) requesting the creation of a public improvement district under Chapter 372 of the Texas Local Government Code (the “Act”) to be known as the “**Fort Worth Public Improvement District No. 17 (Rock Creek Ranch)**” (the “District”); and

WHEREAS, the Petition, a copy of which is attached hereto as **Exhibit A**, has been examined, verified, and found by City staff to meet the requirements of Section 372.005 of the Act and to be sufficient for consideration by the Council; and

WHEREAS, the Petition describes the improvements to be financed with the District; and

WHEREAS, the boundaries of the proposed District are described in the attachments to the Petition; and

WHEREAS, the boundaries of the proposed District are within the corporate limits of the City; and

WHEREAS, pursuant to the Act, the Council is required to conduct a public hearing concerning the creation of the District and to provide notice thereof, which notice shall be provided in the manner and contain the requisite information specified in the Act; and

WHEREAS, the Council hereby finds and determines that, based on its receipt and review of the Petition, the City should proceed with conducting a public hearing concerning the creation of the District and the giving of notice of such public hearing in the time, form and manner provided by law; and

WHEREAS, the Council hereby finds and determines that these actions are in the best interests of the residents of the City.



NOW, THEREFORE BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF FORT WORTH, TEXAS, THAT:

1. The findings and determinations set forth in the preambles hereto are hereby incorporated by reference for all purposes.
2. A public hearing is hereby scheduled at 7:00 p.m., on Tuesday, December 6, 2016, in the City Council Chamber, City Hall, 1000 Throckmorton, Fort Worth, Texas to receive public comment on the creation of the District in the area described in the Petition attached as **Exhibit A**, pursuant to the Act.
3. Notice of said public hearing, in the substantially final form presented herewith in **Exhibit B**, with such changes as may be approved by the City's counsel, shall be published in a newspaper of general circulation in the City before the 15th day prior to the date of the hearing as required by the Act.
4. Written notice, in the substantially final form presented herewith in **Exhibit B**, with such changes as may be approved by the City's counsel, shall be mailed to each property owner, as reflected on the tax rolls, of property subject to assessment under the District, before the 15th day prior to the date set for the hearing.
5. The Petition is hereby accepted and approved for filing with the City Secretary for public inspection.
6. In considering the establishment of the District, the Council reserves the right to set parameters for the District that are lesser in scope than what is requested by the Petition, including, but not limited to, setting an assessment area that is less than the proposed boundaries stated by the notice and in the Petition; limiting the types of improvements that may be financed by the District; and prescribing restrictions on obligations of indebtedness that may be issued for improvements.
7. It is officially found, determined, and declared that the meeting at which this Resolution is adopted was open to the public and public notice of the time, place and subject matter of the public business to be considered at such meeting, including this Resolution, was given, all as required by Chapter 551, of the Texas Government Code, as amended.

Adopted this 15th day of November, 2016.

ATTEST:

By: _____
Mary Kayser, City Secretary



EXHIBIT A

PETITION

(see attached Petition)

PETITION REQUESTING THE ESTABLISHMENT OF
ROCK CREEK RANCH PUBLIC IMPROVEMENT DISTRICT

This petition (this "Petition") is submitted to and filed with the City Secretary of the City of Fort Worth, Texas, (the "City") by the undersigned "Owners" requesting the establishment of **ROCK CREEK RANCH PUBLIC IMPROVEMENT DISTRICT** (the "District") pursuant to Chapter 372, Texas Local Government Code, as amended (the "Act") covering approximately 1,755.613 acres within the corporate limits of the City and commonly known as Rock Creek Ranch (the "Property"). The Property is generally located along both sides of the Chisholm Trail Parkway south of McPherson Boulevard and north of FM 1187. The Property is described on **Exhibit A** and depicted by a map on **Exhibit B**. In support of establishing the District, the Owners present the following:

1. GENERAL NATURE OF THE PROPOSED PUBLIC IMPROVEMENTS. The general nature of the proposed public improvements authorized by the Act to be undertaken and financed from time to time in phases (as determined by the owners or developers of the Property) for the special benefit of the Property includes the following (collectively, the "Authorized Improvements"):

- 1.1 payment of costs and expenses incurred in the establishment, administration, and operation of the District; and
- 1.2 acquisition, construction, and improvement of water lines and related equipment, facilities, and improvements for a water system; and
- 1.3 acquisition, construction, and improvement of sanitary sewer lines and related equipment, facilities, and improvements for a sanitary sewer system; and
- 1.4 acquiring constructing, improving, widening, narrowing, closing, or rerouting of streets and roadways; and
- 1.5 acquisition, by purchase or otherwise, of real property in connection with the Authorized Improvements; and

- 1.6 costs associated with the financing of the Authorized Improvements including, but not limited to, the costs to issue and sell bonds secured by assessments levied against the Property.
2. ESTIMATED COST OF PROPOSED PUBLIC IMPROVEMENTS. The estimated cost of the Authorized Improvements is TWENTY-ONE MILLION DOLLARS (\$21,000,000.00) (the "Authorized Improvements Cost").
3. BOUNDARIES OF THE PROPOSED DISTRICT. The boundaries of the proposed District are the boundaries of the Property described on **Exhibit A** and depicted on **Exhibit B**.
4. PROPOSED METHOD OF ASSESSMENT. The governing body of the City (the "City Council") is authorized by the Act to apportion the Authorized Improvements Cost to be assessed against the Property based on the special benefits accruing to the Property because of the Authorized Improvements. The Act provides that the Authorized Improvements Cost may be apportioned to and assessed against the Property in any manner that results in imposing equal shares of the cost on property similarly benefitted including, but not limited to, per front foot or square foot or according to the value of the property as determined by the City Council, with or without regard to improvements on the property. The assessment methodology utilized by the City will result in each parcel paying its fair share of the costs of the provided Authorized Public Improvements with the assessments based on the special benefit conferred on the parcels by such public improvements.
5. PROPOSED APPORTIONMENT OF COSTS BETWEEN THE DISTRICT AND THE CITY. The Owners propose that the Authorized Improvements Cost be apportioned solely to the District to the extent the Authorized Improvements confer a special benefit on the Property. No City property will be assessed, and the City will not be obligated to pay any assessments levied against the Property or to pay debt service on any bonds secured by assessments levied against the Property.

6. MANAGEMENT OF THE DISTRICT. The Owners propose that the District be managed by the City with, at the City's option, the assistance of a third-party administrator hired by the City and paid for as part of the administrative costs of the District.

7. REQUEST TO ESTABLISH THE DISTRICT. The Owners request and concur with the establishment of the District and with the levy of assessments against the Property to pay the Authorized Improvements Cost to the extent the Authorized Improvements confer a special benefit on the Property.

8. ADVISORY BODY. An advisory body may be established to develop and recommend an improvement plan to the City Council.

9. SUFFICIENCY OF THE PETITION. This Petition is sufficient under the Act to establish the District because it is signed by:

(1) owners of taxable real property representing more than fifty percent (50%) of the appraised value of taxable real property liable for assessment under the proposal, as determined by the current roll of the appraisal district in which the Property is located; and by

(2) record owners of real property liable for assessment under the proposal who:

(A) constitute more than fifty percent (50%) of all record owners of property that is liable for assessment under the proposal; or

(B) own taxable real property that constitutes more than fifty percent (50%) of the area of all taxable real property that is liable for assessment under the proposal.

THE REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK

OWNER:

WALTON TEXAS, LP,
a Texas limited partnership

By: Walton Texas GP, LLC
a Texas limited liability company
its General Partner

By: By Walton International Group, Inc.,
a Nevada corporation,
its Manager

By: 

John Vick
Vice President

SIGNATURES ARE CONTINUED ON THE NEXT PAGE

OWNER:

WUSF 4 ROCK CREEK, LP,
a Texas limited partnership

By: Walton U.S. Land Fund 4, LP,
a Delaware limited partnership,
its Manager

By: WUSF 4 GP, LLC,
a Delaware limited liability company,
its General Partner

By: Walton Land Management (USA), Inc.,
a Delaware corporation,
its Manager

By: 
Name: Matthew M. Keister
Title: Authorized Signatory

By: 
Name: Ryan J. Kretschmer
Title: Authorized Signatory

SIGNATURES ARE CONTINUED ON THE NEXT PAGE

OWNER:

WUSF 5 ROCK CREEK, LP,
a Texas limited partnership

By: Walton U.S. Land Fund 5, LP,
a Delaware limited partnership,
its Manager

By: WUSF 5 GP, LLC,
a Delaware limited liability company,
its General Partner

By: Walton Land Management (USA), Inc.,
a Delaware corporation,
its Manager

By: 
Name: Matthew M. Keister
Title: Authorized Signatory

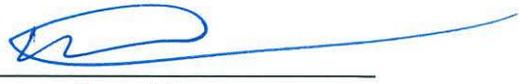
By: 
Name: Ryan J. Kretschmer
Title: Authorized Signatory

Exhibit A
Description of the Property

TRACT 1 IS LOCATED NORTH OF **TRACT 2A** AS DEPICTED ON EXHIBIT B, WITH THE TWO TRACTS SEPARATED BY A UTILITY RIGHT-OF-WAY THAT IS OWNED BY ONCOR AND THAT IS NOT INCLUDED IN THE DISTRICT.

TRACT 2A IS LOCATED WEST OF **TRACT 2B** AS DEPICTED ON EXHIBIT B, WITH THE TWO TRACTS SEPARATED BY CHISHOLM TRAIL PARKWAY THAT IS A DEDICATED PUBLIC STREET AND THAT IS NOT INCLUDED IN THE DISTRICT.

TRACT 3 IS LOCATED EAST AND NORTH OF **TRACT 2B** AS DEPICTED ON EXHIBIT B, WITH THE TWO TRACTS SEPARATED BY STEWART FELTZ ROAD THAT IS A DEDICTED PUBLIC STREET THAT IS NOT INCLUDED IN THE DISTRICT.

TRACT 1

BEING A 220.826 ACRE TRACT OF LAND SITUATED IN THE JUAN JOSE ALBIRADO SURVEY ABSTRACT NO. 4 AND THE B.F. PACE SURVEY, ABSTRACT NO. 1254, TARRANT COUNTY, TEXAS AND BEING THE REMAINING PORTION OF THAT CALLED 221.050 ACRE TRACT OF LAND DESIGNATED AS "TRACT ONE" IN THE WARRANTY DEED FROM CRESTVIEW FARM L.L.C., TO THE STATE OF TEXAS, FOR THE USE AND BENEFIT OF THE PERMANENT SCHOOL FUND RECORDED IN COUNTY CLERK'S FILE NUMBER D205348086, OFFICIAL PUBLIC RECORDS OF TARRANT COUNTY, TEXAS, (O.P.R.T.C.T.), SAID 220.826 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A 3/8-INCH IRON ROD FOUND FOR THE NORTHWEST CORNER OF SAID TRACT ONE, BEING THE POINT OF INTERSECTION OF OLD GRANBURY ROAD, (COUNTY ROAD NO. 1089, A PUBLIC RIGHT-OF-WAY CALLED TO BE 80-FEET WIDE AT THIS POINT PER TARRANT COUNTY ROAD MAP FOR PROJECT NUMBER 1089, DATED APRIL 4, 1956) AS IT RUNS NORTH-SOUTH WITH OLD GRANBURY ROAD AS IT RUNS EAST-WEST;

THENCE NORTH 89°04'23" EAST, ALONG THE APPROXIMATE CENTERLINE OF OLD GRANBURY ROAD AT APPROXIMATELY 918 FEET PASSING THE POINT WHERE SAID GRANBURY ROAD TURNS NORTH AND STEWART FELTZ ROAD (COUNTY ROAD NO. 1014 - A PUBLIC RIGHT-OF-WAY), CONTINUES IN A EAST-WEST DIRECTION, CONTINUING ALONG SAID STEWART FELTZ ROAD IN ALL FOR A DISTANCE OF 4958.08 FEET TO A 1-INCH IRON PIPE FOUND FOR THE NORTHEAST CORNER OF SAID TRACT ONE;

THENCE SOUTH 01°09'29" EAST CONTINUING ALONG SAID STEWART FELTZ ROAD, A DISTANCE OF 1829.73 FEET TO A COTTON SPINDLE FOUND FOR THE NORTHEAST CORNER OF THAT CALLED 0.159 ACRE TRACT OF LAND DESIGNATED AS PARCEL NO. 143 IN THE DEED TO NORTH TEXAS TOLLWAY AUTHORITY RECORDED IN COUNTY CLERK'S FILE NUMBER D213222631, O.P.R.T.C.T.;

THENCE SOUTH 88°50'22" WEST ALONG THE NORTH LINE OF SAID PARCEL NO. 143, A DISTANCE OF 64.03 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR THE NORTHWEST CORNER OF SAID PARCEL NO. 143;

THENCE SOUTH 01°09'38" EAST ALONG THE WEST LINE OF SAID PARCEL NO. 143, A DISTANCE OF 129.23 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP

Exhibit A
Description of the Property

STAMPED "BURY" SET FOR CORNER IN THE NORTHWEST LINE OF THAT CALLED 0.071 ACRE TRACT OF LAND DESIGNATED AS PARCEL NO. 124 IN THE DEED TO THE STATE OF TEXAS RECORDED IN COUNTY CLERK'S FILE NUMBER D207135726, O.P.R.T.C.T.;

THENCE SOUTH 55°05'56" WEST ALONG THE NORTHWEST LINE OF SAID PARCEL NO. 124, A DISTANCE OF 40.81 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR THE SOUTHWEST CORNER OF SAID PARCEL NO. 124 AND BEING IN THE NORTH LINE OF THAT CALLED 13.703 ACRE TRACT OF LAND DESCRIBED TO TEXAS ELECTRIC SERVICE COMPANY IN THE WARRANTY DEED RECORDED IN VOLUME 3569, PAGE 410 DEED RECORDS OF TARRANT COUNTY, TEXAS;

THENCE SOUTH 87°35'39" WEST ALONG THE COMMON LINE OF SAID TRACT ONE AND SAID 13.703 ACRE TRACT OF LAND, A DISTANCE OF 15.64 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR CORNER;

THENCE NORTH 89°53'02" WEST CONTINUING ALONG SAID COMMON LINE, A DISTANCE OF 4860.47 FEET TO A PK NAIL WITH A WASHER STAMPED "BURY" SET FOR THE SOUTHWEST CORNER OF SAID THE AFOREMENTIONED TRACT ONE AND BEING IN THE APPROXIMATE CENTERLINE OF SAID OLD GRANBURY ROAD;

THENCE NORTH 00°42'36" WEST ALONG THE APPROXIMATE CENTERLINE OF SAID OLD GRANBURY ROAD, A DISTANCE OF 1893.95 FEET TO THE POINT OF BEGINNING;

CONTAINING A COMPUTED AREA OF 9,619,173 SQUARE FEET OR 220.826 ACRES OF LAND, MORE OR LESS.

Exhibit A
Description of the Property

TRACT 2A

BEING A 701.937 ACRE TRACT OF LAND SITUATED IN THE JUAN JOSE ALBIRADO SURVEY ABSTRACT NO. 4, THE B.F. PACE SURVEY, ABSTRACT NO. 1254, THE JOHN H. BOSTICK SURVEY, ABSTRACT NO. 195, THE J.M. MUHLINGHAUS SURVEY, ABSTRACT NO. 1157, THE J.W.HAYNES SURVEY, ABSTRACT NO. 787 AND THE STEPHEN WILSON SURVEY, ABSTRACT NO. 1676, TARRANT COUNTY, TEXAS AND BEING A PORTION OF THAT CALLED 1762.1540 ACRE TRACT OF LAND DESIGNATED AS "TRACT TWO" IN THE WARRANTY DEED FROM CRESTVIEW FARM L.L.C., TO THE STATE OF TEXAS, FOR THE USE AND BENEFIT OF THE PERMANENT SCHOOL FUND RECORDED IN COUNTY CLERK'S FILE NUMBER D205348086, OFFICIAL PUBLIC RECORDS OF TARRANT COUNTY, TEXAS, (O.P.R.T.C.T.), SAID 701.937 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A PK NAIL WITH A WASHER STAMPED "BURY" SET FOR THE NORTHWEST CORNER OF SAID TRACT TWO SAME BEING THE SOUTHWEST CORNER OF THAT CALLED 13.703 ACRE TRACT OF LAND DESCRIBED TO TEXAS ELECTRIC SERVICE COMPANY IN THE WARRANTY DEED RECORDED IN VOLUME 3569, PAGE 410 DEED RECORDS OF TARRANT COUNTY, TEXAS AND BEING IN THE APPROXIMATE CENTERLINE OF OLD GRANBURY ROAD, (COUNTY ROAD NO. 1089, A PUBLIC RIGHT-OF-WAY CALLED TO BE 80-FEET WIDE AT THIS POINT PER TARRANT COUNTY ROAD MAP FOR PROJECT NUMBER 1089, DATED APRIL 4, 1956);

THENCE SOUTH 89°53'06" EAST ALONG THE COMMON LINE OF SAID TRACT TWO AND SAID 13.703 ACRE TRACT OF LAND, A DISTANCE OF 4702.38 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR THE POINT OF INTERSECTION OF SAID COMMON LINE WITH THE NORTHWESTERLY LINE OF STATE HIGHWAY 121, ALSO KNOWN AS CHISHOLM TRAIL PARKWAY, (A VARIABLE WIDTH PUBLIC RIGHT-OF-WAY) AS DESCRIBED IN THE DEED TO THE STATE OF TEXAS RECORDED IN COUNTY CLERK'S FILE NUMBER D207135727, O.P.R.T.C.T.;

THENCE ALONG THE NORTHWESTERLY RIGHT-OF-WAY LINE OF SAID CHISHOLM TRAIL PARKWAY, THE FOLLOWING FIVE (5) CALLS:

- 1) SOUTH 55°06'09" WEST, A DISTANCE OF 412.72 FEET TO A POINT FOR CORNER;
- 2) SOUTH 47°09'45" WEST, A DISTANCE OF 2000.00 FEET TO A POINT FOR CORNER;
- 3) SOUTH 39°13'20" WEST, A DISTANCE OF 767.36 FEET TO A POINT FOR CORNER;
- 4) SOUTH 47°09'45" WEST, A DISTANCE OF 1316.80 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE LEFT HAVING A RADIUS OF 5849.58 FEET;
- 5) SOUTHWESTERLY WITH SAID CURVE TO THE LEFT THROUGH A CENTRAL ANGLE OF 44°46'45" FOR AN ARC DISTANCE OF 4571.70 FEET, A CHORD BEARING OF

Exhibit A
Description of the Property

SOUTH 24°46'22" WEST AND A CHORD DISTANCE OF 4456.24 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR THE NORTHEAST CORNER OF THAT CALLED 226.469 ACRE TRACT OF LAND DESIGNATED AS "TRACT ONE" IN THE DEED TO CHESAPEAKE LAND DEVELOPMENT COMPANY, L.L.C. RECORDED IN COUNTY CLERK'S FILE NUMBER D210208370, O.P.R.T.C.T.;

THENCE ALONG THE NORTHERLY LINE OF SAID 226.469 ACRE TRACT OF LAND, THE FOLLOWING TWENTY (20) CALLS:

- 1) NORTH 83°00'43" WEST, A DISTANCE OF 29.52 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR CORNER;
- 2) SOUTH 02°19'58" WEST, A DISTANCE OF 15.05 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR CORNER;
- 3) NORTH 83°00'43" WEST, A DISTANCE OF 136.63 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR CORNER;
- 4) SOUTH 75°03'04" WEST, A DISTANCE OF 708.63 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR CORNER;
- 5) NORTH 37°45'16" WEST, A DISTANCE OF 196.71 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 6) NORTH 87°29'11" WEST, A DISTANCE OF 405.68 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 7) NORTH 02°30'49" EAST A DISTANCE OF 34.93 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 8) NORTH 48°26'34" WEST, A DISTANCE OF 39.80 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 9) NORTH 87°29'11" WEST, A DISTANCE OF 39.80 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 10) SOUTH 41°33'26" WEST, A DISTANCE OF 34.93 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 11) NORTH 48°26'34" WEST, A DISTANCE OF 443.56 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 12) NORTH 84°16'33" WEST, A DISTANCE OF 449.45 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 13) NORTH 45°40'23" WEST, A DISTANCE OF 659.50 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 14) NORTH 09°30'57" EAST, A DISTANCE OF 707.54 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 15) NORTH 29°41'29" WEST, A DISTANCE OF 867.76 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;

Exhibit A
Description of the Property

- 16) NORTH 83°07'17" WEST, A DISTANCE OF 1017.65 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 17) NORTH 41°16'30" WEST, A DISTANCE OF 566.74 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 18) NORTH 45°59'43" WEST, A DISTANCE OF 221.65 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 19) NORTH 56°08'47" WEST, A DISTANCE OF 592.62 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 20) NORTH 28°05'59" EAST, A DISTANCE OF 1961.13 FEET TO POINT FOR CORNER IN THE SOUTH LINE OF THAT CERTAIN TRACT OF LAND DESIGNATED AS "TRACT NUMBER ONE, PARCEL B" IN THE GIFT DEED TO WESLEY A. DAVIS AND KHRIS DAVIS O'GRADY RECORDED IN COUNTY CLERK'S FILE NUMBER D212254877, O.P.R.T.C.T. AND FROM WHICH A 3/4-INCH IRON ROD FOUND FOR THE MOST NORTHERLY NORTHWEST CORNER OF SAID 226.469 ACRE TRACT OF LAND BEING IN THE SOUTHEASTERLY LINE OF AN EASEMENT FOR RAILROAD RIGHT-OF-WAY, RECORDED IN VOLUME 3142, PAGE 73, D.R.T.C.T., BEARS SOUTH 89°38'04" WEST, A DISTANCE OF 312.89 FEET;

THENCE NORTH 89°38'04" EAST ALONG THE COMMON LINE OF SAID 1762.1540 ACRE TRACT OF LAND AND SAID PARCEL B, A DISTANCE OF 835.75 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR THE SOUTHEAST CORNER OF SAID PARCEL B SAME BEING THE SOUTHWEST CORNER OF THAT CERTAIN TRACT OF LAND DESIGNATED AS "TRACT NUMBER ONE, PARCEL A" IN SAID GIFT DEED TO WESLEY A. DAVIS AND KHRIS DAVIS O'GRADY RECORDED IN COUNTY CLERK'S FILE NUMBER D212254877, O.P.R.T.C.T.;

THENCE NORTH 89°24'22" EAST ALONG THE COMMON LINE OF SAID 1762.1540 ACRE TRACT OF LAND AND SAID PARCEL A, A DISTANCE OF 3753.40 FEET TO A 1/2-INCH IRON ROD FOUND FOR CORNER IN THE AFOREMENTIONED OLD GRANBURY ROAD;

THENCE NORTH 00°42'21" WEST ALONG A WEST LINE OF SAID 1762.1540 ACRE TRACT OF LAND WITH SAID OLD GRANBURY ROAD, A DISTANCE OF 2051.25 FEET TO THE POINT OF BEGINNING;

CONTAINING A COMPUTED AREA OF 30,576,359 SQUARE FEET OR 701.937 ACRES OF LAND, MORE OR LESS.

Exhibit A
Description of the Property

TRACT 2B

BEING A 753.473 ACRE TRACT OF LAND SITUATED IN THE JUAN JOSE ALBIRADO SURVEY ABSTRACT NO. 4, THE JOHN KORTICKY SURVEY, ABSTRACT NO. 914, AND THE JOHN R. LEATH SURVEY, ABSTRACT NO. 962, TARRANT COUNTY, TEXAS AND BEING A PORTION OF THAT CALLED 1762.1540 ACRE TRACT OF LAND DESIGNATED AS "TRACT TWO" IN THE WARRANTY DEED FROM CRESTVIEW FARM L.L.C., TO THE STATE OF TEXAS, FOR THE USE AND BENEFIT OF THE PERMANENT SCHOOL FUND RECORDED IN COUNTY CLERK'S FILE NUMBER D205348086, OFFICIAL PUBLIC RECORDS OF TARRANT COUNTY, TEXAS, (O.P.R.T.C.T.), SAID 753.473 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A RAILROAD SPIKE FOUND FOR THE MOST EASTERN NORTHEAST CORNER OF SAID 1762.1540 ACRE TRACT OF LAND AND BEING AT THE INTERSECTION OF STEWART FELTZ ROAD, (COUNTY ROAD NO. 1014 - A PUBLIC RIGHT-OF-WAY), TO THE WEST WITH CLEBURNE ROAD WEST, (COUNTY ROAD NO. 1035 - A PUBLIC RIGHT-OF-WAY), TO THE SOUTH;

THENCE SOUTH 00°14'46" EAST ALONG THE EAST LINE OF SAID 1762.1540 ACRE TRACT OF LAND AND WITH SAID CLEBURNE ROAD, A DISTANCE OF 4786.38 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR THE MOST EASTERLY SOUTHEAST CORNER OF SAID 1762.1540 ACRE TRACT OF LAND AND BEING AT THE INTERSECTION OF SAID CLEBURNE ROAD WITH FARM TO MARKET ROAD NO. 1081 (A PUBLIC RIGHT-OF-WAY) RUNNING TO THE EAST;

THENCE SOUTH 89°41'12" WEST ALONG THE SOUTH LINE OF SAID 1762.1540 ACRE TRACT OF LAND AND CONTINUING WITH SAID CLEBURNE ROAD, A DISTANCE OF 770.87 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR CORNER;

THENCE SOUTH 89°27'06" WEST DEPARTING SAID CLEBURNE ROAD, CONTINUING ALONG SAID SOUTH LINE SAME BEING THE NORTH LINE OF THAT CALLED 113.287 ACRE TRACT OF LAND DESCRIBED IN THE SPECIAL WARRANTY DEED TO C & E FAMILY LIMITED PARTNERSHIP, L.P., A DISTANCE OF 4882.79 FEET TO A POINT FOR CORNER FROM WHICH A 5/8-INCH IRON ROD FOUND BEARS SOUTH 37°59'18" EAST, A DISTANCE OF 0.28 FEET;

THENCE SOUTH 89°13'38" WEST CONTINUING ALONG SAID SOUTH LINE, A DISTANCE OF 44.52 FEET TO A PK NAIL WITH A WASHER STAMPED "BURY" SET FOR THE SOUTHEAST CORNER OF THAT CALLED 9.137 ACRE TRACT IF LAND DESIGNATED AS "TRACT TWO" IN THE DEED TO CHESAPEAKE LAND DEVELOPMENT COMPANY, L.L.C. RECORDED IN COUNTY CLERK'S FILE NUMBER D210208370, O.P.R.T.C.T. AND BEING IN THE APPROXIMATE CENTER OF OLD GRANBURY ROAD, (COUNTY ROAD NO. 1089 - A PUBLIC

Exhibit A
Description of the Property

RIGHT-OF-WAY), CALLED TO BE 80-FEET WIDE AT THIS POINT PER TARRANT COUNTY ROAD MAP FOR PROJECT NUMBER 1089, DATED APRIL 4, 1956);

THENCE NORTH 06°32'49" WEST ALONG THE EAST LINE OF SAID 9.137 ACRE TRACT OF LAND AND WITH SAID OLD GRANBURY ROAD, A DISTANCE OF 276.53 FEET TO A PK NAIL WITH A WASHER STAMPED "BURY" SET FOR THE NORTHEAST CORNER OF SAID 9.137 ACRE TRACT OF LAND;

THENCE SOUTH 89°15'28" WEST ALONG THE NORTH LINE OF SAID 9.137 ACRE TRACT OF LAND, A DISTANCE OF 1427.14 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR CORNER IN THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF STATE HIGHWAY 121, ALSO KNOWN AS CHISHOLM TRAIL PARKWAY, (A VARIABLE WIDTH PUBLIC RIGHT-OF-WAY) AS DESCRIBED IN THE DEED TO THE STATE OF TEXAS RECORDED IN COUNTY CLERK'S FILE NUMBER D207135727, O.P.R.T.C.T. AND BEING THE POINT OF CURVATURE OF A NON-TANGENT CURVE TO THE RIGHT HAVING A RADIUS POINT WHICH BEARS SOUTH 87°28'51" EAST, A DISTANCE OF 5609.58 FEET;

THENCE ALONG SAID SOUTHEASTERLY RIGHT-OF-WAY LINE OF CHISHOLM TRAIL PARKWAY, THE FOLLOWING NINE (9) CALLS:

- 1) NORTHEASTERLY WITH SAID CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 44°38'36" FOR AN ARC LENGTH OF 4370.83 FEET, A CHORD BEARING OF NORTH 24°50'26" EAST AND A CHORD DISTANCE OF 4261.10 FEET TO THE POINT OF TANGENCY;
- 2) NORTH 47°09'45" EAST, A DISTANCE OF 1316.80 FEET TO A POINT FOR CORNER;
- 3) NORTH 55°06'09" EAST, A DISTANCE OF 767.36 FEET TO A POINT FOR CORNER;
- 4) NORTH 47°09'45" EAST, A DISTANCE OF 647.57 FEET TO A POINT FOR CORNER;
- 5) SOUTH 75°13'44" EAST, A DISTANCE OF 292.96 FEET TO A POINT FOR CORNER;
- 6) NORTH 12°51'03" EAST, A DISTANCE OF 84.05 FEET TO A PONT FOR CORNER;
- 7) NORTH 47°09'45" EAST, A DISTANCE OF 1126.07 FEET TO A PONT FOR CORNER;
- 8) NORTH 42°50'15" WEST, A DISTANCE OF 200.00 FEET TO A PONT FOR CORNER;
- 9) NORTH 39°13'20" EAST, A DISTANCE OF 233.17 FEET TO THE SOUTHWEST CORNER OF THAT CALLED 0.364 ACRE TRACT OF LAND DESIGNATED AS PARCEL NO. 144 IN THE DEED TO NORTH TEXAS TOLLWAY AUTHORITY RECORDED IN COUNTY CLERK'S FILE NO. D213222631, O.P.R.T.C.T.;

THENCE NORTH 88°50'50" EAST ALONG THE SOUTH LINE OF SAID PARCEL NO. 144, A DISTANCE OF 164.10 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR THE SOUTHEAST CORNER OF SAID PARCEL NO. 144 AND BEING IN AN EAST LINE OF THE AFOREMENTIONED 1762.1540 ACRE TRACT OF LAND AND BEING IN THE AFOREMENTIONED STEWART FELTZ ROAD;

Exhibit A
Description of the Property

THENCE SOUTH 01°09'02" EAST ALONG AN EAST LINE OF SAID 1762.1540 TRACT OF LAND AND WITH STEWART FELTZ ROAD, A DISTANCE OF 2187.24 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR CORNER;
THENCE NORTH 89°18'13" EAST ALONG A NORTH LINE OF SAID 1762.1540 ACRE TRACT OF LAND AND CONTINUING WITH SAID STEWART FELTZ ROAD, A DISTANCE OF 1929.06 FEET TO THE POINT OF BEGINNING;
CONTAINING A COMPUTED AREA OF 32,821,292 SQUARE FEET OR 753.473 ACRES OF LAND, MORE OR LESS.

Exhibit A
Description of the Property

TRACT 3

BEING A 79.377 ACRE TRACT OF LAND SITUATED IN THE JOHN KORTICKY SURVEY, ABSTRACT NO. 914, CITY OF FORT WORTH, TARRANT COUNTY, TEXAS AND BEING ALL OF THAT CALLED 79.375 ACRE TRACT OF LAND DESCRIBED IN THE SPECIAL WARRANTY DEED FROM TRINITY/TARRANT PARTNERS, LTD. TO THE STATE OF TEXAS FOR THE USE AND BENEFIT OF THE PERMANENT SCHOOL FUND RECORDED IN COUNTY CLERK'S FILE NUMBER D206170014, OFFICIAL PUBLIC RECORDS OF TARRANT COUNTY, TEXAS, (O.P.R.T.C.T.), SAID 79.377 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR THE NORTHEAST CORNER OF SAID 79.3755 ACRE TRACT OF LAND AND BEING THE POINT OF INTERSECTION OF THE EASTERLY RIGHT-OF-WAY LINE OF FUTURE WEST CLEBURNE ROAD, (A 55-FOOT PUBLIC RIGHT-OF-WAY), AS DEDICATED BY THE FINAL PLAT OF PANTHER HEIGHTS, AN ADDITION TO THE CITY OF FORT WORTH ACCORDING TO THE PLAT THEREOF RECORDED IN CABINET A, SLIDE 9826 OF THE PLAT RECORDS OF TARRANT COUNTY, TEXAS, (P.R.T.C.T.) WITH THE WEST RIGHT-OF-WAY LINE OF SUMMER CREEK ROAD, (A 60-FOOT PUBLIC RIGHT-OF-WAY) AS DEDICATED BY THE FINAL PLAT OF PANTHER HEIGHTS, PHASE 2, AN ADDITION TO THE CITY OF FORT WORTH ACCORDING TO THE PLAT THEREOF RECORDED IN CABINET A, SLIDE 7768 P.R.T.C.T.;

THENCE SOUTH 00°37'47" EAST ALONG THE COMMON LINE OF SAID 79.375 ACRE TRACT OF LAND AND SAID PANTHER HEIGHTS, PHASE 2, A DISTANCE OF 1395.61 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR THE MOST EASTERLY SOUTHEAST CORNER OF SAID 79.375 ACRE TRACT OF LAND SAME BEING THE NORTHEAST CORNER OF THAT CALLED 6.887 ACRE TRACT OF LAND DESCRIBED IN THE CORRECTION SPECIAL WARRANTY DEED RECORDED IN COUNTY CLERK'S FILE NUMBER D206091861, O.P.R.T.C.T.;

THENCE SOUTH 89°13'07" WEST ALONG THE COMMON LINE OF SAID 79.375 ACRE TRACT OF LAND AND SAID 6.887 ACRE TRACT OF LAND, A DISTANCE OF 500.00 FEET TO A POINT FOR THE NORTHWEST CORNER OF SAID 6.887 ACRE TRACT OF LAND;

THENCE SOUTH 00°37'47" EAST CONTINUING ALONG SAID COMMON LINE, A DISTANCE OF 600.00 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR THE SOUTHWEST CORNER OF SAID 6.887 ACRE TRACT OF LAND AND BEING NORTH LINE OF WEST CLEBURNE ROAD, (COUNTY ROAD NO. 1035 - A PUBLIC RIGHT-OF-WAY);

Exhibit A
Description of the Property

THENCE SOUTH 89°10'54" WEST ALONG THE SOUTH LINE OF SAID 79.375 ACRE TRACT OF LAND AND THE NORTH LINE OF SAID WEST CLEBURNE ROAD, A DISTANCE OF 299.16 FEET TO A 1/2-INCH IRON ROD FOUND FOR CORNER;

THENCE NORTH 00°48'10" WEST DEPARTING THE NORTH LINE OF SAID WEST CLEBURNE ROAD , A DISTANCE OF 660.35 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;

THENCE SOUTH 89°12'25" WEST, A DISTANCE OF 659.92 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;

THENCE SOUTH 00°46'53" EAST, A DISTANCE OF 660.05 FEET TO A 1/2-INCH IRON ROD FOUND FOR CORNER IN THE NORTH LINE OF STEWART FELTZ ROAD, (COUNTY ROAD NO. 1014 - A PUBLIC RIGHT-OF-WAY);

THENCE ALONG THE SOUTH AND WEST LINES OF SAID 79.375 ACRE TRACT OF LAND WHICH ARE COMMON TO THE NORTH AND EAST LINES OF SAID STEWART FELTZ ROAD, THE FOLLOWING SIX (6) CALLS;

- 1) SOUTH 89°12'23" WEST, A DISTANCE OF 1260.49 FEET TO A 5/8-INCH IRON ROD FOUND FOR CORNER;
- 2) NORTH 75°12'14" WEST, A DISTANCE OF 76.80 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR CORNER;
- 3) NORTH 52°13'00" WEST, A DISTANCE OF 59.17 FEET TO A 1/2-INCH IRON ROD FOUND FOR CORNER;
- 4) NORTH 34°55'30" WEST, A DISTANCE OF 63.75 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR CORNER;
- 5) NORTH 14°00'44" WEST, A DISTANCE OF 55.98 FEET TO A 1/2-INCH IRON ROD FOUND FOR CORNER;
- 6) NORTH 01°01'20" WEST, A DISTANCE OF 1277.45 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR THE NORTHEAST CORNER OF SAID 79.375 ACRE TRACT OF LAND SAME BEING THE SOUTHWEST CORNER OF SAID PANTHER HEIGHTS ADDITION RECORDED IN CABINET A, SLIDE 9826, P.R.T.C.T.;

THENCE NORTH 89°12'27" EAST ALONG THE COMMON LINE OF SAID 79.375 ACRE TRACT OF LAND AND SAID PANTHER HEIGHTS ADDITION, A DISTANCE OF 2739.79 FEET TO A 5/8-INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BURY" SET FOR CORNER IN THE EAST LINE OF THE AFOREMENTIONED FUTURE WEST CLEBURNE ROAD AND BEING THE POINT OF CURVATURE OF A NON-TANGENT CURVE TO THE LEFT HAVING A RADIUS POINT WHICH BEARS NORTH 58°47'00" WEST, A DISTANCE OF 1050.00 FEET;

THENCE NORTHEASTERLY ALONG SAID EAST LINE WITH SAID CURVE TO THE LEFT THROUGH A CENTRAL ANGLE OF 31°49'21" FOR AN ARC LENGTH OF 583.18 FEET, A

Exhibit A
Description of the Property

CHORD BEARING OF NORTH 15°18'19" EAST AND A CHORD DISTANCE OF 575.71 FEET
TO THE POINT OF BEGINNING;
CONTAINING A COMPUTED AREA OF 3,457,652 SQUARE FEET OR 79.377 ACRES OF LAND,
MORE OR LESS.

Exhibit B
Depiction of the Property

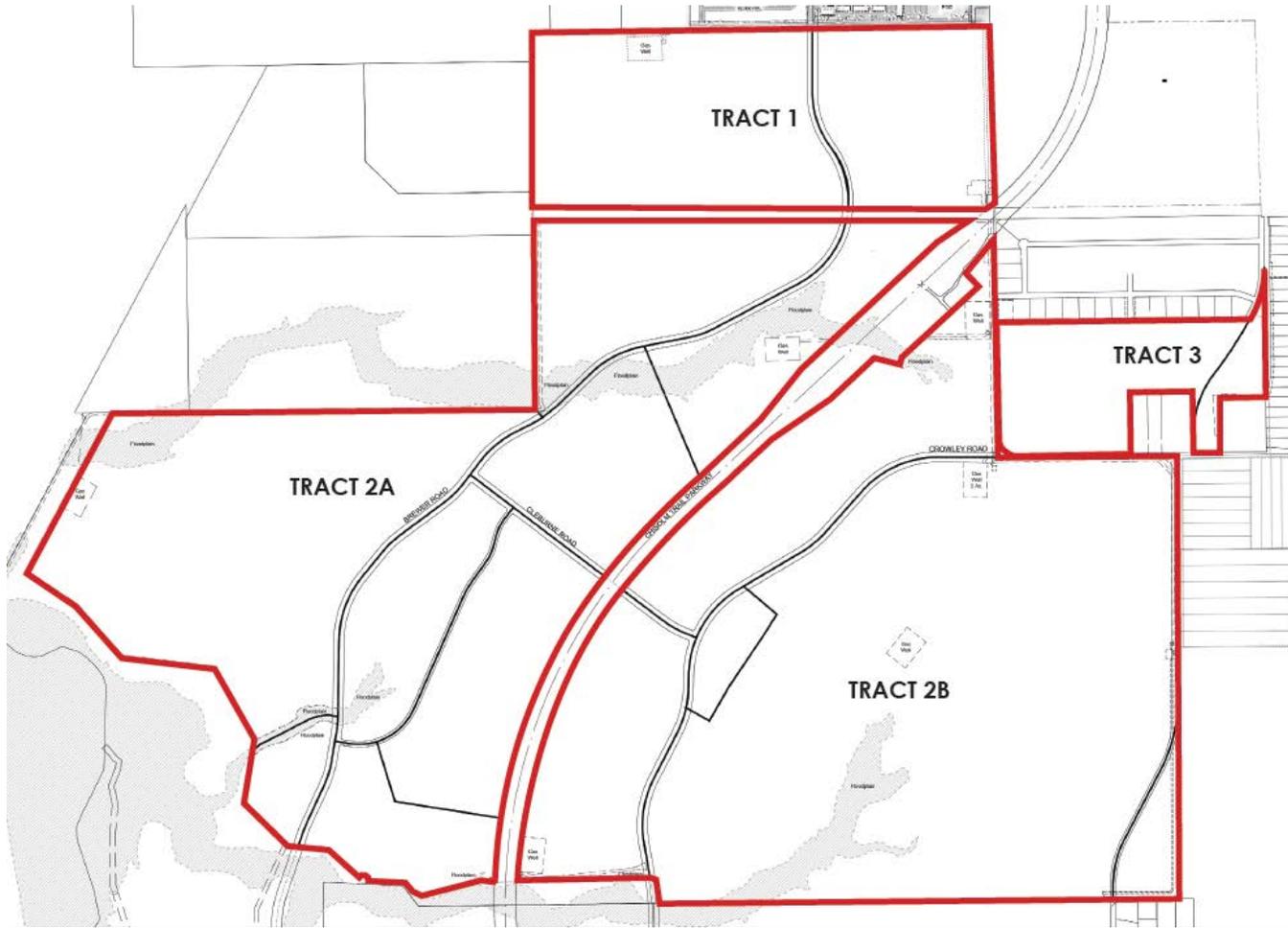


EXHIBIT B
NOTICE OF PUBLIC HEARING

NOTICE OF PUBLIC HEARING



**Re: Notice of Public Hearing Regarding the Proposed Establishment of
Fort Worth Public Improvement District No. 17 (Rock Creek Ranch).**

Pursuant to Section 372.009(c) and (d) of the Texas Local Government Code, as amended, notice is hereby given that the City Council (the "City Council") of the City of Fort Worth, Texas (the "City") will conduct a public hearing to discuss the petition filed by WALTON TEXAS, LP, a Texas limited partnership; WUSF 4 ROCK CREEK, LP, a Texas limited partnership; and WUSF 5 ROCK CREEK, LP, a Texas limited partnership, requesting that the City create the **Fort Worth Public Improvement District No. 17 (Rock Creek Ranch)** (the "District" or "PID").

The public hearing will be held on **Tuesday, December 6th, 2016 at 7:00 P.M.** in the **City Council Chamber, City Hall, 1000 Throckmorton, Fort Worth, Texas.**

All persons owning or claiming any interest in property located within the proposed District are invited to be heard concerning the proposed services/improvements, the benefits to the property because of the services/improvements, and any other matter to which they are entitled to be heard pursuant to the Public Improvement District Assessment Act Chapter 372, Texas Local Government Code.

Written and oral objections will be considered at the hearing. If you would like to speak at the public hearing, you must sign up (i) online prior to the meeting at <http://fortworthtexas.gov/government/> and click on the Request to Speak button or (ii) in person by no later than 6:45 P.M. on the day of the hearing. However, there is no requirement that any property owners attend or speak at the public hearing. You can submit any written objections or concerns about the proposed PID to the contact listed at the bottom of this notice.

On **December 13, 2016**, the City Council will take final action and vote on the establishment of the proposed District.

The subject of the public hearing will include the following matters:

No. 17, Rock Creek Ranch PID

1. The general nature of the proposed improvements and/or services to be provided in the Rock Creek Ranch PID include the following:

- payment of costs and expenses incurred in the establishment, administration, and operation of the District; and;

- acquisition, construction, and improvement of water lines and related equipment, facilities, and improvements for a water system; and
- acquisition, construction, and improvement of sanitary sewer lines and related equipment, facilities, and improvements for a sanitary sewer system; and
- acquiring constructing, improving, widening, narrowing, closing, or rerouting of streets and roadways; and
- acquisition, by purchase or otherwise, of real property in connection with the authorized improvements described above; and
- costs associated with the financing of the authorized improvements described above, including, but not limited to, the costs to issue and sell bonds secured by assessments levied against the Property.

The proposed improvements and/or services will be a supplement to the standard level of improvements and/or services provided by the City. The City will furnish or pay for the standard improvements and/or services in the District at the same level as they would be provided for the taxpayers generally.

2. A preliminary estimate of the cost of the improvements and/or services to be provided in the District is twenty-one million dollars (\$21,000,000.00).
3. The boundaries of the proposed District are: generally north of Farm to Market Road 1187, south of McPherson Boulevard, east of Old Granbury Road, west of McCart, running along both sides of the Chisholm Trail Parkway, with the metes and bounds on file in the Fort Worth City Secretary's Office for review.
4. The City will not be obligated to provide any funds to finance the proposed improvements, other than from assessments levied on property in the District. No City property will be assessed, and the City will not be obligated to pay any assessment levied against property in the District or to pay debt service on any bonds issued by the City and secured by assessments levied against property in the District in accordance with the assessment methodology approved by the City Council.
5. The assessment methodology utilized by the City will result in each parcel paying its fair share of the costs of the proposed improvements with the assessments based on the special benefits received by the property in the District from such improvements. The actual method of assessment in the District will be determined by the City Council following additional notice and a separate public hearing on that matter.

For further information, please contact: Justin McLaughlin, PID Administrator at (817) 392-8520 or via email justin.mclaughlin@fortworthtexas.gov.

**** Si necesita esta carta en Espanol, por favor llamar al (817) 392- 8514. ****

No Documents for this Section

CITY COUNCIL MEETING

Tuesday, November 15, 2016

RISK MANAGEMENT REPORTING PERIOD 11/01/2016 - 11/07/2016

Claims listed on this report have been received in the Risk Management Division claims office. The decision whether or not to accept liability is predicated on applicable provisions of the Texas Tort Claims Act. If any claimant contacts you, please refer them to Mark Barta ext. 7790 or Jason Barksdale ext. 7403. Thank you.

CLAIMANT	DATE RECEIVED	DATE OF INCIDENT	LOCATION	INCIDENT TYPE	ALLEGATION	DEPT	ESTIMATE	INJURY
Dennis Neighbours	11/1/2016	10/12/2016	3708 Bonnie Lane	General Liability	Water Meter Leak	Water	Yes	No
Vivian Brockwell	11/1/2016	10/18/2016	Ballroom at FWCC	General Liability	Slip Trip Fall	Public Events	No	Yes
Christopher Whitworth	11/2/2016	10/25/2016	4041 Staghorn Circle North	General Liability	Damaged Driveway and Water Line	TPW	Yes	No
George Timothy Boswell	11/3/2016	10/28/2016	1200 East Weatherford	Auto	Collision-Driving	Police	Yes	No
Patricia A. Thomas	11/3/2016	8/15/2016	3716 Lynncrest Drive	General Liability	Sprinkler Line Damage	TPW	Yes	No
Trina Houston	11/3/2016	10/19/2016	East Berry near Mitchell Boulevard	General Liability	Pothole	TPW	Yes	No
Bruce Chowning	11/4/2016	11/1/2016	FM156 Blue Mound Road	Auto	Collision-Driving	Park & Recreation	No	No

CLAIMANT	DATE RECEIVED	DATE OF INCIDENT	LOCATION	INCIDENT TYPE	ALLEGATION	DEPT	ESTIMATE	INJURY
Reza Shariati	11/4/2016	10/26/2016	15449 Yarberr Drive	General Liability	Water Meter Leak	Water	Yes	No
Linda McGhee	11/7/2016	11/2/2016	West Rosedale	General Liability	Damage to Vehicle from Paint	TPW	No	No

No Documents for this Section

No Documents for this Section

Zoning Docket items are linked on the Council Meeting Agenda.



November 15, 2016

The Honorable Mayor,
City Council and City Manager
City of Fort Worth, Texas

Ladies and Gentleman,

The Public Funds Investment Act (Chapter 2256, Texas Government Code Sec. 225.023) requires that not less than quarterly, the investment officer shall prepare and submit to the governing body of the entity a written report of transactions for all funds for the preceding reporting period.

In the past, the Investment Report has been included in the Financial Management Report prepared at the end of each quarter. Due to the implementation of the PeopleSoft Financial System on October 1, 2016, financial reports are not scheduled to be published this quarter.

Attached is the Treasurer's Investment Report for the Quarter Ended September 30, 2016. The report describes current economic trends affecting the City's investments and provides a summary of the City's current investment portfolio.

As always, we are happy to answer any questions.

Respectfully Submitted,

Aaron J. Bovos
Chief Financial Officer

Attachment

Financial Management Services

FORT WORTH



**Quarterly Investment Report
Short - Term Portfolio
As of September 30, 2016**

PATTERSON & ASSOCIATES



INVESTMENT PROFESSIONALS

Good. But Not Good Enough

Central banks in the last month have again taken a wait and see view regarding global economies. Britain, Japan and now the US banks have stayed the course and maintained an accommodative stance in the markets. The world's economies have been growing at a slow pace but the banks appear to be giving it at least one more quarter before anyone actually pulls the rate trigger.

The European Central Bank (ECB) surprised everyone this month in stating that they didn't even discuss easing. They are well over the € 1 trillion mark in purchases under their quantitative easing plan. And Japan moved to steepen their yield curve. Add that to the Fed's Presidents' insinuations that "*the case for an increase in the federal funds rate has strengthened*," the market is anticipating a rate hike at the December 14th meeting with near 60% odds (*Bloomberg*).

However the Fed also *insinuated* a hike earlier this summer yet chose to take no action this month.

All the central banks appear to be doing a *rethink* of the easing solution which has had little direct impact for years. The mixed bag of data coming over the summer as a whole has made it difficult to raise votes on the FOMC to raise rates even if they want to.

The conversation depends greatly on which side of the Fed's objective conundrum is viewed and weighted more heavily. If the employment side of the equation is emphasized a strong argument for a rate hike can be made. Nonfarm payrolls fell dramatically in August (151k) after a robust July (275k) but personal income remained steady and wage pressure is actually climbing in some sectors of the economy. The drop brought out hawkish statements and concerns but the monthly average has stayed positive.

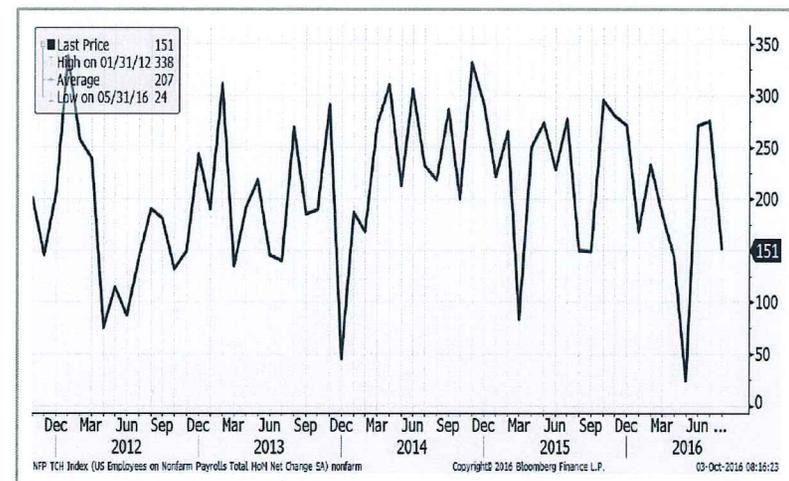
If, on the other hand, the Committee over-weights the growth and slow manufacturing sector, coupled with consumer reticence, then we will have another long stretch of waiting and anticipating before a rate hike occurs.

The Committee is as confused as the markets because economic numbers continue to be disappointing, but generally paint a stable and slow growth pattern. One interesting view to a possible 2016 hike is the increased rate at which other central banks are reducing their treasury holdings in lieu of purchases in their domestic markets. A sure sign they do not want to be holding treasuries as rates jump after a hike.

Manufacturing has to be particularly troubling. Manufacturers of international goods continue to fight a strong dollar counter-current. And, manufacturers of domestically traded goods face a consumer who has decided it is better to save than spend. Both industrial production and capacity utilization (which needs an 80% push to get new facilities built and employees hired) remains stubbornly below the 80% range.

Consumers' spending patterns have been erratic from the pre-school push in August to moderation in September. They are saving not buying.

US Employees on Nonfarm Payrolls through August – *Awaiting September*



Further Confirmation Needed

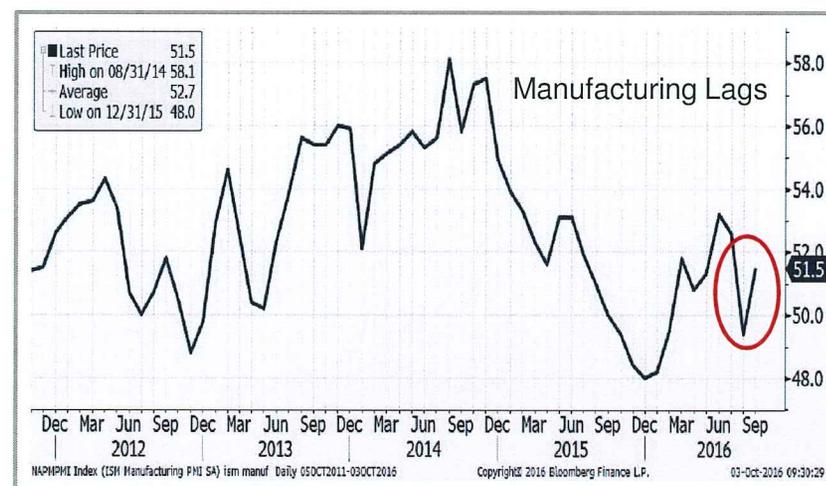
Key to central bank considerations is their goal of inflation, which is not getting much closer to the US's 2% target rate.

In line with expectation, the core PCE, which is the Fed's primary data point for inflation, did rise slightly this month to a 1.7% YOY rate. CPI rose on health care costs and rents. Annual PPI remains unchanged. Overall however inflation continues to lag

A September Algiers meeting of OPEC and Russia did temporarily help the inflation picture by pushing prices higher. The participants indicated intentions to cap production which would raise prices but this was not an official OPEC meeting. Seen as a sign of weakness by the Saudis and Russia who are being hurt by low prices, the market initially took oil to \$50/ barrel but skepticism over the will and effectiveness of the deal reduced oil back to its month-long average in the mid-\$40s. Alternatively, OPEC may have created its own downside oil price risk. Failing to follow-through may drop prices again. We need to wait for the full OPEC to meet next month.

Naturally a major disruptor of the markets is the upcoming elections (now less the 36 days away). The first of three debates failed to move markets since details on both sides were lacking but the ongoing furor has heightened uncertainty which never encourages spending or production.

In another sector, speculation over the health of a major European bank and the reputation of a major domestic one sent stock markets on a wild ride this month. Deutsche Bank, Europe's largest investment bank, had its stock and debt under pressure after the U.S. Justice Department requested \$14 billion to settle an investigation into residential mortgage-backed securities. That's not far from the Frankfurt-based company's current market value of 15 billion euros (\$16.9 billion). The financial pressure on the lender is also spilling over into German politics, stirring speculation Chancellor Angela Merkel's government might be forced to offer support. This is no small decision because EU rules prohibit assistance by



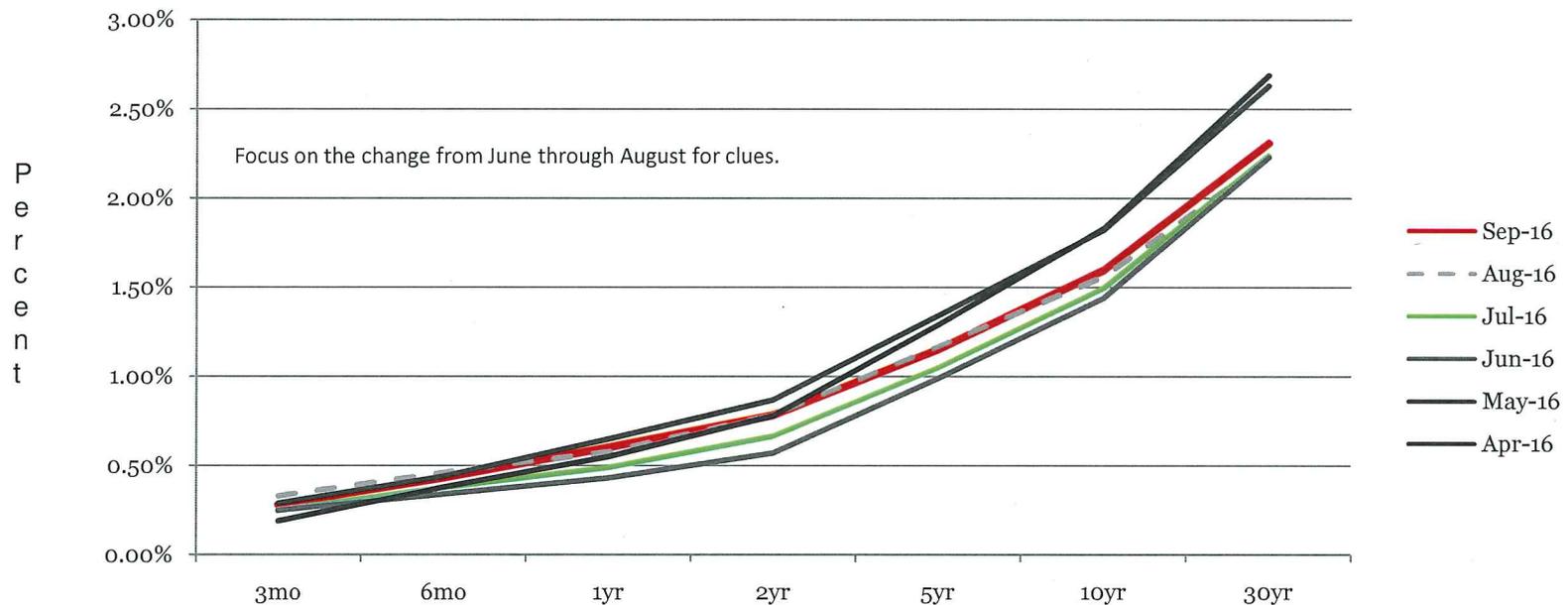
government until the investors in the bank have "bailed in creditors" to pay the debts. Any move by the government will be seen as a direct affront to the Southern members of the EU who face dire situations with their banks and have not been able to "bail them out."

Domestically, Wells Fargo's retail CA implosion and the firing of 5,300 employees grabbed the headlines. Charged with pressuring retail sales personnel into opening as many as 2 million unauthorized accounts since 2011 the bank has been charged with a \$185 million penalty. Raucous Congressional hearings and a slew of Justice subpoenas put the bank in the hot spot of labor violations and charges of fraud.

With all this dreary economic information and major international events it is difficult to say whether the economy is truly slowing or rather finding a new balance for improved growth in the near future. Further information and confirmation is needed before the picture becomes clear to the markets and to the Fed.

Rates are Pummeled

- It is almost as if the month of September passed the yield curve by. Yields were slightly lower out to the one year area primarily because of the movement as money market funds complete their final maneuvers before the October 14th deadline for *prime money market funds* moving to a fluctuating asset value. The move of literally billions (about \$261 billion over the past year) has disrupted the short end in treasuries, commercial paper and the Libor rate.
- Treasuries may continue to fall in the long end now that PM May has taken the first definitive steps towards taking Britain out of the EU by stating her intention to act on the Portugal Agreement by March 2017.
- The continued unevenness of economic data has kept investors on the edge and the prices range-bound. The big new point now will be the possibility of a December rate hike.



End of Month Rates - Full Yield Curve - Fed Funds to 30yr

City of Fort Worth, Texas

Short - Term Portfolio

June 30, 2016 – September 30, 2016
Portfolio Summary Management Report

This quarterly report is in compliance with the investment policy and strategy as established by the City of Fort Worth, and the Public Funds Investment Act (Chapter 2256, Texas Government Code).

<u>Portfolio as of June 30, 2016</u>		<u>Portfolio as of September 30, 2016</u>	
Beginning Book Value ¹	\$ 627,486,853	Ending Book Value	\$ 654,605,961
Beginning Market Value	\$ 628,532,119	Ending Market Value	\$ 654,858,630
Unrealized Gain/Loss	\$ 1,045,266	Total Income for the period	\$ 1,586,702
		Unrealized Gain/Loss	\$ 252,669
		Change in Unrealized Gain/Loss	\$ (792,597)
WAM at Beginning Period Date ¹	630 days	WAM at Ending Period Date ¹	586 days
		Change in Market Value ²	\$ 26,326,511
	Average Yield to Maturity for period		0.849%
	Average Yield 180-day T-Bill for period		0.440%
	Average Yield 1 year Treasury Note for period		0.560%

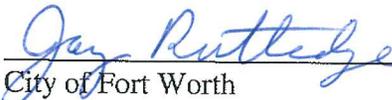
Prepared by:



City of Fort Worth
 Aaron Bovos, Chief Financial Officer



Registered Investment Advisor
 Patterson & Associates, Linda T. Patterson, President



City of Fort Worth
 Jay Rutledge, Treasury Supervisor

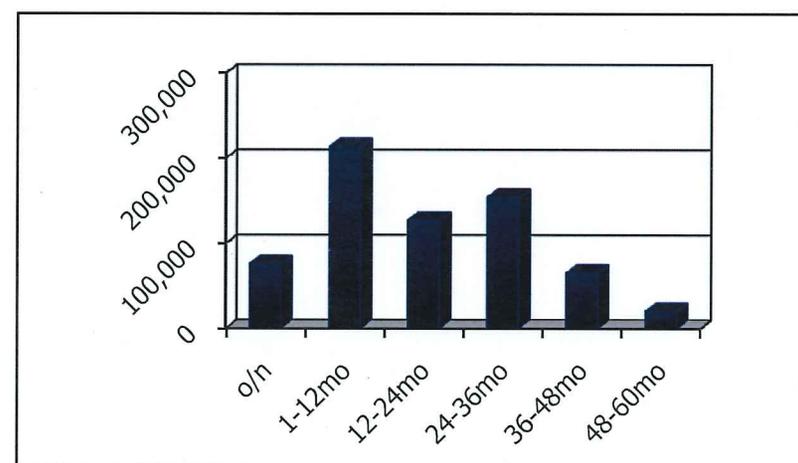
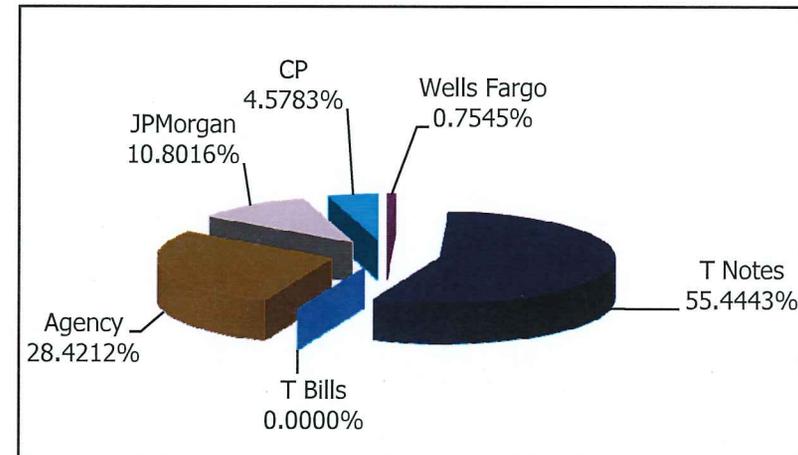
¹WAM represents weighted average maturity.

²Change in Market Value is required data, but will primarily reflect the receipt and expenditure of the City's funds from quarter to quarter.

Your Portfolio

As of September 30 2016

- P&A constantly reviews your portfolio for optimal asset allocation and a controlled average maturity because a diversified portfolio can better adjust to volatile market conditions.
- The very short-term rates have moved up in the last quarter offering some opportunities for diversification – especially for those with access to commercial paper. Past one year there are many more alternatives as rates creep up.
- Banks remain *uninterested* in new deposits and municipal debt has become less attractive as the supply of new muni bonds dries up. Few outperform the agencies at this point in time.
- It is still time to reduce cash balances and stretch out longer and into the two year area if possible.
- The non-cash portion of your portfolio is yielding 0.95%.





**City of Fort Worth, Texas - ST
Portfolio Management
Portfolio Summary
September 30, 2016**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746

Investments	Par Value	Market Value	Book Value	% of Portfolio	Term	Days to Maturity	YTM 365 Equiv.
Commercial Paper Disc. -Amortizing	30,000,000.00	29,970,408.33	29,970,408.33	4.58	78	38	0.870
Federal Agency Coupon Securities	186,050,000.00	185,915,517.30	186,046,535.00	28.42	1,300	1,101	1.264
Treasury Coupon Securities	363,000,000.00	363,325,791.48	362,942,104.71	55.44	791	488	0.788
JP Morgan High Yield Savings Acct	70,707,880.95	70,707,880.95	70,707,880.95	10.80	1	1	0.080
Wells Fargo Bank	4,939,032.38	4,939,032.38	4,939,032.38	0.75	1	1	0.010
Investments	654,696,913.33	654,858,630.44	654,605,961.37	100.00%	812	586	0.844
Cash and Accrued Interest							
Accrued Interest at Purchase		17,132.71	17,132.71				
Subtotal		17,132.71	17,132.71				
Total Cash and Investments	654,696,913.33	654,875,763.15	654,623,094.08		812	586	0.844

Total Earnings	September 30 Month Ending	Fiscal Year To Date	Fiscal Year Ending
Current Year	451,476.81	5,990,752.36	5,990,752.36

The following reports are submitted in accordance with the Public Funds Investment Act (Texas Gov't Code 2256). The reports also offer supplemental information not required by the Act in order to fully inform the governing body of the City of the position and activity within the City's portfolio of investments. The reports include a management summary overview, a detailed inventory report for the end of the period, a transaction report, as well as graphic representations of the portfolio to provide full disclosure to the governing body.


Jay Rutledge, Treasury Supervisor 11/9/16



City of Fort Worth, Texas - ST
 Summary by Type
 September 30, 2016
 Grouped by Fund

Patterson & Associates
 901 S. MoPac
 Suite 195
 Austin, TX 78746

Security Type	Number of Investments	Par Value	Book Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: General Fund						
Citibank Sec Lending	1	0.00	0.00	0.00	0.000	0
Federal Agency Coupon Securities	14	186,050,000.00	186,046,535.00	28.42	1.264	1,101
JP Morgan High Yield Savings Acct	1	70,707,880.95	70,707,880.95	10.80	0.080	1
Commercial Paper Disc. -Amortizing	3	30,000,000.00	29,970,408.33	4.58	0.870	38
Morgan Stanley Sec Lending Program	1	0.00	0.00	0.00	0.000	0
Treasury Coupon Securities	22	363,000,000.00	362,942,104.71	55.44	0.788	488
Subtotal	42	649,757,880.95	649,666,928.99	99.24	0.851	590
Fund: SE Landfill Trust						
Wells Fargo Bank	1	4,939,032.38	4,939,032.38	0.75	0.010	1
Subtotal	1	4,939,032.38	4,939,032.38	0.75	0.010	1
Total and Average	43	654,696,913.33	654,605,961.37	100.00	0.844	586



**City of Fort Worth, Texas - ST
Fund G - General Fund
Investments by Fund
September 30, 2016**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746

CUSIP	Investment #	Issuer	Purchase Date	Book Value	Par Value	Market Value	Current Rate	YTM 360	YTM 365	Maturity Date	Days To Maturity
Morgan Stanley Sec Lending Program											
999999994	772	Morgan Stanley Sec Lending	10/01/2015	0.00	0.00	0.00	5.000	5.000	5.069		1
Subtotal and Average				0.00	0.00	0.00		0.000	0.000		0
Citibank Sec Lending											
999999995	772A	Citibank Sec Lending	10/01/2015	0.00	0.00	0.00					1
Subtotal and Average				0.00	0.00	0.00		0.000	0.000		0
Commercial Paper Disc. -Amortizing											
0347M2MF0	1486	Anglesea Funding CP	09/16/2016	9,980,208.33	10,000,000.00	9,980,208.33		0.952	0.965	12/15/2016	75
16536HK59	1478	Chesham Finance CP	08/09/2016	9,999,266.67	10,000,000.00	9,999,266.67		0.660	0.669	10/05/2016	4
62455AL47	1476	Mountcliff Funding CP	08/09/2016	9,990,933.33	10,000,000.00	9,990,933.33		0.962	0.975	11/04/2016	34
Subtotal and Average				29,970,408.33	30,000,000.00	29,970,408.33		0.858	0.870		37
Federal Agency Coupon Securities											
3133EFZU4	1447	FFCB Call Note	02/26/2016	8,000,000.00	8,000,000.00	8,000,016.00	1.350	1.338	1.357	08/16/2019	1,049
3133EFD20	1448	FFCB Call Note	02/23/2016	1,050,000.00	1,050,000.00	1,048,641.30	1.250	1.233	1.250	05/23/2019	964
3134G9Q67	1472	FHLMC Call Note	07/27/2016	17,000,000.00	17,000,000.00	16,995,410.00	1.050	1.035	1.050	07/27/2018	664
3134G9Q75	1473	FHLMC Call Note	07/26/2016	20,000,000.00	20,000,000.00	20,000,460.00	1.250	1.232	1.250	07/26/2019	1,028
3134GAGX6	1481	FHLMC Call Note	08/30/2016	20,000,000.00	20,000,000.00	19,977,240.00	1.350	1.331	1.350	05/28/2020	1,335
3134G9RQ2	1463	FHLMC Step Note	06/15/2016	20,000,000.00	20,000,000.00	20,002,380.00	1.500	1.479	1.500	06/15/2021	1,718
3135G0RK1	1251	FNMA Call Note	11/07/2012	14,996,535.00	15,000,000.00	14,999,550.00	0.900	0.908	0.921	11/07/2017	402
3136G2YA9	1444	FNMA Call Note	02/26/2016	7,400,000.00	7,400,000.00	7,402,508.60	1.400	1.380	1.400	11/26/2019	1,151
3136G2YA9	1446	FNMA Call Note	02/26/2016	2,600,000.00	2,600,000.00	2,600,881.40	1.400	1.380	1.400	11/26/2019	1,151
3135G0K93	1466	FNMA Call Note	06/28/2016	20,000,000.00	20,000,000.00	20,000,300.00	1.250	1.232	1.250	06/28/2019	1,000
3136G3TA3	1467	FNMA Call Note	06/30/2016	20,000,000.00	20,000,000.00	20,001,260.00	1.420	1.400	1.420	06/30/2020	1,368
3135G0K93	1469	FNMA Call Note	06/28/2016	10,000,000.00	10,000,000.00	10,000,150.00	1.250	1.232	1.250	06/28/2019	1,000
3136G3XL4	1470	FNMA Call Note	07/20/2016	10,000,000.00	10,000,000.00	9,976,990.00	0.850	0.838	0.850	07/20/2018	657
3136G3Q57	1475	FNMA Call Note	08/04/2016	15,000,000.00	15,000,000.00	14,909,730.00	1.390	1.370	1.390	08/04/2020	1,403
Subtotal and Average				186,046,535.00	186,050,000.00	185,915,517.30		1.246	1.264		1,100

Treasury Coupon Securities

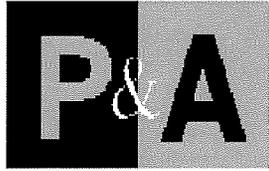
Portfolio FORT
AP

**Fund G - General Fund
Investments by Fund
September 30, 2016**

CUSIP	Investment #	Issuer	Purchase Date	Book Value	Par Value	Market Value	Current Rate	YTM 360	YTM 365	Maturity Date	Days To Maturity
Treasury Coupon Securities											
912828SM3	1356	T Note	07/25/2014	10,006,926.02	10,000,000.00	10,025,020.00	1.000	0.846	0.858	03/31/2017	181
912828SS0	1357	T Note	07/25/2014	14,998,531.10	15,000,000.00	15,029,595.00	0.875	0.879	0.892	04/30/2017	211
912828D98	1384	T Note	12/31/2014	20,001,857.71	20,000,000.00	20,061,720.00	1.000	0.976	0.990	09/15/2017	349
912828WA4	1385	T Note	12/31/2014	20,000,167.24	20,000,000.00	20,003,240.00	0.625	0.594	0.602	10/15/2016	14
912828SY7	1412	T Note	05/26/2015	10,000,256.88	10,000,000.00	10,001,950.00	0.625	0.612	0.621	05/31/2017	242
912828J35	1413	T Note	05/26/2015	7,999,053.77	8,000,000.00	8,004,568.00	0.500	0.521	0.528	02/28/2017	150
912828TG5	1419	T Note	09/18/2015	14,969,021.78	15,000,000.00	14,985,930.00	0.500	0.740	0.751	07/31/2017	303
912828XP0	1424	T Note	10/30/2015	14,996,393.74	15,000,000.00	14,999,415.00	0.625	0.645	0.654	07/31/2017	303
912828SC5	1425	T Note	10/30/2015	10,012,874.46	10,000,000.00	10,018,060.00	0.875	0.479	0.486	01/31/2017	122
912828SY7	1426	T Note	10/30/2015	15,000,000.00	15,000,000.00	15,002,925.00	0.625	0.616	0.624	05/31/2017	242
912828TW0	1438	T Note	02/09/2016	15,002,204.24	15,000,000.00	15,010,545.00	0.750	0.726	0.736	10/31/2017	395
912828B74	1439	T Note	02/09/2016	9,999,712.28	10,000,000.00	10,009,700.00	0.625	0.624	0.632	02/15/2017	137
912828TB6	1440	T Note	02/09/2016	25,011,002.23	25,000,000.00	25,027,300.00	0.750	0.681	0.690	06/30/2017	272
912828G20	1441	T Note	02/09/2016	20,030,789.73	20,000,000.00	20,038,280.00	0.875	0.726	0.736	11/15/2017	410
912828P65	1452	T Note	03/29/2016	19,987,063.48	20,000,000.00	19,987,063.48	1.000	1.012	1.026	03/15/2019	895
912828N63	1453	T Note	03/29/2016	25,067,900.71	25,000,000.00	25,167,975.00	1.125	0.990	1.004	01/15/2019	836
912828TH3	1454	T Note	04/04/2016	29,927,147.64	30,000,000.00	30,007,020.00	0.875	0.949	0.962	07/31/2019	1,033
912828SY7	1461	T Note	05/26/2016	9,992,335.30	10,000,000.00	10,001,950.00	0.625	0.731	0.741	05/31/2017	242
912828XA3	1462	T Note	05/26/2016	15,020,228.29	15,000,000.00	15,059,760.00	1.000	0.903	0.915	05/15/2018	591
912828R93	1471	T Note	07/01/2016	20,014,335.78	20,000,000.00	19,956,240.00	0.625	0.575	0.583	06/30/2018	637
9128282B5	1483	T Note	09/02/2016	19,905,733.52	20,000,000.00	19,930,460.00	0.750	0.904	0.916	08/15/2019	1,048
9128282C3	1487	T Note	09/16/2016	14,998,568.81	15,000,000.00	14,997,075.00	0.750	0.744	0.755	08/31/2018	699
Subtotal and Average				362,942,104.71	363,000,000.00	363,325,791.48		0.777	0.788		488
JP Morgan High Yield Savings Acct											
999999992	742	JPM Chase High Yield Savings	10/01/2006	70,707,880.95	70,707,880.95	70,707,880.95	0.080	0.078	0.080		1
Subtotal and Average				70,707,880.95	70,707,880.95	70,707,880.95		0.079	0.080		1
Total Investments and Average				649,666,928.99	649,757,880.95	649,919,598.06		0.839	0.851		589

Fund SELANDFILL - SE Landfill Trust
Investments by Fund
September 30, 2016

CUSIP	Investment #	Issuer	Purchase Date	Book Value	Par Value	Market Value	Current Rate	YTM 360	YTM 365	Maturity Date	Days To Maturity
Wells Fargo Bank											
94975H270	103	WF ADV 100% Tsy MMF	04/01/2007	4,939,032.38	4,939,032.38	4,939,032.38	0.010	0.010	0.010		1
Subtotal and Average				4,939,032.38	4,939,032.38	4,939,032.38		0.010	0.010		1
Total Investments and Average				4,939,032.38	4,939,032.38	4,939,032.38		0.010	0.010		1



**City of Fort Worth, Texas - ST
Cash Reconciliation Report
For the Period July 1, 2016 - September 30, 2016
Grouped by Fund**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746
-

Trans. Date	Investment #	Fund	Trans. Type	Security ID	Par Value	Security Description	Maturity Date	Purchases	Interest	Redemptions	Cash
General Fund											
07/01/2016	1471	G	Purchase	912828R93	20,000,000.00	TNOTE 20.0M 0.63% Mat.	06/30/2018	-20,016,406.25	-339.67	0.00	-20,016,745.92
07/12/2016	1245	G	Interest	313380Z34	10,000,000.00	FHLBC 10.0M 0.90% Mat.	10/23/2017	0.00	19,750.00	0.00	19,750.00
07/12/2016	1245	G	Call	313380Z34	10,000,000.00	0.0M 0.90%	10/23/2017	0.00	0.00	10,000,000.00	10,000,000.00
07/15/2016	1453	G	Interest	912828N63	25,000,000.00	TNOTE 25.0M 1.13% Mat.	01/15/2019	0.00	140,625.00	0.00	140,625.00
07/20/2016	1470	G	Purchase	3136G3XL4	10,000,000.00	FNMAC 10.0M 0.85% Mat.	07/20/2018	-10,000,000.00	0.00	0.00	-10,000,000.00
07/21/2016	1417	G	Maturity	912796GW3	15,000,000.00	TBILL 15.0M 0.00% Mat. 07/21/2016	07/21/2016	0.00	0.00	15,000,000.00	15,000,000.00
07/26/2016	1473	G	Purchase	3134G9Q75	20,000,000.00	FHLMCC 20.0M 1.25% Mat.	07/26/2019	-20,000,000.00	0.00	0.00	-20,000,000.00
07/27/2016	1472	G	Purchase	3134G9Q67	17,000,000.00	FHLMCC 17.0M 1.05% Mat.	07/27/2018	-17,000,000.00	0.00	0.00	-17,000,000.00
07/31/2016	1419	G	Interest	912828TG5	15,000,000.00	TNOTE 15.0M 0.50% Mat.	07/31/2017	0.00	37,500.00	0.00	37,500.00
07/31/2016	1422	G	Interest	912828WX4	5,000,000.00	TNOTE 5.0M 0.50% Mat. 07/31/2016	07/31/2016	0.00	12,500.00	0.00	12,500.00
07/31/2016	1424	G	Interest	912828XP0	15,000,000.00	TNOTE 15.0M 0.63% Mat.	07/31/2017	0.00	46,875.00	0.00	46,875.00
07/31/2016	1425	G	Interest	912828SC5	10,000,000.00	TNOTE 10.0M 0.88% Mat.	01/31/2017	0.00	43,750.00	0.00	43,750.00
07/31/2016	1454	G	Interest	912828TH3	30,000,000.00	TNOTE 30.0M 0.88% Mat.	07/31/2019	0.00	131,250.00	0.00	131,250.00
07/31/2016	1422	G	Maturity	912828WX4	5,000,000.00	TNOTE 5.0M 0.50% Mat. 07/31/2016	07/31/2016	0.00	0.00	5,000,000.00	5,000,000.00
08/04/2016	1475	G	Purchase	3136G3Q57	15,000,000.00	FNMAC 15.0M 1.39% Mat.	08/04/2020	-15,000,000.00	0.00	0.00	-15,000,000.00
08/09/2016	1476	G	Purchase	62455AL47	10,000,000.00	MOUNT 10.0M 0.00% Mat.	11/04/2016	-9,976,800.00	0.00	0.00	-9,976,800.00
08/09/2016	1477	G	Purchase	0347M2J64	10,000,000.00	ANGLE 10.0M 0.00% Mat.	09/06/2016	-9,995,722.22	0.00	0.00	-9,995,722.22
08/09/2016	1478	G	Purchase	16536HK59	10,000,000.00	CHESHF 10.0M 0.00% Mat.	10/05/2016	-9,989,550.00	0.00	0.00	-9,989,550.00
08/15/2016	1439	G	Interest	912828B74	10,000,000.00	TNOTE 10.0M 0.63% Mat.	02/15/2017	0.00	31,250.00	0.00	31,250.00
08/16/2016	1447	G	Interest	3133EFZU4	8,000,000.00	FFCBC 8.0M 1.35% Mat. 08/16/2019	08/16/2019	0.00	54,000.00	0.00	54,000.00
08/26/2016	1444	G	Interest	3136G2YA9	7,400,000.00	FNMAC 7.4M 1.40% Mat.	11/26/2019	0.00	51,800.00	0.00	51,800.00
08/26/2016	1446	G	Interest	3136G2YA9	2,600,000.00	FNMAC 2.6M 1.40% Mat.	11/26/2019	0.00	18,200.00	0.00	18,200.00
08/30/2016	1481	G	Purchase	3134GAGX6	20,000,000.00	FHLMCC 20.0M 1.35% Mat.	05/28/2020	-20,000,000.00	0.00	0.00	-20,000,000.00
08/31/2016	1298	G	Interest	912828RF9	20,000,000.00	TNOTE 20.0M 1.00% Mat.	08/31/2016	0.00	100,000.00	0.00	100,000.00
08/31/2016	1413	G	Interest	912828J35	8,000,000.00	TNOTE 8.0M 0.50% Mat. 02/28/2017	02/28/2017	0.00	20,000.00	0.00	20,000.00
08/31/2016	1298	G	Maturity	912828RF9	20,000,000.00	TNOTE 20.0M 1.00% Mat.	08/31/2016	0.00	0.00	20,000,000.00	20,000,000.00
09/01/2016	1459	G	Interest	3133EGCC7	20,000,000.00	FFCBC 20.0M 1.97% Mat.	06/01/2022	0.00	98,500.00	0.00	98,500.00
09/01/2016	1460	G	Interest	3134G9RB5	20,000,000.00	FHLMCS 20.0M 1.63% Mat.	12/01/2023	0.00	81,250.00	0.00	81,250.00
09/01/2016	1459	G	Call	3133EGCC7	20,000,000.00	0.0M 1.97%	06/01/2022	0.00	0.00	20,000,000.00	20,000,000.00
09/01/2016	1460	G	Call	3134G9RB5	20,000,000.00	0.0M 1.63%	12/01/2023	0.00	0.00	20,000,000.00	20,000,000.00
09/02/2016	1483	G	Purchase	9128282B5	20,000,000.00	TNOTE 20.0M 0.75% Mat.	08/15/2019	-19,903,125.00	-7,336.96	0.00	-19,910,461.96
09/06/2016	1477	G	Maturity	0347M2J64	10,000,000.00	ANGLE 10.0M 0.00% Mat.	09/06/2016	0.00	0.00	10,000,000.00	10,000,000.00
09/15/2016	1384	G	Interest	912828D98	20,000,000.00	TNOTE 20.0M 1.00% Mat.	09/15/2017	0.00	100,000.00	0.00	100,000.00
09/15/2016	1452	G	Interest	912828P65	20,000,000.00	TNOTE 20.0M 1.00% Mat.	03/15/2019	0.00	100,000.00	0.00	100,000.00
09/15/2016	1418	G	Maturity	912796HE2	15,000,000.00	TBILL 15.0M 0.00% Mat. 09/15/2016	09/15/2016	0.00	0.00	15,000,000.00	15,000,000.00
09/16/2016	1486	G	Purchase	0347M2MF0	10,000,000.00	ANGLE 10.0M 0.00% Mat.	12/15/2016	-9,976,250.00	0.00	0.00	-9,976,250.00
09/16/2016	1487	G	Purchase	9128282C3	15,000,000.00	TNOTE 15.0M 0.75% Mat.	08/31/2018	-14,998,538.10	-4,972.38	0.00	-15,003,510.48
09/30/2016	1356	G	Interest	912828SM3	10,000,000.00	TNOTE 10.0M 1.00% Mat.	03/31/2017	0.00	50,000.00	0.00	50,000.00

Portfolio FORT
AP

City of Fort Worth, Texas - ST
Cash Reconciliation Report
For the Period July 1, 2016 - September 30, 2016

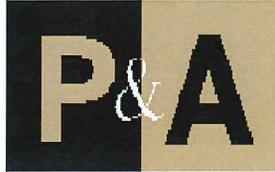
Trans. Date	Investment #	Fund	Trans. Type	Security ID	Par Value	Security Description	Maturity Date	Purchases	Interest	Redemptions	Cash
General Fund											
09/30/2016	1423	G	Interest	912828F47	5,000,000.00	TNOTE 5.0M 0.50% Mat. 09/30/201609/30/2016		0.00	12,500.00	0.00	12,500.00
09/30/2016	1423	G	Maturity	912828F47	5,000,000.00	TNOTE 5.0M 0.50% Mat. 09/30/201609/30/2016		0.00	0.00	5,000,000.00	5,000,000.00
Subtotal								-176,856,391.57	1,137,100.99	120,000,000.00	-55,719,290.58
Total								-176,856,391.57	1,137,100.99	120,000,000.00	-55,719,290.58



**City of Fort Worth, Texas - ST
Purchases Report
Sorted by Fund - Fund
July 1, 2016 - September 30, 2016**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746

CUSIP	Investment #	Fund	Sec. Type Issuer	Original Par Value	Purchase Date	Payment Periods	Principal Purchased	Accrued Interest at Purchase	Rate at Purchase	Maturity Date	YTM	Ending Book Value
General Fund												
912828R93	1471	G	TRC TNOTE	20,000,000.00	07/01/2016	12/31 - 06/30	20,016,406.25	339.67	0.625	06/30/2018	0.584	20,014,335.78
3136G3XL4	1470	G	FAC FNMAC	10,000,000.00	07/20/2016	01/20 - 07/20	10,000,000.00		0.850	07/20/2018	0.850	10,000,000.00
3134G9Q75	1473	G	FAC FHLMCC	20,000,000.00	07/26/2016	01/26 - 07/26	20,000,000.00		1.250	07/26/2019	1.250	20,000,000.00
3134G9Q67	1472	G	FAC FHLMCC	17,000,000.00	07/27/2016	01/27 - 07/27	17,000,000.00		1.050	07/27/2018	1.050	17,000,000.00
3136G3Q57	1475	G	FAC FNMAC	15,000,000.00	08/04/2016	02/04 - 08/04	15,000,000.00		1.390	08/04/2020	1.390	15,000,000.00
0347M2J64	1477	G	ACP ANGLE	10,000,000.00	08/09/2016	09/06 - At Maturity	9,995,722.22			09/06/2016	0.550	0.00
16536HK59	1478	G	ACP CHESHF	10,000,000.00	08/09/2016	10/05 - At Maturity	9,989,550.00			10/05/2016	0.661	9,999,266.67
62455AL47	1476	G	ACP MOUNT	10,000,000.00	08/09/2016	11/04 - At Maturity	9,976,800.00			11/04/2016	0.962	9,990,933.33
3134GAGX6	1481	G	FAC FHLMCC	20,000,000.00	08/30/2016	11/28 - 05/28	20,000,000.00		1.350	05/28/2020	1.350	20,000,000.00
9128282B5	1483	G	TRC TNOTE	20,000,000.00	09/02/2016	02/15 - 08/15	19,903,125.00	7,336.96	0.750	08/15/2019	0.917	19,905,733.52
0347M2MF0	1486	G	ACP ANGLE	10,000,000.00	09/16/2016	12/15 - At Maturity	9,976,250.00			12/15/2016	0.952	9,980,208.33
9128282C3	1487	G	TRC TNOTE	15,000,000.00	09/16/2016	02/28 - 08/31	14,998,538.10	4,972.38	0.750	08/31/2018	0.755	14,998,568.81
			Subtotal	177,000,000.00			176,856,391.57	12,649.01				166,889,046.44
			Total Purchases	177,000,000.00			176,856,391.57	12,649.01				166,889,046.44



City of Fort Worth, Texas - ST
Maturity Report

Sorted by Maturity Date

Amounts due during July 1, 2016 - September 30, 2016

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746

CUSIP	Investment #	Fund	Sec. Type Issuer	Par Value	Maturity Date	Purchase Date	Rate at Maturity	Book Value at Maturity	Interest	Maturity Proceeds	Net Income
912796GW3	1417	G	ATD TBILL	15,000,000.00	07/21/2016	09/18/2015		15,000,000.00	0.00	15,000,000.00	0.00
912828WX4	1422	G	TRC TNOTE	5,000,000.00	07/31/2016	10/30/2015	0.500	5,000,000.00	12,500.00	5,012,500.00	12,500.00
912828RF9	1298	G	TRC TNOTE	20,000,000.00	08/31/2016	10/28/2013	1.000	20,000,000.00	100,000.00	20,100,000.00	100,000.00
0347M2J64	1477	G	ACP ANGLE	10,000,000.00	09/06/2016	08/09/2016		10,000,000.00	0.00	10,000,000.00	0.00
912796HE2	1418	G	ATD TBILL	15,000,000.00	09/15/2016	09/18/2015		15,000,000.00	0.00	15,000,000.00	0.00
912828F47	1423	G	TRC TNOTE	5,000,000.00	09/30/2016	10/30/2015	0.500	5,000,000.00	12,500.00	5,012,500.00	12,500.00
Total Maturities				70,000,000.00				70,000,000.00	125,000.00	70,125,000.00	125,000.00



**City of Fort Worth, Texas - ST
Sales/Call Report
Sorted by Maturity Date - Fund
July 1, 2016 - September 30, 2016**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746

CUSIP	Investment #	Fund	Issuer Sec. Type	Purchase Date	Redem. Date Matur. Date	Par Value	Rate at Redem.	Book Value at Redem.	Redemption Principal	Redemption Interest	Total Amount	Net Income
10/23/2017												
313380Z34	1245	G	FHLBC FAC	10/23/2012	07/12/2016 10/23/2017	10,000,000.00	0.900	9,998,719.44	10,000,000.00	19,750.00	10,019,750.00 Call	21,030.56
					Subtotal	10,000,000.00		9,998,719.44	10,000,000.00	19,750.00	10,019,750.00	21,030.56
06/01/2022												
3133EGCC7	1459	G	FFCBC FAC	06/01/2016	09/01/2016 06/01/2022	20,000,000.00	1.970	20,000,000.00	20,000,000.00	98,500.00	20,098,500.00 Call	98,500.00
					Subtotal	20,000,000.00		20,000,000.00	20,000,000.00	98,500.00	20,098,500.00	98,500.00
12/01/2023												
3134G9RB5	1460	G	FHLMCS FAC	06/01/2016	09/01/2016 12/01/2023	20,000,000.00	1.625 V	20,000,000.00	20,000,000.00	81,250.00	20,081,250.00 Call	81,250.00
					Subtotal	20,000,000.00		20,000,000.00	20,000,000.00	81,250.00	20,081,250.00	81,250.00
					Total Sales	50,000,000.00		49,998,719.44	50,000,000.00	199,500.00	50,199,500.00	200,780.56

V - Security with variable rate change.



**City of Fort Worth, Texas - ST
Interest Earnings
Sorted by Issuer - Security ID
July 1, 2016 - September 30, 2016
Yield on Average Book Value**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746

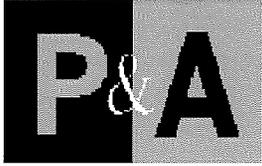
CUSIP	Investment #	Fund	Security Type	Ending Par Value	Beginning Book Value	Average Book Value	Maturity Date	Current Annualized Rate	Annualized Yield	Adjusted Interest Earnings			
										Interest Earned	Amortization/ Accretion	Adjusted Interest Earnings	
Issuer: Anglesea Funding CP													
0347M2J64	1477	G	ACP	0.00	0.00	3,042,850.54	09/06/2016	0.558		0.00	4,277.78	4,277.78	
0347M2MF0	1486	G	ACP	10,000,000.00	0.00	1,626,906.70	12/15/2016	0.965		0.00	3,958.33	3,958.33	
			Subtotal	10,000,000.00	0.00	4,669,757.25		0.700		0.00	8,236.11	8,236.11	
Issuer: Chesham Finance CP													
16536HK59	1478	G	ACP	10,000,000.00	0.00	5,757,701.09	10/05/2016	0.670		0.00	9,716.67	9,716.67	
			Subtotal	10,000,000.00	0.00	5,757,701.09		0.670		0.00	9,716.67	9,716.67	
Issuer: Citibank Sec Lending													
999999995	772A	G	LA5	0.00	0.00	0.00				202,062.99	0.00	202,062.99	
			Subtotal	0.00	0.00	0.00				202,062.99	0.00	202,062.99	
Issuer: FFCB Call Note													
3133EFD20	1448	G	FAC	1,050,000.00	1,050,000.00	1,050,000.00	05/23/2019	1.250	1.240	3,281.25	0.00	3,281.25	
3133EFZU4	1447	G	FAC	8,000,000.00	8,000,000.00	8,000,000.00	08/16/2019	1.350	1.339	27,000.00	0.00	27,000.00	
3133EGCC7	1459	G	FAC	0.00	19,980,000.00	13,471,739.13	06/01/2022	1.970	2.523	65,666.67	20,000.00	85,666.67	
			Subtotal	9,050,000.00	29,030,000.00	22,521,739.13				2.043	95,947.92	20,000.00	115,947.92
Issuer: FHLB Call Note													
313380Z34	1245	G	FAC	0.00	9,998,688.89	1,195,497.40	10/23/2017	0.900	0.923	2,750.00	30.55	2,780.55	
			Subtotal	0.00	9,998,688.89	1,195,497.40				0.923	2,750.00	30.55	2,780.55
Issuer: FHLMC Call Note													
3134G9Q67	1472	G	FAC	17,000,000.00	0.00	12,195,652.17	07/27/2018	1.050	1.032	31,733.33	0.00	31,733.33	
3134G9Q75	1473	G	FAC	20,000,000.00	0.00	14,565,217.39	07/26/2019	1.250	1.230	45,138.89	0.00	45,138.89	
3134GAGX6	1481	G	FAC	20,000,000.00	0.00	6,956,521.74	05/28/2020	1.350	1.326	23,250.00	0.00	23,250.00	
			Subtotal	57,000,000.00	0.00	33,717,391.30				1.178	100,122.22	0.00	100,122.22

City of Fort Worth, Texas - ST
Interest Earnings
July 1, 2016 - September 30, 2016

CUSIP	Investment #	Fund	Security Type	Ending Par Value	Beginning Book Value	Average Book Value	Maturity Date	Current Rate	Annualized Yield	Adjusted Interest Earnings		
										Interest Earned	Amortization/ Accretion	Adjusted Interest Earnings
Issuer: FHLMC Step Note												
3134G9RB5	1460	G	FAC	0.00	20,000,000.00	13,478,260.87	12/01/2023	1.625	1.594	54,166.67	0.00	54,166.67
3134G9RQ2	1463	G	FAC	20,000,000.00	20,000,000.00	20,000,000.00	06/15/2021	1.500	1.488	75,000.00	0.00	75,000.00
Subtotal				20,000,000.00	40,000,000.00	33,478,260.87			1.531	129,166.67	0.00	129,166.67
Issuer: FNMA Call Note												
3135G0K93	1466	G	FAC	20,000,000.00	20,000,000.00	20,000,000.00	06/28/2019	1.250	1.240	62,500.00	0.00	62,500.00
3135G0K93	1469	G	FAC	10,000,000.00	10,000,000.00	10,000,000.00	06/28/2019	1.250	1.240	31,250.00	0.00	31,250.00
3135G0RK1	1251	G	FAC	15,000,000.00	14,995,747.50	14,996,145.53	11/07/2017	0.900	0.914	33,750.00	787.50	34,537.50
3136G2YA9	1446	G	FAC	2,600,000.00	2,600,000.00	2,600,000.00	11/26/2019	1.400	1.389	9,100.00	0.00	9,100.00
3136G2YA9	1444	G	FAC	7,400,000.00	7,400,000.00	7,400,000.00	11/26/2019	1.400	1.389	25,900.00	0.00	25,900.00
3136G3Q57	1475	G	FAC	15,000,000.00	0.00	9,456,521.74	08/04/2020	1.390	1.385	33,012.50	0.00	33,012.50
3136G3TA3	1467	G	FAC	20,000,000.00	20,000,000.00	20,000,000.00	06/30/2020	1.420	1.408	71,000.00	0.00	71,000.00
3136G3XL4	1470	G	FAC	10,000,000.00	0.00	7,934,782.61	07/20/2018	0.850	0.838	16,763.89	0.00	16,763.89
Subtotal				100,000,000.00	74,995,747.50	92,387,449.88			1.220	283,276.39	787.50	284,063.89
Issuer: JPM Chase High Yield Savings												
999999992	742	G	RR2	70,707,880.95	100,653,150.01	83,398,831.16		0.080	0.080	16,803.16	0.00	16,803.16
Subtotal				70,707,880.95	100,653,150.01	83,398,831.16			0.080	16,803.16	0.00	16,803.16
Issuer: Mountcliff Funding CP												
62455AL47	1476	G	ACP	10,000,000.00	0.00	5,751,652.17	11/04/2016		0.975	0.00	14,133.33	14,133.33
Subtotal				10,000,000.00	0.00	5,751,652.17			0.975	0.00	14,133.33	14,133.33
Issuer: WF ADV 100% Tsy MMF												
94975H270	103	SELANDFIL	RR3	4,939,032.38	4,772,495.34	4,846,560.90		0.010		0.45	0.00	0.45
Subtotal				4,939,032.38	4,772,495.34	4,846,560.90				0.45	0.00	0.45
Issuer: T Bill												
912796GW3	1417	G	ATD	0.00	14,996,833.33	3,260,542.57	07/21/2016		0.385	0.00	3,166.67	3,166.67
912796HE2	1418	G	ATD	0.00	14,986,066.67	12,385,625.00	09/15/2016		0.446	0.00	13,933.33	13,933.33
Subtotal				0.00	29,982,900.00	15,646,167.57			0.434	0.00	17,100.00	17,100.00
Issuer: T Note												
9128282B5	1483	G	TRC	20,000,000.00	0.00	6,274,236.44	08/15/2019	0.750	0.912	11,820.65	2,608.52	14,429.17
9128282C3	1487	G	TRC	15,000,000.00	0.00	2,445,416.49	08/31/2018	0.750	0.761	4,661.60	30.71	4,692.31
912828B74	1439	G	TRC	10,000,000.00	9,999,519.07	9,999,616.73	02/15/2017	0.625	0.631	15,708.99	193.21	15,902.20

City of Fort Worth, Texas - ST
Interest Earnings
July 1, 2016 - September 30, 2016

CUSIP	Investment #	Fund	Security Type	Ending Par Value	Beginning Book Value	Average Book Value	Maturity Date	Current Annualized Rate	Yield	Adjusted Interest Earnings		
										Interest Earned	Amortization/ Accretion	Adjusted Interest Earnings
Issuer: T Note												
912828D98	1384	G	TRC	20,000,000.00	20,002,347.42	20,002,099.90	09/15/2017	1.000	0.985	50,144.13	-489.71	49,654.42
912828F47	1423	G	TRC	0.00	5,001,269.53	4,946,273.14	09/30/2016	0.500	0.397	6,215.85	-1,269.53	4,946.32
912828G20	1441	G	TRC	20,000,000.00	20,037,698.64	20,034,206.64	11/15/2017	0.875	0.730	43,750.00	-6,908.91	36,841.09
912828J35	1413	G	TRC	8,000,000.00	7,998,473.41	7,998,766.74	02/28/2017	0.500	0.528	10,055.84	580.36	10,636.20
912828N63	1453	G	TRC	25,000,000.00	25,075,373.04	25,071,596.27	01/15/2019	1.125	0.996	70,430.08	-7,472.33	62,957.75
912828P65	1452	G	TRC	20,000,000.00	19,985,733.70	19,986,405.82	03/15/2019	1.000	1.022	50,144.13	1,329.78	51,473.91
912828R93	1471	G	TRC	20,000,000.00	0.00	20,015,359.76	06/30/2018	0.625	0.578	31,250.00	-2,070.47	29,179.53
912828RF9	1298	G	TRC	0.00	20,014,462.16	13,265,585.49	08/31/2016	1.000	0.559	33,152.17	-14,462.16	18,690.01
912828SC5	1425	G	TRC	10,000,000.00	10,022,583.06	10,017,675.99	01/31/2017	0.875	0.485	21,953.39	-9,708.60	12,244.79
912828SM3	1356	G	TRC	10,000,000.00	10,010,446.43	10,008,667.09	03/31/2017	1.000	0.857	25,138.12	-3,520.41	21,617.71
912828SS0	1357	G	TRC	15,000,000.00	14,997,890.62	14,998,214.34	04/30/2017	0.875	0.885	32,812.50	640.48	33,452.98
912828SY7	1412	G	TRC	10,000,000.00	10,000,354.53	10,000,305.18	05/31/2017	0.625	0.619	15,710.38	-97.65	15,612.73
912828SY7	1426	G	TRC	15,000,000.00	15,000,000.00	15,000,000.00	05/31/2017	0.625	0.623	23,565.58	0.00	23,565.58
912828SY7	1461	G	TRC	10,000,000.00	9,989,421.45	9,990,894.21	05/31/2017	0.625	0.740	15,710.38	2,913.85	18,624.23
912828TB6	1440	G	TRC	25,000,000.00	25,014,723.57	25,012,842.67	06/30/2017	0.750	0.684	46,875.00	-3,721.34	43,153.66
912828TG5	1419	G	TRC	15,000,000.00	14,959,615.85	14,964,369.93	07/31/2017	0.500	0.748	18,817.19	9,405.93	28,223.12
912828TH3	1454	G	TRC	30,000,000.00	29,920,659.33	29,923,938.75	07/31/2019	0.875	0.959	65,860.16	6,488.31	72,348.47
912828TW0	1438	G	TRC	15,000,000.00	15,002,717.64	15,002,458.15	10/31/2017	0.750	0.730	28,125.00	-513.40	27,611.60
912828WA4	1385	G	TRC	20,000,000.00	20,001,266.25	20,000,710.77	10/15/2016	0.625	0.601	31,420.77	-1,099.01	30,321.76
912828WX4	1422	G	TRC	0.00	5,000,639.21	1,630,535.53	07/31/2016	0.500	0.346	2,060.44	-639.21	1,421.23
912828XA3	1462	G	TRC	15,000,000.00	15,023,377.20	15,021,785.63	05/15/2018	1.000	0.907	37,500.00	-3,148.91	34,351.09
912828XP0	1424	G	TRC	15,000,000.00	14,995,298.77	14,995,852.21	07/31/2017	0.625	0.651	23,521.49	1,094.97	24,616.46
			Subtotal	363,000,000.00	338,053,870.88	356,607,813.87			0.764	716,403.84	-29,835.52	686,568.32
			Total	654,696,913.33	627,486,852.62	659,978,822.60			0.954	1,546,533.64	40,168.64	1,586,702.28



**City of Fort Worth, Texas - ST
Received Interest
Sorted by Issuer
Received July 1, 2016 - September 30, 2016**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746
-

Issuer	CUSIP	Investment #	Security Type	Par Value	Current Rate			Interest		Variance
						Date Due	Date Received	Amount Due	Amount Received	
FFCB Call Note	3133EFZU4	1447	FAC	8,000,000.00	1.350	08/16/2016	08/16/2016	54,000.00	54,000.00	-
	3133EGCC7	1459	FAC	0.00	1.970	09/01/2016	09/01/2016	98,500.00	98,500.00	-
							Subtotal	152,500.00	152,500.00	
FHLB Call Note	313380Z34	1245	FAC	0.00	0.900	07/12/2016	07/12/2016	19,750.00	19,750.00	-
							Subtotal	19,750.00	19,750.00	
FHLMC Step Note	3134G9RB5	1460	FAC	0.00	1.625	09/01/2016	09/01/2016	81,250.00	81,250.00	-
							Subtotal	81,250.00	81,250.00	
FNMA Call Note	3136G2YA9	1444	FAC	7,400,000.00	1.400	08/26/2016	08/26/2016	51,800.00	51,800.00	-
	3136G2YA9	1446	FAC	2,600,000.00	1.400	08/26/2016	08/26/2016	18,200.00	18,200.00	-
							Subtotal	70,000.00	70,000.00	
T Note	912828N63	1453	TRC	25,000,000.00	1.125	07/15/2016	07/15/2016	140,625.00	140,625.00	-
	912828TG5	1419	TRC	15,000,000.00	0.500	07/31/2016	07/31/2016	37,500.00	37,500.00	-
	912828WX4	1422	TRC	0.00	0.500	07/31/2016	07/31/2016	12,500.00	12,500.00	-
	912828XP0	1424	TRC	15,000,000.00	0.625	07/31/2016	07/31/2016	46,875.00	46,875.00	-
	912828SC5	1425	TRC	10,000,000.00	0.875	07/31/2016	07/31/2016	43,750.00	43,750.00	-
	912828TH3	1454	TRC	30,000,000.00	0.875	07/31/2016	07/31/2016	131,250.00	131,250.00	-
	912828B74	1439	TRC	10,000,000.00	0.625	08/15/2016	08/15/2016	31,250.00	31,250.00	-
	912828RF9	1298	TRC	0.00	1.000	08/31/2016	08/31/2016	100,000.00	100,000.00	-
	912828J35	1413	TRC	8,000,000.00	0.500	08/31/2016	08/31/2016	20,000.00	20,000.00	-
	912828D98	1384	TRC	20,000,000.00	1.000	09/15/2016	09/15/2016	100,000.00	100,000.00	-
	912828P65	1452	TRC	20,000,000.00	1.000	09/15/2016	09/15/2016	100,000.00	100,000.00	-
	912828SM3	1356	TRC	10,000,000.00	1.000	09/30/2016	09/30/2016	50,000.00	50,000.00	-
	912828F47	1423	TRC	5,000,000.00	0.500	09/30/2016	09/30/2016	12,500.00	12,500.00	-
								Subtotal	826,250.00	826,250.00
Total								1,149,750.00	1,149,750.00	
Total Cash Overpayment								0.00		
Total Cash Shortfall								0.00		

City of Fort Worth, Texas - ST
 Received Interest
 Received July 1, 2016 - September 30, 2016

Issuer	CUSIP	Investment #	Security Type	Par Value	Current Rate	Date Received	Interest
							Amount Received
Cash Accounts							
Citibank Sec Lending	999999995	772A	LA5	0.00		07/12/2016	100,063.04
	999999995	772A	LA5	0.00		08/13/2016	105,571.46
	999999995	772A	LA5	0.00		09/15/2016	96,491.53
Subtotal							302,126.03
JPM Chase High Yield Savings	999999992	742	RR2	70,703,235.75	0.080	07/29/2016	6,392.48
	999999992	742	RR2	70,703,235.75	0.080	08/31/2016	5,765.48
	999999992	742	RR2	70,703,235.75	0.080	09/30/2016	4,645.20
Subtotal							16,803.16
WF ADV 100% Tsy MMF	94975H270	103	RR3	4,939,032.38	0.010	07/29/2016	0.15
	94975H270	103	RR3	4,939,032.38	0.010	08/31/2016	0.15
	94975H270	103	RR3	4,939,032.38	0.010	09/30/2016	0.15
Subtotal							0.45
Total							318,929.64



**City of Fort Worth, Texas - ST
Amortization Schedule
July 1, 2016 - September 30, 2016
Sorted By Fund - Fund**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746

Investment #	Maturity Date	Beginning Par Value				Amounts Amortized				
Issuer	Fund	Amort. Date	Current Rate	Purchase Principal	Original Premium or Discount	Ending Book Value	And Unamortized As of 07/01/2016	Amount Amortized This Period	Amt Amortized Through 09/30/2016	Amount Unamortized Through 09/30/2016
General Fund										
1477	G	09/06/2016	10,000,000.00	9,995,722.22	-4,277.78	0.00	0.00	4,277.78	4,277.78	0.00
Anglesea Funding CP							-4,277.78			
1486	G	12/15/2016	10,000,000.00	9,976,250.00	-23,750.00	9,980,208.33	0.00	3,958.33	3,958.33	-19,791.67
Anglesea Funding CP							-23,750.00			
1478	G	10/05/2016	10,000,000.00	9,989,550.00	-10,450.00	9,999,266.67	0.00	9,716.67	9,716.67	-733.33
Chesham Finance CP							-10,450.00			
1447	G	08/16/2019	8,000,000.00	7,998,000.00	-2,000.00	8,000,000.00	2,000.00	0.00	2,000.00	0.00
FFCB Call Note		05/16/2016	1.350				0.00			
1459	G	06/01/2022	20,000,000.00	19,970,000.00	-30,000.00	0.00	10,000.00	20,000.00	30,000.00	0.00
FFCB Call Note		09/01/2016	1.970				-20,000.00			
1245	G	10/23/2017	10,000,000.00	9,995,000.00	-5,000.00	0.00	3,688.89	30.55	3,719.44	0.00
FHLB Call Note		10/23/2017	0.900				-1,311.11			
1251	G	11/07/2017	15,000,000.00	14,984,250.00	-15,750.00	14,996,535.00	11,497.50	787.50	12,285.00	-3,465.00
FNMA Call Note		11/07/2017	0.900				-4,252.50			
1476	G	11/04/2016	10,000,000.00	9,976,800.00	-23,200.00	9,990,933.33	0.00	14,133.33	14,133.33	-9,066.67
Mountcliff Funding CP							-23,200.00			
1417	G	07/21/2016	15,000,000.00	14,951,391.67	-48,608.33	0.00	45,441.66	3,166.67	48,608.33	0.00
T Bill							-3,166.67			
1418	G	09/15/2016	15,000,000.00	14,933,450.00	-66,550.00	0.00	52,616.67	13,933.33	66,550.00	0.00
T Bill							-13,933.33			
1298	G	08/31/2016	20,000,000.00	20,246,093.76	246,093.76	0.00	-231,631.60	-14,462.16	-246,093.76	0.00
T Note			1.000				14,462.16			
1356	G	03/31/2017	10,000,000.00	10,037,500.00	37,500.00	10,006,926.02	-27,053.57	-3,520.41	-30,573.98	6,926.02
T Note			1.000				10,446.43			
1357	G	04/30/2017	15,000,000.00	14,992,968.75	-7,031.25	14,998,531.10	4,921.87	640.48	5,562.35	-1,468.90
T Note			0.875				-2,109.38			
1384	G	09/15/2017	20,000,000.00	20,005,264.40	5,264.40	20,001,857.71	-2,916.98	-489.71	-3,406.69	1,857.71
T Note			1.000				2,347.42			
1385	G	10/15/2016	20,000,000.00	20,007,812.50	7,812.50	20,000,167.24	-6,546.25	-1,099.01	-7,645.26	167.24
T Note			0.625				1,266.25			
1412	G	05/31/2017	10,000,000.00	10,000,781.25	781.25	10,000,256.88	-426.72	-97.65	-524.37	256.88
T Note			0.625				354.53			
1413	G	02/28/2017	8,000,000.00	7,995,937.50	-4,062.50	7,999,053.77	2,535.91	580.36	3,116.27	-946.23
T Note			0.500				-1,526.59			

City of Fort Worth, Texas - ST
Amortization Schedule
July 1, 2016 - September 30, 2016

Investment #	Maturity Date	Beginning Par Value				Amounts Amortized				
Issuer	Fund	Amort. Date	Current Rate	Purchase Principal	Original Premium or Discount	Ending Book Value	And Unamortized As of 07/01/2016	Amount Amortized This Period	Amt Amortized Through 09/30/2016	Amount Unamortized Through 09/30/2016
General Fund										
1419 T Note	G	07/31/2017	15,000,000.00 0.500	14,930,273.44	-69,726.56	14,969,021.78	29,342.41 -40,384.15	9,405.93	38,748.34	-30,978.22
1422 T Note	G	07/31/2016	5,000,000.00 0.500	5,005,859.38	5,859.38	0.00	-5,220.17 639.21	-639.21	-5,859.38	0.00
1423 T Note	G	09/30/2016	5,000,000.00 0.500	5,004,687.50	4,687.50	0.00	-3,417.97 1,269.53	-1,269.53	-4,687.50	0.00
1424 T Note	G	07/31/2017	15,000,000.00 0.625	14,992,382.82	-7,617.18	14,996,393.74	2,915.95 -4,701.23	1,094.97	4,010.92	-3,606.26
1425 T Note	G	01/31/2017	10,000,000.00 0.875	10,048,437.50	48,437.50	10,012,874.46	-25,854.44 22,583.06	-9,708.60	-35,563.04	12,874.46
1438 T Note	G	10/31/2017	15,000,000.00 0.750	15,003,515.63	3,515.63	15,002,204.24	-797.99 2,717.64	-513.40	-1,311.39	2,204.24
1439 T Note	G	02/15/2017	10,000,000.00 0.625	9,999,218.75	-781.25	9,999,712.28	300.32 -480.93	193.21	493.53	-287.72
1440 T Note	G	06/30/2017	25,000,000.00 0.750	25,020,507.83	20,507.83	25,011,002.23	-5,784.26 14,723.57	-3,721.34	-9,505.60	11,002.23
1441 T Note	G	11/15/2017	20,000,000.00 0.875	20,048,437.50	48,437.50	20,030,789.73	-10,738.86 37,698.64	-6,908.91	-17,647.77	30,789.73
1452 T Note	G	03/15/2019	20,000,000.00 1.000	19,984,375.00	-15,625.00	19,987,063.48	1,358.70 -14,266.30	1,329.78	2,688.48	-12,936.52
1453 T Note	G	01/15/2019	25,000,000.00 1.125	25,083,007.81	83,007.81	25,067,900.71	-7,634.77 75,373.04	-7,472.33	-15,107.10	67,900.71
1454 T Note	G	07/31/2019	30,000,000.00 0.875	29,914,453.13	-85,546.87	29,927,147.64	6,206.20 -79,340.67	6,488.31	12,694.51	-72,852.36
1461 T Note	G	05/31/2017	10,000,000.00 0.625	9,988,281.25	-11,718.75	9,992,335.30	1,140.20 -10,578.55	2,913.85	4,054.05	-7,664.70
1462 T Note	G	05/15/2018	15,000,000.00 1.000	15,024,609.38	24,609.38	15,020,228.29	-1,232.18 23,377.20	-3,148.91	-4,381.09	20,228.29
1471 T Note	G	06/30/2018	20,000,000.00 0.625	20,016,406.25	16,406.25	20,014,335.78	0.00 16,406.25	-2,070.47	-2,070.47	14,335.78
1483 T Note	G	08/15/2019	20,000,000.00 0.750	19,903,125.00	-96,875.00	19,905,733.52	0.00 -96,875.00	2,608.52	2,608.52	-94,266.48
1487 T Note	G	08/31/2018	15,000,000.00 0.750	14,998,538.10	-1,461.90	14,998,568.81	0.00 -1,461.90	30.71	30.71	-1,431.19
Subtotal				501,022,888.32	22,888.32	400,909,048.04	-155,289.48 -132,401.16	40,168.64	-115,120.84	-90,951.96
Total				501,022,888.32	22,888.32	400,909,048.04	-155,289.48 -132,401.16	40,168.64	-115,120.84	-90,951.96



**City of Fort Worth, Texas - ST
Projected Cashflow Report
Sorted by Monthly
For the Period October 1, 2016 - April 30, 2017**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746
-

Projected Trans. Date	Investment #	Fund	Security ID	Transaction Type	Issuer	Par Value	Original Cost	Principal	Interest	Total
October 2016										
10/05/2016	1478	G	16536HK59	Maturity	Chesham Finance CP	10,000,000.00	9,989,550.00	10,000,000.00	0.00	10,000,000.00
10/05/2016	1489	G	40588LN39	Purchase	Halkin Finance CP	0.00	0.00	-9,976,250.00	0.00	-9,976,250.00
10/05/2016	1490	G	912828T42	Purchase	T Note	0.00	0.00	-4,996,093.75	-515.11	-4,996,608.86
10/15/2016	1385	G	912828WA4	Maturity	T Note	20,000,000.00	20,007,812.50	20,000,000.00	62,500.00	20,062,500.00
10/17/2016	1492	G	912828T42	Purchase	T Note	0.00	0.00	-19,968,750.00	-7,005.49	-19,975,755.49
10/26/2016	1473	G	3134G9Q75	Call	FHLMC Call Note	20,000,000.00	20,000,000.00	20,000,000.00	0.00	20,000,000.00
10/27/2016	1472	G	3134G9Q67	Call	FHLMC Call Note	17,000,000.00	17,000,000.00	17,000,000.00	0.00	17,000,000.00
10/31/2016	1357	G	912828SS0	Interest	T Note	0.00	0.00	0.00	65,625.00	65,625.00
10/31/2016	1438	G	912828TW0	Interest	T Note	0.00	0.00	0.00	56,250.00	56,250.00
Total for October 2016						67,000,000.00	66,997,362.50	32,058,906.25	176,854.40	32,235,760.65
November 2016										
11/04/2016	1476	G	62455AL47	Maturity	Mountcliff Funding CP	10,000,000.00	9,976,800.00	10,000,000.00	0.00	10,000,000.00
11/07/2016	1251	G	3135G0RK1	Interest	FNMA Call Note	0.00	0.00	0.00	67,500.00	67,500.00
11/15/2016	1441	G	912828G20	Interest	T Note	0.00	0.00	0.00	87,500.00	87,500.00
11/15/2016	1462	G	912828XA3	Interest	T Note	0.00	0.00	0.00	75,000.00	75,000.00
11/23/2016	1448	G	3133EFD20	Interest	FFCB Call Note	0.00	0.00	0.00	6,562.50	6,562.50
11/26/2016	1444	G	3136G2YA9	Call	FNMA Call Note	7,400,000.00	7,400,000.00	7,400,000.00	0.00	7,400,000.00
11/26/2016	1446	G	3136G2YA9	Call	FNMA Call Note	2,600,000.00	2,600,000.00	2,600,000.00	0.00	2,600,000.00
11/28/2016	1481	G	3134GAGX6	Interest	FHLMC Call Note	0.00	0.00	0.00	66,000.00	66,000.00
11/28/2016	1481	G	3134GAGX6	Call	FHLMC Call Note	20,000,000.00	20,000,000.00	20,000,000.00	0.00	20,000,000.00
11/30/2016	1412	G	912828SY7	Interest	T Note	0.00	0.00	0.00	31,250.00	31,250.00
11/30/2016	1426	G	912828SY7	Interest	T Note	0.00	0.00	0.00	46,875.00	46,875.00
11/30/2016	1461	G	912828SY7	Interest	T Note	0.00	0.00	0.00	31,250.00	31,250.00
Total for November 2016						40,000,000.00	39,976,800.00	40,000,000.00	411,937.50	40,411,937.50
December 2016										
12/15/2016	1463	G	3134G9RQ2	Interest	FHLMC Step Note	0.00	0.00	0.00	150,000.00	150,000.00
12/15/2016	1463	G	3134G9RQ2	Call	FHLMC Step Note	20,000,000.00	20,000,000.00	20,000,000.00	0.00	20,000,000.00
12/15/2016	1486	G	0347M2MF0	Maturity	Anglesea Funding CP	10,000,000.00	9,976,250.00	10,000,000.00	0.00	10,000,000.00
12/28/2016	1466	G	3135G0K93	Interest	FNMA Call Note	0.00	0.00	0.00	125,000.00	125,000.00
12/28/2016	1466	G	3135G0K93	Call	FNMA Call Note	20,000,000.00	20,000,000.00	20,000,000.00	0.00	20,000,000.00
12/28/2016	1469	G	3135G0K93	Interest	FNMA Call Note	0.00	0.00	0.00	62,500.00	62,500.00

Portfolio FORT
AP

City of Fort Worth, Texas - ST
 Projected Cashflow Report
 For the Period October 1, 2016 - April 30, 2017

Projected Trans. Date	Investment #	Fund	Security ID	Transaction Type	Issuer	Par Value	Original Cost	Principal	Interest	Total
December 2016										
12/28/2016	1469	G	3135G0K93	Call	FNMA Call Note	10,000,000.00	10,000,000.00	10,000,000.00	0.00	10,000,000.00
12/30/2016	1467	G	3136G3TA3	Interest	FNMA Call Note	0.00	0.00	0.00	142,000.00	142,000.00
12/30/2016	1467	G	3136G3TA3	Call	FNMA Call Note	20,000,000.00	20,000,000.00	20,000,000.00	0.00	20,000,000.00
12/31/2016	1440	G	912828TB6	Interest	T Note	0.00	0.00	0.00	93,750.00	93,750.00
12/31/2016	1471	G	912828R93	Interest	T Note	0.00	0.00	0.00	62,500.00	62,500.00
Total for December 2016						80,000,000.00	79,976,250.00	80,000,000.00	635,750.00	80,635,750.00
January 2017										
01/03/2017	1489	G	40588LN39	Maturity	Halkin Finance CP	0.00	0.00	10,000,000.00	0.00	10,000,000.00
01/15/2017	1453	G	912828N63	Interest	T Note	0.00	0.00	0.00	140,625.00	140,625.00
01/20/2017	1470	G	3136G3XL4	Interest	FNMA Call Note	0.00	0.00	0.00	42,500.00	42,500.00
01/20/2017	1470	G	3136G3XL4	Call	FNMA Call Note	10,000,000.00	10,000,000.00	10,000,000.00	0.00	10,000,000.00
01/26/2017	1473	G	3134G9Q75	Interest	FHLMC Call Note	0.00	0.00	0.00	125,000.00	125,000.00
01/27/2017	1472	G	3134G9Q67	Interest	FHLMC Call Note	0.00	0.00	0.00	89,250.00	89,250.00
01/31/2017	1419	G	912828TG5	Interest	T Note	0.00	0.00	0.00	37,500.00	37,500.00
01/31/2017	1424	G	912828XP0	Interest	T Note	0.00	0.00	0.00	46,875.00	46,875.00
01/31/2017	1425	G	912828SC5	Maturity	T Note	10,000,000.00	10,048,437.50	10,000,000.00	43,750.00	10,043,750.00
01/31/2017	1454	G	912828TH3	Interest	T Note	0.00	0.00	0.00	131,250.00	131,250.00
Total for January 2017						20,000,000.00	20,048,437.50	30,000,000.00	656,750.00	30,656,750.00
February 2017										
02/04/2017	1475	G	3136G3Q57	Interest	FNMA Call Note	0.00	0.00	0.00	104,250.00	104,250.00
02/15/2017	1439	G	912828B74	Maturity	T Note	10,000,000.00	9,999,218.75	10,000,000.00	31,250.00	10,031,250.00
02/15/2017	1483	G	9128282B5	Interest	T Note	0.00	0.00	0.00	75,000.00	75,000.00
02/16/2017	1447	G	3133EFZU4	Interest	FFCB Call Note	0.00	0.00	0.00	54,000.00	54,000.00
02/26/2017	1444	G	3136G2YA9	Interest	FNMA Call Note	0.00	0.00	0.00	51,800.00	51,800.00
02/26/2017	1446	G	3136G2YA9	Interest	FNMA Call Note	0.00	0.00	0.00	18,200.00	18,200.00
02/28/2017	1413	G	912828J35	Maturity	T Note	8,000,000.00	7,995,937.50	8,000,000.00	20,000.00	8,020,000.00
02/28/2017	1487	G	9128282C3	Interest	T Note	0.00	0.00	0.00	56,250.00	56,250.00
Total for February 2017						18,000,000.00	17,995,156.25	18,000,000.00	410,750.00	18,410,750.00
March 2017										
03/15/2017	1384	G	912828D98	Interest	T Note	0.00	0.00	0.00	100,000.00	100,000.00
03/15/2017	1452	G	912828P65	Interest	T Note	0.00	0.00	0.00	100,000.00	100,000.00
03/31/2017	1356	G	912828SM3	Maturity	T Note	10,000,000.00	10,037,500.00	10,000,000.00	50,000.00	10,050,000.00
03/31/2017	1490	G	912828T42	Interest	T Note	0.00	0.00	0.00	18,750.00	18,750.00
03/31/2017	1492	G	912828T42	Interest	T Note	0.00	0.00	0.00	75,000.00	75,000.00

City of Fort Worth, Texas - ST
 Projected Cashflow Report
 For the Period October 1, 2016 - April 30, 2017

Projected Trans. Date	Investment #	Fund	Security ID	Transaction Type	Issuer	Par Value	Original Cost	Principal	Interest	Total
April 2017										
Total for March 2017						10,000,000.00	10,037,500.00	10,000,000.00	343,750.00	10,343,750.00
04/30/2017	1357	G	912828SS0	Maturity	T Note	15,000,000.00	14,992,968.75	15,000,000.00	65,625.00	15,065,625.00
04/30/2017	1438	G	912828TWO	Interest	T Note	0.00	0.00	0.00	56,250.00	56,250.00
Total for April 2017						15,000,000.00	14,992,968.75	15,000,000.00	121,875.00	15,121,875.00
GRAND TOTALS:						250,000,000.00	250,024,475.00	225,058,906.25	2,757,666.90	227,816,573.15



City of Fort Worth, Texas - ST
Texas Compliance Change in Val Report
Sorted by Fund
July 1, 2016 - September 30, 2016

Patterson & Associates
 901 S. MoPac
 Suite 195
 Austin, TX 78746

Inv #	Issuer	Fund	Purch Date	Interest Accrual	Beginning Book Value				Ending Book Value
Cusip	Par Value	YTM	Mat Date	Interest Received	Beginning Market Value	Purchases/ Additions	Redemptions	Change in Value	Ending Market Value
Fund: General Fund									
742	MOR	G	10/01/2006	16,803.16	100,653,150.01	16,803.16	29,962,072.22	-29,945,269.06	70,707,880.95
999999992	70,707,880.95	0.080	/ /	16,803.16	100,653,150.01	16,803.16	29,962,072.22	-29,945,269.06	70,707,880.95
772	MS	G	10/01/2015	0.00	0.00	302,126.03	0.00	0.00	0.00
999999994	0.00	5.000	/ /	0.00	0.00	302,126.03	0.00	0.00	0.00
772A	CITB	G	10/01/2015	202,062.99	0.00	302,126.03	0.00	0.00	0.00
999999995	0.00	0.000	/ /	302,126.03	0.00	302,126.03	0.00	0.00	0.00
1417	TBILL	G	09/18/2015	0.00	14,996,833.33	0.00	15,000,000.00	-14,996,833.33	0.00
912796GW3	0.00	0.000	07/21/2016	0.00	14,998,470.00	0.00	15,000,000.00	-14,998,470.00	0.00
1422	TNOTE	G	10/30/2015	2,060.44	5,000,639.21	0.00	5,000,000.00	-5,000,639.21	0.00
912828WX4	0.00	0.000	07/31/2016	12,500.00	5,001,275.00	0.00	5,000,000.00	-5,001,275.00	0.00
1298	TNOTE	G	10/28/2013	33,152.17	20,014,462.16	0.00	20,000,000.00	-20,014,462.16	0.00
912828RF9	0.00	0.000	08/31/2016	100,000.00	20,023,160.00	0.00	20,000,000.00	-20,023,160.00	0.00
1418	TBILL	G	09/18/2015	0.00	14,986,066.67	0.00	15,000,000.00	-14,986,066.67	0.00
912796HE2	0.00	0.000	09/15/2016	0.00	14,993,550.00	0.00	15,000,000.00	-14,993,550.00	0.00
1423	TNOTE	G	10/30/2015	6,215.85	5,001,269.53	0.00	5,000,000.00	-5,001,269.53	0.00
912828F47	0.00	0.000	09/30/2016	12,500.00	5,001,860.00	0.00	5,000,000.00	-5,001,860.00	0.00
1478	CHESHF	G	08/09/2016	0.00	0.00	9,989,550.00	0.00	9,999,266.67	9,999,266.67
16536HK59	10,000,000.00	0.660	10/05/2016	0.00	0.00	9,989,550.00	0.00	9,999,266.67	9,999,266.67
1385	TNOTE	G	12/31/2014	31,420.77	20,001,266.25	0.00	0.00	-1,099.01	20,000,167.24
912828WA4	20,000,000.00	0.602	10/15/2016	0.00	20,015,620.00	0.00	0.00	-12,380.00	20,003,240.00
1476	MOUNT	G	08/09/2016	0.00	0.00	9,976,800.00	0.00	9,990,933.33	9,990,933.33
62455AL47	10,000,000.00	0.962	11/04/2016	0.00	0.00	9,976,800.00	0.00	9,990,933.33	9,990,933.33

Portfolio FORT

City of Fort Worth, Texas - ST
Texas Compliance Change in Val Report
July 1, 2016 - September 30, 2016

Inv #	Issuer	Fund	Purch Date	Interest Accrual	Beginning Book Value				Ending Book Value
Cusip	Par Value	YTM	Mat Date	Interest Received	Beginning Market Value	Purchases/ Additions	Redemptions	Change in Value	Ending Market Value
1486	ANGLE	G	09/16/2016	0.00	0.00	9,976,250.00	0.00	9,980,208.33	9,980,208.33
0347M2MF0	10,000,000.00	0.952	12/15/2016	0.00	0.00	9,976,250.00	0.00	9,980,208.33	9,980,208.33
1425	TNOTE	G	10/30/2015	21,953.39	10,022,583.06	0.00	0.00	-9,708.60	10,012,874.46
912828SC5	10,000,000.00	0.486	01/31/2017	43,750.00	10,024,910.00	0.00	0.00	-6,850.00	10,018,060.00
1439	TNOTE	G	02/09/2016	15,708.99	9,999,519.07	0.00	0.00	193.21	9,999,712.28
912828B74	10,000,000.00	0.632	02/15/2017	31,250.00	10,010,830.00	0.00	0.00	-1,130.00	10,009,700.00
1413	TNOTE	G	05/26/2015	10,055.84	7,998,473.41	0.00	0.00	580.36	7,999,053.77
912828J35	8,000,000.00	0.528	02/28/2017	20,000.00	8,002,184.00	0.00	0.00	2,384.00	8,004,568.00
1356	TNOTE	G	07/25/2014	25,138.12	10,010,446.43	0.00	0.00	-3,520.41	10,006,926.02
912828SM3	10,000,000.00	0.858	03/31/2017	50,000.00	10,037,120.00	0.00	0.00	-12,100.00	10,025,020.00
1357	TNOTE	G	07/25/2014	32,812.50	14,997,890.62	0.00	0.00	640.48	14,998,531.10
912828SS0	15,000,000.00	0.892	04/30/2017	0.00	15,045,570.00	0.00	0.00	-15,975.00	15,029,595.00
1412	TNOTE	G	05/26/2015	15,710.38	10,000,354.53	0.00	0.00	-97.65	10,000,256.88
912828SY7	10,000,000.00	0.621	05/31/2017	0.00	10,008,980.00	0.00	0.00	-7,030.00	10,001,950.00
1426	TNOTE	G	10/30/2015	23,565.58	15,000,000.00	0.00	0.00	0.00	15,000,000.00
912828SY7	15,000,000.00	0.624	05/31/2017	0.00	15,013,470.00	0.00	0.00	-10,545.00	15,002,925.00
1461	TNOTE	G	05/26/2016	15,710.38	9,989,421.45	0.00	0.00	2,913.85	9,992,335.30
912828SY7	10,000,000.00	0.741	05/31/2017	0.00	10,008,980.00	0.00	0.00	-7,030.00	10,001,950.00
1440	TNOTE	G	02/09/2016	46,875.00	25,014,723.57	0.00	0.00	-3,721.34	25,011,002.23
912828TB6	25,000,000.00	0.690	06/30/2017	0.00	25,057,625.00	0.00	0.00	-30,325.00	25,027,300.00
1419	TNOTE	G	09/18/2015	18,817.19	14,959,615.85	0.00	0.00	9,405.93	14,969,021.78
912828TG5	15,000,000.00	0.751	07/31/2017	37,500.00	14,995,320.00	0.00	0.00	-9,390.00	14,985,930.00
1424	TNOTE	G	10/30/2015	23,521.49	14,995,298.77	0.00	0.00	1,094.97	14,996,393.74
912828XP0	15,000,000.00	0.654	07/31/2017	46,875.00	15,014,655.00	0.00	0.00	-15,240.00	14,999,415.00
1384	TNOTE	G	12/31/2014	50,144.13	20,002,347.42	0.00	0.00	-489.71	20,001,857.71
912828D98	20,000,000.00	0.990	09/15/2017	100,000.00	20,105,460.00	0.00	0.00	-43,740.00	20,061,720.00

City of Fort Worth, Texas - ST
Texas Compliance Change in Val Report
July 1, 2016 - September 30, 2016

Inv #	Issuer	Fund	Purch Date	Interest Accrual	Beginning Book Value				Ending Book Value
Cusip	Par Value	YTM	Mat Date	Interest Received	Beginning Market Value	Purchases/ Additions	Redemptions	Change in Value	Ending Market Value
1245	FHLBC	G	10/23/2012	2,750.00	9,998,688.89	0.00	10,000,000.00	-9,998,688.89	0.00
313380Z34	0.00	0.000	10/23/2017	19,750.00	10,000,260.00	0.00	10,000,000.00	-10,000,260.00	0.00
1438	TNOTE	G	02/09/2016	28,125.00	15,002,717.64	0.00	0.00	-513.40	15,002,204.24
912828TW0	15,000,000.00	0.736	10/31/2017	0.00	15,036,330.00	0.00	0.00	-25,785.00	15,010,545.00
1251	FNMAC	G	11/07/2012	33,750.00	14,995,747.50	0.00	0.00	787.50	14,996,535.00
3135G0RK1	15,000,000.00	0.921	11/07/2017	0.00	15,004,140.00	0.00	0.00	-4,590.00	14,999,550.00
1441	TNOTE	G	02/09/2016	43,750.00	20,037,698.64	0.00	0.00	-6,908.91	20,030,789.73
912828G20	20,000,000.00	0.736	11/15/2017	0.00	20,082,820.00	0.00	0.00	-44,540.00	20,038,280.00
1462	TNOTE	G	05/26/2016	37,500.00	15,023,377.20	0.00	0.00	-3,148.91	15,020,228.29
912828XA3	15,000,000.00	0.915	05/15/2018	0.00	15,112,500.00	0.00	0.00	-52,740.00	15,059,760.00
1471	TNOTE	G	07/01/2016	31,250.00	0.00	20,016,406.25	0.00	20,014,335.78	20,014,335.78
912828R93	20,000,000.00	0.583	06/30/2018	0.00	0.00	20,016,406.25	0.00	19,956,240.00	19,956,240.00
1470	FNMAC	G	07/20/2016	16,763.89	0.00	10,000,000.00	0.00	10,000,000.00	10,000,000.00
3136G3XL4	10,000,000.00	0.850	07/20/2018	0.00	0.00	10,000,000.00	0.00	9,976,990.00	9,976,990.00
1472	FHLMCC	G	07/27/2016	31,733.33	0.00	17,000,000.00	0.00	17,000,000.00	17,000,000.00
3134G9Q67	17,000,000.00	1.050	07/27/2018	0.00	0.00	17,000,000.00	0.00	16,995,410.00	16,995,410.00
1487	TNOTE	G	09/16/2016	4,661.60	0.00	14,998,538.10	0.00	14,998,568.81	14,998,568.81
9128282C3	15,000,000.00	0.755	08/31/2018	0.00	0.00	14,998,538.10	0.00	14,997,075.00	14,997,075.00
1453	TNOTE	G	03/29/2016	70,430.08	25,075,373.04	0.00	0.00	-7,472.33	25,067,900.71
912828N63	25,000,000.00	1.004	01/15/2019	83,447.80	25,280,275.00	0.00	0.00	-112,300.00	25,167,975.00
1452	TNOTE	G	03/29/2016	50,144.13	19,985,733.70	0.00	0.00	1,329.78	19,987,063.48
912828P65	20,000,000.00	1.026	03/15/2019	92,391.30	19,985,733.70	0.00	0.00	1,329.78	19,987,063.48
1448	FFCBC	G	02/23/2016	3,281.25	1,050,000.00	0.00	0.00	0.00	1,050,000.00
3133EFD20	1,050,000.00	1.250	05/23/2019	0.00	1,050,039.90	0.00	0.00	-1,398.60	1,048,641.30
1466	FNMAC	G	06/28/2016	62,500.00	20,000,000.00	0.00	0.00	0.00	20,000,000.00
3135G0K93	20,000,000.00	1.250	06/28/2019	0.00	20,014,940.00	0.00	0.00	-14,640.00	20,000,300.00

City of Fort Worth, Texas - ST
Texas Compliance Change in Val Report
July 1, 2016 - September 30, 2016

Inv #	Issuer	Fund	Purch Date	Interest Accrual	Beginning Book Value				Ending Book Value
Cusip	Par Value	YTM	Mat Date	Interest Received	Beginning Market Value	Purchases/ Additions	Redemptions	Change in Value	Ending Market Value
1469	FNMAC	G	06/28/2016	31,250.00	10,000,000.00	0.00	0.00	0.00	10,000,000.00
3135G0K93	10,000,000.00	1.250	06/28/2019	0.00	10,007,470.00	0.00	0.00	-7,320.00	10,000,150.00
1473	FHLMCC	G	07/26/2016	45,138.89	0.00	20,000,000.00	0.00	20,000,000.00	20,000,000.00
3134G9Q75	20,000,000.00	1.250	07/26/2019	0.00	0.00	20,000,000.00	0.00	20,000,460.00	20,000,460.00
1454	TNOTE	G	04/04/2016	65,860.16	29,920,659.33	0.00	0.00	6,488.31	29,927,147.64
912828TH3	30,000,000.00	0.962	07/31/2019	85,096.15	30,123,060.00	0.00	0.00	-116,040.00	30,007,020.00
1483	TNOTE	G	09/02/2016	11,820.65	0.00	19,903,125.00	0.00	19,905,733.52	19,905,733.52
9128282B5	20,000,000.00	0.916	08/15/2019	0.00	0.00	19,903,125.00	0.00	19,930,460.00	19,930,460.00
1447	FFCBC	G	02/26/2016	27,000.00	8,000,000.00	0.00	0.00	0.00	8,000,000.00
3133EFZU4	8,000,000.00	1.357	08/16/2019	51,000.00	8,000,136.00	0.00	0.00	-120.00	8,000,016.00
1446	FNMAC	G	02/26/2016	9,100.00	2,600,000.00	0.00	0.00	0.00	2,600,000.00
3136G2YA9	2,600,000.00	1.400	11/26/2019	18,200.00	2,601,287.00	0.00	0.00	-405.60	2,600,881.40
1444	FNMAC	G	02/26/2016	25,900.00	7,400,000.00	0.00	0.00	0.00	7,400,000.00
3136G2YA9	7,400,000.00	1.400	11/26/2019	51,800.00	7,403,663.00	0.00	0.00	-1,154.40	7,402,508.60
1481	FHLMCC	G	08/30/2016	23,250.00	0.00	20,000,000.00	0.00	20,000,000.00	20,000,000.00
3134GAGX6	20,000,000.00	1.350	05/28/2020	0.00	0.00	20,000,000.00	0.00	19,977,240.00	19,977,240.00
1467	FNMAC	G	06/30/2016	71,000.00	20,000,000.00	0.00	0.00	0.00	20,000,000.00
3136G3TA3	20,000,000.00	1.420	06/30/2020	0.00	20,013,100.00	0.00	0.00	-11,840.00	20,001,260.00
1475	FNMAC	G	08/04/2016	33,012.50	0.00	15,000,000.00	0.00	15,000,000.00	15,000,000.00
3136G3Q57	15,000,000.00	1.390	08/04/2020	0.00	0.00	15,000,000.00	0.00	14,909,730.00	14,909,730.00
1463	FHLMCS	G	06/15/2016	75,000.00	20,000,000.00	0.00	0.00	0.00	20,000,000.00
3134G9RQ2	20,000,000.00	1.500	06/15/2021	0.00	20,013,320.00	0.00	0.00	-10,940.00	20,002,380.00
1459	FFCBC	G	06/01/2016	65,666.67	19,980,000.00	0.00	20,000,000.00	-19,980,000.00	0.00
3133EGCC7	0.00	0.000	06/01/2022	98,500.00	20,011,460.00	0.00	20,000,000.00	-20,011,460.00	0.00
1460	FHLMCS	G	06/01/2016	54,166.67	20,000,000.00	0.00	20,000,000.00	-20,000,000.00	0.00
3134G9RB5	0.00	0.000	12/01/2023	81,250.00	20,006,900.00	0.00	20,000,000.00	-20,006,900.00	0.00

City of Fort Worth, Texas - ST
Texas Compliance Change in Val Report
July 1, 2016 - September 30, 2016

Inv #	Issuer	Fund	Purch Date	Interest Accrual	Beginning Book Value				Ending Book Value
Cusip	Par Value	YTM	Mat Date	Interest Received	Beginning Market Value	Purchases/ Additions	Redemptions	Change in Value	Ending Market Value
Sub Totals For: Fund: General Fund				1,546,533.19	622,714,357.28	167,481,724.57	139,962,072.22	26,952,571.71	649,666,928.99
				1,354,739.44	623,759,623.61	167,481,724.57	139,962,072.22	26,159,974.45	649,919,598.06
Fund: SE Landfill Trust									
103	NWTXX	SELANDFIL	04/01/2007	0.45	4,772,495.34	166,537.49	0.45	166,537.04	4,939,032.38
94975H270	4,939,032.38	0.010	/ /	0.45	4,772,495.34	166,537.49	0.45	166,537.04	4,939,032.38
Sub Totals For: Fund: SE Landfill Trust				0.45	4,772,495.34	166,537.49	0.45	166,537.04	4,939,032.38
				0.45	4,772,495.34	166,537.49	0.45	166,537.04	4,939,032.38
Report Grand Totals:				1,546,533.64	627,486,852.62	167,648,262.06	139,962,072.67	27,119,108.75	654,605,961.37
				1,354,739.89	628,532,118.95	167,648,262.06	139,962,072.67	26,326,511.49	654,858,630.44

FORT WORTH



**Quarterly Investment Report
Long - Term Portfolio
As of September 30, 2016**

PATTERSON & ASSOCIATES



INVESTMENT PROFESSIONALS

City of Fort Worth, Texas

Long - Term Portfolio

June 30, 2016 – September 30, 2016
Portfolio Summary Management Report

This quarterly report is in compliance with the investment policy and strategy as established by the City of Fort Worth, and the Public Funds Investment Act (Chapter 2256, Texas Government Code).

<u>Portfolio as of June 30, 2016</u>		<u>Portfolio as of September 30, 2016</u>	
Beginning Book Value ¹	\$ 320,952,748	Ending Book Value	\$ 295,542,030
Beginning Market Value	\$ 321,447,070	Ending Market Value	\$ 295,556,540
Unrealized Gain/Loss	\$ 494,322	Total Income for the period	\$ 775,962
		Unrealized Gain/Loss	\$ 14,510
		Change in Unrealized Gain/Loss	\$ (479,812)
WAM at Beginning Period Date ¹	1,015 days	WAM at Ending Period Date ¹	1,154 days
		Change in Market Value ²	\$ (25,890,530)

Average Yield to Maturity for period	1.151%
Average Yield 180-day T-Bill for period	0.440%
Average Yield 1 year Treasury Note for period	0.560%

Prepared by:



City of Fort Worth
 Aaron Bovos, Chief Financial Officer



Registered Investment Advisor
 Patterson & Associates, Linda T. Patterson, President



City of Fort Worth
 Jay Rutledge, Treasury Supervisor

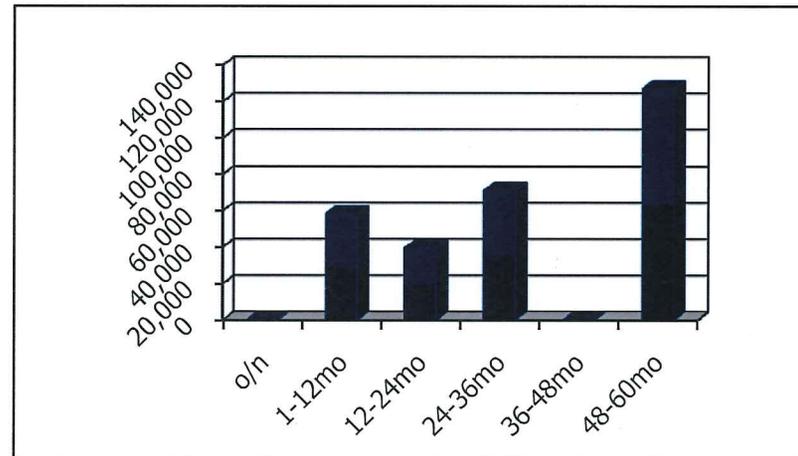
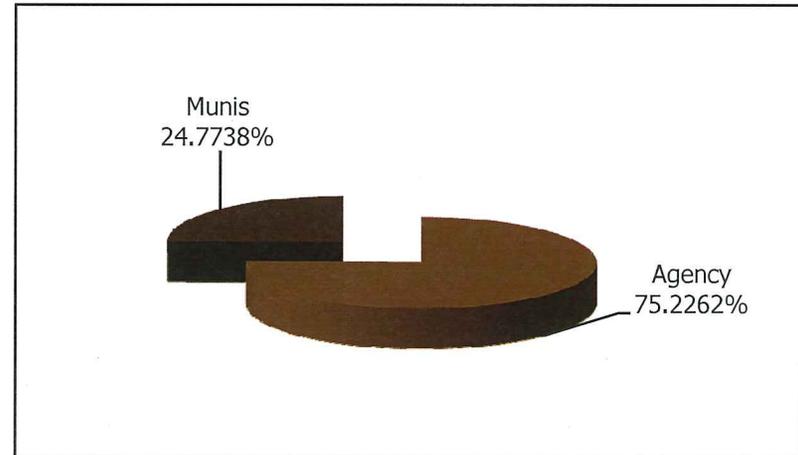
¹WAM represents weighted average maturity.

²Change in Market Value is required data, but will primarily reflect the receipt and expenditure of the City's funds from quarter to quarter.

Your Portfolio

As of September 30 2016

- P&A constantly reviews your portfolio for optimal asset allocation and a controlled average maturity because a diversified portfolio can better adjust to volatile market conditions.
- The very short-term rates have moved up in the last quarter offering some opportunities for diversification – especially for those with access to commercial paper. Past one year there are many more alternatives as rates creep up.
- Banks remain *uninterested* in new deposits and municipal debt has become less attractive as the supply of new muni bonds dries up. Few outperform the agencies at this point in time.
- It is still time to reduce cash balances and stretch out longer and into the two year area if possible.
- Your net yield of 1.16% compared to some basic benchmarks generated additional quarterly earnings of:
 - Q 3 mo. T-Bill \$ 568,369.43
 - Q 6 mo. T-Bill \$ 475,617.34
 - Q 1 yr T-Bill \$ 396,115.54





**City of Fort Worth, Texas - Long Term
Portfolio Management
Portfolio Summary
September 30, 2016**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746
-

Investments	Par Value	Market Value	Book Value	% of Portfolio	Term	Days to Maturity	YTM 365 Equiv.
Federal Agency Coupon Securities	222,331,000.00	222,170,214.99	222,324,910.16	75.23	1,607	1,468	1.332
Municipal Obligations	73,175,000.00	73,386,325.00	73,217,119.87	24.77	1,051	200	0.970
Investments	295,506,000.00	295,556,539.99	295,542,030.03	100.00%	1,469	1,154	1.243
Cash and Accrued Interest							
Accrued Interest at Purchase		666.67	666.67				
Subtotal		666.67	666.67				
Total Cash and Investments	295,506,000.00	295,557,206.66	295,542,696.70		1,469	1,154	1.243

Total Earnings	September 30 Month Ending	Fiscal Year To Date	Fiscal Year Ending
Current Year	257,418.97	4,069,267.96	4,069,267.96

The following reports are submitted in accordance with the Public Funds Investment Act (Texas Gov't Code 2256). The reports also offer supplemental information not required by the Act in order to fully inform the governing body of the City of the position and activity within the City's portfolio of investments. The reports include a management summary overview, a detailed inventory report for the end of the period, a transaction report, as well as graphic representations of the portfolio to provide full disclosure to the governing body.


Jay Rutledge, Treasury Supervisor

11/9/16



City of Fort Worth, Texas - Lo
Summary by Type
September 30, 2016
Grouped by Fund

Patterson & Associates
 901 S. MoPac
 Suite 195
 Austin, TX 78746
 -

Security Type	Number of Investments	Par Value	Book Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: General Fund						
Federal Agency Coupon Securities	14	222,331,000.00	222,324,910.16	75.23	1.332	1,468
Municipal Obligations	6	73,175,000.00	73,217,119.87	24.77	0.970	200
Subtotal	<u>20</u>	<u>295,506,000.00</u>	<u>295,542,030.03</u>	<u>100.00</u>	<u>1.243</u>	<u>1,154</u>
Total and Average	20	295,506,000.00	295,542,030.03	100.00	1.243	1,154



**City of Fort Worth, Texas - Lo
Fund G - General Fund
Investments by Fund
September 30, 2016**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746

CUSIP	Investment #	Issuer	Purchase Date	Book Value	Par Value	Market Value	Current Rate	YTM 360	YTM 365	Maturity Date	Days To Maturity
Federal Agency Coupon Securities											
3133EC4Y7	1256	FFCB Call Note	11/27/2012	9,378,831.95	9,381,000.00	9,381,056.29	0.930	0.937	0.950	11/27/2017	422
3133EFD20	1442	FFCB Call Note	02/23/2016	8,950,000.00	8,950,000.00	8,938,418.70	1.250	1.233	1.250	05/23/2019	964
3130A7UE3	1457	FHLB Step Note	04/29/2016	6,996,832.40	7,000,000.00	7,000,525.00	2.000	2.005	2.033	04/28/2026	3,496
3134G8UD9	1451	FHLMC Call Note	04/11/2016	15,000,000.00	15,000,000.00	15,007,500.00	1.050	1.035	1.050	04/11/2018	557
3134G9VE4	1465	FHLMC Call Note	06/28/2016	17,000,000.00	17,000,000.00	16,999,915.00	1.100	1.084	1.100	12/28/2018	818
3134GAHH0	1480	FHLMC Call Note	09/15/2016	20,000,000.00	20,000,000.00	19,998,840.00	1.550	1.528	1.550	09/15/2021	1,810
3134G9CK1	1458	FHLMC Step Note	04/29/2016	4,999,245.81	5,000,000.00	5,000,690.00	2.000	1.983	2.011	04/28/2026	3,496
3134GAKT0	1485	FHLMC Step Note	09/29/2016	20,000,000.00	20,000,000.00	19,986,820.00	1.150	1.134	1.150	09/29/2021	1,824
3135G0K85	1464	FNMA Call Note	06/13/2016	25,000,000.00	25,000,000.00	25,020,975.00	1.400	1.380	1.400	06/13/2019	985
3136G3Q65	1474	FNMA Call Note	08/04/2016	15,000,000.00	15,000,000.00	14,891,835.00	1.560	1.538	1.560	08/04/2021	1,768
3136G33J2	1479	FNMA Call Note	08/24/2016	20,000,000.00	20,000,000.00	19,974,580.00	1.500	1.479	1.500	08/24/2021	1,788
3136G35D3	1482	FNMA Call Note	09/06/2016	20,000,000.00	20,000,000.00	19,978,600.00	1.150	1.134	1.150	09/06/2019	1,070
3136G36C4	1484	FNMA Call Note	09/29/2016	20,000,000.00	20,000,000.00	19,986,240.00	1.600	1.578	1.600	09/29/2021	1,824
3136G3BP9	1450	FNMA Step Note	02/26/2016	20,000,000.00	20,000,000.00	20,004,220.00	1.000	0.986	1.000	02/26/2021	1,609
Subtotal and Average				222,324,910.16	222,331,000.00	222,170,214.99		1.314	1.332		1,468
Municipal Obligations											
546415S43	1325	Louisiana State	02/20/2014	7,004,370.22	7,000,000.00	7,006,510.00	1.000	0.799	0.810	02/01/2017	123
546415S50	1326	Louisiana State	02/20/2014	15,056,444.76	15,000,000.00	15,125,700.00	1.500	1.193	1.210	02/01/2018	488
574193JA7	1327	Maryland State	03/18/2014	15,120,050.92	15,130,000.00	15,135,295.50	0.700	0.848	0.860	03/01/2017	151
57582RAL0	1372	Massachusetts State	11/25/2014	20,000,327.59	20,000,000.00	19,996,800.00	0.580	0.552	0.560	11/01/2016	31
63165TPL3	1415	Nassau County NY	06/02/2015	6,000,000.00	6,000,000.00	6,005,700.00	1.125	1.109	1.125	12/15/2016	75
64966K2L6	1296	New York NY	10/16/2013	10,035,926.38	10,045,000.00	10,116,319.50	1.500	1.590	1.612	08/01/2017	304
Subtotal and Average				73,217,119.87	73,175,000.00	73,386,325.00		0.957	0.970		199
Total Investments and Average				295,542,030.03	295,506,000.00	295,556,539.99		1.226	1.243		1,153



INVESTMENT PROFESSIONALS

**City of Fort Worth, Texas - Lo
Cash Reconciliation Report
For the Period July 1, 2016 - September 30, 2016
Grouped by Fund**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746

Trans. Date	Investment #	Fund	Trans. Type	Security ID	Par Value	Security Description	Maturity Date	Purchases	Interest	Redemptions	Cash
General Fund											
07/08/2016	1455	G	Interest	3130A7Q65	17,000,000.00	FHLBC 17.0M 1.26% Mat.	04/08/2019	0.00	53,550.00	0.00	53,550.00
07/08/2016	1455	G	Call	3130A7Q65	17,000,000.00	0.0M 1.26%	04/08/2019	0.00	0.00	17,000,000.00	17,000,000.00
07/27/2016	1428	G	Interest	3136G2VA2	20,000,000.00	FNMAS 20.0M 1.15% Mat.	07/27/2020	0.00	115,000.00	0.00	115,000.00
07/27/2016	1428	G	Call	3136G2VA2	20,000,000.00	0.0M 1.15%	07/27/2020	0.00	0.00	20,000,000.00	20,000,000.00
07/30/2016	1468	G	Interest	3136G1CH0	10,000,000.00	FNMAC 10.0M 1.50% Mat.	01/30/2020	0.00	75,000.00	0.00	75,000.00
07/30/2016	1468	G	Call	3136G1CH0	10,000,000.00	0.0M 1.50%	01/30/2020	0.00	0.00	10,000,000.00	10,000,000.00
08/01/2016	1296	G	Interest	64966K2L6	10,045,000.00	NYNY 10.0M 1.50% Mat.	08/01/2017	0.00	75,337.50	0.00	75,337.50
08/01/2016	1301	G	Interest	93974CQU7	5,000,000.00	WASHST 5.0M 3.35% Mat.	08/01/2016	0.00	83,675.00	0.00	83,675.00
08/01/2016	1325	G	Interest	546415S43	7,000,000.00	LASTAT 7.0M 1.00% Mat.	02/01/2017	0.00	35,000.00	0.00	35,000.00
08/01/2016	1326	G	Interest	546415S50	15,000,000.00	LASTAT 15.0M 1.50% Mat.	02/01/2018	0.00	112,500.00	0.00	112,500.00
08/01/2016	1301	G	Maturity	93974CQU7	5,000,000.00	WASHST 5.0M 3.35% Mat.	08/01/2016	0.00	0.00	5,000,000.00	5,000,000.00
08/04/2016	1474	G	Purchase	3136G3Q65	15,000,000.00	FNMAC 15.0M 1.56% Mat.	08/04/2021	-15,000,000.00	0.00	0.00	-15,000,000.00
08/17/2016	1456	G	Interest	3134G9FK8	20,000,000.00	FHLMCS 20.0M 1.10% Mat.	05/17/2019	0.00	55,000.00	0.00	55,000.00
08/17/2016	1456	G	Call	3134G9FK8	20,000,000.00	0.0M 1.10%	05/17/2019	0.00	0.00	20,000,000.00	20,000,000.00
08/24/2016	1479	G	Purchase	3136G33J2	20,000,000.00	FNMAC 20.0M 1.50% Mat.	08/24/2021	-20,000,000.00	0.00	0.00	-20,000,000.00
08/26/2016	1443	G	Interest	3136G2ZZ3	11,000,000.00	FNMAS 11.0M 0.60% Mat.	02/26/2019	0.00	33,000.00	0.00	33,000.00
08/26/2016	1445	G	Interest	3136G2XB8	7,400,000.00	FNMAC 7.4M 1.30% Mat.	08/26/2019	0.00	48,100.00	0.00	48,100.00
08/26/2016	1449	G	Interest	3136G3BN4	20,000,000.00	FNMAS 20.0M 0.75% Mat.	02/26/2020	0.00	75,000.00	0.00	75,000.00
08/26/2016	1450	G	Interest	3136G3BP9	20,000,000.00	FNMAS 20.0M 1.00% Mat.	02/26/2021	0.00	100,000.00	0.00	100,000.00
08/26/2016	1443	G	Call	3136G2ZZ3	11,000,000.00	0.0M 0.60%	02/26/2019	0.00	0.00	11,000,000.00	11,000,000.00
08/26/2016	1445	G	Call	3136G2XB8	7,400,000.00	0.0M 1.30%	08/26/2019	0.00	0.00	7,400,000.00	7,400,000.00
08/26/2016	1449	G	Call	3136G3BN4	20,000,000.00	0.0M 0.75%	02/26/2020	0.00	0.00	20,000,000.00	20,000,000.00
08/27/2016	1431	G	Interest	3136G2VB0	20,000,000.00	FNMAS 20.0M 1.00% Mat.	11/27/2020	0.00	50,000.00	0.00	50,000.00
08/27/2016	1431	G	Call	3136G2VB0	20,000,000.00	0.0M 1.00%	11/27/2020	0.00	0.00	20,000,000.00	20,000,000.00
09/01/2016	1327	G	Interest	574193JA7	15,130,000.00	MARYST 15.1M 0.70% Mat.	03/01/2017	0.00	52,955.00	0.00	52,955.00
09/06/2016	1482	G	Purchase	3136G35D3	20,000,000.00	FNMAC 20.0M 1.15% Mat.	09/06/2019	-20,000,000.00	0.00	0.00	-20,000,000.00
09/15/2016	1480	G	Purchase	3134GAHH0	20,000,000.00	FHLMCC 20.0M 1.55% Mat.	09/15/2021	-20,000,000.00	0.00	0.00	-20,000,000.00
09/27/2016	1264	G	Interest	3136G17H6	10,000,000.00	FNMAC 10.0M 0.65% Mat.	12/27/2016	0.00	16,250.00	0.00	16,250.00
09/27/2016	1264	G	Call	3136G17H6	10,000,000.00	0.0M 0.65%	12/27/2016	0.00	0.00	10,000,000.00	10,000,000.00
09/29/2016	1484	G	Purchase	3136G36C4	20,000,000.00	FNMAC 20.0M 1.60% Mat.	09/29/2021	-20,000,000.00	0.00	0.00	-20,000,000.00
09/29/2016	1485	G	Purchase	3134GAKT0	20,000,000.00	FHLMCS 20.0M 1.15% Mat.	09/29/2021	-20,000,000.00	0.00	0.00	-20,000,000.00
Subtotal								-115,000,000.00	980,367.50	140,400,000.00	26,380,367.50
Total								-115,000,000.00	980,367.50	140,400,000.00	26,380,367.50



**City of Fort Worth, Texas - Lo
Purchases Report
Sorted by Fund - Fund
July 1, 2016 - September 30, 2016**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746
-

CUSIP	Investment #	Fund	Sec. Type Issuer	Original Par Value	Purchase Date	Payment Periods	Principal Purchased	Accrued Interest at Purchase	Rate at Purchase	Maturity Date	YTM	Ending Book Value
General Fund												
3136G3Q65	1474	G	FAC FNMAC	15,000,000.00	08/04/2016	02/04 - 08/04	15,000,000.00		1.560	08/04/2021	1.560	15,000,000.00
3136G33J2	1479	G	FAC FNMAC	20,000,000.00	08/24/2016	02/24 - 08/24	20,000,000.00		1.500	08/24/2021	1.500	20,000,000.00
3136G35D3	1482	G	FAC FNMAC	20,000,000.00	09/06/2016	03/06 - 09/06	20,000,000.00		1.150	09/06/2019	1.150	20,000,000.00
3134GAHH0	1480	G	FAC FHLMCC	20,000,000.00	09/15/2016	03/15 - 09/15	20,000,000.00		1.550	09/15/2021	1.550	20,000,000.00
3134GAKT0	1485	G	FAC FHLMCS	20,000,000.00	09/29/2016	03/29 - 09/29	20,000,000.00		1.150	09/29/2021	1.150	20,000,000.00
3136G36C4	1484	G	FAC FNMAC	20,000,000.00	09/29/2016	03/29 - 09/29	20,000,000.00		1.600	09/29/2021	1.600	20,000,000.00
			Subtotal	115,000,000.00			115,000,000.00	0.00				115,000,000.00
			Total Purchases	115,000,000.00			115,000,000.00	0.00				115,000,000.00



City of Fort Worth, Texas - Lo
Maturity Report
Sorted by Maturity Date
 Amounts due during July 1, 2016 - September 30, 2016

Patterson & Associates
 901 S. MoPac
 Suite 195
 Austin, TX 78746
 -

CUSIP	Investment #	Fund	Sec. Type Issuer	Par Value	Maturity Date	Purchase Date at Maturity	Rate	Book Value at Maturity	Interest	Maturity Proceeds	Net Income
93974CQU7	1301	G	MC1 WASHST	5,000,000.00	08/01/2016	11/05/2013	3.347	5,000,000.00	83,675.00	5,083,675.00	83,675.00
Total Maturities				5,000,000.00				5,000,000.00	83,675.00	5,083,675.00	83,675.00



**City of Fort Worth, Texas - Lo
Sales/Call Report
Sorted by Maturity Date - Fund
July 1, 2016 - September 30, 2016**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746
-

CUSIP	Investment #	Fund	Issuer Sec. Type	Purchase Date	Redem. Date Matur. Date	Par Value	Rate at Redem.	Book Value at Redem.	Redemption Principal	Redemption Interest	Total Amount	Net Income
12/27/2016												
3136G17H6	1264	G	FNMAC FAC	12/27/2012	09/27/2016 12/27/2016	10,000,000.00	0.650	9,999,562.50	10,000,000.00	16,250.00	10,016,250.00 Call	16,687.50
					Subtotal	10,000,000.00		9,999,562.50	10,000,000.00	16,250.00	10,016,250.00	16,687.50
02/26/2019												
3136G2ZZ3	1443	G	FNMAS FAC	02/26/2016	08/26/2016 02/26/2019	11,000,000.00	0.600 V	11,000,000.00	11,000,000.00	33,000.00	11,033,000.00 Call	33,000.00
					Subtotal	11,000,000.00		11,000,000.00	11,000,000.00	33,000.00	11,033,000.00	33,000.00
04/08/2019												
3130A7Q65	1455	G	FHLBC FAC	04/08/2016	07/08/2016 04/08/2019	17,000,000.00	1.260	17,000,000.00	17,000,000.00	53,550.00	17,053,550.00 Call	53,550.00
					Subtotal	17,000,000.00		17,000,000.00	17,000,000.00	53,550.00	17,053,550.00	53,550.00
05/17/2019												
3134G9FK8	1456	G	FHLMCS FAC	05/17/2016	08/17/2016 05/17/2019	20,000,000.00	1.100 V	20,000,000.00	20,000,000.00	55,000.00	20,055,000.00 Call	55,000.00
					Subtotal	20,000,000.00		20,000,000.00	20,000,000.00	55,000.00	20,055,000.00	55,000.00
08/26/2019												
3136G2XB8	1445	G	FNMAC FAC	02/26/2016	08/26/2016 08/26/2019	7,400,000.00	1.300	7,400,000.00	7,400,000.00	48,100.00	7,448,100.00 Call	48,100.00
					Subtotal	7,400,000.00		7,400,000.00	7,400,000.00	48,100.00	7,448,100.00	48,100.00
01/30/2020												
3136G1CH0	1468	G	FNMAC FAC	06/22/2016	07/30/2016 01/30/2020	10,000,000.00	1.500	10,000,000.00	10,000,000.00	75,000.00	10,075,000.00 Call	75,000.00
					Subtotal	10,000,000.00		10,000,000.00	10,000,000.00	75,000.00	10,075,000.00	75,000.00
02/26/2020												
3136G3BN4	1449	G	FNMAS FAC	02/26/2016	08/26/2016 02/26/2020	20,000,000.00	0.750 V	20,000,000.00	20,000,000.00	75,000.00	20,075,000.00 Call	75,000.00
					Subtotal	20,000,000.00		20,000,000.00	20,000,000.00	75,000.00	20,075,000.00	75,000.00
07/27/2020												

V - Security with variable rate change.

City of Fort Worth, Texas - Lo
Sales/Call Report
July 1, 2016 - September 30, 2016

CUSIP	Investment #	Fund	Issuer Sec. Type	Purchase Date	Redem. Date Matur. Date	Par Value	Rate at Redem.	Book Value at Redem.	Redemption Principal	Redemption Interest	Total Amount	Net Income
07/27/2020												
3136G2VA2	1428	G	FNMAS FAC	11/27/2015	07/27/2016 07/27/2020	20,000,000.00	1.150 V	20,000,000.00	20,000,000.00	115,000.00	20,115,000.00 Call	115,000.00
Subtotal						20,000,000.00		20,000,000.00	20,000,000.00	115,000.00	20,115,000.00	115,000.00
11/27/2020												
3136G2VB0	1431	G	FNMAS FAC	11/27/2015	08/27/2016 11/27/2020	20,000,000.00	1.000 V	20,000,000.00	20,000,000.00	50,000.00	20,050,000.00 Call	50,000.00
Subtotal						20,000,000.00		20,000,000.00	20,000,000.00	50,000.00	20,050,000.00	50,000.00
Total Sales						135,400,000.00		135,399,562.50	135,400,000.00	520,900.00	135,920,900.00	521,337.50

V - Security with variable rate change.



**City of Fort Worth, Texas - Lo
Interest Earnings
Sorted by Issuer - Security ID
July 1, 2016 - September 30, 2016
Yield on Average Book Value**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746

CUSIP	Investment #	Fund	Security Type	Ending Par Value	Beginning Book Value	Average Book Value	Maturity Date	Current Annualized Rate	Annualized Yield	Adjusted Interest Earnings			
										Interest Earned	Amortization/ Accretion	Adjusted Interest Earnings	
Issuer: FFCB Call Note													
3133EC4Y7	1256	G	FAC	9,381,000.00	9,378,362.90	9,378,599.97	11/27/2017	0.930	0.942	21,810.82	469.05	22,279.87	
3133EFD20	1442	G	FAC	8,950,000.00	8,950,000.00	8,950,000.00	05/23/2019	1.250	1.240	27,968.75	0.00	27,968.75	
			Subtotal	18,331,000.00	18,328,362.90	18,328,599.97				1.088	49,779.57	469.05	50,248.62
Issuer: FHLB Call Note													
3130A7Q65	1455	G	FAC	0.00	17,000,000.00	1,293,478.26	04/08/2019	1.260	1.278	4,165.00	0.00	4,165.00	
			Subtotal	0.00	17,000,000.00	1,293,478.26				1.278	4,165.00	0.00	4,165.00
Issuer: FHLB Step Note													
3130A7UE3	1457	G	FAC	7,000,000.00	6,986,273.74	6,991,610.46	04/28/2026	2.000	2.585	35,000.00	10,558.66	45,558.66	
			Subtotal	7,000,000.00	6,986,273.74	6,991,610.46				2.585	35,000.00	10,558.66	45,558.66
Issuer: FHLMC Call Note													
3134G8UD9	1451	G	FAC	15,000,000.00	15,000,000.00	15,000,000.00	04/11/2018	1.050	1.041	39,375.00	0.00	39,375.00	
3134G9VE4	1465	G	FAC	17,000,000.00	17,000,000.00	17,000,000.00	12/28/2018	1.100	1.091	46,750.00	0.00	46,750.00	
3134GAHH0	1480	G	FAC	20,000,000.00	0.00	3,478,260.87	09/15/2021	1.550	1.572	13,777.78	0.00	13,777.78	
			Subtotal	52,000,000.00	32,000,000.00	35,478,260.87				1.117	99,902.78	0.00	99,902.78
Issuer: FHLMC Step Note													
3134G9CK1	1458	G	FAC	5,000,000.00	4,996,731.84	4,998,002.49	04/28/2026	2.000	2.184	25,000.00	2,513.97	27,513.97	
3134G9FK8	1456	G	FAC	0.00	20,000,000.00	10,217,391.30	05/17/2019	1.100	1.092	28,111.11	0.00	28,111.11	
3134GAKT0	1485	G	FAC	20,000,000.00	0.00	434,782.61	09/29/2021	1.150	1.166	1,277.78	0.00	1,277.78	
			Subtotal	25,000,000.00	24,996,731.84	15,650,176.40				1.443	54,388.89	2,513.97	56,902.86
Issuer: FNMA Call Note													
3135G0K85	1464	G	FAC	25,000,000.00	25,000,000.00	25,000,000.00	06/13/2019	1.400	1.389	87,500.00	0.00	87,500.00	
3136G17H6	1264	G	FAC	0.00	9,999,144.44	9,564,601.46	12/27/2016	0.650	0.661	15,527.78	418.06	15,945.84	
3136G1CH0	1468	G	FAC	0.00	10,006,868.42	3,153,219.11	01/30/2020	1.500	0.656	12,083.33	-6,868.42	5,214.91	
3136G2XB8	1445	G	FAC	0.00	7,401,130.56	4,504,685.21	08/26/2019	1.300	1.195	14,697.22	-1,130.56	13,566.66	

City of Fort Worth, Texas - Lo
Interest Earnings
July 1, 2016 - September 30, 2016

CUSIP	Investment #	Fund	Security Type	Ending Par Value	Beginning Book Value	Average Book Value	Maturity Date	Current Annualized Rate	Annualized Yield	Adjusted Interest Earnings		
										Interest Earned	Amortization/ Accretion	Adjusted Interest Earnings
Issuer: FNMA Call Note												
3136G33J2	1479	G	FAC	20,000,000.00	0.00	8,260,869.57	08/24/2021	1.500	1.481	30,833.33	0.00	30,833.33
3136G35D3	1482	G	FAC	20,000,000.00	0.00	5,434,782.61	09/06/2019	1.150	1.166	15,972.22	0.00	15,972.22
3136G36C4	1484	G	FAC	20,000,000.00	0.00	434,782.61	09/29/2021	1.600	1.622	1,777.78	0.00	1,777.78
3136G3Q65	1474	G	FAC	15,000,000.00	0.00	9,456,521.74	08/04/2021	1.560	1.554	37,050.00	0.00	37,050.00
Subtotal				100,000,000.00	52,407,143.42	65,809,462.29		1.253		215,441.66	-7,580.92	207,860.74
Issuer: FNMA Step Note												
3136G2VA2	1428	G	FAC	0.00	20,000,000.00	5,652,173.91	07/27/2020	1.150	1.166	16,611.11	0.00	16,611.11
3136G2VB0	1431	G	FAC	0.00	20,000,000.00	12,391,304.35	11/27/2020	1.000	0.996	31,111.11	0.00	31,111.11
3136G2ZZ3	1443	G	FAC	0.00	11,000,000.00	6,695,652.17	02/26/2019	1.600	0.597	10,083.33	0.00	10,083.33
3136G3BN4	1449	G	FAC	0.00	20,000,000.00	12,173,913.04	02/26/2020	1.500	0.747	22,916.67	0.00	22,916.67
3136G3BP9	1450	G	FAC	20,000,000.00	20,000,000.00	20,000,000.00	02/26/2021	1.000	0.992	50,000.00	0.00	50,000.00
Subtotal				20,000,000.00	91,000,000.00	56,913,043.48		0.911		130,722.22	0.00	130,722.22
Issuer: Louisiana State												
546415S43	1325	G	MC1	7,000,000.00	7,007,647.88	7,005,991.23	02/01/2017	1.000	0.805	17,500.00	-3,277.66	14,222.34
546415S50	1326	G	MC1	15,000,000.00	15,067,028.15	15,061,678.93	02/01/2018	1.500	1.203	56,250.00	-10,583.39	45,666.61
Subtotal				22,000,000.00	22,074,676.03	22,067,670.17		1.077		73,750.00	-13,861.05	59,888.95
Issuer: Maryland State												
574193JA7	1327	G	MC1	15,130,000.00	15,114,081.48	15,117,098.64	03/01/2017	0.700	0.852	26,477.50	5,969.44	32,446.94
Subtotal				15,130,000.00	15,114,081.48	15,117,098.64		0.852		26,477.50	5,969.44	32,446.94
Issuer: Massachusetts State												
57582RAL0	1372	G	MC1	20,000,000.00	20,001,310.34	20,000,813.62	11/01/2016	0.580	0.556	29,000.00	-982.75	28,017.25
Subtotal				20,000,000.00	20,001,310.34	20,000,813.62		0.556		29,000.00	-982.75	28,017.25
Issuer: Nassau County NY												
63165TPL3	1415	G	MC1	6,000,000.00	6,000,000.00	6,000,000.00	12/15/2016	1.125	1.116	16,875.00	0.00	16,875.00
Subtotal				6,000,000.00	6,000,000.00	6,000,000.00		1.116		16,875.00	0.00	16,875.00
Issuer: New York NY												
64966K2L6	1296	G	MC1	10,045,000.00	10,033,204.30	10,034,580.14	08/01/2017	1.500	1.597	37,668.75	2,722.08	40,390.83
Subtotal				10,045,000.00	10,033,204.30	10,034,580.14		1.597		37,668.75	2,722.08	40,390.83

City of Fort Worth, Texas - Lo
Interest Earnings
July 1, 2016 - September 30, 2016

CUSIP	Investment #	Fund	Security Type	Ending Par Value	Beginning Book Value	Average Book Value	Maturity Date	Current Rate	Annualized Yield	Adjusted Interest Earnings		
										Interest Earned	Amortization/ Accretion	Adjusted Interest Earnings
Issuer: Washington State												
93974CQU7	1301	G	MC1	0.00	5,010,964.00	1,686,510.63	08/01/2016	3.347	0.701	13,945.83	-10,964.00	2,981.83
			Subtotal	0.00	5,010,964.00	1,686,510.63			0.701	13,945.83	-10,964.00	2,981.83
			Total	295,506,000.00	320,952,748.05	275,371,304.93			1.118	787,117.20	-11,155.52	775,961.68



**City of Fort Worth, Texas - Lo
Received Interest
Sorted by Issuer
Received July 1, 2016 - September 30, 2016**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746
-

Issuer	CUSIP	Investment #	Security Type	Par Value	Current Rate	Date Due	Date Received	Interest		Variance
								Amount Due	Amount Received	
FHLB Call Note	3130A7Q65	1455	FAC	0.00	1.260	07/08/2016	07/08/2016	53,550.00	53,550.00	-
							Subtotal	53,550.00	53,550.00	
FHLMC Step Note	3134G9FK8	1456	FAC	0.00	1.100	08/17/2016	08/17/2016	55,000.00	55,000.00	-
							Subtotal	55,000.00	55,000.00	
FNMA Call Note	3136G1CH0	1468	FAC	0.00	1.500	07/30/2016	07/30/2016	75,000.00	75,000.00	-
	3136G2XB8	1445	FAC	0.00	1.300	08/26/2016	08/26/2016	48,100.00	48,100.00	-
	3136G17H6	1264	FAC	0.00	0.650	09/27/2016	09/27/2016	16,250.00	16,250.00	-
							Subtotal	139,350.00	139,350.00	
FNMA Step Note	3136G2VA2	1428	FAC	0.00	1.150	07/27/2016	07/27/2016	115,000.00	115,000.00	-
	3136G2ZZ3	1443	FAC	0.00	1.600	08/26/2016	08/26/2016	33,000.00	33,000.00	-
	3136G3BN4	1449	FAC	0.00	1.500	08/26/2016	08/26/2016	75,000.00	75,000.00	-
	3136G3BP9	1450	FAC	20,000,000.00	1.000	08/26/2016	08/26/2016	100,000.00	100,000.00	-
	3136G2VB0	1431	FAC	0.00	1.000	08/27/2016	08/27/2016	50,000.00	50,000.00	-
							Subtotal	373,000.00	373,000.00	
Louisiana State	546415S43	1325	MC1	7,000,000.00	1.000	08/01/2016	08/01/2016	35,000.00	35,000.00	-
	546415S50	1326	MC1	15,000,000.00	1.500	08/01/2016	08/01/2016	112,500.00	112,500.00	-
							Subtotal	147,500.00	147,500.00	
Maryland State	574193JA7	1327	MC1	15,130,000.00	0.700	09/01/2016	09/01/2016	52,955.00	52,955.00	-
							Subtotal	52,955.00	52,955.00	
New York NY	64966K2L6	1296	MC1	10,045,000.00	1.500	08/01/2016	08/01/2016	75,337.50	75,337.50	-
							Subtotal	75,337.50	75,337.50	
Washington State	93974CQU7	1301	MC1	0.00	3.347	08/01/2016	08/01/2016	83,675.00	83,675.00	-
							Subtotal	83,675.00	83,675.00	

City of Fort Worth, Texas - Lo
 Received Interest
 Received July 1, 2016 - September 30, 2016

Issuer	CUSIP	Investment #	Security Type	Par Value	Current Rate			Interest		Variance
						Date Due	Date Received	Amount Due	Amount Received	
							Total	980,367.50	980,367.50	
							Total Cash Overpayment	0.00		
							Total Cash Shortfall	0.00		



**City of Fort Worth, Texas - Lo
Amortization Schedule
July 1, 2016 - September 30, 2016
Sorted By Fund - Fund**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746
-

Investment #	Maturity Date	Beginning Par Value				Amounts Amortized				
Issuer	Fund	Amort. Date	Current Rate	Purchase Principal	Original Premium or Discount	Ending Book Value	And Unamortized As of 07/01/2016	Amount Amortized This Period	Amt Amortized Through 09/30/2016	Amount Unamortized Through 09/30/2016
General Fund										
1256	G	11/27/2017	9,381,000.00	9,371,619.00	-9,381.00	9,378,831.95	6,743.90	469.05	7,212.95	-2,168.05
FFCB Call Note		11/27/2017	0.930				-2,637.10			
1457	G	04/28/2026	7,000,000.00	6,979,000.00	-21,000.00	6,996,832.40	7,273.74	10,558.66	17,832.40	-3,167.60
FHLB Step Note		10/28/2016	2.000				-13,726.26			
1458	G	04/28/2026	5,000,000.00	4,995,000.00	-5,000.00	4,999,245.81	1,731.84	2,513.97	4,245.81	-754.19
FHLMC Step Note		10/28/2016	2.000				-3,268.16			
1264	G	12/27/2016	10,000,000.00	9,993,000.00	-7,000.00	0.00	6,144.44	418.06	6,562.50	0.00
FNMA Call Note		12/27/2016	0.650				-855.56			
1445	G	08/26/2019	7,400,000.00	7,403,700.00	3,700.00	0.00	-2,569.44	-1,130.56	-3,700.00	0.00
FNMA Call Note		08/26/2016	1.300				1,130.56			
1468	G	01/30/2020	10,000,000.00	10,009,000.00	9,000.00	0.00	-2,131.58	-6,868.42	-9,000.00	0.00
FNMA Call Note		07/30/2016	1.500				6,868.42			
1325	G	02/01/2017	7,000,000.00	7,038,640.00	38,640.00	7,004,370.22	-30,992.12	-3,277.66	-34,269.78	4,370.22
Louisiana State			1.000				7,647.88			
1326	G	02/01/2018	15,000,000.00	15,167,100.00	167,100.00	15,056,444.76	-100,071.85	-10,583.39	-110,655.24	56,444.76
Louisiana State			1.500				67,028.15			
1327	G	03/01/2017	15,130,000.00	15,059,494.20	-70,505.80	15,120,050.92	54,587.28	5,969.44	60,556.72	-9,949.08
Maryland State			0.700				-15,918.52			
1372	G	11/01/2016	20,000,000.00	20,007,600.00	7,600.00	20,000,327.59	-6,289.66	-982.75	-7,272.41	327.59
Massachusetts State			0.580				1,310.34			
1296	G	08/01/2017	10,045,000.00	10,003,715.05	-41,284.95	10,035,926.38	29,489.25	2,722.08	32,211.33	-9,073.62
New York NY			1.500				-11,795.70			
1301	G	08/01/2016	5,000,000.00	5,360,350.00	360,350.00	0.00	-349,386.00	-10,964.00	-360,350.00	0.00
Washington State			3.347				10,964.00			
			Subtotal	121,388,218.25	432,218.25	88,592,030.03	-385,470.20	-11,155.52	-396,625.72	36,030.03
			Total	121,388,218.25	432,218.25	88,592,030.03	-385,470.20	-11,155.52	-396,625.72	36,030.03
							46,748.05			



**City of Fort Worth, Texas - Lo
Projected Cashflow Report
Sorted by Monthly
For the Period October 1, 2016 - April 30, 2017**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746
-

Projected Trans. Date	Investment #	Fund	Security ID	Transaction Type	Issuer	Par Value	Original Cost	Principal	Interest	Total
October 2016										
10/11/2016	1451	G	3134G8UD9	Interest	FHLMC Call Note	0.00	0.00	0.00	78,750.00	78,750.00
10/12/2016	1488	G	3136G4DT7	Purchase	FNMA Call Note	0.00	0.00	-10,000,000.00	0.00	-10,000,000.00
10/18/2016	1491	G	57582PWK2	Purchase	State of Massachusetts	0.00	0.00	-10,351,696.40	-149,683.92	-10,501,380.32
10/28/2016	1457	G	3130A7UE3	Interest	FHLB Step Note	0.00	0.00	0.00	70,000.00	70,000.00
10/28/2016	1457	G	3130A7UE3	Call	FHLB Step Note	7,000,000.00	6,979,000.00	7,000,000.00	0.00	7,000,000.00
10/28/2016	1458	G	3134G9CK1	Interest	FHLMC Step Note	0.00	0.00	0.00	50,000.00	50,000.00
10/28/2016	1458	G	3134G9CK1	Call	FHLMC Step Note	5,000,000.00	4,995,000.00	5,000,000.00	0.00	5,000,000.00
Total for October 2016						12,000,000.00	11,974,000.00	-8,351,696.40	49,066.08	-8,302,630.32
November 2016										
11/01/2016	1372	G	57582RAL0	Maturity	Massachusetts State	20,000,000.00	20,007,600.00	20,000,000.00	58,000.00	20,058,000.00
11/23/2016	1442	G	3133EFD20	Interest	FFCB Call Note	0.00	0.00	0.00	55,937.50	55,937.50
11/26/2016	1450	G	3136G3BP9	Call	FNMA Step Note	20,000,000.00	20,000,000.00	20,000,000.00	0.00	20,000,000.00
11/27/2016	1256	G	3133EC4Y7	Interest	FFCB Call Note	0.00	0.00	0.00	43,621.65	43,621.65
Total for November 2016						40,000,000.00	40,007,600.00	40,000,000.00	157,559.15	40,157,559.15
December 2016										
12/01/2016	1491	G	57582PWK2	Interest	State of Massachusetts	0.00	0.00	0.00	196,665.00	196,665.00
12/13/2016	1464	G	3135G0K85	Interest	FNMA Call Note	0.00	0.00	0.00	175,000.00	175,000.00
12/13/2016	1464	G	3135G0K85	Call	FNMA Call Note	25,000,000.00	25,000,000.00	25,000,000.00	0.00	25,000,000.00
12/15/2016	1415	G	63165TPL3	Maturity	Nassau County NY	6,000,000.00	6,000,000.00	6,000,000.00	103,687.50	6,103,687.50
12/28/2016	1465	G	3134G9VE4	Interest	FHLMC Call Note	0.00	0.00	0.00	93,500.00	93,500.00
12/28/2016	1465	G	3134G9VE4	Call	FHLMC Call Note	17,000,000.00	17,000,000.00	17,000,000.00	0.00	17,000,000.00
Total for December 2016						48,000,000.00	48,000,000.00	48,000,000.00	568,852.50	48,568,852.50
January 2017										
01/11/2017	1451	G	3134G8UD9	Call	FHLMC Call Note	15,000,000.00	15,000,000.00	15,000,000.00	0.00	15,000,000.00
Total for January 2017						15,000,000.00	15,000,000.00	15,000,000.00	0.00	15,000,000.00
February 2017										
02/01/2017	1296	G	64966K2L6	Interest	New York NY	0.00	0.00	0.00	75,337.50	75,337.50
02/01/2017	1325	G	546415S43	Maturity	Louisiana State	7,000,000.00	7,038,640.00	7,000,000.00	35,000.00	7,035,000.00
02/01/2017	1326	G	546415S50	Interest	Louisiana State	0.00	0.00	0.00	112,500.00	112,500.00

City of Fort Worth, Texas - Lo
 Projected Cashflow Report
 For the Period October 1, 2016 - April 30, 2017

Projected Trans. Date	Investment #	Fund	Security ID	Transaction Type	Issuer	Par Value	Original Cost	Principal	Interest	Total
February 2017										
02/04/2017	1474	G	3136G3Q65	Interest	FNMA Call Note	0.00	0.00	0.00	117,000.00	117,000.00
02/24/2017	1479	G	3136G33J2	Interest	FNMA Call Note	0.00	0.00	0.00	150,000.00	150,000.00
02/24/2017	1479	G	3136G33J2	Call	FNMA Call Note	20,000,000.00	20,000,000.00	20,000,000.00	0.00	20,000,000.00
02/26/2017	1450	G	3136G3BP9	Interest	FNMA Step Note	0.00	0.00	0.00	100,000.00	100,000.00
Total for February 2017						27,000,000.00	27,038,640.00	27,000,000.00	589,837.50	27,589,837.50
March 2017										
03/01/2017	1327	G	574193JA7	Maturity	Maryland State	15,130,000.00	15,059,494.20	15,130,000.00	52,955.00	15,182,955.00
03/06/2017	1482	G	3136G35D3	Interest	FNMA Call Note	0.00	0.00	0.00	115,000.00	115,000.00
03/15/2017	1480	G	3134GAHH0	Interest	FHLMC Call Note	0.00	0.00	0.00	155,000.00	155,000.00
03/15/2017	1480	G	3134GAHH0	Call	FHLMC Call Note	20,000,000.00	20,000,000.00	20,000,000.00	0.00	20,000,000.00
03/29/2017	1484	G	3136G36C4	Interest	FNMA Call Note	0.00	0.00	0.00	160,000.00	160,000.00
03/29/2017	1484	G	3136G36C4	Call	FNMA Call Note	20,000,000.00	20,000,000.00	20,000,000.00	0.00	20,000,000.00
03/29/2017	1485	G	3134GAKT0	Interest	FHLMC Step Note	0.00	0.00	0.00	115,000.00	115,000.00
03/29/2017	1485	G	3134GAKT0	Call	FHLMC Step Note	20,000,000.00	20,000,000.00	20,000,000.00	0.00	20,000,000.00
Total for March 2017						75,130,000.00	75,059,494.20	75,130,000.00	597,955.00	75,727,955.00
April 2017										
04/11/2017	1451	G	3134G8UD9	Interest	FHLMC Call Note	0.00	0.00	0.00	78,750.00	78,750.00
04/12/2017	1488	G	3136G4DT7	Interest	FNMA Call Note	0.00	0.00	0.00	76,500.00	76,500.00
04/12/2017	1488	G	3136G4DT7	Call	FNMA Call Note	0.00	0.00	10,000,000.00	0.00	10,000,000.00
04/28/2017	1457	G	3130A7UE3	Interest	FHLB Step Note	0.00	0.00	0.00	70,000.00	70,000.00
04/28/2017	1458	G	3134G9CK1	Interest	FHLMC Step Note	0.00	0.00	0.00	50,000.00	50,000.00
Total for April 2017						0.00	0.00	10,000,000.00	275,250.00	10,275,250.00
GRAND TOTALS:						217,130,000.00	217,079,734.20	206,778,303.60	2,238,520.23	209,016,823.83



**City of Fort Worth, Texas - Lo
Texas Compliance Change in Val Report
Sorted by Fund
July 1, 2016 - September 30, 2016**

Patterson & Associates
901 S. MoPac
Suite 195
Austin, TX 78746

Inv #	Issuer	Fund	Purch Date	Interest Accrual	Beginning Book Value				Ending Book Value
Cusip	Par Value	YTM	Mat Date	Interest Received	Beginning Market Value	Purchases/ Additions	Redemptions	Change in Value	Ending Market Value
Fund: General Fund									
1301	WASHST	G	11/05/2013	13,945.83	5,010,964.00	0.00	5,000,000.00	-5,010,964.00	0.00
93974CQU7	0.00	0.000	08/01/2016	83,675.00	5,011,700.00	0.00	5,000,000.00	-5,011,700.00	0.00
1372	MASSST	G	11/25/2014	29,000.00	20,001,310.34	0.00	0.00	-982.75	20,000,327.59
57582RAL0	20,000,000.00	0.560	11/01/2016	0.00	20,001,200.00	0.00	0.00	-4,400.00	19,996,800.00
1415	NCNY	G	06/02/2015	16,875.00	6,000,000.00	0.00	0.00	0.00	6,000,000.00
63165TPL3	6,000,000.00	1.125	12/15/2016	0.00	5,993,820.00	0.00	0.00	11,880.00	6,005,700.00
1264	FNMAC	G	12/27/2012	15,527.78	9,999,144.44	0.00	10,000,000.00	-9,999,144.44	0.00
3136G17H6	0.00	0.000	12/27/2016	16,250.00	10,007,050.00	0.00	10,000,000.00	-10,007,050.00	0.00
1325	LASTAT	G	02/20/2014	17,500.00	7,007,647.88	0.00	0.00	-3,277.66	7,004,370.22
546415S43	7,000,000.00	0.810	02/01/2017	35,000.00	7,018,130.00	0.00	0.00	-11,620.00	7,006,510.00
1327	MARYST	G	03/18/2014	26,477.50	15,114,081.48	0.00	0.00	5,969.44	15,120,050.92
574193JA7	15,130,000.00	0.860	03/01/2017	52,955.00	15,153,602.80	0.00	0.00	-18,307.30	15,135,295.50
1296	NYNY	G	10/16/2013	37,668.75	10,033,204.30	0.00	0.00	2,722.08	10,035,926.38
64966K2L6	10,045,000.00	1.612	08/01/2017	75,337.50	10,154,189.15	0.00	0.00	-37,869.65	10,116,319.50
1256	FFCBC	G	11/27/2012	21,810.82	9,378,362.90	0.00	0.00	469.05	9,378,831.95
3133EC4Y7	9,381,000.00	0.950	11/27/2017	0.00	9,381,234.53	0.00	0.00	-178.24	9,381,056.29
1326	LASTAT	G	02/20/2014	56,250.00	15,067,028.15	0.00	0.00	-10,583.39	15,056,444.76
546415S50	15,000,000.00	1.210	02/01/2018	112,500.00	15,191,700.00	0.00	0.00	-66,000.00	15,125,700.00
1451	FHLMCC	G	04/11/2016	39,375.00	15,000,000.00	0.00	0.00	0.00	15,000,000.00
3134G8UD9	15,000,000.00	1.050	04/11/2018	0.00	15,036,780.00	0.00	0.00	-29,280.00	15,007,500.00
1465	FHLMCC	G	06/28/2016	46,750.00	17,000,000.00	0.00	0.00	0.00	17,000,000.00
3134G9VE4	17,000,000.00	1.100	12/28/2018	0.00	17,009,078.00	0.00	0.00	-9,163.00	16,999,915.00

Portfolio FWLT

City of Fort Worth, Texas - Lo
Texas Compliance Change in Val Report
July 1, 2016 - September 30, 2016

Inv #	Issuer	Fund	Purch Date	Interest Accrual	Beginning Book Value				Ending Book Value
Cusip	Par Value	YTM	Mat Date	Interest Received	Beginning Market Value	Purchases/ Additions	Redemptions	Change in Value	Ending Market Value
1443	FNMAS	G	02/26/2016	10,083.33	11,000,000.00	0.00	11,000,000.00	-11,000,000.00	0.00
3136G2ZZ3	0.00	0.000	02/26/2019	33,000.00	11,003,839.00	0.00	11,000,000.00	-11,003,839.00	0.00
1455	FHLBC	G	04/08/2016	4,165.00	17,000,000.00	0.00	17,000,000.00	-17,000,000.00	0.00
3130A7Q65	0.00	0.000	04/08/2019	53,550.00	17,000,969.00	0.00	17,000,000.00	-17,000,969.00	0.00
1456	FHLMCS	G	05/17/2016	28,111.11	20,000,000.00	0.00	20,000,000.00	-20,000,000.00	0.00
3134G9FK8	0.00	0.000	05/17/2019	55,000.00	20,006,580.00	0.00	20,000,000.00	-20,006,580.00	0.00
1442	FFCBC	G	02/23/2016	27,968.75	8,950,000.00	0.00	0.00	0.00	8,950,000.00
3133EFD20	8,950,000.00	1.250	05/23/2019	0.00	8,950,340.10	0.00	0.00	-11,921.40	8,938,418.70
1464	FNMAC	G	06/13/2016	87,500.00	25,000,000.00	0.00	0.00	0.00	25,000,000.00
3135G0K85	25,000,000.00	1.400	06/13/2019	0.00	25,062,725.00	0.00	0.00	-41,750.00	25,020,975.00
1445	FNMAC	G	02/26/2016	14,697.22	7,401,130.56	0.00	7,400,000.00	-7,401,130.56	0.00
3136G2XB8	0.00	0.000	08/26/2019	48,100.00	7,403,914.60	0.00	7,400,000.00	-7,403,914.60	0.00
1482	FNMAC	G	09/06/2016	15,972.22	0.00	20,000,000.00	0.00	20,000,000.00	20,000,000.00
3136G35D3	20,000,000.00	1.150	09/06/2019	0.00	0.00	20,000,000.00	0.00	19,978,600.00	19,978,600.00
1468	FNMAC	G	06/22/2016	12,083.33	10,006,868.42	0.00	10,000,000.00	-10,006,868.42	0.00
3136G1CH0	0.00	0.000	01/30/2020	15,833.33	10,005,650.00	0.00	10,000,000.00	-10,005,650.00	0.00
1449	FNMAS	G	02/26/2016	22,916.67	20,000,000.00	0.00	20,000,000.00	-20,000,000.00	0.00
3136G3BN4	0.00	0.000	02/26/2020	75,000.00	20,006,220.00	0.00	20,000,000.00	-20,006,220.00	0.00
1428	FNMAS	G	11/27/2015	16,611.11	20,000,000.00	0.00	20,000,000.00	-20,000,000.00	0.00
3136G2VA2	0.00	0.000	07/27/2020	115,000.00	20,009,760.00	0.00	20,000,000.00	-20,009,760.00	0.00
1431	FNMAS	G	11/27/2015	31,111.11	20,000,000.00	0.00	20,000,000.00	-20,000,000.00	0.00
3136G2VB0	0.00	0.000	11/27/2020	50,000.00	20,021,200.00	0.00	20,000,000.00	-20,021,200.00	0.00
1450	FNMAS	G	02/26/2016	50,000.00	20,000,000.00	0.00	0.00	0.00	20,000,000.00
3136G3BP9	20,000,000.00	1.000	02/26/2021	100,000.00	20,007,220.00	0.00	0.00	-3,000.00	20,004,220.00
1474	FNMAC	G	08/04/2016	37,050.00	0.00	15,000,000.00	0.00	15,000,000.00	15,000,000.00
3136G3Q65	15,000,000.00	1.560	08/04/2021	0.00	0.00	15,000,000.00	0.00	14,891,835.00	14,891,835.00

Portfolio FWLT

City of Fort Worth, Texas - Lo
Texas Compliance Change in Val Report
July 1, 2016 - September 30, 2016

Inv #	Issuer	Fund	Purch Date	Interest Accrual	Beginning Book Value				Ending Book Value
Cusip	Par Value	YTM	Mat Date	Interest Received	Beginning Market Value	Purchases/ Additions	Redemptions	Change in Value	Ending Market Value
1479	FNMAC	G	08/24/2016	30,833.33	0.00	20,000,000.00	0.00	20,000,000.00	20,000,000.00
3136G33J2	20,000,000.00	1.500	08/24/2021	0.00	0.00	20,000,000.00	0.00	19,974,580.00	19,974,580.00
1480	FHLMCC	G	09/15/2016	13,777.78	0.00	20,000,000.00	0.00	20,000,000.00	20,000,000.00
3134GAH0	20,000,000.00	1.550	09/15/2021	0.00	0.00	20,000,000.00	0.00	19,998,840.00	19,998,840.00
1484	FNMAC	G	09/29/2016	1,777.78	0.00	20,000,000.00	0.00	20,000,000.00	20,000,000.00
3136G36C4	20,000,000.00	1.600	09/29/2021	0.00	0.00	20,000,000.00	0.00	19,986,240.00	19,986,240.00
1485	FHLMCS	G	09/29/2016	1,277.78	0.00	20,000,000.00	0.00	20,000,000.00	20,000,000.00
3134GAKT0	20,000,000.00	1.150	09/29/2021	0.00	0.00	20,000,000.00	0.00	19,986,820.00	19,986,820.00
1457	FHLBS	G	04/29/2016	35,000.00	6,986,273.74	0.00	0.00	10,558.66	6,996,832.40
3130A7UE3	7,000,000.00	2.033	04/28/2026	0.00	7,004,998.00	0.00	0.00	-4,473.00	7,000,525.00
1458	FHLMCS	G	04/29/2016	25,000.00	4,996,731.84	0.00	0.00	2,513.97	4,999,245.81
3134G9CK1	5,000,000.00	2.011	04/28/2026	0.00	5,005,170.00	0.00	0.00	-4,480.00	5,000,690.00
Sub Totals For: Fund: General Fund				787,117.20	320,952,748.05	115,000,000.00	140,400,000.00	-25,410,718.02	295,542,030.03
				921,200.83	321,447,070.18	115,000,000.00	140,400,000.00	-25,890,530.19	295,556,539.99
Report Grand Totals:				787,117.20	320,952,748.05	115,000,000.00	140,400,000.00	-25,410,718.02	295,542,030.03
				921,200.83	321,447,070.18	115,000,000.00	140,400,000.00	-25,890,530.19	295,556,539.99

Investment Management Update & Performance Review

Prepared for:
City of Fort Worth
October 20, 2016



Presented by: Chuck Watson, CFA
Heidi Coombs, CFP[®], CTFA



Table of Contents

I. Account Performance and Holdings

II. Asset Allocation Strategy Report



AGG453079 FORT WORTH PERMANENT FUND - CONS

EXECUTIVE SUMMARY AND ANNUAL PERIOD PERFORMANCE

Fiscal Year End: 9/30

FOR THE PERIOD ENDING: SEPTEMBER 30, 2016

TOTAL PORTFOLIO PERFORMANCE WITH BENCHMARKS (CONSOLIDATED) - REPORT PERIOD: 7/1/13 TO 9/30/16 AGG453079 FORT WORTH PERMANE

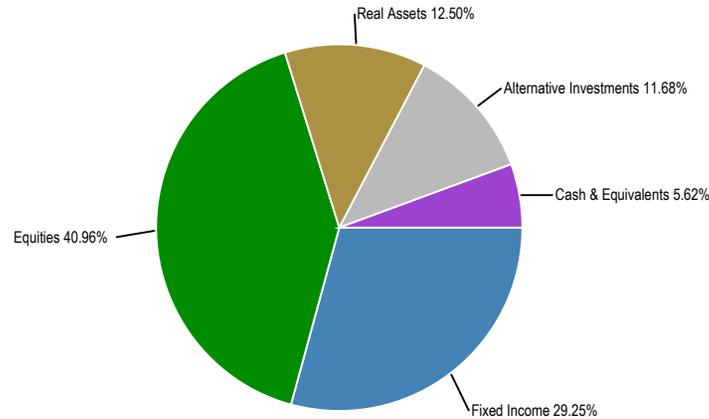
PERFORMANCE SUMMARY

	LAST MONTH	LAST 3 MONTHS	YEAR TO DATE	LAST 12 MONTHS	LAST 3 YEARS¹	SINCE INCEPTION¹
TOTAL PORTFOLIO (Net of fees)	0.23%	2.32%	4.39%	6.88%	2.88%	3.05%
<i>BBG BARC Aggregate Bond Index</i>	-0.06%	0.46%	5.80%	5.19%	4.03%	3.89%
<i>BBG BARC 1-15 Yr Muni Blend (1-17)</i>	-0.36%	-0.19%	3.18%	4.34%	4.23%	4.08%
<i>BBG BARC High Yield Corporate Index</i>	0.67%	5.55%	15.11%	12.73%	5.28%	5.60%
<i>BBG BARC High Yield Municipal Index</i>	0.27%	1.29%	9.37%	11.32%	8.06%	6.43%
<i>JP Morgan GBI x US</i>	0.97%	0.46%	14.49%	13.00%	1.53%	2.70%
<i>JP Morgan EMBI Global Index</i>	0.34%	3.73%	15.04%	16.82%	7.44%	7.13%
<i>Standard & Poor's 500 Stock Index</i>	0.02%	3.85%	7.82%	15.39%	11.14%	11.99%
<i>Russell Midcap Index</i>	0.20%	4.52%	10.26%	14.25%	9.70%	11.43%
<i>Russell 2000 Index</i>	1.11%	9.05%	11.46%	15.47%	6.71%	9.40%
<i>MSCI EAFE Net Index</i>	1.23%	6.43%	1.73%	6.52%	0.48%	3.88%
<i>MSCI Emerging Mkts Index-Net</i>	1.29%	9.03%	16.02%	16.78%	-0.56%	1.21%
<i>MSCI Frontier Markets NR Index</i>	2.56%	2.65%	2.16%	0.91%	-0.17%	1.74%
<i>FTSE EPRA/NAREIT Developed Index</i>	-0.90%	1.45%	10.97%	15.85%	8.56%	8.68%
<i>Bloomberg Commodity Total Return Index</i>	3.13%	-3.86%	8.87%	-2.58%	-12.34%	-10.87%
<i>HFRI Fund Weighted Composite Index (updated)</i>	0.62%	2.95%	4.18%	4.92%	3.16%	3.59%
<i>HFRI Relative Value (Total) Index (updated)</i>	0.93%	3.06%	5.80%	5.54%	3.95%	4.14%
<i>HFRI Macro (Total) Index (updated)</i>	-0.26%	-1.07%	1.74%	1.59%	2.60%	1.98%
<i>HFRI Event-Driven (Total) Index (updated)</i>	0.66%	4.43%	6.71%	6.30%	2.59%	3.23%
<i>HFRI Equity Hedge (Total) Index (updated)</i>	1.05%	4.99%	4.53%	6.35%	3.33%	4.35%
<i>Lipper Money Market Index</i>	0.01%	0.03%	0.06%	0.07%	0.03%	0.03%

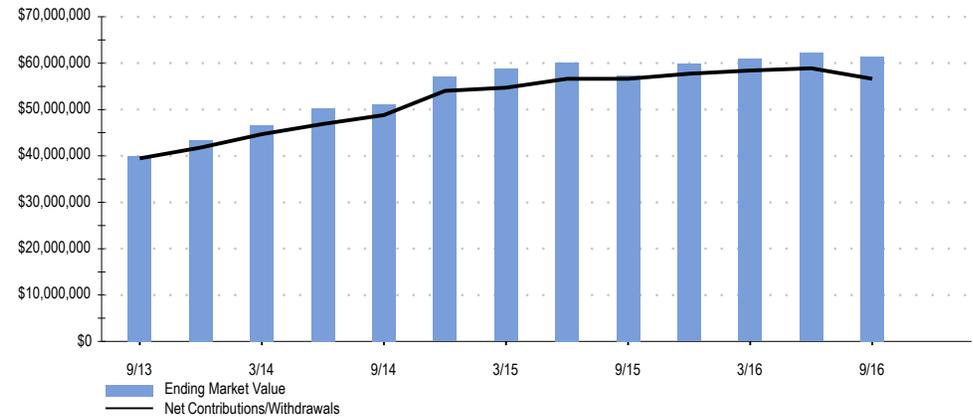
¹ Annualized Return
Consolidated

PORTFOLIO ALLOCATION & PERFORMANCE SUMMARY (CONSOLIDATED) - REPORT PERIOD: 7/1/13 TO 9/30/16 AGG453079 FORT WORTH PERMANEN

ALLOCATION (BY CLASS)



PORTFOLIO GROWTH OVER TIME



PORTFOLIO SUMMARY

	LAST 3 MONTHS	YEAR TO DATE	LAST 12 MONTHS	LAST 3 YEARS	SINCE INCEPTION
Beginning Value ¹	62,185,945	59,817,751	57,339,843	39,973,526	35,832,362
Net Contributions & Withdrawals ²	-2,232,485	-1,106,909	13,225	17,131,561	20,800,607
Investment Gain or Loss ¹	1,450,907	2,693,525	4,051,299	4,299,280	4,771,398
Ending Value ¹	61,404,367	61,404,367	61,404,367	61,404,367	61,404,367

PERFORMANCE SUMMARY

	ENDING MARKET VALUE ¹	CURRENT PORTFOLIO ALLOCATION	LAST 3 MONTHS	YEAR TO DATE	LAST 12 MONTHS	LAST 3 YEARS ³	SINCE INCEPTION ³
TOTAL PORTFOLIO (Net of fees)	61,404,367	100.00%	2.32%	4.39%	6.88%	2.88%	3.05%
FIXED INCOME	17,958,978	29.25%	0.84%	3.87%	3.56%	2.04%	2.02%
BBG BARC Aggregate Bond Index			0.46%	5.80%	5.19%	4.03%	3.89%
BBG BARC 1-15 Yr Muni Blend (1-17)			-0.19%	3.18%	4.34%	4.23%	4.08%
BBG BARC High Yield Corporate Index			5.55%	15.11%	12.73%	5.28%	5.60%
BBG BARC High Yield Municipal Index			1.29%	9.37%	11.32%	8.06%	6.43%
JP Morgan GBI x US			0.46%	14.49%	13.00%	1.53%	2.70%
JP Morgan EMBI Global Index			3.73%	15.04%	16.82%	7.44%	7.13%

¹ Values include Accrued Income.

² As accounts are added to/removed from the composite they are displayed as a contribution/withdrawal.

³ Annualized Return

PORTFOLIO ALLOCATION & PERFORMANCE SUMMARY (CONSOLIDATED) - REPORT PERIOD: 7/1/13 TO 9/30/16 AGG453079 FORT WORTH PERMANEN

PERFORMANCE SUMMARY

	ENDING MARKET VALUE²	CURRENT PORTFOLIO ALLOCATION	LAST 3 MONTHS	YEAR TO DATE	LAST 12 MONTHS	LAST 3 YEARS¹	SINCE INCEPTION¹
EQUITIES	25,149,612	40.96%	5.26%	6.48%	11.88%	5.02%	7.31%
Standard & Poor's 500 Stock Index			3.85%	7.82%	15.39%	11.14%	11.99%
Russell Midcap Index			4.52%	10.26%	14.25%	9.70%	11.43%
Russell 2000 Index			9.05%	11.46%	15.47%	6.71%	9.40%
MSCI EAFE Net Index			6.43%	1.73%	6.52%	0.48%	3.88%
MSCI Emerging Mkts Index-Net			9.03%	16.02%	16.78%	-0.56%	1.21%
MSCI Frontier Markets NR Index			2.65%	2.16%	0.91%	-0.17%	1.74%
REAL ASSETS	7,674,142	12.50%	-0.69%	9.22%	11.84%	5.92%	5.14%
FTSE EPRA/NAREIT Developed Index			1.45%	10.97%	15.85%	8.56%	8.68%
Bloomberg Commodity Total Return Index			-3.86%	8.87%	-2.58%	-12.34%	-10.87%
ALTERNATIVE INVESTMENTS	7,170,836	11.68%	2.20%	0.06%	1.67%	1.84%	1.61%³
HFRI Fund Weighted Composite Index (updated)			2.95%	4.18%	4.92%	3.16%	3.59%
HFRI Relative Value (Total) Index (updated)			3.06%	5.80%	5.54%	3.95%	4.14%
HFRI Macro (Total) Index (updated)			-1.07%	1.74%	1.59%	2.60%	1.98%
HFRI Event-Driven (Total) Index (updated)			4.43%	6.71%	6.30%	2.59%	3.23%
HFRI Equity Hedge (Total) Index (updated)			4.99%	4.53%	6.35%	3.33%	4.35%
CASH & EQUIVALENTS	3,450,799	5.62%	0.05%	0.12%	0.13%	0.04%	0.04%
Lipper Money Market Index			0.03%	0.06%	0.07%	0.03%	0.03%

¹ Annualized Return

² Values include Accrued Income.

³ Historical classification changes exist.

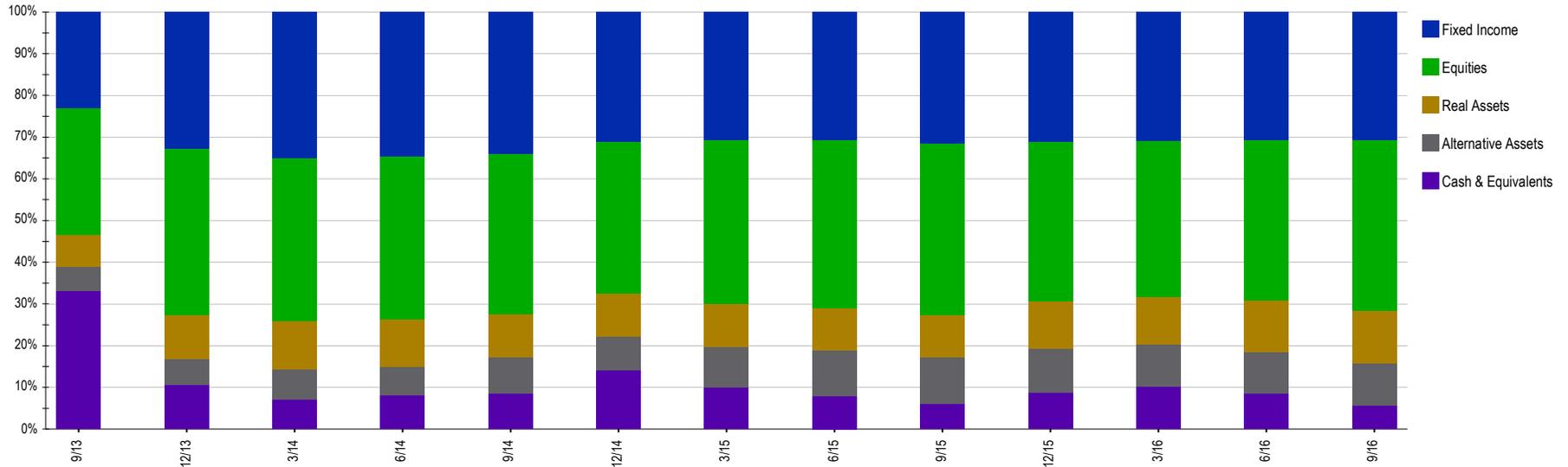
ANNUAL PERIOD PERFORMANCE (CONSOLIDATED) - REPORT PERIOD: 7/1/13 TO 9/30/16: FYE - SEPTEMBER AGG453079 FORT WORTH PERMANENT

PERFORMANCE SUMMARY

	FYTD	2015	2014	2013
TOTAL PORTFOLIO (Net of fees)	6.88%	-2.50%	4.49%	-
FIXED INCOME	3.56%	0.51%	2.09%	-
BBG BARC Aggregate Bond Index	5.19%	2.94%	3.96%	0.57%
BBG BARC 1-15 Yr Muni Blend (1-17)	4.34%	2.61%	5.77%	0.58%
BBG BARC High Yield Corporate Index	12.73%	-3.43%	7.20%	2.28%
BBG BARC High Yield Municipal Index	11.32%	1.24%	11.96%	-2.96%
JP Morgan GBI x US	13.00%	-6.36%	-1.11%	4.20%
JP Morgan EMBI Global Index	16.82%	-1.96%	8.28%	0.87%
EQUITIES	11.88%	-5.30%	9.33%	-
Standard & Poor's 500 Stock Index	15.39%	-0.62%	19.70%	5.25%
Russell Midcap Index	14.25%	-0.25%	15.83%	7.70%
Russell 2000 Index	15.47%	1.25%	3.93%	10.21%
MSCI EAFE Net Index	6.52%	-8.66%	4.25%	11.56%
MSCI Emerging Mkts Index-Net	16.78%	-19.28%	4.30%	5.77%
MSCI Frontier Markets NR Index	0.91%	-24.19%	30.05%	6.30%
REAL ASSETS	11.84%	0.28%	5.97%	-
FTSE EPRA/NAREIT Developed Index	15.85%	3.53%	6.68%	2.43%
Bloomberg Commodity Total Return Index	-2.58%	-25.99%	-6.58%	2.13%
ALTERNATIVE INVESTMENTS	1.67%	0.07%	3.81%	-
HFRI Fund Weighted Composite Index (updated)	4.92%	-1.68%	6.41%	2.18%
HFRI Relative Value (Total) Index (updated)	5.54%	-0.95%	7.45%	1.57%
HFRI Macro (Total) Index (updated)	1.59%	1.15%	5.10%	-1.30%
HFRI Event-Driven (Total) Index (updated)	6.30%	-4.56%	6.43%	2.71%
HFRI Equity Hedge (Total) Index (updated)	6.35%	-2.70%	6.63%	4.10%
CASH & EQUIVALENTS	0.13%	0.00%	0.00%	-
Lipper Money Market Index	0.07%	0.01%	0.01%	0.00%

PORTFOLIO ALLOCATION OVER TIME (CONSOLIDATED) - REPORT PERIOD: 7/1/13 TO 9/30/16 AGG453079 FORT WORTH PERMANENT FUND - CONS

ALLOCATION OVER TIME (BY CLASS)



CLASS	ENDING MARKET VALUE ¹	CURRENT PORTFOLIO ALLOCATION
FIXED INCOME	18,868,410	30.73%
EQUITIES	25,149,612	40.96%
REAL ASSETS	7,674,142	12.50%
ALTERNATIVE ASSETS	6,261,404	10.20%
CASH & EQUIVALENTS	3,450,799	5.62%
TOTAL PORTFOLIO	61,404,367	100.00%

¹ Values include Accrued Income.

Blended Benchmarks:

Income Wealth Blend-Total benchmark is defined as: Barclays 1-3 Month US Treas Index - 3%; Barclays US Aggregate/Barclays 1-15 Yr Muni(for TA) - 40%; Barclays US Corp HY/Barclays HY Muni(for TA) - 7%; JPMorgan GBI Global Ex US - 9%; JPMorgan EMBI Global - 5%; S&P 500 Index - 13%; Russell Midcap Index - 4%; MSCI EAFE Free Net - 4%; FTSE EPRA/NAREIT Dvlp TR USD - 6%; HFRI Relative Value Index - 5%; HFRI Macro Index - 2%; HFRI Event Driven Index - 2%.

Bal Inc Wealth Blend-Total benchmark is defined as: Barclays 1-3 Month US Treas Index - 3%; Barclays US Aggregate/Barclays 1-15 Yr Muni(for TA) - 30%; Barclays US Corp HY/Barclays HY Muni(for TA) - 6%; JPMorgan GBI Global Ex US - 6%; JPMorgan EMBI Global - 5%; S&P 500 Index - 12%; Russell Midcap Index - 6.6%; Russell 2000 Index - 2.8%; MSCI EAFE Free Net - 5%; MSCI EM Net - 4.6%; FTSE EPRA/NAREIT Dvlp TR USD - 8%; Bloomberg Commodity Total Return Index - 2%; HFRI Relative Value Index - 4%; HFRI Macro Index - 2%; HFRI Event Driven Index - 3%.

Balanced Wealth Blend-Total benchmark is defined as: Barclays 1-3 Month US Treas Index - 3%; Barclays US Aggregate/Barclays 1-15 Yr Muni(for TA) - 20%; Barclays US Corp HY/Barclays HY Muni(for TA) - 5%; JPMorgan GBI Global Ex US - 3%; JPMorgan EMBI Global - 4%; S&P 500 Index - 17%; Russell Midcap Index - 8.6%; Russell 2000 Index - 4.8%; MSCI EAFE Free Net - 8%; MSCI EM Net - 6.6%; FTSE EPRA/NAREIT Dvlp TR USD - 8%; Bloomberg Commodity Total Return Index - 2%; HFRI Relative Value Index - 2%; HFRI Macro Index - 2%; HFRI Event Driven Index - 3%; HFRI Equity Hedge Index - 3%.

Bal Apprec Wealth Blend-Total benchmark is defined as: Barclays 1-3 Month US Treas Index - 3%; Barclays US Aggregate/Barclays 1-15 Yr Muni(for TA) - 10%; Barclays US Corp HY/Barclays HY Muni(for TA) - 5%; JPMorgan GBI Global Ex US - 2%; JPMorgan EMBI Global - 4%; S&P 500 Index - 20%; Russell Midcap Index - 9.2%; Russell 2000 Index - 6.6%; MSCI EAFE Free Net - 10%; MSCI EM Net - 9.2%; FTSE EPRA/NAREIT Dvlp TR USD - 8%; Bloomberg Commodity Total Return Index - 2%; HFRI Relative Value Index - 2%; HFRI Macro Index - 2%; HFRI Event Driven Index - 4%; HFRI Equity Hedge Index - 3%.

Appreciation Wealth Blend-Total benchmark is defined as: Barclays 1-3 Month US Treas Index - 3%; Barclays US Aggregate/Barclays 1-15 Yr Muni(for TA) - 2%; Barclays US Corp HY/Barclays HY Muni(for TA) - 4%; JPMorgan EMBI Global - 3%; S&P 500 Index - 22%; Russell Midcap Index - 10.5%; Russell 2000 Index - 8%; MSCI EAFE Free Net - 13%; MSCI EM Net - 10.5%; MSCI FM Net - 3%; FTSE EPRA/NAREIT Dvlp TR USD - 8%; Bloomberg Commodity Total Return Index - 3%; HFRI Relative Value Index - 2%; HFRI Event Driven Index - 4%; HFRI Equity Hedge Index - 4%.

Max Apprec Wealth Blend-Total benchmark is defined as: Barclays 1-3 Month US Treas Index - 3%; S&P 500 Index - 24%; Russell Midcap Index - 11.5%; Russell 2000 Index - 9%; MSCI EAFE Free Net - 14%; MSCI EM Net - 14.5%; MSCI FM Net - 3%; FTSE EPRA/NAREIT Dvlp TR USD - 8%; Bloomberg Commodity Total Return Index - 3%; HFRI Relative Value Index - 2%; HFRI Event Driven Index - 3%; HFRI Equity Hedge Index - 5%.

Fixed Income Wealth Blend-Total benchmark is defined as: Barclays 1-3 Month US Treas Index - 3%; Barclays US Aggregate/Barclays 1-15 Yr Muni(for TA) - 58%; Barclays US Corp HY/Barclays HY Muni(for TA) - 8%; JPMorgan GBI Global Ex US - 12%; JPMorgan EMBI Global - 5%; FTSE EPRA/NAREIT Dvlp TR USD - 5%; HFRI Relative Value Index - 5%; HFRI Macro Index - 2%; HFRI Event Driven Index - 2%.

Last updated: Aug 2015

Blended benchmark returns for the portfolio noted above reflect changes to the strategic asset allocation made over time.

Index benchmarks are provided for comparison purposes only and are based on the most recently published data available. Indexes are unmanaged and performance results do not reflect the deduction of any advisory fees or commissions. The inclusion of an index is intended to provide a uniform reference point for the performance of an asset class and does not imply that the index is necessarily an appropriate benchmark for, or comparable to, an investment style or strategy specified. The composition and performance of an index that is specified in this report may differ from the composition and performance of an investment style to which it is compared. Additional information on any index referenced in this report is available upon request. You cannot invest in an index.

Wells Fargo Wealth Management provides products and services through Wells Fargo Bank, N.A. ("WFB") and its various affiliates and subsidiaries.

WFB has retained a third party (Investment Scorecard, a division of Informa Investment Solutions) to provide performance information included in your performance reports. Investment Scorecard calculates monthly returns by the Modified Dietz (approximated time-weighted return) or Daily Valuation Method (time-weighted return). For all securities, Investment Scorecard calculates the total return. Total return includes market value appreciation or depreciation and any interest or dividends. Values reflected for publicly-traded assets are derived from unaffiliated financial industry sources believed to be reliable. Values for non-publicly traded assets are derived using external sources and may be based on estimates. Assets for which a current value is unavailable from an external source may be valued at the last reported price, at par, or may be shown as having nominal or no value. Reported values may not reflect the price at which an asset may be sold. Asset values are updated as they become available from external sources, and may be updated less frequently than statements are generated. Although asset values are obtained from sources deemed reliable, values should only be used for reference. Values indicated should not be used to calculate gain/loss ratios or for tax preparation purposes. Investment Scorecard displays returns for periods less than 12 months as cumulative and annualizes returns for periods greater than or equal to 12 months.

Due to the unique characteristics of private equity assets (PE), including irregular cash flows and lack of reinvestment options, performance measurement is better assessed through different methods than those typically used for more liquid asset classes (which use

time weighted metrics) as such methods may not provide representative PE performance. In practice, PE funds are typically long-lived and interim estimates of returns must be based on implicit assessments of expected future cash flows. In order to more effectively gauge performance, PE generally uses two principal cash flow based performance indicators where capital calls, capital reimbursement and profit distributions are the basis for calculation: the internal rate of return "IRR" and the presentation of investment "multiples". IRR is the estimated rate needed to convert (or discount or reduce) the sum of the future uneven cash flow to equal initial investment or down payment. Multiples are calculated as the ratio of cash paid out (distributions) to total funds supplied (drawdowns or capital calls), but do not take into account the timing of the cash flows.

This report is in addition to your account statement for assets custodied at WFB. This report may include assets not custodied at WFB and is in addition to and does not replace statements furnished to you by other service providers and custodians; WFB has not independently verified and is not responsible for the accuracy or completeness of this information. Pricing of assets not held at WFB is for informational purposes only.

Return figures shown may not reflect fees and expenses, which, if applied, would result in lower return figures than shown. Net of fees returns may be impacted based on fee payment election method. The performance of individual managers, indexes and markets for periods after any period shown may differ substantially from the period shown. Neither WFB nor Informa Investment Solutions undertake to make available updated information for any periods after those included in the report. Past performance is no guarantee and is not indicative of future results.

The value or income associated with a security may fluctuate. There is always the potential for loss as well as gain. Asset allocation does not assure or guarantee better performance and cannot eliminate the risk of investment losses. The asset allocation reflected in this report may fluctuate based on asset values, portfolio decisions, and account needs.

Market Commentary, if provided, in this report was prepared by the investment management arm within Wells Fargo Wealth Management, a part of Wells Fargo Bank, N.A. Information and opinions have been obtained or derived from information we consider reliable, but we cannot guarantee their accuracy or completeness. Opinions represent WFB's opinion as of the date of this report and are for general information purposes only. WFB does not undertake to advise you of any change in its opinions or the information contained in this report. Wells Fargo & Company affiliates may issue reports or have opinions that are inconsistent with, and reach different conclusions from, this report.

Report information is un-audited and for illustrative purposes only and should not be used for tax preparation, estate and or retirement planning purposes. Wells Fargo & Company and its affiliates do not provide tax advice. Please consult your tax advisor for advice and information concerning your particular situation.

Additional information available upon request.

Investment and Insurance products:

* Are NOT insured by the FDIC or any other federal government agency.

* Are NOT deposits of or guaranteed by the Bank or any Bank affiliate.

* May Lose Value.

The information in this report is believed to be reliable but is not guaranteed. Third party data contained herein may only be used in conjunction with this report and may not be re-distributed to other parties. Such data is provided without warranty and data providers shall have no liability of any kind. Source for any FTSE Data contained herein is FTSE International Limited ("FTSE") © FTSE 2016. For important disclaimers in relation to FTSE Data, please see the relevant attribution and disclaimer requirements at http://www.ftse.com/About_Us/Legal/Attribution_Requirements.jsp.

Asset Allocation Summary

As of October 14, 2016

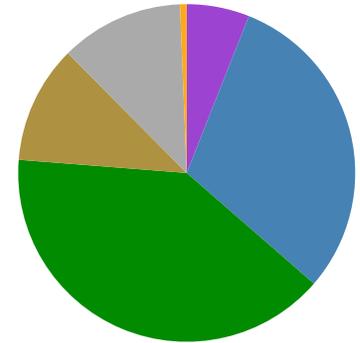
October 17, 2016

Trade Date Basis

Fort Worth Permanent Fund - Cons

AGG453079

	MARKET VALUE	TOTAL COST	UNREALIZED G/L	EST ANNUAL INCOME	EST ANNUAL YIELD	ALLOCATION
Investable Total	\$60,162,320	\$60,103,977	\$58,343	\$1,117,899	1.86%	99.4%
Cash & Equivalents	3,642,239	3,642,239	0	5,449	0.15	6.0
Fixed Income	18,385,802	18,473,965	(88,163)	484,013	2.63	30.4
Equities	24,136,322	23,866,976	269,346	341,010	1.41	39.9
Real Assets	6,846,998	6,536,350	310,648	175,393	2.56	11.3
Alternative Investments	7,150,959	7,584,447	(433,488)	112,034	1.57	11.8
Miscellaneous Total	\$386,119	\$386,119	\$0	\$577	0.15%	0.6%
Miscellaneous	386,119	386,119	0	577	0.15	0.6
Total Portfolio	\$60,548,438	\$60,490,095	\$58,343	\$1,118,476	1.85%	100.0%



Holdings Expanded

As of October 14, 2016

	UNITS	PRICE	MARKET VALUE	TOTAL COST	UNREALIZED G/L	EST ANNUAL INCOME	EST ANNUAL YIELD	ALLOCATION
Investable Total			\$60,162,320	\$60,103,977	\$58,343	\$1,117,899	1.86%	99.4%
Cash & Equivalents			3,642,239	3,642,239	0	5,449	0.15	6.0
Cash & Equivalents			3,642,239	3,642,239	0	5,449	0.15	6.0
Cash Equivalents			3,642,239	3,642,239	0	5,449	0.15	6.0
BLACKROCK INSTL FDS TREAS TR#62	3,642,239	1.00	3,642,239	3,642,239	0	5,449	0.15	6.0
CASH	0	1.00	0	0	0	0		0.0
Fixed Income			18,385,802	18,473,965	(88,163)	484,013	2.63	30.4
U.S. Investment Grade Bonds			14,914,783	14,981,349	(66,566)	315,362	2.11	24.6
Funds			605,357	599,000	6,357	4,960	0.82	1.0
VANGUARD INFLAT-PROT SECS-ADM #5119	22,546	26.85	605,357	599,000	6,357	4,960	0.82	1.0
Corporate Bonds			6,605,231	6,690,570	(85,339)	188,368	2.85	10.9
ABBOTT LABORATORIES 2.000% 3/15/20	100,000	1.01	101,022	100,484	538	2,000	1.98	0.2
AIR PRODUCTS & CHEMI 1.200% 10/15/17	150,000	1.00	150,093	150,255	(162)	1,800	1.20	0.2
AMERIPRISE FINANCIAL 5.300% 3/15/20	150,000	1.11	166,659	172,140	(5,481)	7,950	4.77	0.3
APPLE INC 2.100% 5/06/19	50,000	1.02	50,988	50,226	762	1,050	2.06	0.1
BANK OF MONTREAL 2.500% 1/11/17	150,000	1.00	150,537	155,942	(5,404)	3,750	2.49	0.2
BANK OF NEW YORK MEL 1.300% 1/25/18	50,000	1.00	50,080	49,575	505	650	1.30	0.1
BANK OF NEW YORK MEL 2.100% 8/01/18	50,000	1.01	50,704	50,982	(278)	1,050	2.07	0.1
BANK OF NOVA SCOTIA 2.050% 6/05/19	100,000	1.01	100,975	100,481	494	2,050	2.03	0.2
BANK OF NOVA SCOTIA 2.050% 10/30/18	100,000	1.01	101,033	100,402	630	2,050	2.03	0.2
BERKSHIRE HATHAWAY 1.550% 2/09/18	200,000	1.01	201,004	196,452	4,552	3,100	1.54	0.3
BERKSHIRE HATHAWAY 2.000% 8/15/18	50,000	1.01	50,665	50,796	(132)	1,000	1.97	0.1
BERKSHIRE HATHAWAY 2.200% 3/15/21	200,000	1.02	204,782	205,037	(255)	4,400	2.15	0.3
BHP BILLITON FIN USA 2.050% 9/30/18	275,000	1.01	278,504	277,432	1,072	5,638	2.02	0.5
BP CAPITAL MARKETS 1.375% 11/06/17	50,000	1.00	50,010	50,042	(32)	688	1.37	0.1
BP CAPITAL MARKETS 1.846% 5/05/17	75,000	1.00	75,268	76,318	(1,051)	1,384	1.84	0.1
CHASE ISSUANCE TRUST 1.580% 8/16/21	200,000	1.01	201,076	198,367	2,709	3,160	1.57	0.3
CHEVRON CORP 2.427% 6/24/20	100,000	1.03	102,593	102,089	504	2,427	2.37	0.2
CISCO SYSTEMS INC 3.150% 3/14/17	50,000	1.01	50,458	52,784	(2,326)	1,575	3.12	0.1

Holdings Expanded

As of October 14, 2016

	UNITS	PRICE	MARKET VALUE	TOTAL COST	UNREALIZED G/L	EST ANNUAL INCOME	EST ANNUAL YIELD	ALLOCATION
EMERSON ELECTRIC CO 4.875% 10/15/19	75,000	1.10	82,276	83,874	(1,598)	3,656	4.44	0.1
FLORIDA POWER & LIGH 5.550% 11/01/17	100,000	1.04	104,442	115,220	(10,778)	5,550	5.31	0.2
FORD CREDIT FLOORPLA 1.920% 1/15/19	350,000	1.00	350,847	354,324	(3,477)	6,720	1.92	0.6
FRANKLIN RESOURCES 1.375% 9/15/17	50,000	1.00	50,087	50,457	(370)	688	1.37	0.1
GENERAL ELEC CAP COR 2.900% 1/09/17	125,000	1.00	125,592	130,908	(5,315)	3,625	2.89	0.2
GENERAL ELEC CAP COR 4.375% 9/16/20	75,000	1.10	82,582	78,735	3,847	3,281	3.97	0.1
GENERAL ELEC CAP COR 5.625% 9/15/17	35,000	1.04	36,423	40,160	(3,737)	1,969	5.41	0.1
HSBC USA INC 2.625% 9/24/18	100,000	1.02	101,563	103,167	(1,604)	2,625	2.58	0.2
JP MORGAN CHASE & CO 6.000% 1/15/18	175,000	1.05	184,487	199,980	(15,493)	10,500	5.69	0.3
LLOYDS BANK PLC 4.200% 3/28/17	100,000	1.01	101,421	106,616	(5,195)	4,200	4.14	0.2
MIDAMERICAN ENERGY 2.400% 3/15/19	200,000	1.02	204,604	204,744	(140)	4,800	2.35	0.3
NATIONAL RURAL UTIL 2.350% 6/15/20	200,000	1.02	203,608	202,420	1,188	4,700	2.31	0.3
NBCUNIVERSAL MEDIA 5.150% 4/30/20	200,000	1.12	223,700	228,590	(4,890)	10,300	4.60	0.4
ORACLE CORP 5.000% 7/08/19	100,000	1.09	109,406	113,926	(4,520)	5,000	4.57	0.2
PARTNERRE FINANCE B 5.500% 6/01/20	175,000	1.11	193,574	197,748	(4,174)	9,625	4.97	0.3
PNC FUNDING CORP 4.375% 8/11/20	75,000	1.09	81,877	82,474	(597)	3,281	4.01	0.1
PUB SVC ELEC & GAS 2.300% 9/15/18	50,000	1.02	50,936	51,454	(518)	1,150	2.26	0.1
PUBLIC SERVICE COLOR 5.125% 6/01/19	98,000	1.10	107,583	112,401	(4,818)	5,022	4.67	0.2
ROCKWELL AUTOMATION 2.050% 3/01/20	50,000	1.01	50,437	49,895	542	1,025	2.03	0.1
ROYAL BANK OF CANADA 1.500% 7/29/19	200,000	1.00	199,306	199,646	(340)	3,000	1.51	0.3
ROYAL BANK OF CANADA 2.350% 10/30/20	100,000	1.02	101,781	102,083	(302)	2,350	2.31	0.2
SHELL INTERNATIONAL 4.300% 9/22/19	50,000	1.07	53,702	54,972	(1,270)	2,150	4.00	0.1
SIMON PROPERTY GROUP 2.800% 1/30/17	50,000	1.00	50,030	52,494	(2,464)	1,400	2.80	0.1
STATOIL ASA 3.125% 8/17/17	100,000	1.02	101,560	105,778	(4,218)	3,125	3.08	0.2
TORONTO-DOMINION BAN 2.125% 7/02/19	100,000	1.01	101,301	100,838	463	2,125	2.10	0.2
TOTAL CAPITAL SA 2.125% 8/10/18	50,000	1.01	50,750	50,872	(122)	1,062	2.09	0.1
TOYOTA MOTOR CREDIT 1.250% 10/05/17	25,000	1.00	25,032	25,001	31	312	1.25	0.0
TOYOTA MOTOR CREDIT 2.125% 7/18/19	100,000	1.02	101,581	100,882	699	2,125	2.09	0.2
TRAVELERS COS INC 3.900% 11/01/20	125,000	1.08	135,561	134,288	1,274	4,875	3.60	0.2
UNITED TECHNOLOGIES 5.375% 12/15/17	175,000	1.05	183,284	200,905	(17,621)	9,406	5.13	0.3
US BANCORP 2.200% 4/25/19	100,000	1.02	101,649	101,067	582	2,200	2.16	0.2

Holdings Expanded

As of October 14, 2016

	UNITS	PRICE	MARKET VALUE	TOTAL COST	UNREALIZED G/L	EST ANNUAL INCOME	EST ANNUAL YIELD	ALLOCATION
WESTPAC BANKING CORP 2.100% 5/13/21	300,000	1.00	300,048	300,891	(843)	6,300	2.10	0.5
WESTPAC BANKING CORP 4.875% 11/19/19	150,000	1.09	163,636	168,758	(5,122)	7,312	4.47	0.3
WORLD FINANCIAL NETW 1.610% 12/15/21	100,000	1.00	100,486	99,730	756	1,610	1.60	0.2
WORLD FINANCIAL NETW 2.230% 8/15/22	250,000	1.01	253,627	245,469	8,159	5,575	2.20	0.4
Government/Agency Bonds			5,182,766	5,163,487	19,279	74,281	1.43	8.6
FED FARM CREDIT BK 1.375% 11/04/16	75,000	1.00	75,046	76,270	(1,224)	1,031	1.37	0.1
FED HOME LN BK 1.000% 6/21/17	125,000	1.00	125,281	124,875	406	1,250	1.00	0.2
FED HOME LN BK 1.125% 7/14/21	300,000	0.99	296,265	297,373	(1,108)	3,375	1.14	0.5
FED HOME LN BK 1.750% 12/14/18	75,000	1.02	76,190	75,202	988	1,312	1.72	0.1
FED HOME LN BK 2.000% 9/14/18	75,000	1.02	76,437	76,596	(159)	1,500	1.96	0.1
FED HOME LN BK 2.125% 12/08/17	175,000	1.02	177,658	180,480	(2,822)	3,719	2.09	0.3
FED NATL MTG ASSN 1.375% 11/15/16	100,000	1.00	100,083	102,206	(2,123)	1,375	1.37	0.2
FED NATL MTG ASSN 1.500% 6/22/20	75,000	1.01	75,773	74,252	1,521	1,125	1.48	0.1
FED NATL MTG ASSN 1.875% 12/28/20	500,000	1.02	511,630	507,626	4,004	9,375	1.83	0.8
FED NATL MTG ASSN 2.000% 12/19/16	75,000	1.00	75,238	77,819	(2,581)	1,500	1.99	0.1
FHLMC POOL #E02801 3.000% 12/01/25	106,020	1.05	111,154	110,111	1,043	3,181	2.86	0.2
FNMA POOL #AB4673 3.000% 3/01/27	64,271	1.05	67,427	66,630	796	1,928	2.86	0.1
FNMA POOL #AE0375 4.000% 7/01/25	74,674	1.08	80,365	79,178	1,187	2,987	3.72	0.1
FNMA POOL #AJ5335 3.000% 11/01/26	113,973	1.05	119,716	117,393	2,324	3,419	2.86	0.2
FNMA POOL #AJ8325 3.000% 12/01/26	153,260	1.05	160,972	156,109	4,862	4,598	2.86	0.3
US TREASURY NOTE 0.625% 8/31/17	50,000	1.00	49,976	49,137	840	312	0.63	0.1
US TREASURY NOTE 0.625% 10/15/16	100,000	1.00	100,000	100,125	(125)	625	0.62	0.2
US TREASURY NOTE 0.625% 11/15/16	50,000	1.00	50,015	50,092	(77)	312	0.62	0.1
US TREASURY NOTE 0.750% 2/28/18	100,000	1.00	99,914	98,445	1,469	750	0.75	0.2
US TREASURY NOTE 0.750% 3/15/17	100,000	1.00	100,136	99,551	585	750	0.75	0.2
US TREASURY NOTE 0.875% 1/31/17	165,000	1.00	165,267	165,611	(343)	1,444	0.87	0.3
US TREASURY NOTE 0.875% 1/31/18	50,000	1.00	50,056	49,152	904	438	0.87	0.1
US TREASURY NOTE 0.875% 2/28/17	100,000	1.00	100,190	100,426	(236)	875	0.87	0.2
US TREASURY NOTE 0.875% 7/15/17	50,000	1.00	50,086	49,787	299	438	0.87	0.1
US TREASURY NOTE 1.000% 2/15/18	1,100,000	1.00	1,102,838	1,098,961	3,877	11,000	1.00	1.8

Holdings Expanded

As of October 14, 2016

			UNITS	PRICE	MARKET VALUE	TOTAL COST	UNREALIZED G/L	EST ANNUAL INCOME	EST ANNUAL YIELD	ALLOCATION
US TREASURY NOTE	1.125% 6/30/21		300,000	0.99	297,681	300,082	(2,401)	3,375	1.13	0.5
US TREASURY NOTE	1.125% 7/31/21		50,000	0.99	49,592	49,859	(267)	562	1.13	0.1
US TREASURY NOTE	1.125% 9/30/21		25,000	0.99	24,812	24,914	(103)	281	1.13	0.0
US TREASURY NOTE	1.250% 4/30/19		50,000	1.01	50,371	49,014	1,357	625	1.24	0.1
US TREASURY NOTE	1.375% 1/31/20		455,000	1.01	459,409	455,319	4,090	6,256	1.36	0.8
US TREASURY NOTE	1.375% 2/28/19		100,000	1.01	101,000	99,055	1,945	1,375	1.36	0.2
US TREASURY NOTE	1.375% 7/31/18		150,000	1.01	151,365	150,070	1,295	2,062	1.36	0.2
US TREASURY NOTE	2.250% 11/30/17		50,000	1.02	50,820	51,768	(947)	1,125	2.21	0.1
Municipal Bonds					832,014	834,696	(2,682)	25,865	3.11	1.4
INDIANA ST BOND BANK	1.839% 7/15/17		80,000	1.01	80,586	80,000	586	1,471	1.83	0.1
MONROE CNTY MI	1.850% 5/01/18		50,000	1.01	50,326	50,000	326	925	1.84	0.1
NEW JERSEY INSTITUTE	2.170% 7/01/17		175,000	1.00	175,579	176,046	(467)	3,798	2.16	0.3
NEW YORK CITY NY TRA	5.240% 8/01/18		250,000	1.07	267,908	278,650	(10,742)	13,100	4.89	0.4
RIDGEWOOD NJ BRD OF	2.230% 10/01/18		50,000	1.03	51,276	50,000	1,276	1,115	2.17	0.1
RIVERSIDE CNTY CA AS	2.728% 11/01/19		200,000	1.03	206,340	200,000	6,340	5,456	2.64	0.3
Wells Fargo Funds					1,689,414	1,693,595	(4,181)	21,888	1.30	2.8
WF ULTR SHORT-TRM INCOME-I#3104			198,989	8.49	1,689,414	1,693,595	(4,181)	21,888	1.30	2.8
High Yield Debt Funds					679,612	702,420	(22,808)	28,720	4.23	1.1
EATON VANCE FLOATING RATE FD-I #924			76,792	8.85	679,612	702,420	(22,808)	28,720	4.23	1.1
Preferred Stock					594,962	600,000	(5,038)	29,050	4.88	1.0
Corporate Bonds					594,962	600,000	(5,038)	29,050	4.88	1.0
PRINCIPAL PREFERRED SEC-INS #4929			58,215	10.22	594,962	600,000	(5,038)	29,050	4.88	1.0
Int'l Developed Mkts Debt Funds					906,973	940,120	(33,147)	20,510	2.26	1.5
DREYFUS INTERNATL BOND FD CL I #6094			14,563	15.60	227,177	250,000	(22,823)	9,568	4.21	0.4
PIMCO FOREIGN BD FD USD H-INST #103			46,190	10.52	485,924	492,500	(6,576)	7,252	1.49	0.8
PIMCO FOREIGN BOND (UNHEDGED) #1853			19,844	9.77	193,872	197,620	(3,748)	3,691	1.90	0.3
Int'l Emerging Mkts Debt Funds					1,289,472	1,250,076	39,396	90,370	7.01	2.1
ASHMORE EMERG MKTS CR DB-INS			77,987	8.15	635,592	627,576	8,015	56,462	8.88	1.0

Holdings Expanded

As of October 14, 2016

	UNITS	PRICE	MARKET VALUE	TOTAL COST	UNREALIZED G/L	EST ANNUAL INCOME	EST ANNUAL YIELD	ALLOCATION
FID ADV EMER MKTS INC- CL I #607	46,706	14.00	653,881	622,500	31,381	33,908	5.19	1.1
Equities			24,136,322	23,866,976	269,346	341,010	1.41	39.9
U.S. Large Cap			12,252,430	11,138,703	1,113,727	178,470	1.46	20.2
Funds			10,179,358	9,277,202	902,155	135,274	1.33	16.8
FEDERATED STRAT VAL DIV FD IS #662	206,496	6.01	1,241,039	1,194,000	47,039	39,853	3.21	2.0
ISHARES RUSSELL 1000 ETF	3,425	118.47	405,760	374,723	31,036	8,008	1.97	0.7
ISHARES RUSSELL 1000 GROWTH ETF	13,950	102.38	1,428,201	1,122,109	306,092	20,395	1.43	2.4
ISHARES SELECT DIVIDEND ETF	22,550	83.82	1,890,141	1,693,370	196,771	60,683	3.21	3.1
JPMORGAN U.S. L/C CORE PLUS-S #1002	101,147	27.63	2,794,685	2,829,000	(34,315)	6,336	0.23	4.6
T ROWE PRICE BLUE CHIP GRWTH #93	24,317	72.30	1,758,115	1,462,000	296,115	0	0.00	2.9
TCW FUNDS SELECT EQUITIES-I #4730	25,235	26.21	661,417	602,000	59,417	0	0.00	1.1
Consumer Discretionary			261,228	223,807	37,421	6,875	2.63	0.4
AMEX CONSUMER DISCR SPDR	185	78.89	14,595	10,970	3,624	226	1.55	0.0
COMCAST CORP CLASS A	1,115	65.20	72,698	55,873	16,825	1,226	1.69	0.1
LAS VEGAS SANDS CORP	945	57.73	54,555	53,774	780	2,722	4.99	0.1
TARGET CORP	665	68.11	45,293	48,439	(3,146)	1,596	3.52	0.1
TJX COMPANIES INC	420	74.23	31,177	22,309	8,868	437	1.40	0.1
WALT DISNEY CO	470	91.30	42,911	32,442	10,469	667	1.56	0.1
Consumer Staples			59,496	51,057	8,439	1,139	1.91	0.1
CVS HEALTH CORPORATION	670	88.80	59,496	51,057	8,439	1,139	1.91	0.1
Energy			65,056	67,649	(2,593)	1,600	2.46	0.1
SCHLUMBERGER LTD	800	81.32	65,056	67,649	(2,593)	1,600	2.46	0.1
Financials			338,671	321,203	17,468	7,304	2.16	0.6
AMERIPRISE FINL INC	502	97.08	48,734	56,663	(7,929)	1,506	3.09	0.1
BERKSHIRE HATHAWAY INC.	235	144.18	33,882	27,406	6,477	0	0.00	0.1
BLACKROCK INC	100	354.91	35,491	33,681	1,810	916	2.58	0.1
CITIGROUP INC.	1,305	48.61	63,436	63,114	322	835	1.32	0.1
CME GROUP INC	395	105.44	41,649	30,143	11,506	948	2.28	0.1
JPMORGAN CHASE & CO	915	67.52	61,781	52,758	9,023	1,757	2.84	0.1
PNC FINANCIAL SERVICES GROUP	610	88.03	53,698	57,438	(3,740)	1,342	2.50	0.1
Health Care			536,467	493,508	42,959	9,036	1.68	0.9

Holdings Expanded

As of October 14, 2016

	UNITS	PRICE	MARKET VALUE	TOTAL COST	UNREALIZED G/L	EST ANNUAL INCOME	EST ANNUAL YIELD	ALLOCATION
ELI LILLY & CO COM	350	79.27	27,744	28,236	(491)	714	2.57	0.0
GILEAD SCIENCES INC	405	72.75	29,464	30,837	(1,374)	761	2.58	0.0
HEALTH CARE SELECT SECTOR	3,700	69.62	257,594	267,769	(10,175)	4,081	1.58	0.4
MCKESSON CORP	275	161.00	44,275	43,054	1,221	308	0.70	0.1
MERCK & CO INC NEW	845	62.14	52,508	44,449	8,060	1,555	2.96	0.1
THERMO FISHER SCIENTIFIC INC	320	151.71	48,547	33,576	14,971	192	0.40	0.1
UNITEDHEALTH GROUP INC	570	133.92	76,334	45,588	30,746	1,425	1.87	0.1
Industrials			224,008	212,244	11,765	6,279	2.80	0.4
AMEX INDUSTRIAL SPDR	245	57.23	14,021	10,931	3,090	299	2.13	0.0
BOEING CO	480	133.50	64,080	60,020	4,060	2,093	3.27	0.1
CUMMINS INC.	268	125.76	33,704	36,184	(2,480)	1,099	3.26	0.1
UNION PACIFIC CORP	750	96.84	72,630	71,331	1,299	1,650	2.27	0.1
UNITED PARCEL SERVICE-CL B	365	108.42	39,573	33,779	5,795	1,139	2.88	0.1
Information Technology			478,243	386,891	91,352	8,555	1.79	0.8
ALPHABET INC CL C	103	778.53	80,189	53,918	26,271	0	0.00	0.1
AMEX TECHNOLOGY SELECT SPDR	305	47.37	14,448	9,797	4,651	257	1.78	0.0
APPLE INC	1,200	117.63	141,156	108,260	32,896	2,736	1.94	0.2
CISCO SYSTEMS INC	2,580	30.18	77,864	70,067	7,797	2,683	3.45	0.1
COGNIZANT TECH SOLUTIONS CRP COM	1,165	50.34	58,646	65,979	(7,332)	0	0.00	0.1
MICROSOFT CORP	1,845	57.42	105,940	78,871	27,069	2,878	2.72	0.2
Materials			109,902	105,142	4,760	2,408	2.19	0.2
CELANESE CORP	840	63.37	53,231	45,670	7,561	1,210	2.27	0.1
MONSANTO CO NEW	555	102.11	56,671	59,472	(2,801)	1,199	2.12	0.1
U.S. Mid Cap			2,921,708	2,974,761	(53,053)	22,023	0.75	4.8
Funds			2,021,285	1,990,515	30,770	22,023	1.09	3.3
ISHARES RUSSELL MID-CAP ETF	3,540	169.68	600,667	523,515	77,152	10,280	1.71	1.0
PRINCIPAL MIDCAP FD-IN #4749	20,756	22.34	463,699	450,000	13,699	550	0.12	0.8
RIDGEWORTH CEREDX M/C VAL EQ-I #5412	73,159	13.08	956,919	1,017,000	(60,081)	11,193	1.17	1.6
Financials			53,378	62,882	(9,505)	0	0.00	0.1
AFFILIATED MANAGERS GROUP, INC COM	375	142.34	53,378	62,882	(9,505)	0	0.00	0.1
Industrials			34,770	34,363	407	0	0.00	0.1

Holdings Expanded

As of October 14, 2016

	UNITS	PRICE	MARKET VALUE	TOTAL COST	UNREALIZED G/L	EST ANNUAL INCOME	EST ANNUAL YIELD	ALLOCATION
SPIRIT AEROSYTSEMS HOLD-CL A	760	45.75	34,770	34,363	407	0	0.00	0.1
Other			812,275	887,000	(74,725)	0	0.00	1.3
ARTISAN MID CAP FUND-INS #1333	18,987	42.78	812,275	887,000	(74,725)	0	0.00	1.3
U.S. Small Cap			646,849	719,813	(72,965)	0	0.00	1.1
Consumer Staples			25,806	29,813	(4,008)	0	0.00	0.0
HAIN CELESTIAL GROUP INC	735	35.11	25,806	29,813	(4,008)	0	0.00	0.0
Other			621,043	690,000	(68,957)	0	0.00	1.0
ARTISAN SMALL CAP FUND-INS #2452	21,482	28.91	621,043	690,000	(68,957)	0	0.00	1.0
Int'l Developed Markets Equity			5,805,251	6,461,700	(656,449)	120,905	2.08	9.6
Funds			5,506,449	6,150,544	(644,096)	110,546	2.01	9.1
HARBOR INTERNATIONAL FD INST #2011	49,412	60.74	3,001,271	3,357,000	(355,729)	53,414	1.78	5.0
ISHARES MSCI EAFE ETF	2,800	57.67	161,476	195,804	(34,328)	4,712	2.92	0.3
MFS RESEARCH INTL FD-I #899	87,273	16.17	1,411,212	1,489,000	(77,788)	26,706	1.89	2.3
OAKMARK INTERNATIONAL FD #109	27,032	21.58	583,358	685,000	(101,642)	13,408	2.30	1.0
VANGUARD FTSE EUROPE ETF	7,400	47.18	349,132	423,741	(74,609)	12,306	3.52	0.6
Consumer Staples			42,858	46,671	(3,813)	1,231	2.87	0.1
DIAGEO PLC - ADR	395	108.50	42,858	46,671	(3,813)	1,231	2.87	0.1
Energy			113,721	113,759	(38)	4,333	3.81	0.2
SUNCOR ENERGY INC NEW F	2,250	28.43	63,968	59,633	4,334	1,973	3.08	0.1
TOTAL S.A. - ADR	1,025	48.54	49,754	54,126	(4,373)	2,360	4.74	0.1
Financials			49,829	49,565	264	1,919	3.85	0.1
MANULIFE FINANCIAL CORP	3,420	14.57	49,829	49,565	264	1,919	3.85	0.1
Health Care			57,896	65,407	(7,512)	1,634	2.82	0.1
ROCHE HOLDINGS LTD - ADR	1,950	29.69	57,896	65,407	(7,512)	1,634	2.82	0.1
Industrials			34,498	35,753	(1,254)	1,243	3.60	0.1
EATON CORP PLC	545	63.30	34,498	35,753	(1,254)	1,243	3.60	0.1
Int'l Emerging Markets Equity			2,510,085	2,572,000	(61,915)	19,611	0.78	4.1
Funds			2,510,085	2,572,000	(61,915)	19,611	0.78	4.1
OPPENHEIMER DEVELOPING MKT-I #799	55,116	33.75	1,860,175	1,984,000	(123,825)	16,370	0.88	3.1
TEMPLETON EMER MKT S/C-ADV #626	50,893	12.77	649,910	588,000	61,910	3,242	0.50	1.1
Real Assets			6,846,998	6,536,350	310,648	175,393	2.56	11.3

Holdings Expanded

As of October 14, 2016

	UNITS	PRICE	MARKET VALUE	TOTAL COST	UNREALIZED G/L	EST ANNUAL INCOME	EST ANNUAL YIELD	ALLOCATION
Global Public REITS			5,809,865	5,111,350	698,515	175,393	3.02	9.6
Funds			5,809,865	5,111,350	698,515	175,393	3.02	9.6
SPDR DJ WILSHIRE INTERNATIONAL REAL	30,685	39.13	1,200,704	1,350,422	(149,718)	33,968	2.83	2.0
T ROWE PRICE REAL ESTATE FD #122	91,623	28.09	2,573,701	2,181,000	392,701	58,639	2.28	4.3
VANGUARD REIT VIPER	24,500	83.08	2,035,460	1,579,928	455,532	82,786	4.07	3.4
Commodities			1,037,133	1,425,000	(387,867)	0	0.00	1.7
Funds			1,037,133	1,425,000	(387,867)	0	0.00	1.7
CREDIT SUISSE COMM RET ST-I #2156	207,842	4.99	1,037,133	1,425,000	(387,867)	0	0.00	1.7
Alternative Investments			7,150,959	7,584,447	(433,488)	112,034	1.57	11.8
Hedge Strategies - Relative Value			1,502,561	1,590,901	(88,340)	37,298	2.48	2.5
Other			1,502,561	1,590,901	(88,340)	37,298	2.48	2.5
DRIEHAUS ACTIVE INCOME FUND	91,217	10.00	912,168	980,901	(68,733)	32,473	3.56	1.5
PRINCIPAL GL MULT STRAT-INST #4684	54,464	10.84	590,393	610,000	(19,607)	4,825	0.82	1.0
Hedge Strategies - Macro			1,228,962	1,276,546	(47,584)	67,046	5.46	2.0
Other			1,228,962	1,276,546	(47,584)	67,046	5.46	2.0
EATON VANCE GLOBAL MACRO - I #0088	134,903	9.11	1,228,962	1,276,546	(47,584)	67,046	5.46	2.0
Hedge Strategies - Event Driven			2,224,050	2,509,000	(284,950)	7,689	0.35	3.7
Other			2,224,050	2,509,000	(284,950)	7,689	0.35	3.7
ASG GLOBAL ALTERNATIVES-Y #1993	159,507	9.80	1,563,171	1,818,000	(254,829)	0	0.00	2.6
MERGER FUND-INST #301	42,720	15.47	660,879	691,000	(30,121)	7,689	1.16	1.1
Hedge Strategies - Equity Hedge			2,195,386	2,208,000	(12,614)	0	0.00	3.6
Other			2,195,386	2,208,000	(12,614)	0	0.00	3.6
BOSTON P LNG/SHRT RES-INS	146,164	15.02	2,195,386	2,208,000	(12,614)	0	0.00	3.6
Miscellaneous Total			\$386,119	\$386,119	\$0	\$577	0.15%	0.6%
Miscellaneous			386,119	386,119	0	577	0.15	0.6
P3			386,119	386,119	0	577	0.15	0.6
Cash Equivalents			386,119	386,119	0	577	0.15	0.6
BLACKROCK INSTL FDS TREAS TR#62	385,756	1.00	385,756	385,756	0	577	0.15	0.6
CASH	363	1.00	363	363	0	0	0.00	0.0
Total Portfolio			\$60,548,438	\$60,490,095	\$58,343	\$1,118,476	1.85%	100.0%

Holdings Expanded

As of October 14, 2016

Disclosures

Wells Fargo Private Bank provides products and services through Wells Fargo Bank, N.A. and its various affiliates and subsidiaries.

This report is not intended as an offer or solicitation of an investment in a specific security, nor authorized for use in soliciting securities recommendations.

This report has been prepared as of the date indicated from the list of holdings you provided. The accuracy and completeness may affect the results contained in this report. Please refer to your account statement and confirmations as the official source of information regarding your investment and insurance accounts. Past performance is not a guide to future performance.

Estimated Annual Income reflects the estimated amount earned on a security if the current position and its related income remained constant for a year. Estimated Annual Yield reflects the current estimated annual income divided by the current value of the security on the as of date of this report. Actual income and yield may vary from estimates. Wells Fargo is not responsible for incorrect or missing estimated annual income and yields. Past performance is not a guarantee of future results.

The information and opinions in this report were prepared by Wells Fargo Private Bank. Information and opinions have been obtained or derived from sources we consider reliable, but we cannot guarantee their accuracy or completeness. Opinions represent Wells Fargo Private Bank's opinion as of the date of this report and are for general information purposes only. Wells Fargo Private Bank does not undertake to advise you of any change in its opinions or the information contained in this report. Wells Fargo & Company affiliates may issue reports or have opinions that are inconsistent with, and reach different conclusions from, this report.

Asset allocation does not assure or guarantee better performance and cannot eliminate the risk of investment losses. Past performance does not indicate future results. The value or income associated with a security or an investment may fluctuate. There is always the potential for loss as well as gain. Investments discussed in this presentation are not insured by the Federal Deposit Insurance Corporation (FDIC) and may be unsuitable for some investors depending on their specific investment objectives and financial position.

Wells Fargo & Company and its affiliates do not provide legal advice. Please consult your legal advisors to determine how this information may apply to your own situation. Whether any planned tax result is realized by you depends on the specific facts of your own situation at the time your taxes are prepared.

Additional information available upon request.

Investment and Insurance Products:

- > Are NOT insured by the FDIC or any other federal government agency
- > Are NOT deposits of, or guaranteed by the Bank or any Bank Affiliate
- > May Lose Value

OPEB Pre-Funding Trust Program Client Review



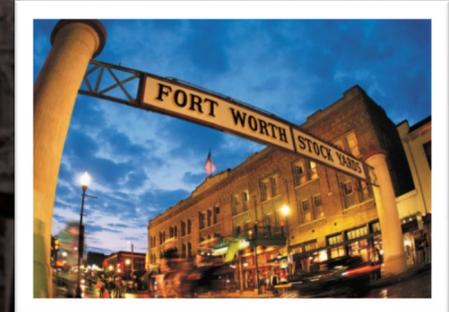
City of Fort Worth, TX

October 20, 2016

PUBLIC
AGENCY
RETIREMENT
SERVICES

PARS

TRUSTED SOLUTIONS. LASTING RESULTS.



Contacts

PARS

MITCH BARKER, Executive Vice President
mbarker@pars.org; 800.540.6369 ext. 116

DON PASCHAL, Senior Municipal Consultant
don@paschalconsulting.com; 214.726.6559

SHAWN TAN, Client Services Coordinator
stan@pars.org; 800.540.6369 ext. 161

HighMark Capital Management

ANDREW BROWN, CFA, Senior Portfolio Manager
andrew.brown@highmarkcapital.com; 415.705.7605

OPEB Trust Team

	 PARS		
Role	Trust Administrator and Consultant <ul style="list-style-type: none"> • Recordkeeping/Sub-trust Accounting • Actuarial Coordination • Monitor Contributions/ Process Disbursements • Monitor Plan Compliance • Ongoing Client Liaison 	Trustee <ul style="list-style-type: none"> • Safeguard Plan Assets • Oversight Protection <ul style="list-style-type: none"> • Plan Fiduciary • Custodian of Assets 	Investment Manager <ul style="list-style-type: none"> • Investment Sub-advisor to U.S. Bank <ul style="list-style-type: none"> • Open Architecture • Investment Policy Assistance
Corporate Experience	32 years <i>(1984 – 2016)</i>	153 years <i>(1863 – 2016)</i>	97 years <i>(1919 – 2016)</i>
OPEB Experience	20 years	11 years	20 years
Number of Plans under Administration	1,400+ plans for 700+ public agencies		
Dollars under Administration	More than \$2.0 billion	More than \$4 trillion	More than \$14.9 billion under management

54 Plans for 45 Texas Public Agencies

Municipal Agencies

City of Allen

City of Beaumont

City of Conroe*

City of Coppell

City of Duncanville

City of Euless

City of Fort Worth

City of Garland

City of Grand Prairie

City of Grapevine

City of Haltom City

City of Hurst

City of Irving

City of Krum

City of La Porte

City of Longview

City of Mansfield

City of Mesquite

City of North Richland Hills

City of Odessa

City of Port Arthur* – new!

City of Rowlett

City of Richardson – new!

City of San Angelo

City of San Marcos – new!

City of Southlake

City of Tyler

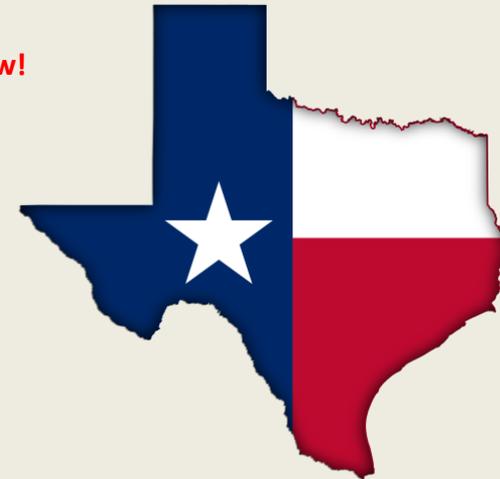
City of Watauga

County of Dallas

County of Harrison

Tarrant Regional

Water District



* Switched from ICMA-RC

** Agencies in **bold** are in the PARS OPEB Trust Prefunding Program for GASB 45/75.

Educational Agencies

Aldine ISD

Alvin CCD

Clarendon College

Clear Creek ISD

Dallas ISD

Dayton ISD

Grapevine–Colleyville ISD

Harris County Department
of Education

Hays Consolidated ISD

Hill Junior College District

Katy ISD

Keller ISD

Port Neches-Groves ISD

Victoria College

Updated: October 2016

PLAN REVIEW

Plan Overview

Type of Plan: IRC Section 115 Irrevocable Exclusive Benefit Trust

Trustee Approach: Discretionary

Plan Effective Date: September 1, 2009

Plan Administrator: David Cooke – City Manager

Current Investment Strategy*: Moderately Conservative Index PLUS (Passive/Individual Account)

*Started in the Diversified Money Market Fund. Switched to Moderately Conservative Index PLUS strategy (signed on August 16, 2010).

As of August 31, 2016:

Initial Contribution: November 2009 – \$5,000,000

Additional Contributions: \$55,417,955

Total Contributions: \$60,417,955

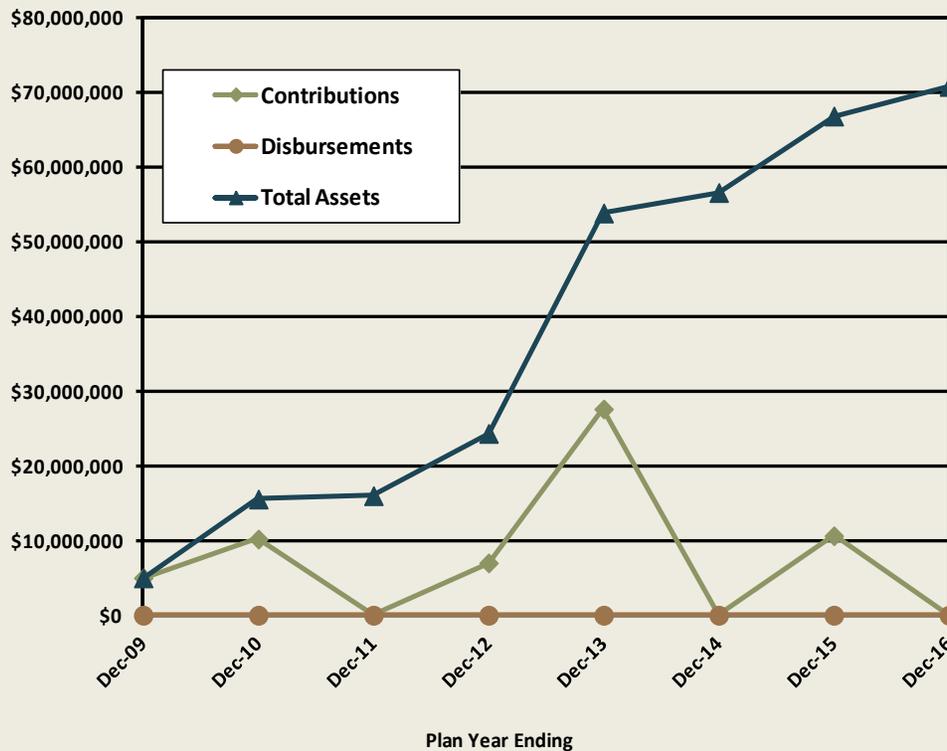
Disbursements: \$0

Total Investment Earnings: \$11,175,735

Account Balance: \$70,758,482

Summary of the Plan's Activity

City of Fort Worth, TX
Total Assets, Contributions & Disbursements



*Plan Year Ending December 2016 is based on 8 months of activity through 8/31/16.

Plan Y/E	Contributions	Disbursements	Total Assets
Dec-09	\$5,000,000	\$0	\$5,000,378
Dec-10	\$10,194,768	\$0	\$15,548,551
Dec-11	\$0	\$0	\$16,000,169
Dec-12	\$6,999,882	\$0	\$24,327,708
Dec-13	\$27,591,074	\$0	\$53,821,048
Dec-14	\$0	\$0	\$56,562,792
Dec-15	\$10,632,231	\$0	\$66,798,682
Dec-16*	\$0	\$0	\$70,758,482

Actuarial Results

We have received the actuarial reports prepared by *Arthur J. Gallagher & Co.* with a valuation date as of **January 1, 2016**. In the tables below, we have summarized the results.

Demographic Study

	January 1, 2014 Valuation	January 1, 2016 Valuation
Active Participants	6,162	6,043
Retirees	2,742	2,898
Total Plan Members	8,904	8,941

Actuarial Results (continued)

	Valuation Date: January 1, 2014 Pre-Funding Discount Rate: 4.50%	Valuation Date: January 1, 2016 Pre-Funding Discount Rate: 4.10%
Present Value of Future Benefits (PVFB)	\$1,296,722,000	\$1,079,485,000
Actuarial Accrued Liability (AAL)	\$883,165,000	\$750,197,000
Fair Value of Assets	\$38,976,700	\$66,799,000
Unfunded Accrued Liability (UAAL)	\$844,188,300	\$683,398,000
Normal Cost	\$31,903,000	\$26,604,000
UAAL Amortization	\$53,262,000	\$38,469,000
Annual Required Contribution (ARC)	\$85,165,000	\$67,397,000
Pay-As-You-Go	\$26,350,000	\$27,892,000

INVESTMENT REVIEW

PARS: CITY OF FORT WORTH PRHCP

Third Quarter 2016

**Presented by
Andrew Brown, CFA**

DISCUSSION HIGHLIGHTS – City of Fort Worth

Asset Allocation: (As of 9-30-2016)

- Allocation Target – 29.5% stocks (20-40% range), 66.5% bonds (50-80% range), 4% cash (0-20% range)
- Large cap 14.25%, mid-cap 2%, small cap 5.25%, international 6.75%, REIT 1.25%.

Performance: City of Fort Worth PRHCP

(as of 9-30-2016) net of fees

- Quarter: 1.75%
- Year to date: 6.21%
- 1-Year: 7.33%
- 3-Year: 4.51%
- 5-Year: 5.90%
- Inception to date (Oct 2010): 5.05%
- Bonds – Short duration a slight negative
- Stocks –
 - Value overweight vs. growth
 - International equity helped by emerging market
 - REITs – Benefit of low interest rate environment

Outlook remainder 2016

- Continue focus on the FED and monetary policy – 1 rate hike in 2016
- International economic fears – Brexit, Europe, China, Commodities, U.S. election
- GDP est. 2%
- Unemployment 4.8%
- 10-yr yield 2.25%, Fed Funds 0.75% - 1%
- PCE Inflation 2%

Follow ups –

- Investment guidelines
- Fixed income management

Selected Period Performance
PARS/CITY OF FORT WORTH PRHCP
Account 6746034300
Period Ending: 09/30/2016

Sector	3 Months	Year to Date (9 Months)	1 Year	3 Years	5 Years	Inception to Date (6 Years)
Cash Equivalents	.06	.20	.22	.09	.06	.06
<i>iMoneyNet, Inc. Taxable</i>	<i>.03</i>	<i>.08</i>	<i>.09</i>	<i>.04</i>	<i>.03</i>	<i>.03</i>
Total Fixed Income	.40	5.41	4.85	3.56	2.88	3.05
<i>BC US Aggregate Bd Index</i>	<i>.46</i>	<i>5.80</i>	<i>5.19</i>	<i>4.03</i>	<i>3.08</i>	<i>3.44</i>
Total Equities	5.02	8.56	13.84	7.44	13.68	10.76
Large Cap Funds	3.62	8.15	15.53	10.65	16.08	13.40
<i>S&P 500 Composite Index</i>	<i>3.85</i>	<i>7.84</i>	<i>15.43</i>	<i>11.16</i>	<i>16.37</i>	<i>13.68</i>
Mid Cap Funds	4.36	11.05	14.88	9.80	16.67	13.44
<i>Russell Midcap Index</i>	<i>4.52</i>	<i>10.26</i>	<i>14.25</i>	<i>9.70</i>	<i>16.67</i>	<i>13.54</i>
Small Cap Funds	8.80	12.53	16.21	7.57	17.00	13.96
<i>Russell 2000 Index</i>	<i>9.05</i>	<i>11.46</i>	<i>15.47</i>	<i>6.71</i>	<i>15.82</i>	<i>12.35</i>
REIT Funds	-1.50	11.46	11.37			
<i>Wilshire REIT Index</i>	<i>-1.21</i>	<i>9.75</i>	<i>17.94</i>	<i>14.34</i>	<i>15.82</i>	<i>13.41</i>
International Equities	6.42	5.22	7.85	-.11	5.17	1.75
<i>MSCI EAFE Index</i>	<i>6.43</i>	<i>1.73</i>	<i>6.52</i>	<i>.47</i>	<i>7.39</i>	<i>4.40</i>
<i>MSCI EM Free Index</i>	<i>9.03</i>	<i>16.02</i>	<i>16.78</i>	<i>-.56</i>	<i>3.03</i>	<i>-.45</i>
Total Managed Portfolio	1.79	6.34	7.50	4.68	6.10	5.26
Total Account Net of Fees	1.75	6.21	7.33	4.51	5.90	5.05

Account Inception: 10/1/2010

The City of Fort Worth initially contributed \$5,000,000 to the Plan in November 2009. This contribution was invested in a money market fund through August 2010. Performance inception for the Plan is October 1, 2010.

Returns are gross of account level investment advisory fees and net of any fees, including fees to manage mutual fund or exchange traded fund holdings. Returns for periods over one year are annualized. The information presented has been obtained from sources believed to be accurate and reliable. Past performance is not indicative of future returns. Securities are not FDIC insured, have no bank guarantee, and may lose value.

ASSET ALLOCATION – City of Fort Worth PRHCP

As of September 30, 2016

Current Asset Allocation		Investment Vehicle		
Equity	29.58%		Range: 20%-40%	20,827,536
Large Cap Core	3.26%	IVV	iShares S&P 500 Index Fund	2,295,494
Large Cap Value	6.66%	IVE	iShares S&P 500 Value Fund	4,687,740
Large Cap Growth	3.94%	IVW	iShares S&P 500 Growth Fund	2,776,221
Mid Cap Core	1.58%	IWR	iShares Russell MidCap Index Fund	1,112,666
Mid Cap Value	0.59%	IWS	iShares Russell MidCap Value Fund	417,499
Small Cap Value	3.32%	IWN	iShares Russell 2000 Value Fund	2,337,341
Small Cap Growth	2.08%	IWO	iShares Russell 2000 Growth Fund	1,461,901
International Core	5.30%	EFA	iShares MSCI EAFE Index Fund	3,728,383
Emerging Markets	1.57%	VVO	Vanguard FTSE Emerging Markets ETF	1,108,531
Real Estate	1.28%	VNQ	Vanguard REIT ETF	901,761
Fixed Income	66.32%		Range: 50%-80%	46,696,096
Short-Term	5.65%	VFSUX	Vanguard Short-Term Corp Adm Fund	3,977,917
Intermediate-Term	60.67%	AGG	iShares Barclays Aggregate Bond Fund	42,718,180
Cash	4.10%		Range: 0%-20%	2,886,738
	4.10%	FGZXX	First American Government Oblig Z	2,886,738
TOTAL	100.00%			\$70,410,371

City of Fort Worth

For Period Ending September 30, 2016

LARGE CAP EQUITY FUNDS								
Fund Name	Inception	1-Month Return	3-Month Return	Year-to-Date	1-Year Return	3-Year Return	5-Year Return	10-Year Return
iShares S&P 500 Growth Index		0.38	4.71	6.26	14.56	12.55	16.59	8.66
iShares S&P 500 Index Fnd		0.01	3.84	7.79	15.37	11.10	16.30	7.18
iShares S&P 500 Value Index		-0.38	2.90	9.22	15.78	9.16	15.66	5.39
MID CAP EQUITY FUNDS								
iShares Russell Midcap Index	(3/16)	0.19	4.45	10.09	14.04	9.51	16.48	8.16
iShares Russell Midcap Value	(2/10)	0.41	4.39	13.50	17.01	10.24	17.12	7.71
SMALL CAP EQUITY FUNDS								
iShares Russell 2000 Value		0.77	8.76	15.38	18.72	6.67	15.31	5.68
iShares Russell 2000 Growth		1.44	9.24	7.59	12.33	6.74	16.30	8.35
INTERNATIONAL EQUITY FUNDS								
iShares MSCI EAFE Index		1.20	6.36	1.74	6.45	0.37	7.27	1.73
Vanguard FTSE Emerging Markets ETF	(3/11)	1.29	7.80	16.22	15.83	0.19	3.45	3.91
REAL ESTATE FUNDS								
Vanguard REIT ETF	(10/15)	-1.81	-1.45	11.86	19.71	13.99	15.69	6.47
BOND FUNDS								
iShares Barclays Aggregate Bond		-0.06	0.42	5.74	5.09	3.99	3.00	4.65
Vanguard Short-Term Investment-Grade Adm		0.12	0.57	3.67	3.39	2.42	2.56	3.56
BarCap US Aggregate Bond		-0.06	0.46	5.80	5.19	4.03	3.08	4.79

Source: SEI Investments, Morningstar Investments

Returns less than one year are not annualized. Past performance is no indication of future results. The information presented has been obtained from sources believed to be accurate and reliable. Securities are not FDIC insured, have no bank guarantee and may lose value.

ADMINISTRATIVE REVIEW

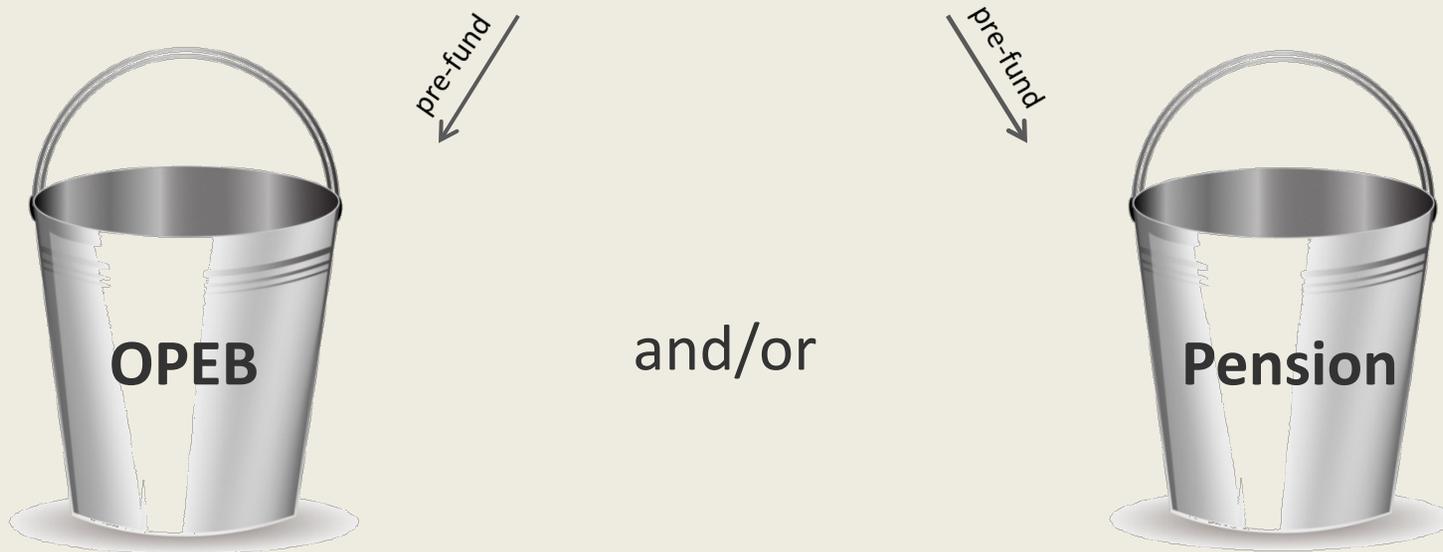
Administrative Review

- ✓ Future Contributions
- ✓ Future Disbursement Requests – Options
- ✓ Agency’s future actuarial valuation for GASB 45 compliance – Next Valuation Due: January 1, 2016
- ✓ Investment Guidelines Document – Needed
- ✓ Prefund Pension Obligations (PRSP) – New
- ✓ Client Funding Policy
- ✓ Client Feedback

ENCLOSURES



PARS IRS-Approved Combination 115 Trust



- Assets are sub-accounted for separately
- Pre-fund one now and the other later
- Lower unfunded liabilities
 - Pension (GASB 68) - OPEB (GASB 45/75)
- Can choose different investment risk tolerance levels for each

- Can access funds at anytime; OPEB for OPEB and pension for pension
- Assets (OPEB and Pension) aggregate and reach lower fees on tiered schedule sooner – saving money!
- No cost to set up; no fees until assets are added