

**OFFICIAL NOTICE OF SALE,
OFFICIAL BID FORM,
AND
PRELIMINARY OFFICIAL STATEMENT**

\$4,200,000*

**CITY OF PLEASANTON, TEXAS
(ATASCOSA COUNTY, TEXAS)**

**COMBINATION TAX AND LIMITED PLEDGE REVENUE
CERTIFICATES OF OBLIGATION, SERIES 2023**

**The City WILL NOT designate the Certificates as
“QUALIFIED TAX-EXEMPT OBLIGATIONS”**

**BIDS DUE:
THURSDAY, FEBRUARY 9, 2023
AT
11:00 A.M. CENTRAL TIME**

***Preliminary, subject to change based on bid structures. See “THE CERTIFICATES – ADJUSTMENT OF PRINCIPAL AMOUNT AND MATURITY SCHEDULE FOR THE CERTIFICATES” in the Official Notice of Sale.**

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This Official Notice of Sale does not alone constitute an invitation for bids but is merely notice of sale of the Certificates defined and described herein. The invitation for bids on the Certificates is being made by means of this Official Notice of Sale, the Official Bid Form and the Preliminary Official Statement.

OFFICIAL NOTICE OF SALE

\$4,200,000*

CITY OF PLEASANTON, TEXAS

(a political subdivision of the State of Texas located in Atascosa County, Texas)

COMBINATION TAX AND LIMITED PLEDGE REVENUE CERTIFICATES OF OBLIGATION, SERIES 2023

CERTIFICATES OFFERED FOR SALE AT COMPETITIVE BID: The City Council (the "City Council") of the City of Pleasanton, Texas (the "City" or the "Issuer") is offering for sale at competitive bid its \$4,200,000* Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2023 (the "Certificates").

BIDS BY INTERNET: Interested bidders may, at their option and risk, submit their bid by electronic media, as described below, by 11:00 A.M. Central Time, on February 9, 2023. Bidders submitting a bid by internet shall not be required to submit signed Official Bid Forms prior to the award. Any prospective bidder that intends to submit an electronic bid must submit its electronic bid via the facilities of the i-Deal, LLC Parity System ("PARITY") and should, as a courtesy, register with PARITY by 9:00 A.M., Central Time, on February 9, 2023 indicating their intent to submit a bid by internet.

In the event of a malfunction in the electronic bidding process, bidders may submit their bids by email to mmcliney@samcocapital.com. If there is a malfunction of the electronic bidding process and a bidder submits a bid via email, please call 210-832-9760 to notify the Financial Advisor (defined below) of the incoming bid. Any bid received after the scheduled time for their receipt will not be accepted.

The official time for the receipt of bids shall be the time maintained by PARITY. All electronic bids shall be deemed to incorporate the provisions of this Official Notice of Sale, Official Bid Form and the Preliminary Official Statement. To the extent that any instructions or directions set forth in PARITY conflict with this Official Notice of Sale, the terms of this Official Notice of Sale shall control. For further information about the PARITY System, potential bidders may contact PARITY, c/o Ipreo Holdings LLC, 1359 Broadway, New York, New York 10018, 212-849-5021.

An electronic bid made through the facilities of PARITY shall be deemed an irrevocable offer to purchase the Certificates on the terms provided in this Official Notice of Sale, and shall be binding upon the bidder as if made by a signed sealed bid delivered to the City. The City shall not be responsible for any malfunction or mistake made by, or as a result of the use of PARITY, the use of such facilities being at the sole risk of the prospective bidder.

OPENING OF BIDS: Bids will be opened and publicly read at 11:00 A.M., Central Time, on Thursday, February 9, 2023, following which the bids will be evaluated by SAMCO Capital Markets, Inc. (the "Financial Advisor") and the City Council shall provide final approval of the award at a City Council meeting later that evening. The Mayor of the City or his representative shall award the Certificates as described in the section entitled "AWARD AND SALE OF THE CERTIFICATES" below

AWARD AND SALE OF THE CERTIFICATES: By 12:00 P.M. (noon) Central Time, on the date set for receipt of bids, the Mayor of the City or his representative shall award the Certificates to **the low qualified bidder (the "Winning Bidder" or the "Purchaser")**, as described in the sections entitled "CONDITIONS OF SALE – Basis of Award" and "Establishing the Issue Price of the Certificates" herein subject to final approval of the City Council which will take action to adopt an ordinance (the "Ordinance") authorizing the issuance and awarding sale of the Certificates or will reject all bids promptly at a scheduled meeting to commence at 6:00 P.M. Central Time on Thursday, February 9, 2023. The City reserves the right to reject any or all bids and to waive any irregularities, except time of filing.

*Preliminary, subject to change based on bid structures. See "THE CERTIFICATES – ADJUSTMENT OF PRINCIPAL AMOUNT AND MATURITY SCHEDULE FOR THE CERTIFICATES" herein.

THE CERTIFICATES

DESCRIPTION OF CERTAIN TERMS OF THE CERTIFICATES: The Certificates will be dated February 1, 2023 (the “Dated Date”) with interest to accrue from the Dated Date and be payable initially on February 1, 2024, and semiannually on each August 1 and February 1 thereafter until the earlier of stated maturity or prior redemption. The Certificates will be issued as fully registered Certificates in book-entry form only and when issued will be registered in the name of Cede & Co., as nominee of The Depository Trust Company (“DTC”), New York, New York. DTC will act as securities depository (the “Securities Depository”). Book-entry interests in the Certificates will be made available for purchase in the principal amount of \$5,000 or any integral multiple thereof. Purchasers of the Certificates (“Beneficial Owners”) will not receive physical delivery of Certificates representing their interest in the Certificates purchased. So long as DTC or its nominee is the registered owner of the Certificates, the principal of and interest on the Certificates will be payable by BOKF, NA, Dallas, Texas, as Paying Agent/Registrar, to the Securities Depository, which will in turn remit such principal and interest to its Participants, which will in turn remit such principal and interest to the Beneficial Owners of the Certificates. (See “BOOK-ENTRY-ONLY SYSTEM” in the Official Statement.) The Certificates will be stated to mature on February 1 in each of the following years in the following amounts:

MATURITY SCHEDULE
(Due February 1)

Stated Maturity	Principal Amount*	Stated Maturity	Principal Amount*
2024	\$565,000	2031	\$390,000
2025	290,000	2032	410,000
2026	305,000	2033	430,000
2027	315,000	2034	140,000
2028	330,000	2035	145,000
2029	355,000	2036	155,000
2030	370,000		

ADJUSTMENT OF PRINCIPAL AMOUNT AND MATURITY SCHEDULE FOR THE CERTIFICATES: The City reserves the right to increase or decrease the principal (maturity) amount of any maturity of the Certificates, including the elimination of a maturity or maturities; provided, however, that the aggregate principal (denominational) amount of the Certificates shall not exceed \$4,200,000*. Notice of any such changes shall be given to the successful bidder as soon as practicable following the notification of award, as described below, and this Official Notice of Sale may be amended at the sole discretion of the City to reflect such increase or decrease. The City will attempt to maintain total per bond underwriting spread when adjusting maturities. No such adjustment will have the effect of altering the basis upon which the best bid is determined. The successful bidder may not withdraw its bids or change the rates bid or any initial reoffering prices as a result of any changes made to the principal (denominational) amounts.

SERIAL CERTIFICATES AND/OR TERM CERTIFICATES: Bidders may provide that all of the Certificates be issued as serial maturities or may provide that any two or more consecutive annual principal amounts for maturities 2034 through 2036 be combined into one or more term certificates (the “Term Certificates”).

MANDATORY SINKING FUND REDEMPTION: If the Winning Bidder designates principal amounts to be combined into one or more Term Certificates, each such Term Certificate will be subject to mandatory sinking fund redemption commencing on February 1 of the first year which has been combined to form such Term Certificate and continuing on February 1 in each year thereafter until the stated maturity date of that Term Certificate. The amount redeemed in any year will be equal to the principal amount for such year set forth in the table above under the caption “MATURITY SCHEDULE”. Certificates to be redeemed in any year by mandatory sinking fund redemption will be redeemed at par and will be selected by lot from among the Certificates then subject to redemption. The City, at its option, may credit against any mandatory sinking fund redemption requirement Term Certificates of the maturity then subject to redemption which have been purchased and canceled by the City or have been optionally redeemed and not theretofore applied as a credit against any mandatory sinking fund redemption requirement.

OPTIONAL REDEMPTION: The City reserves the right, at its option, to redeem the Certificates maturing on or after February 1, 2033, in whole or in part, in principal amounts of \$5,000 or any integral multiple thereof, on February 1, 2032, or any date thereafter, at the redemption price of par plus accrued interest as further described in the Official Statement.

*Preliminary, subject to change.

SECURITY FOR PAYMENT: The Certificates are being issued pursuant to the Constitution and general laws of the State of Texas (the "State"), including the Certificate of Obligation Act of 1971 (Sections 271.041 through 271.064, Texas Local Government Code, as amended), Chapter 1502, as amended, Texas Government Code, an ordinance (the "Ordinance") to be adopted by the City Council on February 9, 2023, and the City's Home Rule Charter and are payable from the proceeds of an ad valorem tax levied upon all taxable property within the City, within the limitations prescribed by law, and are further payable from and secured by a lien on and pledge of the Pledged Revenues, being a limited amount of the Net Revenues (as described and defined in the Ordinance) derived from the operation of the City's combined utility system (the "System"), such lien on and pledge of the limited amount of Net Revenues being subordinate and inferior to the lien on and pledge of such Net Revenues securing payment of any Prior Lien Obligations, Junior Lien Obligations, or Subordinate Lien Obligations (each term as described and defined in the Ordinance) hereafter issued by the City. The City has previously authorized the issuance of the currently outstanding Limited Pledge Obligations (as identified and defined in the Ordinance) that are payable, in part, from and secured by a lien on and pledge of a limited amount of the Net Revenues of the System in the manner and as described in the ordinances authorizing the issuance of the currently outstanding Limited Pledge Obligations. In the Ordinance, the City reserves, and retains the right to issue Prior Lien Obligations, Junior Lien Obligations, Subordinate Lien Obligations, and Additional Limited Pledge Obligations, while the Certificates are Outstanding, without limitation as to principal amount but subject to any terms, conditions or restrictions as may be applicable thereto under law or otherwise.

OTHER TERMS AND COVENANTS: Other terms of the Ordinance and the various covenants of the City contained in the Ordinance are described in the Official Statement, to which reference is made for all purposes.

SUCCESSOR PAYING AGENT/REGISTRAR: The initial Paying Agent/Registrar is BOKF, NA, Dallas, Texas. In the Ordinance, the City covenants to provide a Paying Agent/Registrar at all times while the Certificates are outstanding, and any Paying Agent/Registrar selected by the City shall be a commercial bank or trust company organized under the laws of the United States and any state and duly qualified and legally authorized to serve and perform the duties of the Paying Agent/Registrar for the Certificates. The Paying Agent/Registrar will maintain the Security Register containing the names and addresses of the registered owners of the Certificates.

In the Ordinance, the City retains the right to replace the Paying Agent/Registrar. If the Paying Agent/Registrar is replaced by the City, the new Paying Agent/Registrar shall accept the previous Paying Agent/Registrar's records and act in the same capacity as the previous Paying Agent/Registrar. Any successor Paying Agent/Registrar, selected at the sole discretion of the City, shall be qualified as described in the Preliminary Official Statement. Upon a change in the Paying Agent/Registrar for the Certificates, the City agrees to promptly cause written notice thereof to be sent to each registered owner of the Certificates by United States mail, first-class, postage prepaid.

CONDITIONS OF SALE

TYPES OF BIDS AND INTEREST RATES: The Certificates will be sold in one block on an "All or None" basis, and at a price of not less than their par value, plus accrued interest on the Certificates from the Dated Date of the Certificates to the date of Initial Delivery (defined herein) of the Certificates. **No bid producing a cash premium on the Certificates that results in a dollar price of not less than 103% of their par value will be considered; provided, however, that any bid is subject to adjustment as described under the caption "ADJUSTMENT OF INITIAL PRINCIPAL AMOUNTS".** Bidders are invited to name the rate(s) of interest to be borne by the Certificates, provided that each rate bid must be in a multiple of 1/8 of 1% or 1/20 of 1% and the net effective interest for the Certificates (calculated in the manner required by Chapter 1204, as amended, Texas Government Code) must not exceed 15%. **The highest rate bid may not exceed the lowest rate bid by more than 300 basis points (or 3% in rate).** **No limitation is imposed upon bidders as to the number of rates or changes which may be used.** All Certificates of one stated maturity must bear one and the same rate. No bids involving supplemental interest rates will be considered.

BASIS OF AWARD: The sale of the Certificates will be awarded to the bidder making a bid that conforms to the specifications herein and which produces the lowest True Interest Cost (defined herein) rate to the City. The "True Interest Cost" rate is that rate which, when used to compute the total present value as of the Dated Date of all debt service payments on the Certificates on the basis of semi-annual compounding, produces an amount equal to the sum of the par value of the Certificates plus the premium bid, (but not interest accrued from the Dated Date to the date of their initial delivery to the Purchaser). In the event of a bidder's error in interest cost rate calculations, the interest rates, and premium, set forth in the Official Bid Form will be considered as the intended bid.

ESTABLISHMENT OF ISSUE PRICE:

The Winning Bidder shall assist the City in establishing the issue price of the Certificates and shall execute and deliver to the City by the Delivery Date an "issue price" or similar certificate setting forth the reasonably expected initial offering price to the public, together with the supporting pricing wires or equivalent communications, such issue price certificate substantially in the form attached hereto,

with such modifications as may be appropriate or necessary, in the reasonable judgment of the Winning Bidder, the City, and Cantu Harden LLP, the City's Bond Counsel (but not to the extent that would preclude the establishment of issue price of the Certificates under applicable federal regulations). All actions to be taken by the City under this Official Notice of Sale to establish the issue price of the Certificates may be taken on behalf of the City by the City's Financial Advisor and any notice or report to be provided to the City may be provided to the City's Financial Advisor.

The City intends that the provisions of Treasury Regulation Section 1.148-1(f)(3)(i) (defining "competitive sale" for purposes of establishing the issue price of the Certificates) will apply to the initial sale of the Certificates (the "competitive sale requirements") because:

- a) the City shall disseminate this Official Notice of Sale to potential underwriters (defined below) in a manner that is reasonably designed to reach potential underwriters;
- b) all bidders shall have an equal opportunity to bid;
- c) the City may receive bids from at least three underwriters of municipal bonds who have established industry reputations for underwriting new issuances of municipal bonds; and
- d) the City anticipates awarding the sale of the Certificates to the bidder who submits a firm offer to purchase the Certificates at the highest price (or lowest interest cost), as set forth in this Official Notice of Sale.

Any bid submitted pursuant to this Official Notice of Sale shall be considered a firm offer for the purchase of the Certificates, as specified in the bid.

In the event that the competitive sale requirements are not satisfied, the City shall so advise the Winning Bidder. In such event, the City intends to treat the initial offering price to the public (defined below) as of the sale date (defined below) of each maturity of the Certificates as the issue price of that maturity (the "hold-the-offering-price rule"). The City shall promptly advise the Winning Bidder, at or before the time of award of the Certificates, if the competitive sale requirements were not satisfied, in which case the hold-the-offering-price rule shall apply to the Certificates. Bids will not be subject to cancellation in the event that the competitive sale requirements are not satisfied and the hold-the-offering-price rule applies. In the event that the competitive sale requirements are not satisfied, resulting in the application of the hold-the-price rule, the issue price certificate shall be modified as necessary in the reasonable judgment of Bond Counsel and the City.

By submitting a bid, the Winning Bidder shall (i) confirm that the underwriters have offered or will offer the Certificates to the public on or before the date of award at the offering price or prices (the "initial offering price"), or at the corresponding yield or yields, set forth in the bid submitted by the Winning Bidder and (ii) agree, on behalf of the underwriters participating in the purchase of the Certificates, that the underwriters will neither offer nor sell unsold Certificates of any maturity to which the hold-the-offering-price rule applies to any person at a price that is higher than the initial offering price to the public during the period starting on the sale date and ending on the earlier of the following:

- a) the close of the fifth (5th) business day after the sale date; or
- b) the date on which the underwriters have sold at least 10% of that maturity of the Certificates to the public at a price that is no higher than the initial offering price to the public.

The Winning Bidder will advise the City promptly after the close of the fifth (5th) business day after the sale date whether it has sold 10% of that maturity of the Certificates to the public at a price that is no higher than the initial offering price to the public.

The City acknowledges that, in making the representations set forth above, the Winning Bidder will rely on (i) the agreement of each underwriter to comply with the requirements for establishing issue price of the Certificates, including, but not limited to, its agreement to comply with the hold-the-offering-price rule, if applicable to the Certificates, as set forth in an agreement among underwriters and the related pricing wires, (ii) in the event a selling group has been created in connection with the initial sale of the Certificates to the public, the agreement of each dealer who is a member of the selling group to comply with the requirements for establishing issue price of the Certificates, including, but not limited to, its agreement to comply with the hold-the-offering-price rule, if applicable to the Certificates, as set forth in a selling group agreement and the related pricing wires, and (iii) in the event that an underwriter or dealer who is a member of the selling group is a party to a retail or other third-party distribution agreement that was employed in connection with the initial sale of the Certificates to the public, the agreement of each broker-dealer that is a party to such agreement to comply with the requirements for establishing issue price of the Certificates, including, but not limited to, its agreement to comply with the hold-the-offering-price rule, if applicable to the Certificates, as set forth in the third-party distribution agreement and the related pricing wires. The City further acknowledges that each underwriter shall be solely liable for its failure to comply with its agreement regarding the requirements for establishing issue price of the Certificates, including, but not limited to, its agreement to comply with

the hold-the-offering price rule, if applicable to the Certificates, and that no underwriter shall be liable for the failure of any other underwriter, or of any dealer who is a member of a selling group, or of any broker-dealer that is a party to a retail or other third-party distribution agreement to comply with its corresponding agreement to comply with the requirements for establishing issue price of the Certificates, including, but not limited to, its agreement to comply with the hold-the-offering-price rule as applicable to the Certificates.

By submitting a bid, each bidder confirms that: (i) any agreement among underwriters, any selling group agreement and each third-party distribution agreement (to which the bidder is a party) relating to the initial sale of the Certificates to the public, together with the related pricing wires, contains or will contain language obligating each underwriter, each dealer who is a member of the selling group, and each broker-dealer that is a party to such retail or other third-party distribution agreement, as applicable, to comply with the hold-the-offering-price rule, if applicable, if and for so long as directed by the Winning Bidder and as set forth in the related pricing wires, (ii) any agreement among underwriters or selling group agreement relating to the initial sale of the Certificates to the public, together with the related pricing wires, contains or will contain language obligating each underwriter or dealer that is a party to a retail or other third-party distribution agreement to be employed in connection with the initial sale of the Certificates to the public to require each broker-dealer that is a party to such third-party distribution agreement to comply with the hold-the-offering-price rule, if applicable, if and for so long as directed by the Winning Bidder or the underwriter and as set forth in the related pricing wires. Sales of any Certificates to any person that is a related party (defined below) to an underwriter shall not constitute sales to the public for purposes of this Official Notice of Sale. Further, for purposes of this section of the Official Notice of Sale entitled "ESTABLISHMENT OF ISSUE PRICE":

- a) "public" means any person other than an underwriter or a related party,
- b) "underwriter" means (A) any person that agrees pursuant to a written contract with the City (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Certificates to the public and (B) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (A) to participate in the initial sale of the Certificates to the public (including a member of a selling group or a party to a retail or other third-party distribution agreement participating in the initial sale of the Certificates to the public),
- c) a purchaser of any of the Certificates is a "related party" to an underwriter if the underwriter and the purchaser are subject, directly or indirectly, to (i) more than 50% common ownership of the voting power or the total value of their stock, if both entities are corporations (including direct ownership by one corporation of another), (ii) more than 50% common ownership of their capital interests or profits interests, if both entities are partnerships (including direct ownership by one partnership of another), or (iii) more than 50% common ownership of the value of the outstanding stock of the corporation or the capital interests or profit interests of the partnership, as applicable, if one entity is a corporation and the other entity is a partnership (including direct ownership of the applicable stock or interests by one entity of the other), and
- d) "sale date" means the date that the Certificates are awarded by the City to the Winning Bidder.

ADDITIONAL CONDITION OF AWARD — DISCLOSURE OF INTERESTED PARTY FORM:

It is the obligation of the City to receive information from Winning Bidder if bidder is not a publicly traded business entity (a "Privately Held Bidder"). Pursuant to Texas Government Code Section 2252.908 (the "Interested Party Disclosure Act"), the City may not award the Certificates to a Winning Bidder which is a Privately Held Bidder unless such party submits a Certificate of Interested Parties Form 1295 (the "Disclosure Form") to the City as prescribed by the Texas Ethics Commission ("TEC"). In the event that a Privately Held Bidder's bid for the Certificates is the best bid received, the City, acting through its financial advisor, will promptly notify the winning Privately Held Bidder. That notification will serve as the City's conditional verbal acceptance of the bid, and will obligate the winning Privately Held Bidder to establish (unless such winning Privately Held Bidder has previously so established) an account with the TEC, and promptly file a completed Disclosure Form, as described below, in order to allow the City to complete the award.

Process for completing the Disclosure Form. For purposes of illustration, the Disclosure Form is attached hereto, and reference should be made to such form for the following information needed to complete it: (a) item 2 - name of the governmental entity (City of Pleasanton, Texas) and (b) item 3 - the identification number assigned to this contract by the City (Pleasanton CO2023) and description of the goods or services (Purchase of the City of Pleasanton, Texas Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2023). The Interested Party Disclosure Act and the rules adopted by the TEC with respect thereto (the "Disclosure Rules") require a non-publicly traded business entity contracting with the City to complete the Disclosure Form electronically at <https://www.ethics.state.tx.us/main/file.htm>, print, sign, and deliver, in physical form, the certified Disclosure Form that is generated by the TEC's "electronic portal" to the City. The executed Disclosure Form must be sent by email to the City's financial advisor at mmcliney@samcocapital.com and to the City's bond counsel at carey.troell@cantuharden.com, as soon as possible following the notification of conditional verbal acceptance and prior to the final written award.

Preparations for completion, and the significance of, the reported information. In accordance with the Interested Party Disclosure Act, the information reported by the winning Privately Held Bidder must be declared by an authorized agent of the Privately Held Winning Bidder. No exceptions may be made to that requirement. The Interested Party Disclosure Act and the Disclosure Form provides that such acknowledgment is made "under penalty of perjury." Consequently, a winning Privately Held Bidder should take appropriate

steps prior to completion of the Disclosure Form to familiarize itself with the Interested Party Disclosure Act, the Disclosure Rules and the Disclosure Form. Time will be of the essence in submitting the form to the City, and no final award will be made by the City regarding the sale of the Certificates until a completed Disclosure Form is received. If applicable, the City reserves the right to reject any bid that does not satisfy the requirement of a completed Disclosure Form, as described herein. Neither the City nor its consultants have the ability to verify the information included in a Disclosure Form, and neither party has an obligation nor undertakes responsibility for advising any bidder with respect to (1) the bidder's obligation to submit the Disclosure Form or (2) the proper completion of the Disclosure Form. Consequently, an entity intending to bid on the Certificates should consult its own advisors to the extent it deems necessary and be prepared to submit the completed form, if required, promptly upon notification from the City that its bid is the conditional winning bid. Instructional videos on logging in and creating a certificate are provided on the TEC's website at <https://www.ethics.state.tx.us/filinginfo/1295>.

ADDITIONAL CONDITION OF AWARD - REQUIRED CERTIFICATIONS AND VERIFICATIONS BY WINNING BIDDER:

Section 2271.002 (No Boycott of Israel) Verifications. Each bidder, through submittal of an executed Official Bid Form, represents that it and its parent company, wholly- or majority-owned subsidiaries, and other affiliates, if any, do not boycott Israel and, to the extent the Official Notice of Sale and Official Bid Form is a contract for goods or services, will not boycott Israel during the term of this agreement. The foregoing verification is made solely to comply with Section 2271.002, Texas Government Code, as amended, and to the extent such Section does not contravene applicable Texas or federal law. As used in the foregoing verification, "boycott Israel" means refusing to deal with, terminating business activities with, or otherwise taking any action that is intended to penalize, inflict economic harm on, or limit commercial relations specifically with Israel, or with a person or entity doing business in Israel or in an Israeli-controlled territory, but does not include an action made for ordinary business purposes. Each bidder, through submittal of an executed Official Bid Form, understands "affiliate" to mean an entity that controls, is controlled by, or is under common control with our company and exists to make a profit.

Section 2252.152 (Sanctioned Company) Representations. Each bidder, through submittal of an executed Official Bid Form, represents that neither it nor any parent company, wholly- or majority-owned subsidiaries, and other affiliates is a company identified on a list prepared and maintained by the Texas Comptroller of Public Accounts under Section 2252.153 or Section 2270.0201, Texas Government Code, and posted on any of the following pages of such officer's internet website: <https://comptroller.texas.gov/purchasing/docs/sudan-list.pdf>; <https://comptroller.texas.gov/purchasing/docs/iran-list.pdf>, or <https://comptroller.texas.gov/purchasing/docs/fto-list.pdf>. The foregoing representation is made solely to comply with Section 2252.152, Texas Government Code, and to the extent such Section does not contravene applicable Texas or federal law and excludes our company and each parent company, wholly- or majority-owned subsidiaries, and other affiliates, if any, that the United States government has affirmatively declared to be excluded from its federal sanctions regime relating to Sudan or Iran or any federal sanctions regime relating to a foreign terrorist organization. Each bidder, through submittal of an executed Official Bid Form, understands "affiliate" to mean any entity that controls, is controlled by, or is under common control with our company and exists to make a profit.

Section 2274.002 (No Discrimination Against Fossil-Fuel Companies) Verifications. To the extent the Official Bid Form constitutes a contract for goods or services for which a written verification statement is required under Section 2274.002 (as added by Senate Bill 13 in the 87th Texas Legislative Session), Texas Government Code, as amended, each bidder, through submittal of an executed Official Bid Form, represents and verifies that it and its parent company, wholly- or majority- owned subsidiaries, and other affiliates, if any, do not boycott energy companies and, will not boycott energy companies during the term of the contract. The foregoing verification is made solely to comply with Section 2274.002, Texas Government Code, as amended, to the extent Section 2274.002, Texas Government Code does not contravene applicable Texas or federal law. As used in the foregoing verification, "boycott energy companies" shall mean, without an ordinary business purpose, refusing to deal with, terminating business activities with, or otherwise taking any action that is intended to penalize, inflict economic harm on, or limit commercial relations with a company because the company (A) engages in the exploration, production, utilization, transportation, sale, or manufacturing of fossil fuel-based energy and does not commit or pledge to meet environmental standards beyond applicable federal and state law; or (B) does business with a company described by (A) above. Each bidder, through submittal of an executed Official Bid Form, understands "affiliate" to mean any entity that controls, is controlled by, or is under common control with our company and exists to make a profit.

Section 2274.002 (No Discrimination Against Firearm Entities or Firearm Trade Associations) Verifications. To the extent the Official Bid Form constitutes a contract for goods or services for which a written verification statement is required under Section 2274.002 (as added by Senate Bill 19 in the 87th Texas Legislative Session, "SB 19"), Texas Government Code, as amended, each bidder, through submittal of an executed Official Bid Form, verifies that it and its parent company, wholly- or majority- owned subsidiaries, and other affiliates, if any,

- a) do not have a practice, policy, guidance or directive that discriminates against a firearm entity or firearm trade association; and
- b) will not discriminate during the term of the contract against a firearm entity or firearm trade association.

The foregoing verification is made solely to comply with Section 2274.002, Texas Government Code, as amended, to the extent Section 2274.002, Texas Government Code does not contravene applicable Texas or federal law. Each bidder, through submittal of an executed Official Bid Form, understands "affiliate" to mean any entity that controls, is controlled by, or is under common control with our company and exists to make a profit.

As used in the foregoing verification and the following definitions,

- a) 'discriminate against a firearm entity or firearm trade association,' a term defined in Section 2274.001(3), Texas Government Code (as enacted by such Senate Bill), (A) means, with respect to the firearm entity or firearm trade association, to (i) refuse to engage in the trade of any goods or services with the firearm entity or firearm trade association based solely on its status as a firearm entity or firearm trade association, (ii) refrain from continuing an existing business relationship with the firearm entity or firearm trade association based solely on its status as a firearm entity or firearm trade association, or (iii) terminate an existing business relationship with the firearm entity or firearm trade association based solely on its status as a firearm entity or firearm trade association and (B) does not include (i) the established policies of a merchant, retail seller, or platform that restrict or prohibit the listing or selling of ammunition, firearms, or firearm accessories and (ii) a company's refusal to engage in the trade of any goods or services, decision to refrain from continuing an existing business relationship, or decision to terminate an existing business relationship (aa) to comply with federal, state, or local law, policy, or regulations or a directive by a regulatory agency or (bb) for any traditional business reason that is specific to the customer or potential customer and not based solely on an entity's or association's status as a firearm entity or firearm trade association,
- b) 'firearm entity,' a term defined in Section 2274.001(6), Texas Government Code (as enacted by such Senate Bill), means a manufacturer, distributor, wholesaler, supplier, or retailer of firearms (defined in Section 2274.001(4), Texas Government Code, as enacted by such Senate Bill, as weapons that expel projectiles by the action of explosive or expanding gases), firearm accessories (defined in Section 2274.001(5), Texas Government Code, as enacted by such Senate Bill, as devices specifically designed or adapted to enable an individual to wear, carry, store, or mount a firearm on the individual or on a conveyance and items used in conjunction with or mounted on a firearm that are not essential to the basic function of the firearm, including detachable firearm magazines), or ammunition (defined in Section 2274.001(1), Texas Government Code, as enacted by such Senate Bill, as a loaded cartridge case, primer, bullet, or propellant powder with or without a projectile) or a sport shooting range (defined in Section 250.001, Texas Local Government Code, as a business establishment, private club, or association that operates an area for the discharge or other use of firearms for silhouette, skeet, trap, black powder, target, self-defense, or similar recreational shooting), and
- c) 'firearm trade association,' a term defined in Section 2274.001(7), Texas Government Code (as enacted by such Senate Bill), means any person, corporation, unincorporated association, federation, business league, or business organization that (i) is not organized or operated for profit (and none of the net earnings of which inures to the benefit of any private shareholder or individual), (ii) has two or more firearm entities as members, and (iii) is exempt from federal income taxation under Section 501(a), Internal Revenue Code of 1986, as an organization described by Section 501(c) of that code.

Additional Evidence of Compliance with State Law. In addition to the above verifications made by submitting a bid, each bidder agrees, should it be the winning bidder, to cooperate with the City and take any action necessary to further verify and confirm compliance with State law. Such actions may include providing the City with a stand-alone letter (addressed directly to the City and the Attorney General of the State of Texas), in a form acceptable to the City, executed by its general counsel, a managing director, chief compliance officer, or other comparable officer acceptable to the City, providing further verification and confirmation of compliance with the matters set forth above.

IMPACT OF BIDDING SYNDICATE ON AWARD: For purposes of contracting for the sale of the Certificates, the entity signing the bid form as Purchaser shall be solely responsible for the payment of the purchase price of the Certificates. The Purchaser may serve as a syndicate manager and contract under a separate agreement with other syndicate members. However, the City is not a party to that agreement and any information provided regarding syndicate managers would be for informational purposes only.

OFFICIAL STATEMENT

To assist the Purchaser in complying with Rule 15c2-12, as amended (the "Rule"), of the United States Securities and Exchange Commission ("SEC"), the City and the Purchaser contract and agree, by the submission and acceptance of the winning bid, as follows:

COMPLIANCE WITH RULE: The City has approved and authorized distribution of the accompanying Preliminary Official Statement for dissemination to potential purchasers of the Certificates, but does not presently intend to prepare any other document or version thereof for such purpose, except as described below. Accordingly, the City deems the accompanying Preliminary Official Statement to be final as of its date, within the meaning of the Rule, except for information relating to the offering prices, interest rates, final debt service schedule, selling compensation, identity of the Purchaser and other similar information, terms and provisions to be specified in the competitive bidding process. The Purchaser shall be responsible for promptly informing the City of the initial offering yields of the Certificates.

The City agrees to provide, or cause to be provided, to the Purchaser, the Preliminary Official Statement and the Official Statement and any amendments or supplements thereto in a "designated electronic format" (or printed format with respect to the final Official Statement) as may be required for the Purchaser to comply with the Rule or the rules of the Municipal Securities Rulemaking Board ("MSRB"). The City consents to the distribution of such documents in a "designated electronic format." Upon receipt, the Purchaser shall promptly file the Official Statement with the MSRB in accordance with the applicable MSRB rules.

The City will complete and authorize distribution of the Official Statement identifying the Purchaser and containing information omitted from the Preliminary Official Statement. The City does not intend to amend or supplement the Official Statement otherwise, except to take into account certain subsequent events, if any, as described below. By delivering the final Official Statement or any amendment or supplement thereto in the requested quantity to the Purchaser on or after the sale date, the City intends the same to be final as of such date, within the meaning of Section 15c2-12(b)(3) of the Rule. Notwithstanding the foregoing, the City makes no representation concerning the absence of material misstatements or omissions from the Official Statement, except only as and to the extent under "CERTIFICATION OF THE OFFICIAL STATEMENT" as described below. To the best knowledge and belief of the City, the Official Statement contains information, including financial information or operating data, concerning every entity, enterprise, fund, account, or person that is material to an evaluation of the offering of the Certificates.

MUNICIPAL BOND INSURANCE: In the event the Certificates are qualified for municipal bond insurance, and the Purchaser desires to purchase such insurance, the cost therefor will be paid by the Purchaser. The City shall pay the rating agency fee for S&P (hereinafter defined). Any other fees to be paid to rating agencies as a result of said insurance will be paid by the Purchaser. It will be the responsibility of the Purchaser to disclose the existence of insurance, its terms and the effect thereof with respect to the reoffering of the Certificates. Any downgrade by rating agencies of the bond insurance provider shall not relieve the Purchaser of its obligations under this heading. See "BOND INSURANCE" and "BOND INSURANCE GENERAL RISKS" in the Preliminary Official Statement.

FINAL OFFICIAL STATEMENT: In addition to delivering the Official Statement in a "designated electronic format", the City will furnish to the Purchaser, within seven (7) days after the sale date, an aggregate maximum of fifty (50) copies of the Official Statement, together with information regarding interest rates and other terms relating to the reoffering of the Certificates, in accordance with Section 15c2-12(b)(3) of the Rule. The Purchaser may arrange, at its own expense, to have the Official Statement reproduced and printed if it requires more than 50 copies and may also arrange, at its own expense and responsibility, for completion and perfection of the first or cover page of the Official Statement so as to reflect interest rates and other terms and information related to the reoffering of the Certificates. The Purchaser will be responsible for providing information concerning the City and the Certificates to subsequent purchasers of the Certificates, and the City will undertake no responsibility for providing such information other than to make the Official Statement available to the Purchaser as provided herein. The City agrees to provide, or cause to be provided, to the Purchaser the Preliminary Official Statement and the Official Statement and any amendments or supplements thereto in a "designated electronic format" (or printed format with respect to the final Official Statement) as may be required for the Purchaser to comply with the Rule or the rules of the MSRB. The City consents to the distribution of such documents in a "designated electronic format". Upon receipt, the Purchaser shall promptly file the Official Statement with the MSRB in accordance with the MSRB Rule G-32. The City's obligation to supplement the Official Statement to correct key representations determined to be materially misleading, after the date of the Official Statement, shall terminate upon initial delivery of the Certificates to the Purchaser, unless the Purchaser notifies, in writing, the City that less than all of the Certificates have been sold to ultimate customers on or before such date, in which case the obligation will extend for an additional period of time (but not more than 90 days after the sale date) until all of the Certificates have been sold to ultimate customers.

CHANGES TO OFFICIAL STATEMENT: If, subsequent to the date of the Official Statement, the City learns, through the ordinary course of business and without undertaking any investigation or examination for such purposes, or is notified by the Purchaser of any adverse event which causes the Official Statement to be materially misleading, and unless the Purchaser elects to terminate its obligation to purchase the Certificates, as described below under "DELIVERY AND ACCOMPANYING DOCUMENTS - CONDITIONS TO DELIVERY", the City will promptly prepare and supply to the Purchaser an appropriate amendment or supplement to the Official Statement satisfactory to the Purchaser and in a "designated electronic format"; provided, however, that the obligation of the City to do so will terminate when the City delivers the Certificates to the Purchaser, unless the Purchaser notifies the City on or before such date that less than all of the Certificates have been sold to ultimate customers, in which case the City's obligations hereunder will extend for an additional period of time (but not more than 90 days after the date the City delivers the Certificates) until all of the Certificates have been sold to ultimate customers.

CERTIFICATION OF THE OFFICIAL STATEMENT: At the time of payment for and delivery of the hereinafter defined Initial Certificates (the "Delivery Date"), the Purchaser will be furnished a certificate, executed by proper officials of the City, acting in their official capacities, to the effect that to the best of their knowledge and belief: (a) the descriptions and statements of or pertaining to the City contained in its Official Statement, and any addenda, supplement or amendment thereto, for the Certificates, on the date of such Official Statement, on the date of sale of said Certificates and the acceptance of the best bid therefore, and on the date of the initial delivery thereof, were and are true and correct in all material respects; (b) insofar as the City and its affairs, including its financial affairs, are concerned, such Official Statement did not and does not contain an untrue statement of a material fact or omit to state a material fact required to be stated therein or necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading; (c) insofar as the descriptions and statements including financial data, of or pertaining to entities, other than the City, and their activities contained in such Official Statement are concerned, such statements and data have been obtained from sources which the City believes to be reliable and the City has no reason to believe that they are untrue in any material respect; and (d) there has been no material adverse change in the financial condition of the City since the date of the last financial statements of the City appearing in the Official Statement. The Official Statement and Official Notice of Sale will be approved as to form and content and the use thereof in the offering of the Certificates will be authorized, ratified and approved by the City Council of the City on the date of sale, and the Purchaser will be furnished, upon request, at the time of payment for and the delivery of the Certificates, a certified copy of such approval, duly executed by the proper officials of the City.

CONTINUING DISCLOSURE AGREEMENT: The City will agree in the Ordinance to provide certain periodic information and notices of certain events in accordance with the Rule, as described in the Official Statement under "CONTINUING DISCLOSURE OF INFORMATION". The Purchaser's obligation to accept and pay for the Certificates is conditioned upon delivery to the Purchaser or its agent of a certified copy of the Ordinance containing the agreement described under such heading.

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

DELIVERY AND ACCOMPANYING DOCUMENTS

INITIAL DELIVERY OF INITIAL CERTIFICATES: The initial delivery of the Certificates to the Purchaser on the Delivery Date, will be accomplished by the issuance of either (i) a single fully registered Certificate in the total principal amount of \$4,200,000 (preliminary, subject to change) payable in stated installments to the Purchaser and numbered T-1, or (ii) as one (1) fully registered Certificate for each year of stated maturity in the applicable principal amount and denomination, to be numbered consecutively from R-1 and upward (in either case, the "Initial Certificate(s)"), signed by manual or facsimile signature of the Mayor and the City Secretary approved by the Attorney General of Texas, and registered and manually signed by an authorized representative of the Comptroller of Public Accounts of the State of Texas. Initial Delivery (defined below) of the Certificates will be at the corporate trust office of the Paying Agent/Registrar. Upon delivery of the Initial Certificate(s), they shall be immediately canceled and one Certificate for each stated maturity will be registered in the name of Cede & Co. and deposited with DTC in connection with DTC's Book-Entry-Only System. Payment for the Initial Certificates must be made in immediately available funds for unconditional credit to the City, or as otherwise directed by the City. The Purchaser will be given six (6) business days' notice of the time fixed for delivery of the Certificates. It is anticipated that Initial Delivery of the Initial Certificates can be made on or about March 8, 2023, but if for any reason the City is unable to make delivery by March 8, 2023, then the City shall immediately contact the Purchaser and offer to allow the Purchaser to extend for an additional thirty (30) days its obligation to take up and pay for the Certificates. If the Purchaser does not so elect within six (6) business days thereafter, then the Good Faith Deposit will be returned, and both the City and the Purchaser shall be relieved of further obligation. In no event shall the City be liable for any damages by reason of its failure to deliver the Certificates, provided such failure is due to circumstances beyond the City's reasonable control.

EXCHANGE OF INITIAL CERTIFICATES FOR DEFINITIVE CERTIFICATES: Upon payment for the Initial Certificate(s) at the time of such delivery, the Initial Certificate(s) are to be canceled by the Paying Agent/Registrar and registered definitive Certificates delivered in lieu thereof, in multiples of \$5,000 for each stated maturity, in accordance with written instructions received from the Purchaser and/or members of the Purchaser's syndicate. Such Certificates shall be registered by the Paying Agent/Registrar. It shall be the duty of the Purchaser and/or members of the Purchaser's syndicate to furnish to the Paying Agent/Registrar, at least five days prior to the delivery of the Initial Certificate(s), final written instructions identifying the names and addresses of the registered owners, the stated maturities, interest rates, and denominations. The Paying Agent/Registrar will not be required to accept changes in such written instructions after the five day period, and if such written instructions are not received by the Paying Agent/Registrar five days prior to the delivery, the cancellation of the Initial Certificate(s) and delivery of registered definitive Certificates may be delayed until the fifth day next following the receipt of such written instructions by the Paying Agent/Registrar.

CUSIP NUMBERS: It is anticipated that CUSIP identification numbers will be printed on the Certificates, but neither the failure to print such number on any Certificate nor any error with respect thereto shall constitute cause for a failure or refusal by the Purchaser to accept delivery of and pay for the Certificates in accordance with the terms of the Official Bid Form and this Official Notice of Sale. All expenses in relation to the printing of CUSIP numbers on the Certificates shall be paid by the City; however, the CUSIP Service Bureau's charge for the assignment of the numbers shall be paid by the Purchaser.

CONDITIONS TO DELIVERY: The obligation to take up and pay for the Certificates is subject to the following conditions: the issuance of an approving opinion of the Attorney General of Texas, the Purchaser's acknowledgment of the receipt of the Initial Certificate, the Purchaser's receipt of the legal opinions of Bond Counsel and the no-litigation certificate, and the non-occurrence of the events described below under the caption "No Material Adverse Change", all as described below. In addition, if the City fails to comply with its obligations described under "OFFICIAL STATEMENT - FINAL OFFICIAL STATEMENT" above, the Purchaser may terminate its contract to purchase the Certificates by delivering written notice to the City within five (5) days thereafter.

NO MATERIAL ADVERSE CHANGE: The obligation of the Purchaser to take up and pay for the Certificates, and of the City to deliver the Initial Certificate(s), are subject to the condition that, up to the time of delivery of and receipt of payment for the Initial Certificate(s), there shall have been no material adverse change in the affairs of the City subsequent to the date of sale from that set forth in the Preliminary Official Statement, as it may have been finalized, supplemented or amended through the date of delivery.

LEGAL OPINIONS: The Certificates are offered when, as and if issued, subject to the approval of certain legal matters by the Attorney General of the State of Texas and Bond Counsel (see discussion "LEGAL MATTERS - Legal Opinions and No-Litigation Certificate" in the Preliminary Official Statement).

CHANGE IN TAX-EXEMPT STATUS: At any time before the Certificates are tendered for initial delivery to the Purchaser, the Purchaser may withdraw its bid if the interest on obligations such as the Certificates shall be declared to be includable in the gross income, as defined in section 61 of the Code, of the owners thereof for federal income tax purposes, either by United States Treasury regulations, by ruling or administrative guidance of the Internal Revenue Service, by a decision of any federal court, or by the terms of any federal income tax legislation enacted subsequent to the date of this Official Notice of Sale.

GENERAL CONSIDERATIONS

FUTURE REGISTRATION: The Certificates may be transferred, registered, and assigned on the registration books of the Paying Agent/Registrar only upon presentation and surrender thereof to the Paying Agent/Registrar, and such registration and transfer shall be without expense or service charge to the registered owner, except for any tax or other governmental charges required to be paid with respect to such registration and transfer. A Certificate may be assigned by the execution of an assignment form on the Certificates or by other instrument of transfer and assignment acceptable to the Paying Agent/Registrar. A new Certificate or Certificates will be delivered by the Paying Agent/Registrar in lieu of the Certificates being transferred or exchanged at the corporate trust office of the Paying Agent/Registrar, or sent by United States registered mail to the new registered owner at the registered owner's request, risk, and expense. To the extent possible, new Certificates issued in an exchange or transfer of Certificates will be delivered to the registered owner or assignee of the registered owner in not more than three (3) business days after the receipt of the Certificates to be canceled in the exchange or transfer and the written instrument of transfer or request for exchange duly executed by the registered owner or its duly authorized agent, in form satisfactory to the Paying Agent/Registrar. New Certificates registered and delivered in an exchange or transfer shall be in denominations of \$5,000 for any one stated maturity or any integral multiple thereof and for a like aggregate principal amount and interest rate as the Certificates surrendered for exchange or transfer.

RECORD DATE: The record date ("Record Date") for determining the party to whom the semiannual interest on the Certificates is payable on any interest payment date is the fifteenth day of the month next preceding such interest payment date.

RATING: A municipal bond rating application has been made to S&P Global Ratings ("S&P"). The outcome of the results will be made available to the Purchaser as soon as possible. (See "OTHER PERTINENT INFORMATION - Ratings" in the Preliminary Official Statement). An explanation of the significance of such a rating may be obtained from S&P. The rating of the Certificates by S&P reflects only the view of S&P at the time the rating is given, and the City makes no representations as to the appropriateness of the rating. There is no assurance that the rating will continue for any given period of time, or that the rating will not be revised downward or withdrawn entirely by S&P, if, in the judgment of such company, circumstances so warrant. Any such downward revision or withdrawal of the rating may have an adverse effect on the market price of the Certificates.

SALE OF ADDITIONAL CERTIFICATES: The City currently has no plans to issue additional ad valorem tax supported debt in 2023, except potentially issuing refunding bonds for debt service savings.

REGISTRATION AND QUALIFICATION OF CERTIFICATES FOR SALE: No registration statement relating to the Certificates has been filed with the SEC under the Securities Act of 1933, as amended (the "Act"), in reliance upon exemptions provided in such Act. The Certificates have not been approved or disapproved by the SEC, nor has the SEC passed upon the accuracy or adequacy of the Official Statement. Any representation to the contrary is a criminal offense. The Certificates have not been registered or qualified under the Securities Act of Texas in reliance upon exemptions contained therein, nor have the Certificates been registered or qualified under the securities acts of any other jurisdiction. The City assumes no responsibility for registration or qualification of the Certificates under the securities laws of any jurisdiction in which the Certificates may be sold, assigned, pledged, hypothecated or otherwise transferred. This disclaimer of responsibility for registration or qualification for sale or other disposition of the Certificates shall not be construed as an interpretation of any kind with regard to the availability of any exemption from securities registration or qualification provisions.

ADDITIONAL COPIES: Subject to the limitations described herein, an electronic copy of this Official Notice of Sale, the Official Bid Form, and the Official Statement may be obtained from www.samco.postos.com.

The City Council has approved the form and content of the Official Notice of Sale, the Official Bid Form, and the Official Statement and authorized the use thereof in its initial offering of the Certificates. On the date of the sale, the Certificates will, in the Ordinance authorizing the issuance of the Certificates, reconfirm its approval of the form and content of the Official Statement, and any addenda, supplement, or amendment thereto, and authorize its further use in the reoffering of the Certificates by the Purchaser.

/s/ Clinton Powell

Mayor,
City of Pleasanton

ATTEST:

/s/ Andres Aguirre

City Secretary,
City of Pleasanton

February 2, 2023

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OFFICIAL BID FORM

Honorable Mayor and City Council
 City of Pleasanton
 108 Second Street
 Pleasanton, Texas 78064

February 9, 2023

Dear Ladies and Gentlemen:

Subject to the terms of your Official Notice of Sale and Preliminary Official Statement dated February 2, 2023, which terms are incorporated by reference to this proposal, we hereby submit the following bid for \$4,200,000 (preliminary, subject to change) City of Pleasanton, Texas Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2023, dated February 1, 2023 (the "Certificates").

For said legally issued Certificates, we will pay you \$_____ (a dollar price not less than 103% of par value) plus accrued interest from their date to the date of delivery to us for Certificates maturing February 1 and bearing interest per annum as follows:

Year of Stated Maturity	Principal Amount at Stated Maturity	Coupon %	Year of Stated Maturity	Principal Amount at Stated Maturity	Coupon %
2024	\$565,000		2031	\$390,000	
2025	290,000		2032	410,000	
2026	305,000		2033	430,000	
2027	315,000		2034*	140,000	
2028	330,000		2035*	145,000	
2029	355,000		2036*	155,000	
2030	370,000				

* Maturities available for Term Certificates.

Our calculation (which is not part of this bid) of the True Interest Cost from the above is: _____%

ADJUSTMENT OF INITIAL PRINCIPAL AMOUNTS: As a condition to our submittal of this bid for the Certificates, we acknowledge the following: The City reserves the right to increase or decrease the principal (maturity) amount of any maturity of the Certificates, including the elimination of a maturity or maturities; provided, however, that the aggregate principal (denominational) amount of the Certificates shall not exceed \$4,200,000. Notice of any such changes shall be given to the successful bidder as soon as practicable following the notification of award, as described below, and this Official Notice of Sale may be amended at the sole discretion of the City to reflect such increase or decrease. The City will attempt to maintain total per bond underwriting spread when adjusting maturities. No such adjustment will have the effect of altering the basis upon which the best bid is determined. The successful bidder may not withdraw its bids or change the rates bid or any initial reoffering prices as a result of any changes made to the principal (denominational) amounts.

Of the principal maturities set forth in the table above, we have created term certificates (the "Term Certificates") as indicated in the following table (which may include no more than one Term Certificate). For those years which have been combined into a Term Certificate, the principal amount shown in the table shown on page ii of the Official Notice of Sale will be the mandatory sinking fund redemption amounts in such years except that the amount shown in the year of the Term Certificate maturity date will mature in such year. The Term Certificates created are as follows:

Term Certificate Maturity Date February 1	Year of First Mandatory Redemption	Principal Amount of Term Certificate	Interest Rate
_____	_____	_____	_____
_____	_____	_____	_____

The Initial Certificate(s) shall be registered in the name of _____, which will, upon payment for the Certificates, be cancelled by the Paying Agent/Registrar. The Certificates will then be registered in the name of Cede & Co. (DTC's partnership nominee), under the Book-Entry-Only System.

Cashier's Check of the _____ Bank, _____, Texas, in the amount of \$84,000, which represents our Good Faith Deposit (is attached hereto) or (has been made available to you prior to the opening of this Bid), and is submitted in accordance with the terms as set forth in the Official Notice of Sale, said check is to be returned to the Purchaser.

We agree to accept delivery of the Certificates utilizing the Book-Entry-Only System through DTC and make payment for the Initial Certificates in immediately available funds at the Corporate Trust Division, BOKF, NA, Dallas, Texas, not later than 10:00 A.M., Central Time, on Wednesday, March 8, 2023, or thereafter on the date the Certificates are tendered for delivery, pursuant to the terms set forth in the Official Notice of Sale. It will be the obligation of the purchaser of the Certificates to complete and file the DTC Eligibility Questionnaire. The undersigned agrees to the provisions of the Official Notice of Sale under the heading "CONDITIONS OF SALE – ESTABLISHMENT OF ISSUE PRICE" and, as evidenced thereof, agrees to complete, execute, and deliver to the City, by the Delivery Date, a certificate relating to the "issue price" of the Certificates in the form and to the effect attached to or accompanying the Official Notice of Sale, with such changes thereto as may be acceptable to Bond Counsel for the City. (See "CONDITIONS OF SALE – ESTABLISHMENT OF ISSUE PRICE" in the Official Notice of Sale.)

Through submittal of this executed Official Bid Form, the undersigned verifies that, except to the extent otherwise required by applicable Texas or Federal law, it (1) does not and will not "boycott Israel", (2) is not a company on the Texas Comptroller's list concerning "foreign terrorist organizations" prepared and maintained thereby under applicable Texas law, (3) does not and will not "discriminate against a firearm entity or firearm trade association", and (4) does not and will not "boycott energy companies", all as more fully provided in the Official Notice of Sale under the heading "ADDITIONAL CONDITION OF AWARD – REQUIRED CERTIFICATIONS AND VERIFICATIONS BY WINNING BIDDER".

For purposes of contracting for the sale of the Certificates, the entity signing the bid form as Purchaser shall be solely responsible for the payment of the purchase price of the Certificates. The Purchaser may serve as a syndicate manager and contract under a separate agreement with other syndicate members. However, the City is not a party to that agreement and any information provided regarding syndicate managers would be for informational purposes only.

Upon notification of conditional verbal acceptance, the undersigned will, if required by applicable Texas law as described in the Official Notice of Sale under the heading "ADDITIONAL CONDITION OF AWARD – DISCLOSURE OF INTERESTED PARTY FORM", complete an electronic form of the Certificate of Interested Parties Form 1295 (the "Disclosure Form") through the Texas Ethics Commission's (the "TEC") electronic portal and the resulting certified Disclosure Form that is generated by the TEC's electronic portal will be printed, signed and sent by email to the City's financial advisor at mmcliney@samcocapital.com and Bond Counsel at carey.troell@cantuharden.com. The undersigned understands that the failure to provide the certified Disclosure Form will prohibit the City from providing final written award of the enclosed bid.

Bidder:

By:

_____ Authorized Representative

_____ Telephone Number

_____ Email Address

ACCEPTANCE CLAUSE

The above and foregoing bid is hereby in all things accepted by the City of Pleasanton, Texas, subject to and in accordance with the Official Notice of Sale and Official Bid Form, this 9th day of February 2023.

Mayor,
City of Pleasanton, Texas

ATTEST:

City Secretary,
City of Pleasanton, Texas

\$4,200,000*

CITY OF PLEASANTON, TEXAS
COMBINATION TAX AND LIMITED PLEDGE REVENUE CERTIFICATES OF OBLIGATION,
SERIES 2023

ISSUE PRICE CERTIFICATE

The undersigned, on behalf of _____, _____, _____ (the "Purchaser"), hereby certifies as set forth below with respect to the sale of the above-captioned obligations (the "Certificates") of the City of Pleasanton, Texas (the "Issuer").

Reasonably Expected Initial Offering Price.

(a) As of the Sale Date, the reasonably expected initial offering prices of the Certificates to the Public by the Purchaser are the prices listed in Schedule A (the "Expected Offering Prices"). The Expected Offering Prices are the prices for the Maturities of the Certificates used by the Purchaser in formulating its bid to purchase the Certificates. Attached as Schedule B is a true and correct copy of the bid provided by the Purchaser to purchase the Certificates.

(b) The Purchaser was not given the opportunity to review other bids prior to submitting its bid.

(c) The bid submitted by the Purchaser constituted a firm offer to purchase the Certificates.

Defined Terms.

(a) *Maturity* means Certificates with the same credit and payment terms. Certificates with different maturity dates, or Certificates with the same maturity date but different stated interest rates, are treated as separate Maturities.

(b) *Public* means any person (including an individual, trust, estate, partnership, association, company, or corporation) other than an Underwriter or a related party to an Underwriter. The term "related party" for purposes of this certificate generally means any two or more persons who have greater than 50 percent common ownership, directly or indirectly.

(c) *Sale Date* means the first day on which there is a binding contract in writing for the sale of a Maturity of the Certificates. The Sale Date of the Certificates is February 9, 2023.

(d) *Underwriter* means (i) any person that agrees pursuant to a written contract with the Issuer (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Certificates to the Public, and (ii) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (i) of this paragraph to participate in the initial sale of the Certificates to the Public (including a member of a selling group or a party to a retail or other third-party distribution agreement participating in the initial sale of the Certificates to the Public).

The representations set forth in this certificate are limited to factual matters only. Nothing in this certificate represents the Purchaser's interpretation of any laws, including specifically Sections 103 and 148 of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations thereunder. The undersigned understands that the foregoing information will be relied upon by the Issuer with respect to certain of the representations set forth in the tax certificate with respect to the Certificates and with respect to compliance with the federal income tax rules affecting the Certificates, and by Cantu Harden LLP in connection with rendering its opinion that the interest on the Certificates is excluded from gross income for federal income tax purposes, the preparation of the Internal Revenue Service Form 8038-G, and other federal income tax advice that it may give to the Issuer from time to time relating to the Certificates.

By: _____

Name: _____

Title: _____

Dated: February 9, 2023

*Preliminary, subject to change.

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NEW ISSUE- BOOK-ENTRY-ONLY

Ratings: S&P "Applied For"

(See: "BOND INSURANCE", "BOND INSURANCE GENERAL RISKS", and "OTHER PERTINENT INFORMATION-Rating")

PRELIMINARY OFFICIAL STATEMENT

February 1, 2023

In the opinion of Bond Counsel (identified below), assuming continuing compliance by the Issuer (defined below) after the date of initial delivery of the Certificates (defined below) with certain covenants contained in the Ordinance (defined below) and subject to the matters described under "TAX MATTERS" herein, interest on the Certificates under existing statutes, regulations, published rulings, and court decisions (1) will be excludable from the gross income of the owners thereof for federal income tax purposes under Section 103 of the Internal Revenue Code, as amended to the date of initial delivery of the Certificates and (2) will not be included in computing the alternative minimum taxable income of the owners thereof who are individuals. (See "TAX MATTERS" herein.)

The Issuer WILL NOT designate the Certificates as "Qualified Tax-Exempt Obligations" for financial institutions.

\$4,200,000*

CITY OF PLEASANTON, TEXAS

(A political subdivision of the State of Texas located in Atascosa County, Texas)

COMBINATION TAX AND LIMITED PLEDGE REVENUE CERTIFICATES OF OBLIGATION, SERIES 2023

Dated Date: February 1, 2023

Due: February 1, as shown on page 2

The \$4,200,000* City of Pleasanton, Texas Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2023 (the "Certificates") are being issued pursuant to the Constitution and laws of the State of Texas, including Texas Local Government Code, Subchapter C, Chapter 271, as amended, and Chapter 1502, as amended, Texas Government Code, an ordinance ("Ordinance") to be adopted by the City Council (the "City Council") of the City of Pleasanton, Texas (the "City" or "Issuer"), on February 9, 2023, the date of the sale of the Certificates, and the City's Home Rule Charter. (See "THE CERTIFICATES - Authority for Issuance" herein.)

The Certificates constitute direct and general obligations of the Issuer payable from proceeds of an ad valorem tax levied annually against all taxable property therein, within the limits prescribed by law, and are further payable from and secured by a lien on and pledge of the Pledged Revenues (as described and defined in the Ordinance), being a limited amount of the Net Revenues (as described and defined in the Ordinance) derived from the operation of the City's combined utility system (the "System"), such lien on and pledge of the limited amount of Net Revenues being subordinate and inferior to the lien on and pledge of such Net Revenues securing payment of any Prior Lien Obligations, Junior Lien Obligations, or Subordinate Lien Obligations hereafter issued by the City. The City previously authorized the issuance of the currently outstanding Limited Pledge Obligations (as described and defined in the Ordinance) which are payable, in part, from and secured by a lien on and pledge of a limited amount of the Net Revenues of the System in the manner provided in the ordinances authorizing the issuance of the Limited Pledge Obligations. In the Ordinance, the City reserves and retains the right to issue Prior Lien Obligations, Junior Lien Obligations, Subordinate Lien Obligations, and Additional Limited Pledge Obligations, while the Certificates are outstanding, without limitation as to principal amount but subject to any terms, conditions or restrictions as may be applicable thereto under law or otherwise. (See "THE CERTIFICATES - Security for Payment" and "TAX RATE LIMITATIONS" herein.)

Interest on the Certificates will accrue from the Dated Date as shown above and payable on February 1 and August 1 of each year, commencing February 1, 2024, until stated maturity or prior redemption, and will be calculated on the basis of a 360-day year of twelve 30-day months. The definitive Certificates will be issued as fully registered obligations in book-entry form only and when issued will be registered in the name of Cede & Co., as nominee of The Depository Trust Company ("DTC"), New York, New York. DTC will act as securities depository. Book-entry interests in the Certificates will be made available for purchase in the principal amount of \$5,000 or any integral multiple thereof. Purchasers of the Certificates ("Beneficial Owners") will not receive physical delivery of Certificates representing their interest in the Certificates purchased. So long as DTC or its nominee is the registered owner of the Certificates, the principal of and interest on the Certificates will be payable by BOKF, NA, Dallas, Texas, as the initial paying agent/registrant to the securities depository, which will in turn remit such principal and interest to its participants, which will in turn remit such principal and interest to the Beneficial Owners of the Certificates. (See "BOOK-ENTRY-ONLY SYSTEM" herein.)

Proceeds from the sale of the Certificates will be used for the purpose of paying contractual obligations of the City to be incurred for making permanent public improvements and for other public purposes, to-wit: (1) acquisition and equipping of a ladder truck and engine truck for the Fire Department; (2) constructing, acquiring, renovating, and improving the municipal facilities of the Civic Center and the Police Department; (3) constructing, acquiring, renovating, and improving the municipal facilities of the Public Works Department and the acquisition and equipping of an oil distributor and asphalt paver; (4) acquisition and installation of light tower generators for the Emergency Management Department; (5) purchasing materials, supplies, equipment, land, and rights-of-way for authorized needs and purposes relating to the aforementioned capital infrastructure improvements; and (6) the payment of professional services related to the design, construction, project management, and financing of the aforementioned projects and to pay the costs associated with the issuance of the Certificates. (See "THE CERTIFICATES - Use of Certificate Proceeds" herein.)

SEE PAGE 2 FOR STATED MATURITIES, PRINCIPAL AMOUNTS, INTEREST RATES, INITIAL YIELDS, CUSIP NUMBERS, AND REDEMPTION PROVISIONS FOR THE CERTIFICATES

The Certificates are offered for delivery, when, as and if issued and received by the initial purchaser (the "Purchaser") and subject to the approving opinion of the Attorney General of the State of Texas and the approval of certain legal matters by Cantu Harden LLP, San Antonio, Texas, Bond Counsel. The legal opinion of Bond Counsel will be printed on, or attached to, the Certificates. (See "LEGAL MATTERS - Legal Opinions And No-Litigation Certificate" herein). It is expected that the Certificates will be available for initial delivery through DTC on or about March 8, 2023.

BIDS DUE THURSDAY, FEBRUARY 9, 2023 AT 11:00 A.M. CENTRAL TIME

*Preliminary, subject to change.

This Preliminary Official Statement and the information contained herein are subject to completion or amendment without notice. These securities may not be sold, nor may offers to buy them be accepted, prior to the time the Official Statement is delivered in final form. Under no circumstances shall this Preliminary Official Statement constitute an offer to sell or a solicitation of an offer to buy, nor shall there be any sale of, these securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration, qualification or filing under the securities laws of any such jurisdiction.

\$4,200,000*
CITY OF PLEASANTON, TEXAS
(A political subdivision of the State of Texas located in Atascosa County, Texas)
COMBINATION TAX AND LIMITED PLEDGE REVENUE CERTIFICATES OF OBLIGATION, SERIES 2023

MATURITY SCHEDULE*
(Due February 1)

CUSIP Prefix No. 728857⁽¹⁾

<u>Stated</u> Maturity <u>2/1</u>	<u>Principal</u> <u>Amount*</u>	<u>Interest</u> <u>Rate</u>	<u>Initial</u> <u>Yield</u>	<u>CUSIP</u> <u>No.</u> <u>Suffix</u> ⁽¹⁾	<u>Stated</u> Maturity <u>2/1</u>	<u>Principal</u> <u>Amount*</u>	<u>Interest</u> <u>Rate</u>	<u>Initial</u> <u>Yield</u>	<u>CUSIP</u> <u>No.</u> <u>Suffix</u> ⁽¹⁾
2024	\$ 565,000				2031	\$ 390,000			
2025	290,000				2032	410,000			
2026	305,000				2033	430,000			
2027	315,000				2034	140,000			
2028	330,000				2035	145,000			
2029	355,000				2036	155,000			
2030	370,000								

(Interest to accrue from Dated Date)

The Issuer reserves the right to redeem the Certificates maturing on or after February 1, 2033, in whole or in part, in principal amounts of \$5,000 or any integral multiple thereof on February 1, 2032, or any date thereafter, at the redemption price of par plus accrued interest as further described herein. Additionally, the Purchaser may select certain maturities of the Certificates to be grouped together as a "term certificate" and such term certificates would be subject to mandatory sinking fund redemption. (See "THE CERTIFICATES - Redemption Provisions of the Certificates" herein.)

* Preliminary, subject to change.

⁽¹⁾ CUSIP is a registered trademark of the American Bankers Association. CUSIP data herein is provided by S&P Global Market Intelligence, on behalf of the American Bankers Association and are solely for the convenience of the owners and potential owners of the Certificates. No assurance can be given that the CUSIP number for a particular maturity of the Certificates will remain the same after the date of initial delivery of the Certificates. This data is not intended to create a database and does not serve in any way as a substitute for the CUSIP Services. None of the City, the Financial Advisor, or the Purchaser shall be responsible for the selection or correctness of the CUSIP numbers set forth herein.

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CITY OF PLEASANTON, TEXAS

**108 Second Street
Pleasanton, Texas 78064
Telephone: (830) 569-3867**

ELECTED OFFICIALS

Name	Years Served	Term Expires (May)
Clinton J. Powell Mayor	14	2023
Robert Leonhardt Councilmember, District 1	5	2024
Joey Macon Councilmember, District 2	6 months	2025
Jaime Trevino, Councilmember, District 3	6 months	2025
JR Gallegos, Councilmember, District 4	5	2024
Lillian Cashmer, Councilmember, District 5	1	2024
Jeanne B. Israel, Councilmember, District 6	1	2024

ADMINISTRATION

Name	Position	Length of Service with the City (Years)
Johnny Huizar	City Manager	32
Kristi Bandy	Director of Finance	21
Andres Aguirre	City Secretary	9

CONSULTANTS AND ADVISORS

Bond CounselCantu Harden LLP
San Antonio, Texas

Certified Public Accountants Beyer & Co.
Pleasanton, Texas

Financial AdvisorSAMCO Capital Markets, Inc.
San Antonio, Texas

Mr. Johnny Huizar
City Manager
Kristi Bandy
Director of Finance
City of Pleasanton
108 Second Street
Pleasanton, Texas 78064
Telephone: (830) 569-3867
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Mr. Andrew T. Friedman
Senior Managing Director
SAMCO Capital Markets, Inc.
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San Antonio, Texas 78209
Telephone: (210) 832-9760
mmcliney@samcocapital.com

USE OF INFORMATION IN THE OFFICIAL STATEMENT

For purposes of compliance with Rule 15c2-12 of the United States Securities and Exchange Commission, as amended (the “Rule”), this document constitutes an “official statement” of the Issuer with respect to the Certificates that has been “deemed final” by the Issuer as of its date except for the omission of no more than the information permitted by the Rule.

No dealer, broker, salesman, or other person has been authorized to give any information, or to make any representation other than those contained in this Official Statement, and, if given or made, such other information or representations must not be relied upon as having been authorized by the Issuer. This Official Statement is not to be used in connection with an offer to sell or the solicitation of an offer to buy in any state in which such offer or solicitation is not authorized or in which the person making such offer or solicitation is not authorized or in which the person making such offer or solicitation is not qualified to do so or to any person to whom it is unlawful to make such offer or solicitation. Any information or expression of opinion herein contained are subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create an implication that there has been no change in the affairs of the Issuer or other matters described herein since the date hereof.

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

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

NONE OF THE CITY, ITS FINANCIAL ADVISOR, NOR THE PURCHASER MAKES ANY REPRESENTATION OR WARRANTY WITH RESPECT TO THE INFORMATION CONTAINED IN THIS OFFICIAL STATEMENT REGARDING THE DEPOSITORY TRUST COMPANY (“DTC”) OR ITS BOOK-ENTRY-ONLY SYSTEM, AS SUCH INFORMATION HAS BEEN PROVIDED BY DTC.

The agreements of the City and others related to the Certificates are contained solely in the contracts described herein. Neither this Official Statement nor any other statement made in connection with the offer or sale of the Certificates is to be construed as constituting an agreement with the Purchaser of the Certificates. INVESTORS SHOULD READ THE ENTIRE OFFICIAL STATEMENT, INCLUDING ALL APPENDICES ATTACHED HERETO, TO OBTAIN INFORMATION ESSENTIAL TO MAKING AN INFORMED INVESTMENT DECISION.

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The cover page, subsequent pages hereof, and appendices attached hereto, are part of this Official Statement.

SELECTED DATA FROM THE OFFICIAL STATEMENT

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

The Issuer	The City of Pleasanton, Texas (the "City" or "Issuer") was originally incorporated on November 25, 1916. The Cities of Pleasanton and North Pleasanton were consolidated on January 2, 1962. The City operates under a Council/Manager form of government with a Mayor and six Councilmembers. The City is a home rule municipality operating under its own Charter, amended as of May 9, 2015. The City of Pleasanton is the largest city and principal commercial center of Atascosa County, Texas. It is located on U.S. Highway 281, 25 miles south of the San Antonio metropolitan area. (See APPENDIX B - "General Information Regarding the City of Pleasanton and Atascosa County, Texas" herein.)
The Certificates	The Certificates are being issued pursuant to the Constitution and laws of the State of Texas, including the Certificate of Obligation Act of 1971 Subchapter C (Sections 271.041 through 271.064), Texas Local Government Code, as amended, Chapter 1502, Texas Government Code, as amended, an ordinance to be adopted by the City Council of the City (the "Ordinance") on February 9, 2023, the date of sale of the Certificates, and the City's Home Rule Charter. (See "THE CERTIFICATES - Authority for Issuance" herein.)
Paying Agent/Registrar	The initial Paying Agent/Registrar is BOKF, NA, Dallas, Texas.
Security	The Certificates constitute direct and general obligations of the Issuer payable primarily from the proceeds of an annual ad valorem tax levied upon all taxable property within the City, within the limitations prescribed by law, and are further payable from and secured by a lien on and pledge of the Pledged Revenues (identified and defined in the Ordinance), being a limited amount of the Net Revenues derived from the operation of the City's combined utility system (the "System"), such lien on and pledge of the limited amount of Net Revenues being subordinate and inferior to the lien on and pledge of such Net Revenues securing payment of any Prior Lien Obligations, Junior Lien Obligations, or Subordinate Lien Obligations hereafter issued by the City. The City has previously authorized the issuance of the currently outstanding Limited Pledge Obligations (as identified and defined in the Ordinance) that are payable, in part, from and secured by a lien on and pledge of a limited amount of the Net Revenues of the System in the manner and as described in the ordinances authorizing the issuance of the currently outstanding Limited Pledge Obligations. In the Ordinance, the City reserves and retains the right to issue Prior Lien Obligations, Junior Lien Obligations, Subordinate Lien Obligations, and Additional Limited Pledge Obligations (all as identified and defined in the Ordinance), while the Certificates are Outstanding, without limitation as to principal amount but subject to any terms, conditions or restrictions as may be applicable thereto under law or otherwise (See "THE CERTIFICATES - Security for Payment" and "TAX RATE LIMITATIONS" herein.)
Redemption Provision of the Certificates	The Issuer reserves the right, at its sole option, to redeem Certificates stated to mature on or after February 1, 2033, in whole or in part, in principal amounts of \$5,000 or any integral multiple thereof, on February 1, 2032, or any date thereafter, at the redemption price of par plus accrued interest to the date fixed for redemption. Additionally, the Purchaser may select certain maturities of the Certificates to be grouped together as one or more term certificates and such term certificates would be subject to mandatory sinking fund redemption. (See "THE CERTIFICATES - Redemption Provisions of the Certificates" herein.)
Tax Matters	In the opinion of Bond Counsel, under existing law, interest on the Certificates is excludable from gross income for federal income tax purposes under section 103 of the Internal Revenue Code of 1986, as amended, and is not a specific preference item for purposes of the alternative minimum tax. See "TAX MATTERS" for a discussion of the opinion of Bond Counsel.

Use of Certificate Proceeds

Proceeds from the sale of the Certificates will be used for the purpose of paying contractual obligations of the City to be incurred for making permanent public improvements and for other public purposes, to-wit: (1) acquisition and equipping of a ladder truck and engine truck for the Fire Department; (2) constructing, acquiring, renovating, and improving the municipal facilities of the Civic Center and the Police Department; (3) constructing, acquiring, renovating, and improving the municipal facilities of the Public Works Department and the acquisition and equipping of an oil distributor and asphalt paver; (4) acquisition and installation of light tower generators for the Emergency Management Department; (5) purchasing materials, supplies, equipment, land, and rights-of-way for authorized needs and purposes relating to the aforementioned capital infrastructure improvements; and (6) the payment of professional services related to the design, construction, project management, and financing of the aforementioned projects and to pay the costs associated with the issuance of the Certificates. (See "THE CERTIFICATES - Use of Certificate Proceeds" herein.)

Bond Insurance

The City has made application to municipal bond insurance companies to have the payment of the principal of and interest on the Certificates insured by a municipal bond insurance policy. In the event the Certificates are qualified for municipal bond insurance, and the Purchaser desires to purchase such insurance, the cost therefor will be paid by the Purchaser. (See "BOND INSURANCE" and "BOND INSURANCE GENERAL RISKS" herein.)

Ratings

A municipal bond rating application has been made to S&P Global Ratings ("S&P"). The outcome of the results will be made available to the Purchaser as soon as possible. (See "OTHER PERTINENT INFORMATION - Ratings" herein.)

Payment Record

The City as presently constituted, through the consolidation of Pleasanton and North Pleasanton, has never defaulted on the payment of its debt. Prior to the consolidation, the City of Pleasanton had never defaulted on revenue bonds and had not defaulted on general obligation bonds since 1941 when defaults were corrected without refunding. Prior to 1941, the City of Pleasanton repudiated approximately \$8,400 of time warrants on the grounds of illegal issuance. The old City of North Pleasanton, dissolved in 1926, had approximately \$17,000 of debt adjudicated by District Court at Jourdanon, Texas. Trustees were appointed to levy and collect a \$0.75 tax within the old City limits to satisfy this judgment, which was retired in 1947. The former City of North Pleasanton, reincorporated in 1938, experienced a default on March 1, 1961, in connection with \$3,000 principal and \$871 interest on Waterworks Revenue Bonds, which default was corrected on May 21, 1961, without refunding.

Future Bond Issues

The Issuer is studying the possibility of issuing approximately \$10,000,000 Certificates Obligation late in 2023 for utility system improvements. No final decision has been made about proceeding. Also, in 2023, the Issuer anticipates issuing \$_____ Airport Certificates of Obligation.

Delivery

When issued, anticipated on or about March 8, 2023.

Legality

Delivery of the Certificates is subject to the approval by the Attorney General of the State of Texas and the approval of certain legal matters by Cantu Harden LLP, San Antonio, Texas, Bond Counsel.

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PRELIMINARY OFFICIAL STATEMENT

RELATING TO

\$4,200,000*

CITY OF PLEASANTON, TEXAS

(A political subdivision of the State of Texas located in Atascosa County, Texas)

COMBINATION TAX AND LIMITED PLEDGE REVENUE CERTIFICATES OF OBLIGATION, SERIES 2023

INTRODUCTORY STATEMENT

This Official Statement provides certain information in connection with the issuance by the City of Pleasanton, Texas (the "City" or the "Issuer") of its \$4,200,000* Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2023 (the "Certificates") identified on page 2 of this Official Statement.

The Issuer is a political subdivision of the State of Texas and a municipal corporation and home rule municipality organized and existing under the laws of the State of Texas and its Home Rule Charter. The Certificates are being issued pursuant to the Constitution and general laws of the State of Texas an ordinance (the "Ordinance") to be adopted by the City Council (the "City Council") on February 9, 2023, the date of sale of the Certificates, and the City's Home Rule Charter. (See "CERTIFICATES – Authority for Issuance" herein.)

Unless otherwise indicated, capitalized terms used in this Official Statement have the same meanings assigned to such terms in the Ordinance. Included in this Official Statement are descriptions of the Certificates and certain information about the Issuer and its finances. ***ALL DESCRIPTIONS OF DOCUMENTS CONTAINED HEREIN ARE SUMMARIES ONLY AND ARE QUALIFIED IN THEIR ENTIRETY BY REFERENCE TO EACH SUCH DOCUMENT.*** A copy of such documents may be obtained upon request from the Issuer or its Financial Advisor, SAMCO Capital Markets, Inc., 1020 Northeast Loop 410, Suite 640, San Antonio, Texas 78209, via electronic mail or upon payment of reasonable copying, handling, and delivery charges.

All financial and other information presented in this Official Statement has been provided by the City from its records, except for information expressly attributed to other sources. The presentation of information, including tables of receipts from taxes and other sources, is intended to show recent historic information, and is not intended to indicate future or continuing trends in financial position or other affairs of the City. No representation is made that past experience, as is shown by financial and other information, will necessarily continue or be repeated in the future.

This Official Statement speaks only as to its date, and the information contained herein is subject to change. Copies of the final Official Statement relating to the Certificates will be deposited with the Municipal Securities Rulemaking Board, through its Electronic Municipal Market Access ("EMMA") system. See "CONTINUING DISCLOSURE OF INFORMATION" for a description of the City's undertaking to provide certain information on a continuing basis.

INFECTIOUS DISEASE OUTBREAK – COVID-19

The outbreak of COVID-19, a respiratory disease caused by a new strain of coronavirus, has been characterized as a pandemic (the "Pandemic") by the World Health Organization and is currently affecting many parts of the world, including the United States and the State of Texas (the "State"). On January 31, 2020, the Secretary of the United States Health and Human Services Department declared a public health emergency for the United States and on March 13, 2020, the President of the United States declared the outbreak of COVID-19 in the United States a national emergency. Subsequently, the President's Coronavirus Guidelines for America and the United States Centers for Disease Control and Prevention called upon Americans to take actions to slow the spread of COVID-19 in the United States.

On March 13, 2020, the Governor of Texas (the "Governor") declared a state of disaster for all counties in the State in response to the Pandemic which has been subsequently extended and remains in effect. Pursuant to Chapter 418 of the Texas Government Code, the Governor has broad authority to respond to disasters, including suspending any regulatory statute prescribing the procedures for conducting state business or any order or rule of a State agency that would in any way prevent, hinder, or delay necessary action in coping with the disaster, and issuing executive orders that have the force and effect of law. The Governor has since issued a number of executive orders relating to COVID-19 preparedness and mitigation. However, on March 2, 2021 (but effective as of March 10, 2021), the Governor issued Executive Order GA-34, which supersedes most of the executive orders relating to COVID-19 and provides, generally, for the reopening of the State to 100%, ends the COVID-19 mask mandate, and supersedes any conflicting order issued by local officials in response to COVID-19, among other things and subject to certain limitations. Executive Order GA-34 remains in place until amended, rescinded, or superseded by the Governor. On May 18, 2021, the Governor issued Executive Order GA-36, which rescinds certain provisions of GA-34 and provides that no governmental entity, including the City, may require any person to wear a face covering or to mandate that another person wear a face covering and subjects a governmental entity or official to a fine of up to \$1,000 for noncompliance, subject to certain exceptions. Certain public entities and officials in the State have filed lawsuits challenging the enforcement of Executive Order GA-36. Many of those lawsuits are in various stages of litigation and have not been fully resolved at this time. Additional information regarding executive orders issued by the Governor is accessible on the website of the Governor at <https://gov.texas.gov/>. Neither the information on (nor accessed through) such website of the Governor is incorporated by reference, either expressly or by implication, into this Official Statement.

*Preliminary, subject to change.

In addition to the actions by the State and federal officials, certain local officials, including the City and Atascosa County, Texas, have declared a local state of disaster and have issued “shelter-in-place” orders. Many of the federal, state and local actions and policies under the aforementioned disaster declarations and shelter-in-place orders are focused on limiting instances where the public can congregate or interact with each other, which affects the operation of businesses and directly impacts the economy.

The Pandemic has negatively affected travel, commerce, and financial markets globally, and is widely expected to continue to negatively affect economic output worldwide and within the City. These negative impacts may reduce or otherwise negatively affect ad valorem tax revenues which are pledged as security for the Certificates. The City, however, cannot predict the effect of the continued spread of COVID-19 will have on the finances or operations and maintenance of the City.

The City collects a sales and use tax on all taxable transactions within the City’s boundaries, revenue from the sale of water and the collection of sewage, franchise fees based on private utility sales, and other excise taxes and fees that depend on business activity. Actions taken to slow the Pandemic are expected to continue to reduce economic activity within the City on which the City collects taxes, charges, and fees. A reduction in the collection of sales or other excise taxes, utility system revenue, and utility franchise and other fees and charges may negatively impact the City’s operating budget and overall financial condition. In addition, the Pandemic has resulted in volatility of the value of investments in pension funds. Any prolonged continuation of the Pandemic could further weaken asset values or slow or prevent their recovery, which could require increased City contributions to fund or pay retirement and other post-employment benefits in the future.

The financial and operating data contained herein are the latest available but are as of dates and for periods prior to the economic impact of the Pandemic and measures instituted to slow it. Accordingly, they are not indicative of the current financial condition or future prospects of the City.

The City continues to monitor the spread of COVID-19 and is working with local, state, and national agencies to address the potential impact of the Pandemic upon the City. While the potential impact of the Pandemic on the City cannot be quantified at this time, the continued outbreak of COVID-19 could have an adverse effect on the City’s operations and financial condition, and the effect could be material.

THE CERTIFICATES

General Description of the Certificates

The Certificates will be dated February 1, 2023 (the “Dated Date”), will mature on the dates and in the principal amounts, and will bear interest at the rates set forth on page 2 of this Official Statement. The Certificates will be registered and will be in denominations of \$5,000 or any integral multiple thereof. The Certificates will bear interest from the Dated Date, or from the most recent date to which interest has been paid or duly provided for, and will be paid semiannually on February 1 and August 1 of each year, commencing February 1, 2024, until stated maturity or prior redemption.

The definitive Certificates will be issued as fully registered obligations in book-entry form only and when issued will be registered in the name of Cede & Co., as nominee of The Depository Trust Company (“DTC”), New York, New York. DTC will act as securities depository (“Securities Depository”) for the Certificates. Book-entry interests in the Certificates will be made available for purchase in the principal amount of \$5,000 or any integral multiple thereof. Purchasers of the Certificates (“Beneficial Owners”) will not receive physical delivery of certificates representing their interest in the Certificates purchased. So long as DTC or its nominee is the registered owner of the Certificates, the principal of and interest on the Certificates are payable in the manner described herein under “BOOK-ENTRY-ONLY SYSTEM”. In the event the Book-Entry-Only System is discontinued, the interest on the Certificates payable on an interest payment date will be payable to the registered owner as shown on the security register maintained by BOKF, NA, Dallas, Texas, as the initial Paying Agent/Registrar, as of the Record Date (defined herein) by check, mailed first-class, postage prepaid, to the address of such person on the security register or by such other method acceptable to the Paying Agent/Registrar requested by and at the risk and expense of the registered owner. In the event the Book-Entry-Only System is discontinued, principal of the Certificates will be payable at stated maturity or prior redemption upon presentation and surrender thereof at the designated corporate trust office of the Paying Agent/Registrar.

If the date for the payment of the principal of or interest on the Certificates is a Saturday, Sunday, a legal holiday or a day when banking institutions in the city where the Paying Agent/Registrar is located are authorized by law or executive order to close, then the date for such payment will be the next succeeding day which is not a Saturday, Sunday, legal holiday or a day on which banking institutions are authorized to close; and payment on such date will have the same force and effect as if made on the original date payment was due.

The Certificates are being issued pursuant to the Certificate of Obligation Act of 1971, Subchapter C (Sections 271.041 through 271.064), Texas Local Government Code, as amended, Chapter 1502, Texas Government Code, as amended, the Ordinance, and the City’s Home Rule Charter.

Security for Payment

Limited Pledge of Ad Valorem Taxes. The Certificates are general obligations of the City, payable from its collection of an ad valorem tax levied annually, within the legal limitations imposed by law, upon all taxable property located in the City. (See “AD VALOREM TAX PROCEDURES” and “TAX RATE LIMITATIONS” herein.)

Limited Revenue Pledge Benefiting the Certificates. Solely to comply with Texas law allowing the Certificates to be sold for cash, the Certificates are further secured by a lien on and pledge of the Pledged Revenues (being a limited amount of the Net Revenues derived from the operation of the Issuer's combined utility system (the "System") not to exceed \$1,000 during the entire period the Certificates or interest thereon remain outstanding), such lien and pledge, however, being subordinate and inferior to the lien on and pledge of the Net Revenues that are pledged to the payment of any Prior Lien Obligations, Junior Lien Obligations, or Subordinate Lien Obligations hereinafter issued by the Issuer (each as described and defined in the Ordinance). The City has previously authorized the issuance of the currently outstanding Limited Pledge Obligations (as identified and defined in the Ordinance) that are payable, in part, from and secured by a lien on and pledge of a limited amount of the Net Revenues of the System in the manner and as described in the ordinances authorizing the issuance of the currently outstanding Limited Pledge Obligations. In the Ordinance, the City reserves and retains the right to issue Prior Lien Obligations, Junior Lien Obligations, Subordinate Lien Obligations, and Additional Limited Pledge Obligations (all as identified and defined in the Ordinance), while the Certificates are Outstanding, without limitation as to principal amount but subject to any terms, conditions or restrictions as may be applicable thereto under law or otherwise.

Even though the City has pledged the Pledged Revenues of the System to further secure the Certificates, the City does not expect that any net revenues from such System will actually be utilized to pay the debt service requirements on the Certificates.

Redemption Provisions of the Certificates

The Issuer reserves the right, at its sole option, to redeem Certificates stated to mature on February 1, 2033, in whole or from time to time in part, in principal amounts of \$5,000 or any integral multiple thereof (and, if within a stated maturity, selected at random and by lot by the Paying Agent/Registrar) on February 1, 2032, or any date thereafter, at the par value thereof plus accrued interest from the most recent interest payment date to the date fixed for redemption. The respective years of maturity of the Certificates called for redemption shall be selected by the City. If less than all of the Certificates within a stated maturity are to be redeemed, the particular Certificates to be redeemed shall be selected by lot or by other customary random method by the Paying Agent/Registrar.

Selection of Certificates Redeemed in Part

If less than all of the Certificates are to be redeemed, the City may select the maturities of Certificates to be redeemed. If less than all the Certificates of any maturity are to be redeemed, the Paying Agent/Registrar (or DTC while the Certificates are in Book-Entry-Only form) shall determine by lot the Certificates, or portions thereof, within such maturity to be redeemed. If a Certificate (or any portion of the principal sum thereof) shall have been called for redemption and notice of such redemption shall have been given, such Certificate (or the principal amount thereof to be redeemed) shall become due and payable on such redemption date and interest thereon shall cease to accrue from and after the redemption date, provided funds for the payment of the redemption price and accrued interest thereon are held by the Paying Agent/Registrar on the redemption date.

Notice of Redemption

The City is required to cause a notice of redemption to be given to the registered owners of Certificates to be redeemed not less than 30 days prior to the date of such redemption. The notice of redemption will be sent by United States mail, first class, postage prepaid, to the registered owners of Certificates to be redeemed, in whole or in part, at the address of such owner appearing on the registration books of the Paying Agent/Registrar at the close of business on the business day next preceding the mailing of such notice.

ANY NOTICE SO MAILED SHALL BE CONCLUSIVELY PRESUMED TO HAVE BEEN DULY GIVEN, WHETHER OR NOT THE REGISTERED OWNER RECEIVES SUCH NOTICE. SUBJECT TO THE CITY'S RIGHT TO GIVE A CONDITIONAL NOTICE OF REDEMPTION AS DESCRIBED IN THE FOLLOWING PARAGRAPH, NOTICE OF REDEMPTION HAVING BEEN SO GIVEN, THE CERTIFICATES CALLED FOR REDEMPTION SHALL BECOME DUE AND PAYABLE ON THE SPECIFIED REDEMPTION DATE, AND, NOTWITHSTANDING THAT ANY CERTIFICATE OR PORTION THEREOF HAS NOT BEEN SURRENDERED FOR PAYMENT, INTEREST ON SUCH CERTIFICATE OR PORTION THEREOF SHALL CEASE TO ACCRUE AND SUCH CERTIFICATE SHALL BE NO LONGER OUTSTANDING EXCEPT FOR THE PAYMENT OF THE REDEMPTION PRICE

Conditional Notice. In the Ordinance the City has reserved the right to give a notice of redemption to redeem Certificates pursuant to an optional redemption that is conditioned upon the occurrence of events subsequent to the giving of such notice. The conditional notice of redemption may state (i) that the redemption is conditioned upon the deposit of moneys and/or authorized securities, in an amount necessary to effect the redemption, with the Paying Agent/Registrar, or such other entity as may be authorized by law, no later than the redemption date or (ii) that the City retains the right to rescind such notice at any time prior to the scheduled redemption date if the City delivers a certificate to the Paying Agent/Registrar instructing the Paying Agent/Registrar to rescind the conditional notice of redemption and such notice and redemption shall be of no effect. The Paying Agent/Registrar is required to give prompt notice of any such rescission of a conditional notice of redemption to the affected registered owners. Any Certificates subject to redemption for which a conditional notice of redemption has been given and such redemption and conditional notice of redemption have been rescinded shall remain outstanding, the rescission of such redemption and conditional notice of redemption will not constitute an event of default and failure to make moneys and/or authorized securities available, in part or in whole, on or before the proposed redemption date shall not constitute an event of default.

Use of Certificate Proceeds

Proceeds from the sale of the Certificates will be used for the purpose of paying contractual obligations of the City to be incurred for making permanent public improvements and for other public purposes, to-wit: (1) acquisition and equipping of a ladder truck and engine truck for the Fire Department; (2) constructing, acquiring, renovating, and improving the municipal facilities of the Civic Center and the Police Department; (3) constructing, acquiring, renovating, and improving the municipal facilities of the Public Works Department and the acquisition and equipping of an oil distributor and asphalt paver; (4) acquisition and installation of light tower generators for the Emergency Management Department; (5) purchasing materials, supplies, equipment, land, and rights-of-way for authorized needs and purposes relating to the aforementioned capital infrastructure improvements; and (6) the payment of professional services related to the design, construction, project management, and financing of the aforementioned projects and to pay the costs associated with the issuance of the Certificates.

Sources and Uses

Sources of Funds

Par Amount of Certificates	\$
Accrued Interest	
[Net] Original Issue Reoffering Premium	
Total Sources of Funds	<u>\$</u>

Uses of Funds

Construction Fund Deposit	\$
Interest & Sinking Fund Deposit	
Costs of Issuance (including bond insurance, if any)	
Certificate Fund Deposit	
Total Uses of Funds	<u>\$</u>

Payment Record

The City as presently constituted, through the consolidation of the City of Pleasanton, Texas and the City of North Pleasanton, Texas, has never defaulted on the payment of its debt. Prior to the consolidation, the City of Pleasanton, Texas had never defaulted on revenue bonds and had not defaulted on general obligation bonds since 1941 when defaults were corrected without refunding. Prior to 1941, the City of Pleasanton, Texas repudiated approximately \$8,400 of time warrants on the grounds of illegal issuance. The old City of North Pleasanton, Texas, which was dissolved in 1926, had approximately \$17,000 of debt adjudicated by District Court at Jourdanon, Texas. Trustees were appointed to levy and collect a \$0.75 tax within the old city limits of the City of North Pleasanton, Texas to satisfy this judgment, which was retired in 1947. The former City of North Pleasanton, Texas, was reincorporated in 1938, and experienced a default on March 1, 1961, in connection with \$3,000 principal and \$871 interest on Waterworks Revenue Bonds, which default was corrected on May 21, 1961, without refunding.

Amendments

The Issuer may amend the Ordinance without the consent of or notice to any registered owners in any manner not detrimental to the interests of the registered owners, including the curing of any ambiguity, inconsistency, or formal defect or omission therein. In addition, the Issuer may, with the written consent of the holders of a majority in aggregate principal amount of the Certificates then outstanding affected thereby, amend, add to, or rescind any of the provisions of the Ordinance; except that, without the consent of the registered owners of all of the Certificates affected, no such amendment, addition, or rescission may (1) change the date specified as the date on which the principal of or any installment of interest on any Certificate is due and payable, reduce the principal amount thereof, or the rate of interest thereon, change the redemption price or amounts, change the place or places at or the coin or currency in which any Certificate or interest thereon is payable, or in any other way modify the terms of payment of the principal of or interest on the Certificates, (2) give any preference to any Certificate over any other Certificate, or (3) reduce the aggregate principal amount of Certificates required for consent to any amendment, change, modification, or waiver.

Defeasance

The Ordinance provides that the City may discharge its obligations to the registered owners of any or all of the Certificates to pay principal, interest and redemption price thereon in any manner permitted by law. Under current Texas law, such discharge may be accomplished either by (i) depositing with the Comptroller of Public Accounts of the State of Texas a sum of money equal to the principal of, premium if any, and all interest to accrue on the Certificates to maturity or prior redemption or (ii) by depositing with a paying agent, or other authorized escrow agent, amounts sufficient to provide for the payment and/or redemption of the Certificates; provided that such deposits may be invested and reinvested only in (a) direct, non-callable obligations of the United States of America, including obligations that are unconditionally guaranteed by the United States of America, (b) non-callable obligations of an agency or instrumentality of the United States of America, including obligations that are unconditionally guaranteed or insured by the agency or instrumentality and that are rated as to investment quality by a nationally recognized investment rating firm not less than AAA or its equivalent, and (c) non-callable obligations of a state or an agency or a county, municipality or

other political subdivision of a state that have been refunded and that are rated as to investment quality by a nationally recognized investment rating firm not less than AAA or its equivalent; or (iii) any combination of (i) and (ii) above. The foregoing obligations may be in book-entry form, and shall mature and/or bear interest payable at such times and in such amounts as will be sufficient to provide for the scheduled payment and/or redemption of the Certificates, as the case may be. If any of the Certificates are to be redeemed prior to their respective dates of maturity, provision must have been made for the payment to the registered owners of such Certificates at the date of maturity or prior redemption of the full amount to which such owner would be entitled and for giving notice of redemption as provided in the Ordinance.

There is no assurance that the current law will not be changed in a manner which would permit investments other than those described above to be made with amounts deposited to defease the Certificates. Because the Ordinance does not contractually limit such investments, registered owners may be deemed to have consented to defeasance with such other investments, notwithstanding the fact that such investments may not be of the same investment quality as those currently permitted under State law. There is no assurance that the ratings for U.S. Treasury securities used as Government Securities or that for any other Government Security will be maintained at any particular rating category.

Upon such deposit as described above, such Certificates shall no longer be regarded to be outstanding or unpaid and will cease to be outstanding obligations secured by the Ordinance or treated as debt of the City for purposes of taxation or applying any limitation on the City's ability to issue debt or for any other purpose. After firm banking and financial arrangements for the discharge and final payment or redemption of the Certificates have been made as described above, all rights of the City to initiate proceedings to call the Certificates for redemption or take any other action amending the terms of the Certificates are extinguished; provided, however, that the right to call the Certificates for redemption is not extinguished if the City: (i) in the proceedings providing for the firm banking and financial arrangements, expressly reserves the right to call the Certificates for redemption; (ii) gives notice of the reservation of that right to the owners of the Certificates immediately following the making of the firm banking and financial arrangements; and (iii) directs that notice of the reservation be included in any redemption notices that it authorizes.

Upon defeasance, such defeased Certificates shall no longer be regarded to be outstanding or unpaid.

Default and Remedies

The Ordinance establishes specific events of default with respect to the Certificates. If the City defaults in the payment of principal, interest, or redemption price on the Certificates when due, or if it fails to make payments into any fund or funds created in the Ordinance, or defaults in the observation or performance of any other covenants, conditions, or obligations set forth in the Ordinance, the registered owners may seek a writ of mandamus to compel City officials to carry out their legally imposed duties with respect to the Certificates, if there is no other available remedy at law to compel performance of the Certificates or the Ordinance and the City's obligations are not uncertain or disputed. The issuance of a writ of mandamus is controlled by equitable principles, so rests with the discretion of the court, but may not be arbitrarily refused. There is no acceleration of maturity of the Certificates in the event of default and, consequently, the remedy of mandamus may have to be relied upon from year to year. The Ordinance does not provide for the appointment of a trustee to represent the interest of the bondholders upon any failure of the City to perform in accordance with the terms of the Ordinance, or upon any other condition and accordingly all legal actions to enforce such remedies would have to be undertaken at the initiative of, and be financed by, the registered owners. The Texas Supreme Court ruled in *Tooke v. City of Mexia*, 197 S.W.3d 325 (Tex. 2006) that a waiver of sovereign immunity in a contractual dispute must be provided for by statute in "clear and unambiguous" language. Because it is unclear whether the Texas legislature has effectively waived the City's sovereign immunity from a suit for money damages, bondholders may not be able to bring such a suit against the City for breach of the Certificates or the Ordinance. Even if a judgment against the City could be obtained, it could not be enforced by direct levy and execution against the City's property. The Texas Supreme Court ruled in *Wasson Interests, Ltd. v. City of Jacksonville*, 59 Tex. Sup. Ct. J. 54 (Tex. 2016) that governmental immunity does not imbue a city with derivative immunity when it performs proprietary, as opposed to governmental, functions in respect to contracts executed by a city. Texas jurisprudence has generally held that proprietary functions are those conducted by a city in its private capacity, for the benefit only of those within its corporate limits, and not as an arm of the government or under the authority or for the benefit of the state. In *Wasson*, the court recognized that the distinction between governmental and proprietary functions is not clear. Therefore, in considering municipal breach of contract cases, it is incumbent on the courts to determine whether a function is proprietary or governmental based upon the common law and statutory guidance. Issues related to the applicability of governmental immunity as they relate to the issuance of municipal deb have not been adjudicated. Each situation will be evaluated based on the facts and circumstances surrounding the contact in question. Further, the registered owners cannot themselves foreclose on property within the City or sell property within the City to enforce the tax lien on taxable property to pay the principal of and interest on the Certificates. Furthermore, the City is eligible to seek relief from its creditors under Chapter 9 of the U.S. Bankruptcy Code ("Chapter 9"). Although Chapter 9 provides for the recognition of a security interest represented by a specifically pledged source of revenues, the pledge of ad valorem taxes in support of a general obligation of a bankrupt entity is not specifically recognized as a security interest under Chapter 9. Chapter 9 also includes an automatic stay provision that would prohibit, without Bankruptcy Court approval, the prosecution of any other legal action by creditors or bondholders of an entity which has sought protection under Chapter 9. Therefore, should the City avail itself of Chapter 9 protection from creditors, the ability to enforce would be subject to the approval of the Bankruptcy Court (which could require that the action be heard in Bankruptcy Court instead of other federal or state court); and the Bankruptcy Code provides for broad discretionary powers of a Bankruptcy Court in administering any proceeding brought before it. The opinion of Bond Counsel will note that all opinions relative to the enforceability of the Ordinance and the Certificates are qualified with respect to the customary rights of debtors relative to their creditors and general principles of equity that permit the exercise of judicial discretion.

REGISTRATION, TRANSFER AND EXCHANGE

Paying Agent/Registrar

The initial Paying Agent/Registrar is BOKF,NA. In the Ordinance, the Issuer retains the right to replace the Paying Agent/Registrar. If the Paying Agent/Registrar is replaced by the Issuer, the new Paying Agent/Registrar shall accept the previous Paying Agent/Registrar's records and act in the same capacity as the previous Paying Agent/Registrar. Any successor Paying Agent/Registrar, selected at the sole discretion of the Issuer, shall be a national or state banking association or corporation organized and doing business under the laws of the United States of America or of any state, authorized under such laws to exercise trust powers, shall be subject to supervision or examination by federal or state authority, and registered as a transfer agent with the United States Securities and Exchange Commission. Upon a change in the Paying Agent/Registrar for the Certificates, the Issuer agrees to promptly cause written notice thereof to be sent to each registered owner of the Certificates affected by the change by United States mail, first-class, postage prepaid.

The Certificates will be issued in fully registered form in multiples of \$5,000 for any one stated maturity, and principal and semiannual interest will be paid by the Paying Agent/Registrar. Interest will be paid by check or draft mailed on each interest payment date by the Paying Agent/Registrar to the registered owner at the last known address as it appears on the Paying Agent/Registrar's books or by such other method, acceptable to the Paying Agent/Registrar, requested by and at the risk and expense of the registered owner. Principal will be paid to the registered owner at stated maturity or prior redemption upon presentation to the Paying Agent/Registrar; provided, however, that so long as DTC's Book-Entry-Only System is used, all payments will be made as described under "BOOK-ENTRY-ONLY SYSTEM" herein. If the date for the payment of the principal or of interest on the Certificates shall be a Saturday, Sunday, a legal holiday or a day when banking institutions in the city where the Paying Agent/ Registrar is located are authorized to close, then the date for such payment shall be the next succeeding day which is not such a day, and payment on such date shall have the same force and effect as if made on the date payment was due.

Record Date

The record date ("Record Date") for determining the registered owner entitled to receive the interest payable on a Certificate on any interest payment date means the fifteenth (15th) day of the month next preceding each interest payment date. In the event of a non-payment of interest on a scheduled payment date, and for 30 days thereafter, a new record date for such interest payment will be established by the Paying Agent/Registrar. (See "REGISTRATION, TRANSFER, AND EXCHANGE - Special Record Date for Interest Payment" herein.)

Future Registration

In the event the Certificates are not in the Book-Entry-Only System, the Certificates may be transferred, registered, and assigned on the registration books of the Paying Agent/Registrar only upon presentation and surrender thereof to the Paying Agent/Registrar, and such registration and transfer shall be without expense or service charge to the registered owner, except for any tax or other governmental charges required to be paid with respect to such registration and transfer. A Certificate may be assigned by the execution of an assignment form on the Certificate or by other instrument of transfer and assignment acceptable to the Paying Agent/Registrar. A new Certificate or Certificates will be delivered by the Paying Agent/Registrar in lieu of the Certificates being transferred or exchanged at the designated corporate trust office of the Paying Agent/Registrar, or sent by United States registered mail to the new registered owner at the registered owner's request, risk and expense. New Certificates issued in an exchange or transfer of Certificates will be delivered to the registered owner or assignee of the registered owner in not more than three (3) business days after the receipt of the Certificates to be canceled in the exchange or transfer and the written instrument of transfer or request for exchange duly executed by the registered owner or his duly authorized agent, in form satisfactory to the Paying Agent/Registrar. New Certificates registered and delivered in an exchange or transfer shall be in denominations of \$5,000 for any one stated maturity or any integral multiple thereof and for a like aggregate principal amount and rate of interest as the Certificate or Certificates surrendered for exchange or transfer. (See "BOOK-ENTRY-ONLY SYSTEM" herein for a description of the system to be utilized in regard to ownership and transferability of the Certificates.)

Special Record Date for Interest Payment

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

Limitation on Transfer of Certificates

Neither the Issuer nor the Paying Agent/Registrar shall be required (1) to issue, transfer, or exchange any Certificate called for redemption, in whole or in part during a period beginning at the opening of business fifteen (15) days before the day of the first mailing of a notice of redemption of Certificates hereunder and ending at the close of business on the day of such mailing or (2) thereafter to transfer or exchange in whole or in part any Certificate so selected for redemption; provided, however, such limitation is not applicable to the transfer or exchange of the unredeemed balance of a Certificate called for redemption in part.

Replacement Certificates

The Issuer has agreed to replace mutilated, destroyed, lost, or stolen Certificates upon surrender of the mutilated Certificates to the Paying Agent/Registrar, or receipt of satisfactory evidence of such destruction, loss, or theft, and receipt by the Issuer and Paying Agent/Registrar of security or indemnity as may be required by either of them to hold them harmless. The Issuer may require payment of taxes, governmental charges, and other expenses in connection with any such replacement.

BOOK-ENTRY-ONLY SYSTEM

This section describes how ownership of the Certificates is to be transferred and how the principal of, premium, if any, and interest on the Certificates are to be paid to and credited by The Depository Trust Company ("DTC"), New York, New York, while the Certificates are registered in its nominee name. The information in this section concerning DTC and the Book-Entry-Only System has been provided by DTC for use in disclosure documents such as this Official Statement. The City, the Financial Advisor, and the Purchaser believe the source of such information to be reliable, but take no responsibility for the accuracy or completeness thereof.

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

DTC will act as securities depository for the Certificates. The Certificates will be issued as fully registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully registered certificate will be issued for the Certificates, in the aggregate principal amount of such issue, and will be deposited with DTC.

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

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

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

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

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

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

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

DTC may discontinue providing its services as depository with respect to the Certificates at any time by giving reasonable notice to Issuer or Paying Agent/Registrar. Under such circumstances, in the event that a successor depository is not obtained, physical certificates are required to be printed and delivered. The Issuer may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, physical certificates will be printed and delivered to the holder of such Certificates and will be subject to transfer, exchange and registration provisions as set forth in the Ordinance and summarized under "REGISTRATION, TRANSFER AND EXCHANGE" hereinabove.

The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the City, the Financial Advisor, and the Purchaser believe to be reliable, but none of the City, the Financial Advisor, or the Purchaser take responsibility for the accuracy thereof.

So long as Cede & Co. is the registered owner of the Certificates, the Issuer will have no obligation or responsibility to the DTC. Participants or Indirect Participants, or the persons for which they act as nominees, with respect to payment to or providing of notice to such Participants, or the persons for which they act as nominees.

Use of Certain Terms in Other Sections of this Official Statement

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

Effect of Termination of Book-Entry-Only System

In the event that the Book-Entry-Only System is discontinued by DTC or the use of the Book-Entry-Only System is discontinued by the City, printed certificates representing the Certificates will be issued to the holders and the Certificates will be subject to transfer, exchange and registration provisions as set forth in the Ordinance and summarized under "REGISTRATION, TRANSFER AND EXCHANGE – Future Registration."

BOND INSURANCE

The City has applied for municipal bond insurance on the Certificates. No representation is hereby made that the City will use municipal bond insurance in connection with the issuance of the Certificates. If the City accepts a bid for the Certificates that incorporates the acquisition of a municipal bond guaranty policy (the "Policy") from a qualified bond insurance company (the "Bond Insurer"), the premium for the Policy will be paid by the Purchaser. The final Official Statement shall disclose, to the extent necessary, any relevant information relating to the Bond Insurer and the Policy.

BOND INSURANCE GENERAL RISKS

The City has applied for a bond insurance policy to guarantee the scheduled payment of principal and interest on the Certificates. The City has yet to determine whether any insurance will be purchased with the Certificates, but the payment of the bond insurance premium will be the Purchaser's obligation. If a Policy is purchased, the following are risk factors relating to bond insurance.

In the event of default of the payment of principal or interest with respect to the Certificates when all or some becomes due, any owner of the Certificates shall have a claim under the Policy for such payments. The payment of principal and interest in connection with mandatory or optional prepayment of the Certificates by the City which is recovered by the City from the Certificate owner as a

voidable preference under applicable bankruptcy law may be covered by the Policy, however, such payments will be made by the Bond Insurer at such time and in such amounts as would have been due absence such prepayment by the City unless the Bond Insurer chooses to pay such amounts at an earlier date.

Payment of principal and interest is not subject to acceleration, but other legal remedies upon the occurrence of non-payment do exist. See "THE CERTIFICATES – Default and Remedies". The Bond Insurer may direct and must consent to any remedies that the Paying Agent/Registrar exercises and the Bond Insurer's consent may be required in connection with amendments to any applicable Certificate documents.

In the event the Bond Insurer is unable to make payment of principal and interest as such payments become due under the Policy, the Certificates are payable solely from the security provided pursuant to the applicable Certificate documents. In the event the Bond Insurer becomes obligated to make payments with respect to the Certificates, no assurance is given that such event will not adversely affect the market price of the Certificates or the marketability (liquidity) for the Certificates.

If a Policy is acquired, the long-term ratings on the Certificates are dependent in part on the financial strength of the Bond Insurer and its claim paying ability. The Bond Insurer's financial strength and claims paying ability are predicated upon a number of factors which could change over time. No assurance is given that the long-term ratings of the Bond Insurer and of the ratings on the Certificates insured by the Bond Insurer will not be subject to downgrade and such event could adversely affect the market price of the Certificates or the marketability (liquidity) for the Certificates. See "OTHER PERTINENT INFORMATION - Rating" herein.

The obligations of the Bond Insurer are general obligations of the Bond Insurer and in an event of default by the Bond Insurer, the remedies available to the Paying Agent/Registrar may be limited by applicable bankruptcy law or other similar laws related to insolvency of insurance companies.

None of the City, the Financial Advisor, or the Purchaser have made independent investigation into the claims paying ability of any potential Bond Insurer and no assurance or representation regarding the financial strength or projected financial strength of any potential Bond Insurer is given. Thus, when making an investment decision, potential investors should carefully consider the ability of the City to pay principal and interest on the Certificates and the claims-paying ability of any potential Bond Insurer, particularly over the life of the Certificates.

Claims-Paying Ability and Financial Strength of Municipal Bond Insurers

In the past, Moody's Investors Service, Inc., S&P Global Ratings, a business unit of Standard & Poor's Financial Services LLC business, and Fitch Ratings, Inc. have downgraded and/or placed on negative watch the claims-paying ability and financial strength of most providers of municipal bond insurance. Additional downgrades or negative changes in the rating outlook for all bond insurers is possible.

In addition, past events in the credit markets have had substantial negative effects on the bond insurance business. These developments could be viewed as having a material adverse effect on the claims-paying ability of such bond insurers, including any bond insurer of the Certificates. Thus, when making an investment decision, potential investors should carefully consider the ability of any such bond insurer to pay principal and interest on the Certificates and the claims-paying ability of any such bond insurer, particularly over the life of the Certificates.

INVESTMENT POLICIES

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

Legal Investment

Under Texas law, the Issuer is authorized to invest in (1) obligations, including letters of credit, of the United States or its agencies and instrumentalities, (2) direct obligations of the State of Texas or its agencies and instrumentalities, (3) collateralized mortgage obligations directly issued by a federal agency or instrumentality of the United States, the underlying security for which is guaranteed by an agency or instrumentality of the United States, (4) other obligations, the principal and interest of which are unconditionally guaranteed or insured by, or backed by the full faith and credit of the State of Texas or the United States or their respective agencies and instrumentalities, including obligations that are fully guaranteed or insured by the Federal Deposit Insurance Corporation or by the explicit full faith and credit of the United States, (5) obligations of states, agencies, counties, cities, and other political subdivisions of any state rated as to investment quality by a nationally recognized investment rating firm not less than "A" or its equivalent, (6) (a) certificates of deposit and share certificates issued by a depository institution that has its main office or branch office in the State of Texas, that are guaranteed or insured by the Federal Deposit Insurance Corporation or the National Credit Union Share Insurance Fund or their respective successors, or are secured as to principal by obligations described in clauses (1) through (5) and clause (13) or in any other manner and amount provided by law for System deposits, and in addition (b) the System is authorized, subject to certain conditions, to invest in certificates of deposit with a depository institution that has its main office or branch office in the State of Texas and that participates in the Certificate of Deposit Account Registry Service® network ("CDARS®") and as further provided by Texas law, (7) fully collateralized repurchase agreements that have a defined termination date, are fully secured by a combination of cash and obligations described in clause (1) and require the security being purchased by the Issuer or cash held by the Issuer to be pledged to the Issuer, held in the Issuer's

name and deposited at the time the investment is made with the Issuer or with a third party selected and approved by the Issuer, and are placed through a primary government securities dealer or a financial institution doing business in the State of Texas, (8) bankers' acceptances with the remaining term of 270 days or less from the date of issuance, if the short-term obligations of the accepting bank or its parent are rated at least "A-1" or "P-1" or the equivalent by at least one nationally recognized credit rating agency, (9) commercial paper with the remaining term of 270 days or less from the date of issuance that is rated at least "A-1" or "P-1" or the equivalent by at least (a) two nationally recognized credit rating agencies or (b) one nationally recognized credit rating agency if the paper is fully secured by an irrevocable letter of credit issued by a U.S. or state bank, (10) no-load money market mutual funds registered with and regulated by the United States Securities and Exchange Commission that have a dollar weighted average portfolio maturity of 90 days or less and include in their investment objectives the maintenance of a stable net asset value of \$1 for each share, (11) no-load mutual fund registered with the United States Securities and Exchange Commission that: have an average weighted maturity of less than two years; invest exclusively in obligations described in the preceding clauses and clause (13), and are continuously rated as to investment quality by at least one nationally recognized investment rating firm of not less than "AAA" or its equivalent, (12) public funds investment pools that have an advisory board which includes participants in the pool and are continuously rated as to investment quality by at least one nationally recognized investment rating firm of not less than "AAA" or "AAA-m" or its equivalent, and (13) bonds issued, assumed or guaranteed by the State of Israel. Texas law also permits the Issuer to invest bond proceeds in a guaranteed investment contract subject to the limitations set forth in Chapter 2256, as amended, Texas Government Code.

Entities such as the Issuer may enter into securities lending programs if (i) the securities loaned under the program are 100% collateralized including accrued income, a loan made under the program allows for termination at any time and a loan made under the program is either secured by (a) obligations that are described in clauses (1) through (5) and clause (13) above, (b) pledged irrevocable letters of credit issued by a state or national bank that is continuously rated by a nationally recognized investment rating firm at not less than "A" or its equivalent or (c) cash invested in obligations described in clauses (1) through (5) and clause (13) above, clause (9) above and clauses (10) and (11) above, or an authorized investment pool; (ii) securities held as collateral under a loan are pledged to such investing entity or a third party designated by such investing entity; (iii) a loan made under the program is placed through either a primary government securities dealer or a financial institution doing business in the State of Texas; and (iv) the agreement to lend securities has a term of one year or less.

The City may invest in such obligations directly or through government investment pools that invest solely in such obligations provided that the pool are rated no lower than "AAA" or "AAA-m" or an equivalent by at least one nationally recognized rating service. The Issuer is specifically prohibited from investing in (1) obligations whose payment represents the coupon payments on the outstanding principal balance of the underlying mortgage-backed security collateral and pays no principal; (2) obligations whose payment represents the principal stream of cash flow from the underlying mortgage-backed security and bears no interest; (3) collateralized mortgage obligations that have a stated final maturity of greater than 10 years; and (4) collateralized mortgage obligations the interest rate of which is determined by an index that adjusts opposite to the changes in a market index.

Under Texas law, the City may contract with an investment management firm registered under the Investment Advisers Act of 1940 (15 U.S.C. Section 80b-1 et seq.) or with the State Securities Board to provide for the investment and management of its public funds or other funds under its control for a term up to two years, but the City retains ultimate responsibility as fiduciary of its assets. In order to renew or extend such a contract, the City must do so by order, ordinance or resolution. The City has not contracted with, and has no present intention of contracting with, any such investment management firm or the State Securities Board to provide such services.

Investment Policies

Under Texas law, the Issuer is required to invest its funds under written investment policies that primarily emphasize safety of principal and liquidity; that address investment diversification, yield, maturity, and the quality and capability of investment management; and that includes a list of authorized investments for Issuer funds, maximum allowable stated maturity of any individual investment, the maximum average dollar-weighted maturity allowed for pooled fund groups, and the methods to monitor the market price of investments acquired with public funds and the requirement for settlement of all transactions, except investment pool funds and mutual funds, on a delivery versus payment basis and procedures to monitor rating changes in investments acquired with public funds and the liquidation of such investments. All Issuer funds must be invested consistent with a formally adopted "Investment Strategy Statement" that specifically addresses each funds' investment. Each Investment Strategy Statement will describe its objectives concerning (1) suitability of investment type, (2) preservation and safety of principal, (3) liquidity, (4) marketability of each investment, (5) diversification of the portfolio, and (6) yield.

Under Texas law, Issuer investments must be made "with judgment and care, under prevailing circumstances, that a person of prudence, discretion, and intelligence would exercise in the management of the person's own affairs, not for speculation, but for investment, considering the probable safety of capital and the probable income to be derived." At least quarterly the investment officers of the Issuer shall submit an investment report detailing: (1) the investment position of the Issuer, (2) that all investment officers jointly prepared and signed the report, (3) the beginning market value, any additions and changes to market value and the ending value of each pooled fund group, (4) the book value and market value of each separately listed asset at the beginning and end of the reporting period, (5) the maturity date of each separately invested asset, (6) the account or fund or pooled fund group for which each individual investment was acquired, and (7) the compliance of the investment portfolio as it relates to: (a) adopted investment strategy statements and (b) State law. No person may invest Issuer funds without express written authority from the City Council.

Additional Provisions

Under Texas law, the Issuer is additionally required to: (1) annually review its adopted policies and strategies, (2) adopt an ordinance or resolution stating that it has reviewed its investment policy and investment strategies and records any changes made to either its investment policy or investment strategy in the said ordinance or resolution, (3) require any investment officers with personal business relationships or relatives with

firms seeking to sell securities to the entity to disclose the relationship and file a statement with the Texas Ethics Commission and the City Council; (4) require the qualified representative of firms offering to engage in an investment transaction with the Issuer to: (a) receive and review the Issuer's investment policy, (b) acknowledge that reasonable controls and procedures have been implemented to preclude investment transactions conducted between the Issuer and the business organization that are not authorized by the Issuer's investment policy (except to the extent that this authorization is dependent on an analysis of the makeup of the Issuer's entire portfolio or requires an interpretation of subjective investment standards), and (c) deliver a written statement in a form acceptable to the Issuer and the business organization attesting to these requirements; (5) perform an annual audit of the management controls on investments and adherence to the Issuer's investment policy; (6) provide specific investment training for the Treasurer, Chief Financial Officer, or other investment officers; (7) restrict reverse repurchase agreements to not more than 90 days and restrict the investment of reverse repurchase agreement funds to no greater than the term of the reverse repurchase agreement; (8) restrict the investment in mutual funds in the aggregate to no more than 80% of the Issuer's monthly average fund balance, excluding bond proceeds and reserves and other funds held for debt service and further restrict the investment in non-money market mutual funds of any portion of bond proceeds, reserves and funds held for debt service and to no more than 15% of the Issuer's monthly average fund balance, excluding bond proceeds and reserves and other funds held for debt service and further restrict the investment in no-load money market mutual funds of any portion of bond proceeds reserves and funds held for debt service to no more than 15% of the entity's monthly average fund balance, excluding bond proceeds and reserves and other funds held for debt service; (9) require local government investment pools to confirm to the new disclosure, rating, net asset value, yield calculation, and advisory board requirements, and (10) at least annually review, revise, and adopt a list of qualified brokers that are authorized to engage in investment transactions with the Issuer.

Current Investments ⁽¹⁾

TABLE 1

As of January 1, 2023, the City held investments as follows:

<u>Investment Type</u>	<u>Amount</u>	<u>Percentage</u>
Cash and Cash Equivalents	\$36,113,990	100%

Funds held at the City's Depository Bank. Funds are fully collateralized.

As of such date, the market value of such investments (as determined by the Issuer by reference to published quotations, dealer bids, and comparable information) was approximately 100% of their book value. No funds of the Issuer are invested in derivative securities, *i.e.*, securities whose rate of return is determined by reference to some other instrument, index, or commodity.

⁽¹⁾ Unaudited.

AD VALOREM PROPERTY TAXATION

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

Valuation of Taxable Property

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

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

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

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

State Mandated Homestead Exemptions

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

Local Option Homestead Exemptions

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

Local Option Freeze for the Elderly and Disabled

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

Personal Property

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

Freeport and Goods-In-Transit Exemptions

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

Certain goods, that are acquired in or imported into the State to be forwarded to another location within or without the State, stored in a location that is not owned by the owner of the goods and are transported to another location within or without the State within 175 days (“Goods-in-Transit”), are generally exempt from ad valorem taxation; however, the Property Tax Code permits a taxing unit, on a local option basis, to tax Goods-in-Transit if the taxing unit takes official action, after conducting a public hearing, before January 1 of the first tax year in which the taxing unit proposes to tax Goods-in-Transit. Goods-in-Transit and Freeport Property do not include oil, natural gas or petroleum products, and Goods-in-Transit does not include aircraft or special inventories such as manufactured housing inventory, or a dealer’s motor vehicle, boat, or heavy equipment inventory.

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

Other Exempt Property

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

Temporary Exemption for Qualified Property Damaged by a Disaster

The Property Tax Code entitles the owner of certain qualified (i) tangible personal property used for the production of income, (ii) improvements to real property, and (iii) manufactured homes located in an area declared by the governor to be a disaster area following a disaster and is at least 15 percent damaged by the disaster, as determined by the chief appraiser, to an exemption from taxation of a portion of the appraised value of the property. The amount of the exemption ranges from 15 percent to 100 percent based upon the damage assessment rating assigned by the chief appraiser. Except in situations where the territory is declared a disaster on or after the date the taxing unit adopts a tax rate for the year in which the disaster declaration is issued, the governing body of the taxing unit is not required to take any action in order for the taxpayer

to be eligible for the exemption. If a taxpayer qualifies for the exemption after the beginning of the tax year, the amount of the exemption is prorated based on the number of days left in the tax year following the day on which the governor declares the area to be a disaster area. For more information on the exemption, reference is made to Section 11.35 of the Tax Code. Section 11.35 of the Tax Code was enacted during the 2019 legislative session, and there is no judicial precedent for how the statute will be applied. Texas Attorney General Opinion KP-0299, issued on April 13, 2020, concluded a court would likely find the Texas Legislature intended to limit the temporary tax exemption to apply to property physically harmed as a result of a declared disaster.

Tax Increment Reinvestment Zones

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

Tax Abatement Agreements

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

For a discussion of how the various exemptions described above are applied to the City, see “AD VALOREM PROPERTY TAXATION – The Property Tax Code as Applied to the City”.

Chapter 380 Agreements

Cities are also authorized, pursuant to Chapter 380, Texas Local Government Code, as amended (“Chapter 380”) to establish programs to promote state or local economic development and to stimulate business and commercial activity in the City. In accordance with a program established pursuant to Chapter 380, the City may make loans or grants of public funds for economic development purposes.

City and Taxpayer Remedies

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

Beginning in the 2020 tax year, owners of certain property with a taxable value in excess of the current year “minimum eligibility amount”, as determined by the State Comptroller, and situated in a county with a population of one million or more, may protest the determinations of an appraisal district directly to a three-member special panel of the appraisal review board, appointed by the chairman of the appraisal review board, consisting of highly qualified professionals in the field of property tax appraisal. The minimum eligibility amount is set at \$50 million for the 2020 tax year, and is adjusted annually by the State Comptroller to reflect the inflation rate.

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

Levy and Collection of Taxes

The City is responsible for the collection of its taxes, unless it elects to transfer such functions to another governmental entity. Taxes are due October 1, or when billed, whichever comes later, and become delinquent after January 31 of the following year. A delinquent tax incurs a penalty of six percent (6%) of the amount of the tax for the first calendar month it is delinquent, plus one percent (1%) for each additional month or portion of a month the tax remains unpaid prior to July 1 of the year in which it becomes delinquent. If the tax is not paid by July 1 of the year in which it becomes delinquent, the tax incurs a total penalty of twelve percent (12%) regardless of the number of months the tax has been delinquent and incurs an additional penalty of up to twenty percent (20%) if imposed by the City. The delinquent tax also accrues interest at a rate of one percent (1%) for each month or portion of a month it remains unpaid. The Property Tax Code also makes provision for the split payment of taxes, discounts for early payment and the postponement of the delinquency date of taxes for certain taxpayers. Furthermore, the City may provide, on a local option basis, for the split payment, partial payment, and discounts for early payment of taxes under certain circumstances. The Property Tax Code permits taxpayers owning homes or certain businesses located in a disaster area and damaged as a direct result of the declared disaster to pay taxes imposed in the year following the disaster in four equal installments without penalty or interest, commencing on February 1 and ending on August 1. See “AD VALOREM PROPERTY TAXATION – Temporary Exemption for Qualified Property Damaged by a Disaster” for a discussion of the applicability of this section of the Property Tax Code.

City's Rights in the Event of Tax Delinquencies

Taxes levied by the City are a personal obligation of the owner of the property. On January 1 of each year, a tax lien attaches to property to secure the payment of all state and local taxes, penalties, and interest ultimately imposed for the year on the property. The lien exists in favor of each taxing unit, including the City, having power to tax the property. The City's tax lien is on a parity with tax liens of such other taxing units. A tax lien on real property takes priority over the claim of most creditors and other holders of liens on the property encumbered by the tax lien, whether or not the debt or lien existed before the attachment of the tax lien; however, whether a lien of the United States is on a parity with or takes priority over a tax lien of the City is determined by applicable federal law. Personal property, under certain circumstances, is subject to seizure and sale for the payment of delinquent taxes, penalty, and interest.

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

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

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

Public Hearing and Maintenance and Operations Tax Rate Limitations

The following terms as used in this section have the meanings provided below:

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Debt Tax Rate Limitations

All taxable property within the City is subject to the assessment, levy and collection by the City of a continuing, direct annual ad valorem tax sufficient to provide for the payment of principal of and interest on all ad valorem tax-supported debt within the limits prescribed by law. Article XI, Section 4, of the Texas Constitution is applicable to the City, and limits its maximum ad valorem tax rate to \$1.50 per \$100 of taxable assessed valuation. Administratively, the Attorney General of the State of Texas will permit allocation of \$1.00 of the \$1.50 maximum tax rate for all debt service on ad valorem tax-supported debt, as calculated at the time of issuance.

The Property Tax Code as Applied to the City

The City does not grant an exemption of up to 20% of the appraised value of residence homesteads (but not less than \$5,000).

The City has elected to grant a Local Option Homestead Exemption of \$16,000 of the appraised value of the residence homestead of persons 65 year of age or older and the disabled.

The City has not adopted a tax freeze for citizens who are disabled or are 65 years of age or older.

Ad valorem tax are levied by the City against the exempt value of the residence homesteads for the payment of debt.

The City does not tax nonbusiness personal property.

The City does tax freeport property.

The City does not tax Goods-in-Transit.

The City does not offer discounts or allow split payments.

The City participates in two Chapter 380 Economic Development Agreements.

PeopleFund for Economic Development Activities. Pursuant to the terms of a Chapter 380 Economic Development Agreement with PeopleFund for Economic Development Activities (“PeopleFund”), effective as of April 16, 2020. PeopleFund financial assistance has established, funded, maintained and operated the Texas COVID19 Relief Fund with \$3 million in loan capital to lend throughout the state of Texas. With the assistance of the program’s financial assistance business will be able to maintain or re-employ employment positions that will promote local economic development and stimulate business and commercial activity in Pleasanton. PeopleFund will invest at least \$600,000 in loan capital to originate at least 10 loans to eligible Pleasanton businesses meeting the general loan criteria. The loans will be made with zero interest and no payments for the first six months. The City has agreed to invest \$20,000 in grants to assist businesses within the City that meet the general loan criteria. The City and PeopleFund agree that 2020 will serve as a base year for any payments or obligations.

Luniz, LLC. Pursuant to the terms of a Chapter 380 Economic Development Agreement with Luniz, LLC (“Luniz”), effective as of October 28, 2020. Luniz proposes to invest at least \$1.2 million in capital improvements and to generate employment, an improved tax base and economic development activity in the City. Luniz will acquire and lease to Starbucks Corporation a certain 0.545-acre parcel, located at 1701 W. Oaklawn Road. The construction will provide bring increased tax revenue to the City. It is anticipated that this store will create 15-20 employment positions under the program. The City will grant and pay a sales tax rebate to Luniz in an amount not to exceed \$200,000 based on two percent (2.0%) of the sales tax collected on any taxable retail sale from or at the improvements on the land during the ten (10) years from the completion date.

CONVENING OF THE TEXAS LEGISLATURE

The 88th Texas Legislature commences on January 10, 2023. The Legislature meets in regular session in odd numbered years, for 140 days. When the Legislature is not in session, the Governor may call one or more special sessions, at the Governor’s discretion, each lasting no more than 30 days, and for which the Governor sets the agenda. During this time, the Texas Legislature may enact laws that materially change current law as it relates to the City and its finances. The City makes no representation regarding any actions the Texas Legislature may take but intends to monitor proposed legislation for any developments applicable to the City.

TAX MATTERS

Tax Exemption

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

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

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

Tax Changes

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

Ancillary Tax Consequences

Prospective purchasers of the Certificates should be aware that the ownership of tax-exempt obligations such as the Certificates may result in collateral federal tax consequences to, among others, financial institutions, property and casualty insurance companies, life insurance companies, certain foreign corporations doing business in the United States, S corporations with subchapter C earnings and profits, owners of an interest in a financial asset securitization investment trust ("FASIT"), individual recipients of Social Security or Railroad Retirement benefits, individuals otherwise qualifying for the earned income tax credit and taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry, or who have paid or incurred certain expenses allocable to, tax-exempt obligations. Prospective purchasers should consult their own tax advisors as to the applicability of these consequences to their particular circumstances.

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

Tax Accounting Treatment of Discount Certificates

The initial public offering price to be paid for certain Certificates may be less than the amount payable on such Certificates at maturity (the "Discount Certificates"). An amount equal to the difference between the initial public offering price of a Discount Certificate (assuming that a substantial amount of the Discount Certificates of that maturity are sold to the public at such price) and the amount payable at maturity constitutes original issue discount to the initial purchaser of such Discount Certificates. A portion of such original issue discount, allocable to the holding period of a Discount Certificate by the initial purchaser, will be treated as interest for federal income tax purposes, excludable from gross income on the same terms and conditions as those for other interest on the Certificates. Such interest is considered to be accrued actuarially in accordance with the constant interest method over the life of a Discount Certificate, taking into account the semiannual compounding of accrued interest, at the yield to maturity on such Discount Certificate and generally will be allocated to an initial purchaser in a different amount from the amount of the payment denominated as interest actually received by the initial purchaser during his taxable year.

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

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

Tax Accounting Treatment of Premium on Certain Certificates

The initial public offering price to be paid for certain Certificates (the "Premium Certificates") may be greater than the stated redemption price on such Certificates at maturity. An amount equal to the difference between the initial public offering price of a Premium Certificate (assuming that a substantial amount of the Premium Certificates of that maturity are sold to the public at such price) and the amount payable at maturity constitutes premium to the initial purchaser of such Premium Certificates. The basis for federal income tax purposes of a Premium Certificate in the hands of such initial purchaser must be reduced each year by the amortizable Certificate premium, although no federal income tax deduction is allowed as a result of such reduction in basis for amortizable Certificate premium. Such reduction in basis will increase the amount of any gain (or decrease the amount of any loss) to be recognized for federal income tax purposes upon a sale or other taxable disposition of a Premium Certificate. The amount of premium which is amortizable each year by an initial purchaser is determined by using such purchaser's yield to maturity.

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

CONTINUING DISCLOSURE OF INFORMATION

In the Ordinance, the City has made the following agreement for the benefit of the holders and Beneficial Owners of the Certificates. The City is required to observe the agreement for so long as it remains obligated to advance funds to pay the Certificates. Under the agreement, the City will be obligated to provide certain updated financial information and operating data annually, and timely notice of specified events, to the Municipal Securities Rulemaking Board (the "MSRB") through its Electronic Municipal Market Access (EMMA) system, where it will be available to the general public, free of charge, at www.emma.msrb.org.

Annual Reports

Under State law, including, but not limited to Chapter 103, as amended, Texas Government Code, the City must keep its fiscal records in accordance with generally accepted accounting principles, must have its financial accounts and records audited by a certified public accountant and must maintain each audit report within 180 days after the close of the City's fiscal year. The City's fiscal records and audit reports are available for public inspection during the regular business hours, and the City is required to provide a copy of the City's audit reports to any certificate holder or other member of the public within a reasonable time of request to City Secretary, 108 Second Street, Pleasanton, Texas 78064, and upon payment of charges prescribed by the Texas General Services Commission.

The City will file certain updated financial information and operating data with the MSRB annually. The information to be updated includes all quantitative financial information and operating data with respect to the City of the general type included in this Official Statement in Table 1 hereof, Tables 1 through 14 of APPENDIX A to this Official Statement, and in APPENDIX D. The City will update and provide this information within six months after the end of each fiscal year ending in and after 2023.

The financial information and operating data to be provided may be set forth in full in one or more documents or may be included by specific reference to any document available to the public on the MSRB's EMMA Internet Web site or filed with the United States Securities and Exchange Commission (the "SEC"), as permitted by SEC Rule 15c2-12 (the "Rule"). The updated information will include audited financial statements, if the City commissions an audit and it is completed by the required time. If audited financial statements are not available by the required time, the City will provide unaudited financial statements by the required time and audited financial statements when and if such audited financial statements become available.

Any such financial statements will be prepared in accordance with the accounting principles described in APPENDIX D or such other accounting principles as the City may be required to employ from time to time pursuant to State law or regulation.

The City's current fiscal year end is September 30. Accordingly, it must provide updated information by March 31 in each year, unless the City changes its fiscal year. If the City changes its fiscal year, it will file notice of the change with the MSRB through EMMA.

Notices of Certain Events

The City will file with the MSRB notice of any of the following events with respect to the Certificates in a timely manner (and not more than 10 business days after occurrence of the event): (1) principal and interest payment delinquencies; (2) non-payment related defaults, if material; (3) unscheduled draws on debt service reserves reflecting financial difficulties; (4) unscheduled draws on credit enhancements reflecting financial difficulties; (5) substitution of credit or liquidity providers, or their failure to perform; (6) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB), or other material notices or determinations with respect to the tax status of the Certificates, or other material events affecting the tax status of the Certificates; (7) modifications to rights of holders of the Certificates, if material; (8) Certificate calls, if material, and tender offers; (9) defeasances; (10) release, substitution, or sale of property securing repayment of the Certificates, if material; (11) rating changes; (12) bankruptcy, insolvency, receivership, or similar event of the City, which shall occur as described below; (13) the consummation of a merger, consolidation, or acquisition involving the City or the sale of all or substantially all of its assets, other than in the ordinary course of business, the entry into of a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; (14) appointment of a successor or additional paying agent/registrar or the change of name of a paying agent/registrar, if material (15) incurrence of a financial obligation of the City, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation of the City, any of which affect security holders, if material; and (16) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a financial obligation of the City, any of which reflect financial difficulties. Neither the Certificates nor the Ordinance make any provision for debt service reserves, credit enhancement, or liquidity enhancement. In addition, the City will provide timely notice of any failure by the City to provide information, data, or financial statements in accordance with its agreement described above under "Annual Reports". The City will provide each notice described in this paragraph to the MSRB.

For these purposes, any event described in clause (12) of the immediately preceding paragraph is considered to occur when any of the following occur; the appointment of a receiver, fiscal agent, or similar officer for the City in a proceeding under the United States Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the City, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement, or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the City, and (B) the City intends the words used in clauses (15) and (16) in the immediately preceding paragraph and in the definition of Financial Obligation to have the meanings ascribed to them in SEC Release No. 34-83885 dated August 20, 2018.

Availability of Information

All information and documentation filings required to be made by the City in accordance with its undertaking made for the Certificates will be made with the MSRB in electronic format in accordance with MSRB guidelines. Access to such filings will be provided by the MSRB, without charge to the general public, at www.emma.msrb.org.

Limitations and Amendments

The City has agreed to update information and to provide notices of material events only as described above. The City has not agreed to provide other information that may be relevant or material to a complete presentation of its financial results of operations, condition, or prospects or agreed to update any information that is provided, except as described above. The City makes no representation or warranty concerning such information or concerning its usefulness to a decision to invest in or sell Certificates at any future date. The City disclaims any contractual or tort liability for damages resulting in whole or in part from any breach of its continuing disclosure agreement or from any statement made pursuant to its agreement, although holders or registered owners of Certificates may seek a writ of mandamus to compel the City to comply with its agreement.

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

Compliance with Prior Undertakings

During the past five years, the City has complied in all material respects with its previous continuing disclosure agreements made in accordance with the Rule. For more information relating to the City's continuing disclosure filing history, see www.emma.msrb.org.

LEGAL MATTERS

Legal Opinions

The City will furnish the Purchaser with a complete transcript of proceedings incident to the authorization and issuance of the Certificates, including the approving opinion of the Attorney General of the State as recorded in the Bond Register of the Comptroller of Public Accounts of the State, to the effect that the Certificates are a valid and legally binding obligation of the City under the Constitution and laws of the State. The City will also furnish the approving legal opinion of Bond Counsel in substantially the form attached hereto as Appendix D. Bond Counsel was not requested to participate, and did not take part in the preparation of the Official Statement, and such firm has not assumed any responsibility with respect thereto or undertaken to independently verify any of the information contained therein, except that in its capacity as Bond Counsel, such firm has reviewed the information describing the Certificates in the Official Statement to verify that such description conforms to the provisions of the Ordinance. Additionally, the Bond Counsel has been engaged by the City to assist the City on certain matters related to compliance with Rule 15c2-12. The legal fees to be paid Bond Counsel for services rendered in connection with the issuance of the Certificates are contingent on the sale and delivery of the Certificates.

No-Litigation Certificate

The City will furnish the initial Purchaser with a certificate, dated as of the date of delivery of the Certificates, executed by both the Mayor and the City Secretary, to the effect that no litigation of any nature is then pending or threatened, either in state or federal courts, contesting or attacking the Certificates; restraining or enjoining the issuance, execution, or delivery of the Certificates; affecting the provisions made for the payment of or security for the Certificates; in any manner questioning the authority or proceeding for the issuance, execution or delivery of the Certificates; or affecting the validity of the Certificates.

Litigation

The City is exposed to various risks of losses related to torts, theft of, damage to and destruction of fixed assets; error and omissions; injuries to employees; and natural disasters. The City has obtained commercial insurance coverage for these risks and provided various employee education and prevention programs. Various claims and lawsuits are pending against the City. In the opinion of City management, after consultation with legal counsel, the potential loss on all claims and lawsuits will not materially affect the City's financial position.

FORWARD LOOKING STATEMENTS

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

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

OTHER PERTINENT INFORMATION

Registration and Qualification of Certificates for Sale

The sale of the Certificates has not been registered under the Securities Act of 1933, as amended, in reliance upon exemptions provided in such Act; the Certificates have not been qualified under the Securities Act of Texas in reliance upon exemptions contained therein; nor have the Certificates been qualified under the securities acts of any other jurisdiction. The Issuer assumes no responsibility for qualification of the Certificates under the securities laws of any jurisdiction in which they may be sold, assigned, pledged, hypothecated or otherwise transferred. This disclaimer of responsibility for qualification for sale or other disposition of the Certificates shall not be construed as an interpretation of any kind with regard to the availability of any exemption from securities registration or qualification provisions.

It is the obligation of the Purchaser to register or qualify the sale of the Certificates under the securities laws of any jurisdiction which so requires. The City agrees to cooperate, at the Purchaser's written request and sole expense, in registering or qualifying the Certificates or in obtaining an exemption from registration or qualification in any state where such action is necessary; provided, however, that the City shall not be required to qualify as a foreign corporation or to execute a general consent to service of process in any jurisdiction.

Rating

A municipal bond rating application for the Certificates has been made to S&P Global Ratings ("S&P"). The outcome of the result will be made available as soon as possible. An explanation of the significance of such a rating may be obtained from S&P. The rating of the Certificates by S&P reflects only the view of S&P at the time the rating is given, and the Issuer makes no representations as to the appropriateness of the rating. There is no assurance that the rating will continue for any given period of time, or that the rating will not be revised downward or withdrawn entirely by S&P, if, in the judgment of S&P, circumstances so warrant. Any such downward revision or withdrawal of the rating may have an adverse effect on the market price of the Certificates.

Authenticity of Financial Information

The financial data and other information contained herein have been obtained from the Issuer's records, audited financial statements and other sources which are believed to be reliable. All of the summaries of the statutes, documents and Ordinances contained in this Official Statement are made subject to all of the provisions of such statutes, documents and Ordinances. These summaries do not purport to be complete statements of such provisions and reference is made to such documents for further information. All information contained in this Official Statement is subject, in all respects, to the complete body of information contained in the original sources thereof and no guaranty, warranty or other representation is made concerning the accuracy or completeness of the information herein. In particular, no opinion or representation is rendered as to whether any projection will approximate actual results, and all opinions, estimates and assumptions, whether or not expressly identified as such, should not be considered statements of fact.

Financial Advisor

SAMCO Capital Markets, Inc., is employed as a Financial Advisor to the Issuer in connection with the issuance of the Certificates. In this capacity, the Financial Advisor has compiled certain data relating to the Certificates and has drafted this Official Statement. The Financial Advisor has not independently verified any of the data contained herein or conducted a detailed investigation of the affairs of the Issuer to determine the accuracy or completeness of this Official Statement. Because of its limited participation, the Financial Advisor assumes no responsibility for the accuracy or completeness of any of the information contained herein. The fees for the Financial Advisor are contingent upon the issuance, sale and initial delivery of the Certificates.

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

Winning Bidder

After requesting competitive bids for the Certificates, the City accepted the bid of _____ (the "Purchaser") to purchase the Certificates at the interest rates shown on the page 2 of this Official Statement at a price of par, plus a net original reoffering premium of \$_____, plus accrued interest on the Certificates from their Dated Date to their date of initial delivery. The City can give no assurance that any trading market will be developed for the City after their sale by the City to the Purchaser. The City has no control over the price at which the Certificates are subsequently sold and the initial yield at which the Certificates will be priced and reoffered will be established by and will be the responsibility of the Purchaser.

Authorization of the Official Statement

This Official Statement will be approved as to form and content and the use thereof in the offering of the Certificates will be authorized, ratified and approved by the City Council of the City on the date of sale, and the Purchaser will be furnished, upon request, at the time of payment for and the delivery of the Certificates, a certified copy of such approval, duly executed by the proper officials of the Issuer.

The Ordinance will also approve the form and content of this Official Statement, and any addenda, supplement or amendment thereto issued on behalf of the Issuer, and authorize its further use in the reoffering of the Certificates by the Purchaser.

This Official Statement has been approved by the City Council for distribution in accordance with the provisions of the SEC's rule codified at 17 C.F.R. Section 240.15c2-12.

The information set forth herein has been obtained from the City's records, audited financial statements and other sources which the City considers to be reliable. There is no guarantee that any of the assumptions or estimates contained herein will ever be realized. All of the summaries of the statutes, documents and the Ordinance contained in this Official Statement are made subject to all of the provisions of such statutes, documents, and the Ordinance. These summaries do not purport to be complete statements of such provisions and reference is made to such summarized documents for further information. Reference is made to official documents in all respects.

The Ordinance authorizing the issuance of the Certificates will also approve the form and content of this Official Statement and any addenda, supplement or amendment thereto and authorize its further use in the re-offering of the Certificates by the Purchaser.

This Official Statement will be approved by the Council for distribution in accordance with the provisions of the SEC's rule codified at 17 C.F.R. Section 240.15c2-12, as amended.

CITY OF PLEASANTON, TEXAS

/s/ Mayor
City of Pleasanton, Texas

ATTEST:

/s/ City Secretary
City of Pleasanton, Texas

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APPENDIX A

**FINANCIAL INFORMATION RELATING TO
THE CITY OF PLEASANTON, TEXAS**

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FINANCIAL INFORMATION OF THE ISSUER

ASSESSED VALUATION

TABLE 1

2022 Actual Certified Market Value of Taxable Property (100% of Market Value).....	\$ 1,011,028,481
Less Exemptions:	
Optional Over-65 or Disabled Homestead.....	\$ 11,627,463
Disabled/Deceased Veterans'.....	17,819,985
Open-Space Land and Timberland.....	14,973,700
First Responder Surviving Spouse.....	248,314
Totally Exempt Property	84,900,310
10% Per Year Cap on Residential Homesteads.....	26,906,657
TOTAL EXEMPTIONS	\$ 156,476,429
2022 Certified Assessed Value of Taxable Property.....	\$ 854,552,052

Source: Atascosa County Appraisal District.

GENERAL OBLIGATION BONDED DEBT ⁽¹⁾

(as of January 1, 2023)

General Obligation Debt Principal Outstanding

Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2008	\$ 210,000
Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2014	4,165,000
Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2015	2,410,000
General Obligation Refunding Bonds, Series 2015	1,905,000
Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2016	2,645,000
Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2017	1,590,000
Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2019	5,620,000
Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2021	10,075,000
General Obligation Refunding Bonds, Series 2021	2,605,000
The Certificates	4,200,000 *
Total Gross General Obligation Debt	\$ 35,425,000 *

Less: Self Supporting Debt

Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2014 (100% Utility Fund)	\$ 4,165,000
General Obligation Refunding Bonds, Series 2015 (100% Utility Fund)	1,905,000
Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2016 (100% Hotel/Motel Fund)	2,645,000
Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2017 (100% Utility Fund)	1,590,000
Combination Tax and Limited Pledge Revenue Certificates of Obligation, Series 2021 (55% Utility Fund)	5,495,000
Total Self-Supporting Debt	\$ 15,800,000
Total Net General Obligation Debt Outstanding	\$ 19,625,000 *

2022 Net Assessed Valuation	\$ 854,552,052
Ratio of Gross General Obligation Debt Principal to Certified Net Taxable Assessed Valuation	4.15%
Ratio of Net General Obligation Debt to Certified Net Taxable Assessed Valuation	2.30%

Population: 2000 - 8,266; 2010 - 8,934; est. 2022 - 10,612
Per Capita Certified Net Taxable Assessed Valuation - \$80,526.96
Per Capita Gross General Obligation Debt Principal - \$3,338.20
Per Capita Net General Obligation Debt Principal - \$1,849.32

* Preliminary, subject to change.

DEBT OBLIGATIONS - CAPITAL LEASE AND NOTES PAYABLE

TABLE 2

Operating Leases:

The government leases equipment under noncancellable operating leases. Total costs for such leases were \$211,612 for the year ended September 30, 2021. The future minimum lease payments for these leases are as follows

FYE (9/30)	Amount
2022	\$ 290,520
2023	258,177
2024	226,731
2025	125,052
Total	\$ 900,480

Rent expenditures were \$1 for the year ended September 30, 2021. Rental income received was \$178,857 for the year ended September 30, 2021.

Source: The City's Comprehensive Annual Financial Report for fiscal year ended September 30, 2021.

GENERAL OBLIGATION DEBT SERVICE REQUIREMENTS

Fiscal Year Ending (9/30)	Current Total Outstanding Debt ⁽¹⁾	The Certificates*			Total Combined Debt Service*	Less: Self Supporting Debt Service	Total Net Debt Service *
		Principal	Interest	Total			
2023	\$ 3,135,743	\$ -	\$ -	\$ -	\$ 3,135,743	\$ 1,403,933	\$ 1,731,810
2024	3,087,055	565,000	292,708	857,708	3,944,763	1,576,393	2,368,370
2025	2,893,756	290,000	174,500	464,500	3,358,256	1,578,244	1,780,012
2026	2,887,646	305,000	159,625	464,625	3,352,271	1,573,108	1,779,163
2027	2,726,064	315,000	144,125	459,125	3,185,189	1,565,827	1,619,362
2028	2,336,763	330,000	128,000	458,000	2,794,763	1,175,001	1,619,762
2029	2,343,450	355,000	110,875	465,875	2,809,325	1,181,613	1,627,712
2030	2,331,413	370,000	92,750	462,750	2,794,163	1,171,001	1,623,162
2031	2,329,344	390,000	73,750	463,750	2,793,094	1,169,751	1,623,343
2032	2,335,238	410,000	53,750	463,750	2,798,988	1,176,738	1,622,250
2033	2,337,013	430,000	32,750	462,750	2,799,763	1,176,701	1,623,062
2034	2,080,375	140,000	18,500	158,500	2,238,875	1,175,219	1,063,656
2035	1,658,406	145,000	11,375	156,375	1,814,781	750,300	1,064,481
2036	1,430,200	155,000	3,875	158,875	1,589,075	751,050	838,025
2037	1,194,650	-	-	-	1,194,650	511,250	683,400
2038	1,057,600	-	-	-	1,057,600	375,400	682,200
2039	1,058,900	-	-	-	1,058,900	378,300	680,600
2040	690,200	-	-	-	690,200	376,050	314,150
2041	681,750	-	-	-	681,750	373,700	308,050
Total	\$ 38,595,563	\$ 4,200,000	\$ 1,296,583	\$ 5,496,583	\$ 44,092,146	\$ 19,439,579	\$ 24,652,567

⁽¹⁾ Includes self-supporting debt.

* Preliminary, subject to change. Interest calculations based on an assumed rate.

TAX ADEQUACY (Includes Self-Supporting Debt)

2022 Certified Freeze Adjusted Net Taxable Assessed Valuation	\$ 854,552,052
Maximum Annual Debt Service Requirements (Fiscal Year Ending 9-30-2024)	3,944,763 *
Anticipated required I&S Fund Tax Rate at 98% Collections to produce Maximum Debt Service requirements	\$ 0.47104 *

* Preliminary, subject to change. Includes the Certificates.

Note: Above computations are exclusive of investment earnings, delinquent tax collections and penalties and interest on

TAX ADEQUACY (Excludes Self-Supporting Debt)

2022 Certified Freeze Adjusted Net Taxable Assessed Valuation	\$ 854,552,052
Maximum Annual Debt Service Requirements (Fiscal Year Ending 9-30-2024)	2,368,370 *
Anticipated required I&S Fund Tax Rate at 98% Collections to produce Maximum Debt Service requirements	\$ 0.28280 *

* Preliminary, subject to change. Includes the Certificates.

Note: Above computations are exclusive of investment earnings, delinquent tax collections and penalties and interest on

INTEREST AND SINKING FUND MANAGEMENT INDEX

Interest and Sinking Fund Balance, Fiscal Year Ended September 30, 2022	\$ 595,821
2022 Anticipated Interest and Sinking Fund Tax Levy at 95% Collections Produce ⁽¹⁾	1,923,911
Total Available for General Obligation Debt	<u>\$ 2,519,732</u>
Less: Net General Obligation Debt Service Requirements, Fiscal Year Ending 9/30/23	<u>1,731,810</u>
Estimated Surplus at Fiscal Year Ending 9/30/2023 ⁽¹⁾	<u>\$ 787,922</u>

⁽¹⁾ Does not include delinquent tax collections, penalties and interest on delinquent tax collections or investment earnings.

GENERAL OBLIGATION PRINCIPAL REPAYMENT SCHEDULE

(as of January 1, 2023)

Fiscal Year Ending 9-30	Principal Repayment Schedule			Principal Unpaid at End of Year*	Percent of Principal Retired (%)*
	Currently Outstanding ^(a)	The Certificates*	Total*		
2023	\$ 2,175,000	\$ -	\$ 2,175,000	\$ 33,250,000	6.14%
2024	2,200,000	565,000	2,765,000	30,485,000	13.94%
2025	2,080,000	290,000	2,370,000	28,115,000	20.64%
2026	2,145,000	305,000	2,450,000	25,665,000	27.55%
2027	2,055,000	315,000	2,370,000	23,295,000	34.24%
2028	1,735,000	330,000	2,065,000	21,230,000	40.07%
2029	1,810,000	355,000	2,165,000	19,065,000	46.18%
2030	1,870,000	370,000	2,240,000	16,825,000	52.51%
2031	1,940,000	390,000	2,330,000	14,495,000	59.08%
2032	2,010,000	410,000	2,420,000	12,075,000	65.91%
2033	2,070,000	430,000	2,500,000	9,575,000	72.97%
2034	1,870,000	140,000	2,010,000	7,565,000	78.65%
2035	1,495,000	145,000	1,640,000	5,925,000	83.27%
2036	1,305,000	155,000	1,460,000	4,465,000	87.40%
2037	1,105,000	-	1,105,000	3,360,000	90.52%
2038	995,000	-	995,000	2,365,000	93.32%
2039	1,020,000	-	1,020,000	1,345,000	96.20%
2040	670,000	-	670,000	675,000	98.09%
2041	675,000	-	675,000	-	100.00%
Total	<u>\$ 31,225,000</u>	<u>\$ 4,200,000</u>	<u>\$ 35,425,000</u>		

^(a) Includes self-supporting debt.

* Preliminary, subject to change.

TAXABLE ASSESSED VALUATION FOR TAX YEARS 2013-2022

TABLE 3

Year	Net Taxable Assessed Valuation	Change From Preceding Year	
		Amount (\$)	Percent
2013-14	\$ 519,651,231	-	0.00%
2014-15	543,439,095	23,787,864	4.58%
2015-16	590,856,234	47,417,139	8.73%
2016-17	597,955,692	7,099,458	1.20%
2017-18	621,046,743	23,091,051	3.86%
2018-19	687,993,652	66,946,909	10.78%
2019-20	728,808,863	40,815,211	5.93%
2020-21	706,433,386	(22,375,477)	-3.07%
2021-22	777,153,435	70,720,049	10.01%
2022-23	854,552,052	77,398,617	9.96%

Source: Atascosa County Appraisal District.

CLASSIFICATION OF ASSESSED VALUATION

TABLE 4

	2022	% of Total	2021	% of Total	2020	% of Total
Real, Residential, Single-Family	\$ 557,789,903	55.17%	\$ 482,800,246	53.55%	\$ 397,862,652	50.99%
Real, Residential, Multi-Family	41,680,672	4.12%	42,739,522	4.74%	38,142,604	4.89%
Real, Vacant Lots/Tracts	13,373,100	1.32%	11,462,101	1.27%	9,884,852	1.27%
Real, Acreage (Land Only)	15,146,823	1.50%	9,150,847	1.01%	202,446	0.03%
Real, Farm and Ranch Improvements	9,783,469	0.97%	7,992,817	0.89%	7,194,642	0.92%
Real, Commercial	175,611,544	17.37%	157,103,896	17.42%	147,789,330	18.94%
Real, Industrial	795,880	0.08%	2,292,880	0.25%	2,327,200	0.30%
Oil and Gas	4,790	0.00%	4,790	0.00%	3,363	0.00%
Real & Tangible, Personal Utilities	20,115,180	1.99%	19,662,650	2.18%	18,068,500	2.32%
Tangible Personal, Commercial	48,094,750	4.76%	48,011,440	5.33%	58,704,350	7.52%
Tangible Personal, Industrial	28,853,370	2.85%	34,013,040	3.77%	36,265,600	4.65%
Tangible Personal, Mobile Homes	5,584,940	0.55%	4,809,620	0.53%	4,379,862	0.56%
Real Property, Inventory	2,052,460	0.20%	1,105,370	0.12%	1,245,640	0.16%
Speical Inventory	7,241,290	0.72%	6,298,750	0.70%	4,900,940	0.63%
Totally Exempt Property	84,900,310	8.40%	74,172,938	8.23%	53,311,082	6.83%
Total Appraised Value	\$1,011,028,481	100.00%	\$ 901,620,907	100.00%	\$ 780,283,063	100.00%
Less:						
Optional Over-65 or Disabled Homestead	\$ 11,627,463		\$ 11,490,063		\$ 11,627,697	
Disabled/Deceased Veterans'	17,819,985		15,128,202		11,380,853	
Open-Space Land and Timberland	14,973,700		8,950,400		7,608,500	
First Responder Surviving Spouse	248,314		225,740		-	
House Bill 366	-		-		6,934	
Totally Exempt Property	84,900,310		74,172,938		40,144,564	
10% Per Year Cap on Res. Homesteads	26,906,657		14,500,129		3,081,129	
Net Taxable Assessed Valuation	\$ 854,552,052		\$ 777,153,435		\$ 706,433,386	

Source: Atascosa County Appraisal District.

PRINCIPAL TAXPAYERS 2022

TABLE 5

Name	Type of Business/Property	2022 Net Taxable Assessed Valuation	% of 2022 Assessed Valuation
AEP Texas Central Company	Utility	\$14,482,180	1.69%
Wal-Mart Real Estate	Real Estate	7,678,130	0.90%
H E Butt Grocery Co	Commercial	6,720,678	0.79%
Karnes Electric COOP	Utility	6,109,770	0.71%
White Mildred	Residential	6,056,460	0.71%
Wal-Mart Stores Texas LLC	Commercial	5,680,050	0.66%
Cactus Wellhead LLC	Industrial	5,646,980	0.66%
1121 W Oaklawn LLC	Residential	5,548,532	0.65%
Covenant Testing	Industrial	5,543,310	0.65%
Clyburn Properties LLC	Insurance	5,596,880	0.65%
		\$69,062,970	8.08%

TAX RATE DISTRIBUTION**TABLE 6**

	2022	2021	2020	2019	2018
General Fund	\$ 0.278659	\$ 0.268904	\$ 0.283000	\$ 0.298531	\$ 0.298531
I&S Fund	0.236986	0.246741	0.216700	0.201232	0.201232
Total Tax Rate	\$ 0.515645	\$ 0.515645	\$ 0.499700	\$ 0.499763	\$ 0.499763

Source: Atascosa County Appraisal District

TAX DATA**TABLE 7**

Taxes are due October 1 and become delinquent after January 31. Discounts are allowed: 3% October, 2% November, and 1% if paid in December. Current collections are those taxes collected through August 31, applicable to the current year's tax levy. Penalties and Interest: (a) a delinquent tax incurs a penalty of six percent of the amount of the tax for the first calendar month it is delinquent plus one percent for each additional month or portion of a month the tax remains unpaid prior to July 1 of the year in which it becomes delinquent. However, a tax delinquent on July 1 incurs a total penalty of twelve percent of the amount of the delinquent tax without regard to the number of months the tax has been delinquent; (b) a delinquent tax accrues interest at a rate of one percent for each month or portion of a month the tax remains unpaid; and an additional penalty up to a maximum of 20% of taxes, penalty and interest may be imposed to defray costs of collection for taxes delinquent after July 1. All percentages of collections set for below exclude penalties and interest.

Tax Year	Net Taxable Assessed Valuation	Tax Rate	Tax Levy	% of Collections		Year Ended
				Current	Total	
2013	\$ 519,651,231	0.489770	\$ 2,545,096	96.34	98.97	9/30/2014
2014	543,439,095	0.489770	2,661,602	97.99	98.83	9/30/2015
2015	590,856,234	0.489770	2,893,837	96.80	98.97	9/30/2016
2016	597,955,692	0.505800	3,024,460	95.97	100.59	9/30/2017
2017	621,046,743	0.505800	3,141,254	99.36	99.40	9/30/2018
2018	687,993,652	0.499763	3,438,338	99.90	100.09	9/30/2019
2019	728,808,863	0.499763	3,642,317	95.72	99.28	9/30/2020
2020	706,433,386	0.499700	3,530,048	98.16	99.48	9/30/2021
2021	777,153,435	0.515645	4,007,353	97.51	98.64	9/30/2022
2022	854,552,052	0.515645	4,406,455	74.06	75.23	9/30/2023**

Source: Atascosa County Appraisal District

*Collections as of January 18, 2023.

MUNICIPAL SALES TAX COLLECTIONS

TABLE 8

The Issuer has adopted the provisions of Chapter 321, as amended, Texas Tax Code. In addition, some issuers are subject to a property tax relief and/or an economic and industrial development tax. The Issuer has authorized the additional one-half cent sales tax Net collections on calendar year basis are as follows:

Calendar Year	Total Collected	% of Ad Valorem Tax Levy	Equivalent of Ad Valorem Tax Rate
2013	6,309,467	247.91%	1.214
2014	6,914,589	259.79%	1.272
2015	7,099,636	245.34%	1.202
2016	4,223,046	139.63%	0.706
2017	4,366,179	138.99%	0.703
2018	5,980,233	173.93%	0.869
2019	5,491,613	150.77%	0.754
2020	4,408,258	124.88%	0.624
2021	4,727,464	117.97%	0.608
2022	5,563,012	(As of November 2022)	

Source: State Comptroller's Office of the State of Texas.

OVERLAPPING DEBT INFORMATION

(as of January 1, 2023)

The following table indicates the indebtedness, defined as outstanding bonds payable from ad valorem taxes, of governmental entities overlapping the City and the estimated percentages and amounts of such indebtedness attributable to property within the City. Expenditures of the various taxing bodies overlapping the territory of the Issuer are paid out of ad valorem taxes levied by these taxing bodies on properties overlapping the Issuer. These political taxing bodies are independent of the Issuer and may incur borrowings to finance their expenditures. The following statements of direct and estimated overlapping ad valorem tax bonds was developed from information contained in the "Texas Municipal Reports" published by the Municipal Advisory Council of Texas. Except for the amounts relating to the Issuer, the Issuer has not independently verified the accuracy or completeness of such information, and no person should rely upon such information as being accurate or complete. Furthermore, certain of the entities listed below may have authorized or issued additional bonds since the date stated below, and such entities may have programs requiring the authorization and/or issuance of substantial amounts of additional bonds, the amount of which cannot be determined.

Taxing Body	Gross Debt (As of 1/1/2023)	% Overlapping	Amount Overlapping
Atascosa County	\$ 19,765,000	16.86%	\$ 3,332,379
Jourdanton ISD	38,699,694	4.92%	1,904,025
Pleasanton ISD	49,985,000	36.82%	18,404,477
Total Gross Overlapping Debt			<u>\$ 23,640,881</u>
Pleasanton, City of			\$ 35,425,000 *
Total Gross Direct and Overlapping Debt			<u>\$ 59,065,881</u> *
Ratio of Gross Direct Debt and Overlapping Debt			6.91% *
Per Capita Gross Direct Debt and Overlapping Debt			\$5,565.95 *
Note: The above figures show Gross General Obligation Debt for the City of Pleasanton, Texas. The Issuer's Net General Obligation Debt is \$19,625,000. Calculations on the basis of Net General Obligation Debt would change the above figures as follows:			
Total Net Direct and Overlapping Debt			\$ 43,265,881 *
Ratio of Net Direct and Overlapping Debt to 2022 Net Assessed Valuation			5.06% *
Per Capita Net Direct and Overlapping Debt			\$4,077.07 *

Source: Texas Municipal Reports published by the Municipal Advisory Council of Texas

* Includes the Certificates. Preliminary, subject to change.

GENERAL FUND COMPARATIVE STATEMENT OF REVENUES AND EXPENDITURES

TABLE 9

The following statements set forth in condensed form reflect the historical operations of the Issuer. Such summary has been prepared for inclusion herein based upon information obtained from the Issuer's audited financial statements and records. Reference is made to such statements for further and complete information.

	Fiscal Year Ended				
	9/30/2021	9/30/2020	9/30/2019	9/30/2018	9/30/2017
Fund Balance - Beginning of Year	\$ 7,510,349	\$ 9,249,268	\$ 10,581,284	\$ 10,480,119 ⁽¹⁾	\$ 12,681,603
Revenues	11,208,842	10,633,060	11,478,678	9,937,653	8,552,712
Expenditures	10,326,538	11,847,234	10,962,981	8,653,927	8,669,731
Excess (Deficit) of Revenues Over Expenditures	\$ 882,304	\$ (1,214,174)	\$ 515,697	\$ 1,283,726	\$ (117,019)
Other Financing Sources (Uses):					
Bond Proceeds	\$ 4,533,750				
Bond Premiums	467,808				
Operating Transfers In	275,175	\$ 75,000	\$ 88,378	\$ 50,000	\$ 50,000
Operating Transfers Out	(814,177)	(599,745)	(1,936,091)	(1,232,561)	(2,163,715)
Total Other Financing Sources (Uses):	\$ 4,462,556	\$ (524,745)	\$ (1,847,713)	\$ (1,182,561)	\$ (2,113,715)
Fund Balance - End of Year	\$ 12,855,209 ⁽²⁾	\$ 7,510,349	\$ 9,249,268	\$ 10,581,284	\$ 10,450,869

⁽¹⁾ Restated.

⁽²⁾ Approximately \$4,850,000 of the shown fund balance are proceeds from Certificates of Obligation, Series 2021. Estimated Fund Balance for Fiscal Year Ended September 30, 2022 is \$9,872,976, excluding bond proceeds.

Source: *The Issuer's Comprehensive Annual Financial Reports and information provided by the Issuer.*

ASSESSED VALUATION AND TAX RATE OF OVERLAPPING ISSUERS

Governmental Subdivision	2022 Assessed Valuation	% of Actual	2022 Tax Rate
Atascosa County	\$ 5,443,133,113	100%	\$ 0.436662
Jourdanton ISD	944,792,785	100%	1.279800
Pleasanton ISD	2,349,106,255	100%	1.107100

Source: *Texas Municipal Reports published by the Municipal Advisory Council of Texas.*

AUTHORIZED BUT UNISSUED GENERAL OBLIGATION BONDS OF DIRECT AND OVERLAPPING GOVERNMENTAL SUBDIVISIONS

Issuer	Date of Authorization	Amount Authorized	Amount Issued to Date	Amount Unissued
Atascosa County	None			
Jourdanton ISD	None			
Pleasanton ISD	None			

Source: *Texas Municipal Reports published by the Municipal Advisory Council of Texas.*

EMPLOYEE'S PENSION PLAN AND OTHER POST-EMPLOYMENT BENEFITS

TABLE 10

Information regarding the City's Pension Plans can be found in the City's Annual Financial Report under Section V-Other Information, Note E - Defined Pension Plans.

UTILITY PLANT IN SERVICE

TABLE 11

(As of September 30, 2021)

Land Purchase and Improvements	\$ 331,483
Buildings	278,341
Machinery and Equipment	1,696,757
Distribution System	34,339,916
Construction in Progress	-
Total	\$ 36,646,497
Less: Accumulated Depreciation	(21,151,429)
Net Property, Plant and Equipment	\$ 15,495,068

Source: *The Issuer's Comprehensive Annual Financial Reports and information provided by the Issuer.*

UTILITY SYSTEM COMPARATIVE STATEMENT OF REVENUES AND EXPENDITURES

TABLE 12

The following condensed statements have been compiled using accounting principles customarily employed in the determination of net revenues available for debt service, and in all instances exclude depreciation, transfers, bad debt, debt service payments and expenditures identified as capital. The Utility System consists of Water, Sewer and Natural Gas.

	Fiscal Year Ended				
	9/30/2021	9/30/2020	9/30/2019	9/30/2018	9/30/2017
Revenues	\$ 5,596,562	\$ 4,913,627	\$ 4,749,297	\$ 4,937,801	\$ 4,773,077
Expenditures	<u>4,332,603</u>	<u>3,810,326</u>	<u>3,571,915</u>	<u>3,156,822</u>	<u>3,057,138</u>
Net Revenues Available					
Available for Debt Service	<u>\$ 1,263,959</u>	<u>\$ 1,103,301</u>	<u>\$ 1,177,382</u>	<u>\$ 1,780,979</u>	<u>\$ 1,715,939</u>
Connections:					
Water	4,799	4,803	4,753	4,742	4,716
Sewer	3,969	3,992	3,963	3,945	3,930

Source: *The Issuer's Annual Financial Reports.*

WATER RATES**TABLE 13**

(New Rates Effective October 15, 2021)

The minimum charge for all customers for various size meters per month shall be:

		<u>Inside</u>		<u>Outside</u>	
5/8 or 3/4" meter	\$	16.05	\$	29.50	
1" meter		37.13		70.75	
1 1/2 " meter		72.25		139.50	
2" meter		114.40		222.00	
3" meter		226.80		442.00	
4" meter		353.25		689.50	
6" meter		704.50		1,377.00	

A monthly volume charge shall also be charged to all customers in an amount per 1,000 gallons of water used, as more specifically set forth hereinafter:

		<u>Inside</u>		<u>Outside</u>	
0-10,000	\$	2.65	\$	2.80	
10,001-20,000		3.20		3.35	
20,001-40,000		3.85		4.10	
40,001-70,000		4.75		5.05	
70,001-100,000		5.90		6.30	
+ 100,000		7.40		7.90	

(Old Rates Effective August 6, 2020)

The minimum charge for all customers for various size meters per month shall be:

	Inside		Outside	
5/8 or 3/4" meter	15.05		28.5	
1" meter	36.13		69.75	
1 1/2 " meter	71.25		138.5	
2" meter	113.4		221	
3" meter	225.8		441	
4" meter	352.25		668.5	
6" meter	703.5		1376	

A monthly volume charge shall also be charged to all customers in an amount per 1,000 gallons of water used, as more specifically set forth hereinafter:

	Inside		Outside	
0-10,000	2.2		2.35	
10,001-20,000	2.75		2.9	
20,001-40,000	3.4		3.65	
40,001-70,000	4.3		4.6	
70,001-100,000	5.45		5.85	
+ 100,000	6.95		7.45	

(New Rates Effective October 15, 2021)

The monthly minimum wastewater charge for all customers, with the exception of separately metered irrigation customers, per month shall be:

	Inside		Outside
\$	22.00	\$	24.72

A monthly volume charge at 100% usage shall also be charged to all customers in an amount per 1,000 gallons of water used or wastewater produced:

		<u>Inside</u>		<u>Outside</u>
0-10,000	\$	2.29	\$	2.44
10,001-20,000		2.69		2.89
20,001-40,000		3.19		3.44
40,001-70,000		3.79		4.14
70,001-100,000		4.59		5.04
100,001 +		5.59		6.14

(Old Rates Effective October 15, 2020)

The monthly minimum wastewater charge for all customers, with the exception of separately metered irrigation customers, per month shall be:

Inside	Outside
21	22.79

A monthly volume charge at 100% usage shall also be charged to all customers in an amount per 1,000 gallons of water used or wastewater produced:

	Inside	Outside
0-10,000	1.97	2.12
10,001-20,000	2.37	2.57
20,001-40,000	2.87	3.12
40,001-70,000	3.47	3.82
70,001-100,000	4.27	4.72
100,001 +	5.27	5.82

APPENDIX B

**GENERAL INFORMATION REGARDING THE CITY OF PLEASANTON
AND ATASCOSA COUNTY, TEXAS**

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**GENERAL INFORMATION REGARDING THE CITY OF PLEASANTON
AND ATASCOSA COUNTY, TEXAS**

CITY OF PLEASANTON, TEXAS

The City of Pleasanton, Texas (the "City") was originally incorporated by an election held on November 25, 1916. The cities of Pleasanton and North Pleasanton were consolidated on January 2, 1962. On August 14, 1982, an election was held for the purpose of operating under a Home Rule Charter. The election carried with 173 "for" and 132 "against". The City operates under a Home Rule Charter – City Manager type of government. The City is the largest city and principal commercial center of Atascosa County.



The City is conveniently located to nearby metropolitan cities: The City is located 25 miles southeast of San Antonio; Austin, the State Capital, is 120 miles north; Houston is to the east approximately 220 miles, and south about 120 miles is Corpus Christi and the Gulf Coast.

Pleasanton offers an excellent location for business growth since it is only 25 miles from San Antonio and has two major highways (U.S. Highway 281 and IH-37) nearby. Railroad transportation is available and the municipal airport is 2 ½ miles from the park, allowing greater mobility. United Parcel Service became the first occupant of the Pleasanton Industrial Park in 1989.

Pleasanton Industrial Park is located on Eurostar Drive, just off of Hwy 281, south of Hwy 97 within the Pleasanton City limits.

Education

Pleasanton Independent School District covers roughly 445 square miles. The District has 5 instructional facilities which are fully accredited by the Texas Education Agency.

Higher Education

Colleges and Universities in surrounding areas include Texas A&M (extension), Palo Alto (an Alamo Community College District extension) and Coastal Bend College.

Health Facilities

South Texas Regional Medical Center (STRMC) is a member of the Texas Hospital Association. It is certified by the Department of Health, and Human Services, licensed by the Texas State Department of Health, and is approved by the Joint Commission of Accreditation of Healthcare Organizations.

ATASCOSA COUNTY, TEXAS

Atascosa County (the "County") was formed in 1856 from Bexar County. Its county seat is the City of Jourdanton. The largest towns in the county are Charlotte, Pleasanton, Jourdanton, and Poteet. Atascosa County is south of San Antonio on Interstate Highway 37 in the Rio Grande Plain region of south central Texas. The county covers 1,218 square miles of level to rolling land. Elevation ranges from 350 to 700 feet, and the soils are generally deep with loamy surface layers and clayey subsoils. Along the southern borders the light-colored soils have limestone near the surface. In some areas the soils are gray to black, cracking and clayey, and expand and shrink considerably. In the South Texas Plains vegetation area, the subtropical dry-land vegetation consists primarily of cactus, weeds, grasses, thorny shrubs and trees such as mesquite, live oak and post oak. Many of the open grasslands have been seeded with buffalo grass. Between 41 and 50 percent of the county is considered prime farmland. Wildlife in Atascosa County includes white-tailed deer, javelina, turkey, fox squirrel, jackrabbits, foxes, ring-tailed cats, skunks, and opossum. The main predators are bobcats and coyotes. Ducks, cranes, and geese migrate across the county. Tanks are stocked with catfish, bass, and sunfish. Mineral resources include clay, uranium, sand and gravel, and oil and gas. Other minerals and products include caliche and clay, lignite coal, construction and industrial sand, sulfur, and uranium.

The area was sparsely settled by the mid-1850s, and in 1856 the county was marked off from Bexar County. The first county seat, Navatasco, was established in 1857 on land donated by Navarro. Among the county's early settlers were Peter Tumlinson, who organized one of the first Ranger companies in the state in 1836, Indian fighter Thomas Rodriguez, George F. Hindes, Marshall Burney, and Eli Johnson. In 1858 Pleasanton, a newly founded community, became county seat, and a new courthouse was constructed. Settlers continued to trickle in, but the threat of Indian attack, poor roads, and the area's general isolation kept the population low.

Hunters are attracted to the county, particularly during the fall and winter deer seasons. Other leading attractions include the Poteet Strawberry Festival, Jourdanton Days Celebration, and the Cowboy Homecoming and Rodeo in Pleasanton.

Economy

Atascosa County is located in south Texas and sits atop the Eagle Ford Shale play. Atascosa county is almost entirely in the liquids-rich oil window of the Eagle Ford Shale. Primarily, drilling in Atascosa County targets the Eagle Ford Shale in the southern and eastern portions of the county where operators refer to both the crude oil and volatile oil windows.

Labor Force Statistics ⁽¹⁾

	<u>2022</u> ⁽²⁾	<u>2021</u> ⁽³⁾	<u>2020</u> ⁽³⁾	<u>2019</u> ⁽³⁾
Civilian Labor Force	22,257	21,901	21,480	21,483
Total Employed	21,436	20,550	19,645	20,710
Total Unemployed	821	1,351	1,835	773
% Unemployment	3.7%	6.2%	8.5%	3.6%
Texas Unemployment	3.7%	5.7%	7.7%	3.5%

(1) Source: Texas Workforce Commission.

(2) As of December 2022.

(3) Average Annual Statistics.

APPENDIX C

FORM OF LEGAL OPINION OF BOND COUNSEL

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CANTU | HARDEN

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San Antonio, Texas 78209
210-890-2860
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DRAFT

§ _____
CITY OF PLEASANTON, TEXAS
COMBINATION TAX AND LIMITED PLEDGE REVENUE
CERTIFICATES OF OBLIGATION, SERIES 2023

We have represented the City of Pleasanton, Texas (the “Issuer”), as its bond counsel in connection with an issue of certificates of obligation (the “Certificates”) described as follows:

CITY OF PLEASANTON, TEXAS COMBINATION TAX AND LIMITED PLEDGE REVENUE CERTIFICATES OF OBLIGATION, SERIES 2023, dated February 1, 2023.

The Certificates mature, bear interest, are subject to redemption prior to maturity and may be transferred and exchanged as set out in the Certificates and in the Ordinance adopted by the City Council of the Issuer authorizing their issuance (the “Ordinance”).

We have represented the Issuer as its bond counsel for the sole purpose of rendering an opinion with respect to the legality and validity of the Certificates under the Constitution and laws of the State of Texas and with respect to the excludability of interest on the Certificates from gross income for federal income tax purposes. We have not investigated or verified original proceedings, records, data, or other material, but have relied solely upon the transcript of proceedings described in the following paragraph. We have not assumed any responsibility with respect to the financial condition or capabilities of the Issuer or the disclosure thereof in connection with the sale of the Certificates. Our role in connection with the Issuer’s Official Statement prepared for use in connection with the sale of the Certificates has been limited as described therein. Capitalized terms used herein and not otherwise defined are used with the meanings assigned to such terms in the Ordinance.

In our capacity as bond counsel, we have participated in the preparation of and have examined a transcript of certified proceedings pertaining to the Certificates, on which we have relied in giving our opinion. The transcript contains certified copies of certain proceedings of the Issuer; customary certificates of officers, agents and representatives of the Issuer and other public officials and other certified showings relating to the authorization and issuance of the Certificates. We also have analyzed such laws, regulations, guidance, documents, and other materials as we have deemed necessary to render the opinions herein. Moreover, we have examined executed Certificate No. T-1 of this issue.

In providing the opinions set forth herein, we have relied on representations and certifications of the Issuer and other parties involved with the issuance of the Certificates with respect to matters solely within the knowledge of the Issuer and such parties, which we have not independently verified. In addition, we have assumed for purposes of this opinion continuing compliance with the covenants in the Ordinance, including, but not limited to, covenants relating to the tax-exempt status of the Certificates.

Based on such examination and in reliance on such representations, covenants, and assumptions, it is our opinion that:

- (A) The transcript of certified proceedings evidences complete legal authority for the issuance of the Certificates in full compliance with the Constitution and laws of the State of Texas presently effective and that therefore the Certificates constitute valid and legally binding obligations of the Issuer; and
- (B) A continuing ad valorem tax upon all taxable property within the City of Pleasanton, Texas, necessary to pay the interest on and principal of the Certificates, has been levied and pledged irrevocably for such purposes, within the limits prescribed by law. In addition, the Certificates are further payable from and secured by a lien on and pledge of the Pledged Revenues, being a limited amount of the Net Revenues derived from the operation of the City's combined utility system (the "System"), such lien on and pledge of the limited amount of Net Revenues being subordinate and inferior to the lien on and pledge of such Net Revenues securing payment of any Prior Lien Obligations, Junior Lien Obligations, or Subordinate Lien Obligations hereafter issued by the City, as provided in the Ordinance.
- (C) Interest on the Certificates is excludable from gross income for federal income tax purposes under section 103 of the Internal Revenue Code of 1986, as amended. In addition, interest on the Certificates is not a specific preference item for purposes of the alternative minimum tax.

The City has reserved the right to issue, for any lawful purpose at any time, Prior Lien Obligations, Junior Lien Obligations, Subordinate Lien Obligations, and Additional Limited Pledge Obligations, while the Certificates are outstanding, without limitation thereto under law or otherwise.

The rights of the owners of the Certificates are subject to the applicable provisions of the federal bankruptcy laws and any other similar laws affecting the rights of creditors of political subdivisions generally, and may be limited by general principles of equity which permit the exercise of judicial discretion.

Except as stated above, we express no opinion as to the amount of interest on the Certificates or any federal, state, or local tax consequences resulting from the receipt or accrual of interest on, or the acquisition, ownership, or disposition of, the Certificates. This opinion is specifically limited to the laws of the State of Texas and, to the extent applicable, the laws of the United States of America. Further, in the event that the representations of the Issuer and other parties are determined to be inaccurate or incomplete or the Issuer fails to comply with the covenants of the Ordinance, interest on the Certificates could become includable in gross income for federal income tax purposes from the date of the original delivery of the Certificates, regardless of the date on which the event causing such inclusion occurs.

Our opinions are based on existing law and our knowledge of facts as of the date hereof and may be affected by certain actions that may be taken or omitted on a later date. We assume no duty to update or supplement our opinions, and this opinion letter may not be relied upon in connection with any changes to the law or facts, or actions taken or omitted, after the date hereof.

CANTU HARDEN LLP

APPENDIX D

FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2021

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BEYER & Co.
CERTIFIED PUBLIC ACCOUNTANTS

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INDEPENDENT AUDITOR'S REPORT

To the Mayor and City Council
City of Pleasanton, Texas

Report on the Financial Statements

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

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of City of Pleasanton, Texas, as of September 30, 2021, and the respective changes in financial position, and, where applicable, cash flows thereof, and the respective budgetary comparison for the General Fund and the Debt Service Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, Employee Retirement System Information, and the OPEB system information on pages 3-12, 94-95, and 96-97 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise City of Pleasanton, Texas's basic financial statements. The combining and individual nonmajor fund financial statements are presented for purposes of additional analysis and are not a required part of the basic financial statements. The schedule of expenditures of federal awards is presented for purposes of additional analysis as required by Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, and is also not a required part of the basic financial statements.

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

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated May 20, 2022, on our consideration of City of Pleasanton, Texas' internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of City of Pleasanton, Texas' internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering City of Pleasanton, Texas' internal control over financial reporting and compliance.



BEYER & COMPANY
Certified Public Accountants
May 20, 2022

Management's Discussion and Analysis

As management of the City of Pleasanton, Texas, we offer readers of the City of Pleasanton, Texas' financial statements this narrative overview and analysis of the financial activities of the City of Pleasanton, Texas for the fiscal year ended September 30, 2021.

Financial Highlights

- . The assets of the City of Pleasanton, Texas, exceeded its liabilities at the close of the most recent fiscal year by \$32,658,882 (Net Position). Of this amount, \$1,738,697 or 5% (unrestricted Net Position) may be used to meet the government's ongoing obligations to citizens and creditors.
- . The government's total Net Position decreased by \$321,746. This decrease is mainly attributable to an increase in utility fund expenses of \$561,377 and depreciation of \$1,645,042 in the governmental activities.
- . The City of Pleasanton, Texas' total restricted Net Position on September 30, 2021, is \$1,591,314 or 5%. This is a decrease of \$145,123. This decrease is the result of construction in 2021.
- . The City of Pleasanton, Texas' total bonded debt increased by \$8,130,000 (32 percent) during the current fiscal year. This increase is the result of a bond issuance of \$10,075,000.

Overview of the Financial Statements

This discussion and analysis are intended to serve as an introduction to the City of Pleasanton, Texas' basic financial statements. The City of Pleasanton, Texas' basic financial statements comprise three components: 1) government-wide financial statements, 2) fund financial statements, and 3) notes to the financial statements. This report also contains other supplementary information in addition to the basic financial statements themselves.

Government-wide financial statements: The *government-wide financial statements* are designed to provide readers with a broad overview of the City of Pleasanton, Texas' finances, in a manner like a private-sector business.

The *statement of Net Position* presents information on all the City of Pleasanton, Texas' assets, and liabilities, with the difference between the two reported as *Net Position*. Over time, increases or decreases in Net Position may serve as a useful indicator of whether the financial position of the City of Pleasanton, Texas is improving or deteriorating.

The *statement of activities presents* information showing how the government's Net Position changed during the most recent fiscal year. All changes in Net Position are reported as soon as the underlying event giving rise to the change occurs, *regardless of the timing of related cash flows*.

Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods (e.g., uncollected taxes and earned but unused vacation leave). Both government-wide financial statements distinguish functions of the City of Pleasanton, Texas that are principally supported by taxes and intergovernmental revenues (*governmental activities*) from other functions that are intended to recover all or a significant portion of their costs through user fees and charges (*business-type activities*). The governmental activities of the City of Pleasanton, Texas include general government, public safety, highways and streets, sanitation, economic development, and culture and recreation. The business-type activities of the City of Pleasanton, Texas include a Water and Sewer System.

The government-wide financial statements include only the City of Pleasanton, Texas itself (known as the *primary government*.) The government-wide financial statements can be found on pages 13-14 for this report.

Fund financial statements: A *fund* is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The City of Pleasanton, Texas, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All other funds of the City of Pleasanton, Texas can be divided into three categories: governmental funds, proprietary funds, and Fiduciary funds.

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

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for *governmental funds* with similar information presented for *governmental activities* in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balances provide a reconciliation to facilitate this comparison between *governmental funds* and *governmental activities*.

The City of Pleasanton, Texas maintains twenty individual governmental funds. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balances for the general fund, debt service fund, fire department equipment fund, park improvement construction fund, and the street improvement construction fund and the other fifteen governmental funds are combined into a single, aggregated presentation. Individual fund data for each of these nonmajor governmental funds is provided in the form of *combining statements* elsewhere in this report.

The City of Pleasanton, Texas adopts an annual appropriated budget for its general fund, street improvement construction fund, and the debt service fund. A budgetary comparison statement has been provided for the general fund and the debt service fund to demonstrate compliance with this budget. The basic governmental fund financial statements can be found on 15-20 of this report.

Proprietary funds: The City of Pleasanton, Texas maintains one type of proprietary fund. *Enterprise funds* are used to report the same functions presented as *business-type activities* in the government-wide financial statements. The City of Pleasanton, Texas uses enterprise funds to account for its Water and Sewer operations.

Proprietary funds provide the same type of information as the government-wide financial statements, only in more detail. The proprietary fund financial statements provide separate information for the Water and Sewer operations, both of which are major funds of the City of Pleasanton, Texas. The basic proprietary fund financial statements can be found on pages 21-25 of this report. The Fiduciary Net Position is found on page 26.

Notes to the financial statements: The notes provided additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements can be found on pages 27-93 of this report.

Other information: In addition to the basic financial statements and accompanying notes, this report also presents certain *required supplementary information* concerning the City of Pleasanton, Texas' progress in funding its obligation to provide pension benefits to its employees and the budgetary comparison schedules for the street improvement construction. The required supplementary information can be found on pages 94-98 of this report. The combining statements referred to earlier in connection with nonmajor governmental funds are presented immediately following the required supplementary information on pensions. Combining and individual fund statements and schedules can be found on pages 99-102 of this report. The Single Audit Section can be found on pages 103-112 of this report.

Government-wide Financial Analysis

As noted earlier, Net Position may serve over time as a useful indicator of a government's financial position. In the case of the City of Pleasanton, Texas, assets exceeded liabilities by \$32,658,882 at the close of the most recent fiscal year.

Most of the City of Pleasanton, Texas' Net Position (90 percent) reflects its investment in capital assets (e.g., land, buildings, machinery, and equipment); less any related debt used to acquire those assets that are still outstanding. The City of Pleasanton, Texas uses these capital assets to provide services to citizens; consequently, these assets are *not* available for future spending. Although the City of Pleasanton, Texas' investment in its capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities.

CITY OF PLEASANTON, TEXAS
NET POSITION

	Governmental Activities		Business-Type Activities		Total	
	2021	2020	2021	2020	2021	2020
Current and Other Assets	\$12,968,689	\$11,441,657	\$6,995,754	\$6,028,731	\$19,964,443	\$17,470,388
Restricted Assets:	11,136,134	7,947,680	6,801,700	1,208,825	17,937,834	9,156,505
Capital Assets:	30,186,989	31,087,610	15,495,068	16,780,281	45,682,057	47,867,891
	54,291,812	50,476,947	29,292,522	24,017,837	83,584,334	74,494,784
Total Deferred Outflows of Resources	1,476,275	1,928,760	530,123	675,677	2,006,398	2,604,437
Total Assets	\$55,768,087	\$52,405,707	\$29,822,645	\$24,693,514	\$85,590,732	\$77,099,221
Long-Term Liabilities	29,362,747	26,404,285	17,731,489	12,541,566	47,094,236	38,945,851
Other Liabilities (Payable from Restricted Assets)				556,113	0	556,113
Other Liabilities	2,033,972	2,179,379	1,934,257	1,139,900	3,968,229	3,319,279
Total Liabilities	31,396,719	28,583,664	19,665,746	14,237,579	51,062,465	42,821,243
Total Deferred Inflows of Resources	1,375,119	960,557	494,266	336,793	1,869,385	1,297,350
Invested in Capital Assets, Net of Related Debt	22,170,452	22,142,985	7,158,419	8,279,975	29,328,871	30,422,960
Restricted	1,006,043	1,175,553	585,271	560,884	1,591,314	1,736,437
Unrestricted	(180,246)	(457,052)	1,918,943	1,278,283	1,738,697	821,231
Total Net Position	\$22,996,249	\$22,861,486	\$9,662,633	\$10,119,142	\$32,658,882	\$32,980,628

An additional portion of the City of Pleasanton, Texas' Net Position (5 percent) represents resources that are subject to external restrictions on how they may be used. The remaining balance of *unrestricted Net Position* (\$1,738,697) may be used to meet the government's ongoing obligations to citizens and creditors. The City of Pleasanton, Texas' total restricted Net Position on September 30, 2021, is \$1,591,314 or 5%. This is a decrease of \$145,123. This decrease is the result of construction in 2021.

At the end of the current fiscal year, the City of Pleasanton, Texas can report positive balances in all three categories of Net Position, both for the government, as well as for its separate governmental and business-type activities; except for unrestricted in the Governmental Activities which had a deficit balance of \$457,052. At the end of the prior fiscal year, the City of Pleasanton, Texas can report positive balances in all three categories of Net Position, both for the government, as well as for its separate governmental and business-type activities except for unrestricted in the Governmental Activities whereby the negative balance was \$457,052 in 2020 and \$180,246 in 2021.

The government's total Net Position decreased by \$321,746. This decrease is mainly attributable to an increase in utility fund expenses of \$561,377 and depreciation of \$1,645,042 in the governmental activities.

Governmental activities: Governmental activities increased the City of Pleasanton, Texas' Net Position by \$134,763, thereby accounting for 100 percent of the total increase in the Net Position of the City of Pleasanton, Texas. This increase is mainly attributable to an increase in grants of \$776,566 and a reduction in overall expenses of \$750,078.

**CITY OF PLEASANTON, TEXAS
CHANGE IN NET POSITION**

	Governmental Activities		Business-Type Activities		Total	
	2021	2020	2021	2020	2021	2020
Revenues:						
Program Revenues:						
Charges for Services	\$2,245,624	\$2,098,209	\$5,258,434	\$4,755,856	\$7,504,058	\$6,854,065
Operating Grants and Contributions		22,062			0	22,062
Capital Grants and Contributions	75,150	455,716				455,716
General Revenues:						
Maintenance and Operations Taxes	3,659,479	3,685,695			3,659,479	3,685,695
Sales Taxes	4,450,487	4,692,234			4,450,487	4,692,234
Franchise Taxes	415,239	412,961			415,239	412,961
Hotel/Motel Other Taxes	284,822	406,642			284,822	406,642
Other Taxes	41,497	31,314			41,497	31,314
Licenses and Permits	192,242	146,631			192,242	146,631
Unrestricted Investment Earnings	263,159	250,162	141,815	88,143	404,974	338,305
Miscellaneous	575,242	460,738	196,313	69,628	771,555	530,366
Grants and Contributions Not Restricted to Specific Programs	1,370,236	593,670				593,670
Total Revenue	13,573,177	13,256,034	5,596,562	4,913,627	17,724,353	18,169,661
Expenses:						
General Administration	2,617,818	2,912,400			2,617,818	2,912,400
Public Safety	4,912,370	5,076,722			4,912,370	5,076,722
Public Transportation	1,724,606	1,799,637			1,724,606	1,799,637
Culture and Recreation	1,930,902	1,930,247			1,930,902	1,930,247
Public Works	1,770,246	1,983,928			1,770,246	1,983,928
Interest and Fiscal Charges	532,647	535,733			532,647	535,733
Utility			6,002,896	5,441,519	6,002,896	5,441,519
Total Expenses	13,488,589	14,238,667	6,002,896	5,441,519	19,491,485	19,680,186
Increase in Net Position Before Transfers and Special Items	84,588	(982,633)	(406,334)	(527,892)	(1,767,132)	(1,510,525)
Transfers	50,175		(50,175)		0	0
Increase in Net Position	134,763	(982,633)	(456,509)	(527,892)	(321,746)	(1,510,525)
Net Position at 09/30/2020	22,861,486	23,844,119	10,119,142	10,647,034	32,980,628	34,491,153
Net Position at 09/30/2021	\$22,996,249	\$22,861,486	\$9,662,633	\$10,119,142	\$32,658,882	\$32,980,628

Functions/Programs	Expenses	Program Revenues		
		Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions
Primary government				
Government Activities:				
General Administration	\$2,617,818	\$10,884	\$0	\$0
Public Safety	4,912,370	196,496		
Public Transportation	1,724,606			
Culture and Recreation	1,930,902	244,137		55,400
Public Works	1,770,246	1,794,107		19,750
Interest and Fiscal Charges	532,647			
Total Government Activities	<u>\$13,488,589</u>	<u>\$2,245,624</u>	<u>\$0</u>	<u>\$75,150</u>

Revenues by Source - Governmental Activities

	REVENUES	%
Charges for Services	\$2,245,624	17%
Operating Grants and Contributions	0	0%
Capital Grants and Contributions	75,150	1%
Maintenance and Operations Taxes	3,659,479	27%
Sales Taxes	4,450,487	33%
Franchise Taxes	415,239	3%
Hotel/Motel Other Taxes	284,822	2%
Other Taxes	41,497	0%
Licenses and Permits	192,242	1%
Unrestricted Investment Earnings	263,159	2%
Miscellaneous	575,242	4%
Grants and Contributions Not Restricted to Specific Programs	1,370,236	10%
	<u>\$13,573,177</u>	<u>100%</u>

Business-type activities: Business-type activities decreased the City of Pleasanton, Texas' Net Position by \$456,509, accounting for 100 percent of any decline in the government's Net Position. Key elements of this decrease are as follows: This decrease is mainly attributable to the City's utility revenue increases keeping pace with increases in operating expenses, increases in depreciation, and increases in debt service.

Functions/Programs	Expenses	Program Revenues	
		Charges for Services	Capital Grants and Contributions
Primary Government			
Business-Type Activities:			
Water	\$6,002,896	\$5,258,434	\$0
Total Business-Type Activities	<u>\$6,002,896</u>	<u>\$5,258,434</u>	<u>\$0</u>

Revenues by Source - Business-Type Activities

	REVENUES	%
Charges for Services	\$5,258,434	94%
Unrestricted Investment Earnings	141,815	3%
Miscellaneous	196,313	3%
	<u>\$5,596,562</u>	<u>100%</u>

Financial Analysis of the Government's Funds

As noted earlier, the City of Pleasanton, Texas uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

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

As of the end of the current fiscal year, the City of Pleasanton, Texas' governmental funds reported combined ending fund balances of \$21,293,840, an increase of \$4,912,893 in comparison with the prior year. Approximately 60% of this total amount \$12,855,209 constitutes unassigned fund balance, which is available for spending at the government's discretion. The remainder of fund balance is restricted or committed.

The general fund is the chief operating fund of the City of Pleasanton, Texas. At the end of the current fiscal year, unassigned fund balance of the general fund was \$12,855,209, while total fund balance reached \$12,855,209. As a measure of the general fund's liquidity, it may be useful to compare both unreserved fund balance and total fund balance to total fund expenditures. Unassigned fund balance represents 124 percent of total general fund expenditures, while total fund balance represents 124 percent of that same amount.

The fund balance of the City of Pleasanton, Texas' general fund increased by \$5,344,860 during the current fiscal year. Key factors in this increase are as follows: This increase is mainly attributable to bond proceeds of \$4,533,750 and bond premium of \$467,808.

At the end of the current fiscal year, restricted fund balance of the debt service fund was \$360,140, while total fund balance reached \$360,140. As a measure of the debt service fund's liquidity, it may be useful to compare both restricted fund balance and total fund balance to total fund expenditures. Restricted fund balance represents 24 percent of total debt service fund expenditures, while total fund balance represents 24 percent of that same amount.

The fund balance of the City of Pleasanton, Texas' debt service fund increased by \$50,077 during the current fiscal year. Key factor in this increase is as follows: an increase in property taxes of \$99,117 followed with only a nominal increase in the debt service of \$27,961.

The fire department equipment fund is a capital purchase fund and therefore any analysis regarding this fund would be impractical and will not be forthcoming. The street improvement construction fund and the park improvement construction fund are capital project funds and therefore any analysis regarding these funds would be impractical and will not be forthcoming.

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

Unrestricted Net Position of the Utility fund at the end of the year amounted to \$1,918,943. The total decrease in Net Position for the Utility Fund was \$456,509. Key factors in this overall decrease are as follows: This decrease is mainly attributable to an operating loss in business activities of \$263,580 and the payment of business activities bond interest of \$289,544.

General Fund Budgetary Highlights

During the year, the appropriations between the original and final amended budget for the general fund did not increase.

The budget did not change for the debt service fund.

Capital Asset and Debt Administration

Capital assets: The City of Pleasanton, Texas’ investment in capital assets for its governmental and business-type activities as of September 30, 2021, amounts to \$45,682,057 (net of accumulated depreciation). This investment in capital assets includes land, buildings and system, improvements, machinery and equipment, park facilities, roads, highways, and bridges. The total decrease in the City of Pleasanton, Texas’ investment in capital assets for the current fiscal year was 5 percent (a 3 percent decrease for governmental activities and a 8 percent decrease for business-type activities).

Major capital asset events during the current fiscal year included the following: There were water projects and street drainage projects, and a park project.

CITY OF PLEASANTON, TEXAS CAPITAL ASSETS (Net of Depreciation)

	Governmental		Business-Type		Total	
	Activities		Activities			
	2021	2020	2021	2020	2021	2020
Land	\$2,618,956	\$2,618,956	\$331,483	\$263,755	\$2,950,439	\$2,882,711
Construction in Progress	0	2,572,244	0	0	0	2,572,244
Building and Improvements	14,338,295	12,171,545	49,555	60,306	14,387,850	12,231,851
Machinery and Equipment	1,680,687	2,352,391	289,265	377,507	1,969,952	2,729,898
Infrastructure	11,528,241	11,342,685	0	0	11,528,241	11,342,685
Intangible	20,810	29,789	0	0	20,810	29,789
Distribution System	0	0	14,824,765	16,078,713	14,824,765	16,078,713
Total	\$30,186,989	\$31,087,610	\$15,495,068	\$16,780,281	\$45,682,057	\$47,867,891

Additional information of the City of Pleasanton, Texas’ capital assets can be found in note IV.C on pages 42-43 of this report.

Long-term debt: At the end of the current fiscal year, the City of Pleasanton, Texas had total bonded debt outstanding of \$33,520,000. Of this amount, \$19,593,750 comprises debt backed by the full faith and credit of the government. The remainder of the City of Pleasanton, Texas’ debt represents bonds secured solely by specified revenue sources (i.e., revenue bonds).

City of Pleasanton, Texas’ Outstanding Bonded Debt

General Obligation and Revenue Bonds

	Beginning Balance	Additions	Reductions	Ending Balance	Due Within One Year	Due After One Year
<u>Governmental Activities:</u>						
General Obligation Bonds	\$16,295,000	\$4,533,750	\$1,235,000	\$19,593,750	\$1,310,000	\$18,283,750
	16,295,000	4,533,750	1,235,000	19,593,750	1,310,000	18,283,750
<u>Business-Type Activities:</u>						
Revenue Bonds	9,095,000	5,541,250	710,000	13,926,250	725,000	13,201,250
	9,095,000	5,541,250	710,000	13,926,250	725,000	13,201,250
Grand Total	\$25,390,000	\$10,075,000	\$1,945,000	\$33,520,000	\$2,035,000	\$31,485,000

The City of Pleasanton, Texas’ total bonded debt increased by \$8,130,000 (32 percent) in the current fiscal year. This increase is the result of a bond issuance of \$10,075,000.

Additional information on the City of Pleasanton, Texas’ long-term debt can be found in note IV.F on pages 46-47 of this report.

Economic Factors and Future Trends

As a result of the spread of the COVID-19 coronavirus, economic uncertainties have arisen which may negatively affect the financial position, results of operations and cash flows of the City. The duration of these uncertainties and the ultimate financial effects cannot be reasonably estimated at this time.

Requests for Information

This financial report is designed to provide a general overview of the City of Pleasanton, Texas’ finances for all those with an interest in the government’s finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to City of Pleasanton, Texas, 108 Second Street, Pleasanton, Texas, 78064.

BASIC FINANCIAL STATEMENTS

GOVERNMENT-WIDE FINANCIAL STATEMENTS

CITY OF PLEASANTON, TEXAS
STATEMENT OF NET POSITION
SEPTEMBER 30, 2021

	Primary Government		
	Governmental Activities	Business-Type Activities	Total
<i>ASSETS</i>			
Cash and Cash Equivalents	\$12,513,168	\$6,237,053	\$18,750,221
Receivables (Net of Allowance for Uncollectibles)	433,295	710,896	1,144,191
Inventories	22,226	47,805	70,031
Restricted Assets:			
Cash and Cash Equivalents	8,213,272	6,801,700	15,014,972
Due from Other Funds	2,707,194		2,707,194
Receivables (Net of Allowance for Uncollectibles)	215,668		215,668
Capital Assets Not Being Depreciated:			
Land	2,618,956	331,483	2,950,439
Total Capital Assets Being Depreciated, Net			
Building and Improvements	14,338,295	49,555	14,387,850
Machinery and Equipment	1,680,687	289,265	1,969,952
Intangible	20,810		20,810
Infrastructure	11,528,241		11,528,241
Distribution System		14,824,765	14,824,765
Total Assets	<u>\$54,291,812</u>	<u>\$29,292,522</u>	<u>\$83,584,334</u>
<i>DEFERRED OUTFLOWS OF RESOURCES</i>			
GASB 68			
Deferred Outflow of Resources-Contributions (after 12/31/20)	715,376	257,131	972,507
Difference in expected and actual experience	35,848	12,885	48,733
GASB 75 - Cap Risk			
Difference in Changes in assumptions and other inputs	668,781	240,383	909,164
GASB 75 - GRS			
Difference in Changes in assumptions and other inputs	54,876	19,724	74,600
Deferred Charge on Refunding	1,394		1,394
Total Deferred Outflows of Resources	<u>1,476,275</u>	<u>530,123</u>	<u>2,006,398</u>
<i>LIABILITIES:</i>			
Accounts Payable	\$176,612	\$31,687	\$208,299
Due to Other Funds	1,531,890	1,175,304	2,707,194
Accrued Wages	185,714	69,727	255,441
Accrued Interest Payable	123,963	86,573	210,536
Deposits	15,793		15,793
Consumer Meter Deposit		570,966	570,966
Noncurrent Liabilities:			
Due Within One Year	1,630,171	844,978	2,475,149
Due in More Than One Year	27,732,576	16,886,511	44,619,087
Total Liabilities	<u>31,396,719</u>	<u>19,665,746</u>	<u>51,062,465</u>
<i>DEFERRED INFLOWS OF RESOURCES</i>			
GASB 68			
Difference in projected and actual earnings on pension plan investments	84,863	30,503	115,366
GASB 75 - Cap Risk			
Difference in expected and actual experience	1,283,703	461,407	1,745,110
GASB 75 - GRS			
Difference in expected and actual experience	6,553	2,356	8,909
Total Deferred Inflows of Resources	<u>1,375,119</u>	<u>494,266</u>	<u>1,869,385</u>
<i>NET POSITION</i>			
Invested in Capital Assets, Net of Related Debt	22,170,452	7,158,419	29,328,871
Restricted:			
Construction	0	585,271	585,271
Debt Service	380,204		380,204
Economic Development	595,744		595,744
Judicial	30,095		30,095
Unrestricted	(180,246)	1,918,943	1,738,697
Total Net Position	<u>\$22,996,249</u>	<u>\$9,662,633</u>	<u>\$32,658,882</u>

The accompanying notes are an integral part of this statement.

CITY OF PLEASANTON, TEXAS
STATEMENT OF ACTIVITIES
YEAR ENDED SEPTEMBER 30, 2021

Functions/Programs	Expenses	Program Revenues		Governmental Activities	Net (Expense)	Net (Expense)
		Charges for Services	Operating Grants and Contributions		Capital Grants and Contributions	Revenue and Changes in
					Business-Type Activities	Total
Primary Government						
Government Activities:						
General Administration	\$2,617,818	\$10,884	\$0	\$0	(\$2,606,934)	(\$2,606,934)
Public Safety	4,912,370	196,496			(4,715,874)	(4,715,874)
Public Transportation	1,724,606				(1,724,606)	(1,724,606)
Culture and Recreation	1,930,902	244,137		55,400	(1,631,365)	(1,631,365)
Public Works	1,770,246	1,794,107		19,750	43,611	43,611
Interest and Fiscal Charges	532,647				(532,647)	(532,647)
Total Government Activities	13,488,589	2,245,624	0	75,150	(11,167,815)	0
Business-Type Activities:						
Water and Sewer	6,002,896	5,258,434			(744,462)	(744,462)
Total Business-Type Activities	6,002,896	5,258,434	0	0	(744,462)	(744,462)
Total Primary Government	\$19,491,485	\$7,504,058	\$0	\$75,150	(11,167,815)	(744,462)
General Revenues						
Property Taxes, Levies for General Purposes					3,659,479	3,659,479
Sales Taxes					4,450,487	4,450,487
Franchise Taxes					415,239	415,239
Hotel / Motel Taxes					284,822	284,822
Other Taxes					41,497	41,497
Licenses and Permits					192,242	192,242
Unrestricted Investment Earnings					263,159	141,815
Miscellaneous					575,242	196,313
Grants and Contributions Not Restricted to Specific Programs					1,370,236	1,370,236
Transfers					50,175	(50,175)
Total General Revenues and Transfers					11,302,578	287,953
Change in Net Position					134,763	(456,509)
Net Position - Beginning					22,861,486	10,119,142
Net Position - Ending					\$22,996,249	\$9,662,633

The accompanying notes are an integral part of this statement.

FUND FINANCIAL STATEMENTS

CITY OF PLEASANTON, TEXAS
BALANCE SHEET - GOVERNMENTAL FUNDS
SEPTEMBER 30, 2021

	General Fund	Debt Service Fund	Fire Dept. Equipment Fund	Park Improvement Construction Fund	Street Improvement Construction Fund	Other Governmental Funds	Total Governmental Funds
<i>ASSETS</i>							
Cash and Cash Equivalents	\$9,969,535		\$1,506,795			\$1,036,838	\$12,513,168
Receivables (Net of Allowance for Uncollectibles)	349,174		1,181			5,565	355,920
Inventory						22,226	22,226
Due from Other Funds	3,518,819		104,915			233,441	3,857,175
Restricted Assets:							
Cash and Cash Equivalents		160,569		3,096,486	4,163,150	793,067	8,213,272
Due from Other Funds		202,196			2,505,000		2,707,196
Receivables (Net of Allowance for Uncollectibles)		215,668					215,668
Total Assets	<u>\$13,837,528</u>	<u>\$578,433</u>	<u>\$1,612,891</u>	<u>\$3,096,486</u>	<u>\$6,668,150</u>	<u>\$2,091,137</u>	<u>\$27,884,625</u>
<i>LIABILITIES AND FUND BALANCES:</i>							
Accounts Payable	\$172,881	\$2,625	\$8			\$1,100	\$176,614
Accrued Wages	185,714						185,714
Compensated Absences	320,171						320,171
Due to Other Funds			1,500,000	3,000,000	409	888,656	5,389,065
Deposits	15,793						15,793
Total Liabilities	<u>694,559</u>	<u>2,625</u>	<u>1,500,008</u>	<u>3,000,000</u>	<u>409</u>	<u>889,756</u>	<u>6,087,357</u>
<i>DEFERRED INFLOWS OF RESOURCES</i>							
Deferred Property Taxes	287,760	215,668					503,428
<i>Fund Balances:</i>							
<i>Non-Spendable</i>							
Inventory						22,226	22,226
<i>Restricted</i>							
Construction				96,486	6,667,741	279,236	7,043,463
Debt Service		360,140				20,064	380,204
Economic Development						595,744	595,744
Judicial						30,095	30,095
<i>Committed</i>							
Culture and Recreation						213,411	213,411
General Administration						35,358	35,358
Public Safety			112,883			544	113,427
Public Works						4,703	4,703
Unassigned	12,855,209					0	12,855,209
Total Fund Balance	<u>12,855,209</u>	<u>360,140</u>	<u>112,883</u>	<u>96,486</u>	<u>6,667,741</u>	<u>1,201,381</u>	<u>21,293,840</u>
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	<u>\$13,837,528</u>	<u>\$578,433</u>	<u>\$1,612,891</u>	<u>\$3,096,486</u>	<u>\$6,668,150</u>	<u>\$2,091,137</u>	<u>\$27,884,625</u>

The accompanying notes are an integral part of this statement.

CITY OF PLEASANTON, TEXAS
 RECONCILIATION OF THE GOVERNMENTAL FUNDS BALANCE SHEET
 TO THE STATEMENT OF NET POSITION
 SEPTEMBER 30, 2021

Total Fund Balances - Governmental Funds Balance Sheet

Amounts reported for governmental activities in the statement of net position ("SNP") are different because:	\$21,293,840
Capital assets used in governmental activities are not reported in the funds.	30,186,989
Property taxes receivable unavailable to pay for current period expenditures are deferred in the funds (net of allowance for uncollectibles).	503,428
Other long-term assets are not available to pay for current period expenditures and, therefore, are deferred in the funds.	177,137
Long-term liabilities, including bonds payable, are not due and payable in the current period and therefore are not reported in the funds.	(29,165,145)
Net Position of Governmental Activities - Statement of Net Position	<u><u>\$22,996,249</u></u>

The accompanying notes are an integral part of this statement.

CITY OF PLEASANTON, TEXAS
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES - GOVERNMENTAL FUNDS
YEAR ENDED SEPTEMBER 30, 2021

	General Fund	Debt Service Fund	Fire Dept. Equipment Fund	Park Improvement Construction Fund	Street Improvement Construction Fund	Other Governmental Funds	Total Governmental Funds
<i>REVENUES</i>							
Taxes							
Property	\$2,083,160	\$1,554,692					\$3,637,852
Sales	4,450,487						4,450,487
Franchise	415,239						415,239
Hotel/Motel						284,822	284,822
Other	41,497						41,497
Intergovernmental	1,370,236					75,150	1,445,386
Licenses and Permits	192,242						192,242
Charges for Services	1,866,805					193,877	2,060,682
Fines and Forfeitures	224,983						224,983
Interest	135,533	25,173	6,780	15,592	59,872	20,209	263,159
Sale of Property							0
Miscellaneous	428,660		11,402	80,344	900	53,936	575,242
Total Revenues	11,208,842	1,579,865	18,182	95,936	60,772	627,994	13,591,591
<i>EXPENDITURES</i>							
Current:							
General Administration	1,932,219					539,866	2,472,085
Public Safety	4,262,339					3,795	4,266,134
Public Transportation	1,008,245				25,616		1,033,861
Culture and Recreation	1,530,395					328,984	1,859,379
Public Works	1,541,783			121,259		105,180	1,768,222
Capital Projects -							
Capital Outlay and Other					508,092		508,092
Debt Service							
Principal Retirement		1,090,000				145,000	1,235,000
Bond Issuance Costs	51,557						51,557
Interest and Fiscal Charges		439,788				96,313	536,101
Total Expenditures	10,326,538	1,529,788	0	121,259	533,708	1,219,138	13,730,431
Excess (Deficiency) of Revenues Over (Under) Expenditures	882,304	50,077	18,182	(25,323)	(472,936)	(591,144)	(138,840)
<i>OTHER FINANCING SOURCES (USES):</i>							
Bond Proceeds	4,533,750					0	4,533,750
Bond Premium	467,808					0	467,808
Operating Transfers In	275,175					1,057,177	1,332,352
Operating Transfers Out	(814,177)					(468,000)	(1,282,177)
Total Other Financing Sources (Uses)	4,462,556	0	0	0	0	589,177	5,051,733
Net Changes in Fund Balances	5,344,860	50,077	18,182	(25,323)	(472,936)	(1,967)	4,912,893
Fund Balances - Beginning	7,510,349	310,063	94,701	121,809	7,140,677	1,203,348	16,380,947
Fund Balances - Ending	\$12,855,209	\$360,140	\$112,883	\$96,486	\$6,667,741	\$1,201,381	\$21,293,840

The accompanying notes are an integral part of this statement.

CITY OF PLEASANTON, TEXAS
RECONCILIATION OF THE STATEMENT OF REVENUES,
EXPENDITURES, AND CHANGES IN FUND BALANCES OF
GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
SEPTEMBER 30, 2021

Net Changes in Fund Balances - Total Governmental Funds	\$4,912,893
Amounts reported for governmental activities in the statement of net position ("SNP") are different because:	
Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. This is the amount by which capital outlays exceeded depreciation in the current period.	(900,621)
Other long-term assets are not available to pay for current period expenditures and, therefore, are deferred in the funds. This is the change in these amounts this year.	(40,041)
Certain property tax revenues are deferred in the funds. This is the change in these amounts this year.	21,627
GASB 68	
Deferred Outflow of Resources-Contributions	2,658
Diff. in expected and actual exp.	(156,730)
Diff. in projected and actual earnings on pension plan investments	646,318
Difference in Changes in assumptions and other inputs	(72,176)
GASB 75 - Cap Risk	
Diff. in expected and actual exp.	(1,062,594)
Difference in Changes in assumptions and other inputs	(250,545)
GASB 75 - GRS	
Diff. in expected and actual exp.	1,714
Difference in Changes in assumptions and other inputs	24,585
Repayment of loan principal is an expenditure in the funds but not an expense in the SOA.	1,235,000
(Increase) Decrease in Bond Issuance Premiums.	(432,675)
Bond Issuance Proceeds	(4,533,750)
Amortization of Bond Refunding Loss.	(277)
(Increase) Decrease in Accrued Interest Payable from Beginning of Period to End of Period.	(31,402)
(Increase) Decrease in Net Pension Liability from Beginning of Period to End of Period.	82,147
(Increase) Decrease in GASB 75 - Cap Risk - Liability from Beginning of Period to End of Period.	742,859
(Increase) Decrease in GASB 75 - GRS - Liability from Beginning of Period to End of Period.	(54,227)
Change in Net Position of Governmental Activities - Statement of Activities	<u>\$134,763</u>

The accompanying notes are an integral part of this statement.

CITY OF PLEASANTON, TEXAS
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE - (BUDGETARY BASIS) - BUDGET AND ACTUAL
FOR THE YEAR ENDED SEPTEMBER 30, 2021

	Budgeted Amounts		Budgetary Basis	Variance with Final Budget -
	Original	Final		Positive (Negative)
<i>REVENUES</i>				
Taxes				
Property	\$2,180,000	\$2,180,000	\$2,083,160	(\$96,840)
Sales	5,150,000	5,150,000	4,450,487	(699,513)
Franchise	410,000	410,000	415,239	5,239
Other	29,000	29,000	41,497	12,497
Intergovernmental			1,370,236	1,370,236
Licenses and Permits	193,000	193,000	192,242	(758)
Charges for Services	1,752,550	1,752,550	1,866,805	114,255
Fines and Forfeitures	323,000	323,000	224,983	(98,017)
Interest	100,000	100,000	135,533	35,533
Miscellaneous	554,700	554,700	428,660	(126,040)
Total Revenues	<u>10,692,250</u>	<u>10,692,250</u>	<u>11,208,842</u>	<u>516,592</u>
<i>EXPENDITURES</i>				
Current:				
General Administration				
City Council	85,951	85,951	61,808	24,143
Community Development	479,835	479,835	393,290	86,545
Elections	10,000	10,000	7,303	2,697
General Administration	1,022,924	1,022,924	998,686	24,238
Non-Departmental	129,250	129,250	110,252	18,998
Planning	145,000	145,000	215,811	(70,811)
Public Safety				
Animal Control	213,006	213,006	172,698	40,308
EMS	6,750	6,750	4,589	2,161
Fire Department	657,795	657,795	840,288	(182,493)
Municipal Court	312,273	312,273	233,593	78,680
Police	3,058,254	3,058,254	3,004,346	53,908
Public Transportation				
Streets	1,162,271	1,162,271	1,008,245	154,026
Culture and Recreation				
Civic Center	298,819	298,819	144,923	153,896
Library	295,617	295,617	267,977	27,640
Museum	140,800	140,800	131,596	9,204
Parks	792,466	792,466	909,216	(116,750)
Pool	119,391	119,391	76,683	42,708
Public Works				
Sanitation	1,500,000	1,500,000	1,541,783	(41,783)
Total Expenditures	<u>10,430,402</u>	<u>10,430,402</u>	<u>10,123,087</u>	<u>307,315</u>
Excess (Deficiency) of Revenues Over (Under) Expenditures	261,848	261,848	1,085,755	823,907
OTHER FINANCING SOURCES (USES):				
Operating Transfers In	225,000	225,000	225,000	0
Operating Transfers Out	(785,658)	(785,658)	(814,177)	(28,519)
Total Other Financing Sources (Uses)	<u>(560,658)</u>	<u>(560,658)</u>	<u>(589,177)</u>	<u>(28,519)</u>
Net Changes in Fund Balances - Budgetary Basis	<u>(\$298,810)</u>	<u>(\$298,810)</u>	<u>496,578</u>	<u>\$795,388</u>
Reconciliation from cash basis to modified accrual basis:				
Bond Proceeds			4,533,750	
Bond Premium			467,808	
Transfer in from Utility Fund			50,175	
Bond Issuance Costs			(51,557)	
Miscellaneous Non-Budgetary Items			(151,894)	
Fund Balances - Beginning			<u>7,510,349</u>	
Fund Balances - Ending			<u>\$12,855,209</u>	

The notes to the financial statements are an integral part of this statement.

CITY OF PLEASANTON, TEXAS
DEBT SERVICE FUND
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE YEAR ENDED SEPTEMBER 30, 2021

	Budgeted Amounts		Actual	Variance with Final Budget - Positive (Negative)
	Original	Final		
<i>REVENUES</i>				
Taxes				
Property	\$1,377,200	\$1,377,200	\$1,554,692	\$177,492
Interest	4,500	4,500	25,173	20,673
Total Revenues	<u>1,381,700</u>	<u>1,381,700</u>	<u>1,579,865</u>	<u>198,165</u>
<i>EXPENDITURES</i>				
Debt Service				
Principal Retirement	1,090,000	1,090,000	1,090,000	0
Interest Retirement	444,235	444,235	439,788	4,447
Total Expenditures	<u>1,534,235</u>	<u>1,534,235</u>	<u>1,529,788</u>	<u>4,447</u>
Excess (Deficiency) of Revenues Over (Under) Expenditures	(152,535)	(152,535)	50,077	202,612
OTHER FINANCING SOURCES (USES):				
Operating Transfers In				0
Operating Transfers Out				0
Total Other Financing Sources (Uses)	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
Net Changes in Fund Balances	(152,535)	(152,535)	50,077	202,612
Fund Balances - Beginning	<u>310,063</u>	<u>310,063</u>	<u>310,063</u>	
Fund Balances - Ending	<u>\$157,528</u>	<u>\$157,528</u>	<u>\$360,140</u>	<u>\$202,612</u>

The notes to the financial statements are an integral part of this statement.

CITY OF PLEASANTON, TEXAS
STATEMENT OF NET POSITION
PROPRIETARY FUNDS
SEPTEMBER 30, 2021

	Business-Type Activities Enterprise Funds		
	Utility Fund	Utility Fund	Totals
	Current Year	Prior Year	Current Year
ASSETS			
Current Assets			
Cash and Cash Equivalents	\$6,237,053	\$5,372,376	\$6,237,053
Accounts Receivables (Net of Allowance for Uncollectibles)	710,896	606,535	710,896
Due from Other Funds			0
Inventories	47,805	49,820	47,805
Total Current Assets	<u>6,995,754</u>	<u>6,028,731</u>	<u>6,995,754</u>
Noncurrent Assets			
Restricted Assets:			
Cash and Cash Equivalents - Debt Service	585,271	560,884	585,271
Cash and Cash Equivalents - Construction	6,216,429	647,941	6,216,429
Total Restricted Assets	<u>6,801,700</u>	<u>1,208,825</u>	<u>6,801,700</u>
Capital Assets			
Land	331,483	263,755	331,483
Building and Improvements	278,341	278,341	278,341
Machinery and Equipment	1,696,757	1,787,956	1,696,757
Distribution System	34,339,916	34,339,916	34,339,916
Total Capital Assets	<u>36,646,497</u>	<u>36,669,968</u>	<u>36,646,497</u>
Less Accumulated Depreciation	(21,151,429)	(19,889,687)	(21,151,429)
Total Capital Assets (Net of Accumulated Depreciation)	<u>15,495,068</u>	<u>16,780,281</u>	<u>15,495,068</u>
Total Noncurrent Assets	<u>22,296,768</u>	<u>17,989,106</u>	<u>22,296,768</u>
DEFERRED OUTFLOWS OF RESOURCES			
GASB 68			
Contributions (after 12/31/19)		249,894	0
Contributions (after 12/31/20)	257,131		257,131
Difference in expected and actual experience	12,885	67,522	12,885
Difference in Changes in assumptions and other inputs		25,306	0
GASB 75 - Cap Risk			
Difference in Changes in assumptions and other inputs	240,383	322,335	240,383
GASB 75 - GRS			
Difference in Changes in assumptions and other inputs	19,724	10,620	19,724
Total Deferred Outflow of Resources	<u>530,123</u>	<u>675,677</u>	<u>530,123</u>
TOTAL ASSETS	<u>\$29,822,645</u>	<u>\$24,693,514</u>	<u>\$29,822,645</u>

(continued)

(continued)

	Business-Type Activities Enterprise Funds		
	Utility Fund	Utility Fund	Totals
	Current Year	Prior Year	Current Year
LIABILITIES, FUND EQUITY AND OTHER CREDITS			
Liabilities			
Current Liabilities (Payable from Current Assets)			
Accounts Payable	\$31,687	\$24,053	\$31,687
Due to Other Funds	1,175,304	1,011,731	1,175,304
Compensated Absences	119,978	108,313	119,978
Accrued Wages Payable	69,727	62,926	69,727
Accrued Interest Payable	86,573	41,190	86,573
Bonds Payable - Current	725,000	710,000	725,000
Total Current Liabilities (Payable from Current Assets)	2,208,269	1,958,213	2,208,269
Current Liabilities (Payable from Restricted Assets)			
Consumer Meter Deposits	570,966	556,113	570,966
Total Current Liabilities			
Payable from Restricted Assets	570,966	556,113	570,966
Total Current Liabilities	2,779,235	2,514,326	2,779,235
Noncurrent Liabilities			
Bonds Payable (Net of Unamortized Discounts and Premiums)			
	13,828,078	8,438,247	13,828,078
Net Pension Liability - GASB 68	1,247,584	1,277,111	1,247,584
OPEB Liability - GASB 75 - Cap Risk	1,718,932	1,937,246	1,718,932
OPEB Liability - GASB 75 - GRS	91,917	70,649	91,917
Total Noncurrent Liabilities	16,886,511	11,723,253	16,886,511
Total Liabilities	19,665,746	14,237,579	19,665,746
DEFERRED INFLOWS OF RESOURCES			
GASB 68			
Diff. in projected and actual earnings on pension plan investments	30,503	256,368	30,503
GASB 75 - Cap Risk			
Difference in expected and actual experience	461,407	77,526	461,407
GASB 75 - GRS			
Difference in expected and actual experience	2,356	2,899	2,356
Total Deferred Outflow of Resources	494,266	336,793	494,266
Invested in Capital Assets, Net of Related Debt	7,158,419	8,279,975	7,158,419
Restricted for Debt Service - Expendable	585,271	560,884	585,271
Unrestricted	1,918,943	1,278,283	1,918,943
Total Net Position	\$9,662,633	\$10,119,142	\$9,662,633

The notes to the financial statements are an integral part of this statement.

CITY OF PLEASANTON, TEXAS
STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN FUND NET POSITION
PROPRIETARY FUNDS
FOR THE YEAR ENDED SEPTEMBER 30, 2021

	Business-Type Activities		
	Enterprise Funds		
	Utility Fund Current Year	Utility Fund Prior Year	Totals Current Year
OPERATING REVENUES:			
Charges for Services - Water	\$3,183,627	\$2,863,342	\$3,183,627
Charges for Services - Sewer	2,074,807	1,892,514	2,074,807
Miscellaneous	191,338	68,479	191,338
Total Operating Revenues	5,449,772	4,824,335	5,449,772
OPERATING EXPENSES:			
Personal Services	2,385,429	2,263,085	2,385,429
Supplies	38,868	32,307	38,868
Other Services and Charges	1,908,309	1,514,934	1,908,309
Depreciation	1,380,746	1,375,184	1,380,746
Total Operating Expenses	5,713,352	5,185,510	5,713,352
Operating Income (Loss)	(263,580)	(361,175)	(263,580)
NON-OPERATING REVENUES (EXPENSES):			
Interest Income	141,815	88,143	141,815
Impact Fees	4,975	1,149	4,975
Interest and Fiscal Charges	(289,544)	(256,009)	(289,544)
Total Non-Operating Revenues (Expenses)	(142,754)	(166,717)	(142,754)
Income Before Transfers	(406,334)	(527,892)	(406,334)
Transfers In (Out) - Net	(50,175)		(50,175)
Change in Net Position	(456,509)	(527,892)	(456,509)
Total Net Position - Beginning	10,119,142	10,647,034	10,119,142
Total Net Position - Ending	\$9,662,633	\$10,119,142	\$9,662,633

The notes to the financial statements are an integral part of this statement.

CITY OF PLEASANTON, TEXAS
STATEMENT OF CASH FLOWS
PROPRIETARY FUNDS
FOR THE YEAR ENDED SEPTEMBER 30, 2021

	Business-Type Activities		
	Enterprise Funds		
	Utility Fund Current Year	Utility Fund Prior Year	Totals Current Year
Cash Flows from Operating Activities			
Receipts from Customers and Users	\$5,360,264	\$4,920,938	\$5,360,264
Payments to Suppliers	(1,892,145)	(1,527,138)	(1,892,145)
Payments to Employees	(2,126,936)	(2,084,154)	(2,126,936)
Net Cash Provided (Used) by Operating Activities	1,341,183	1,309,646	1,341,183
Cash Flows from Non-Capital and Related Financing Activities			
Transfers In	(50,175)	0	(50,175)
Federal Grant and Contributions			0
Net Cash Provided (Used) by Non-Capital and Related Financing Activities	(50,175)	0	(50,175)
Cash Flows from Capital and Related Financing Activities			
Purchases of Capital Assets	(95,533)	(476,561)	(95,533)
Proceeds from Capital Debt including Bond Premium Impact Fees	6,113,016	0	6,113,016
Principal Payment on Revenue Bonds, Notes and Capital Leases	4,975	1,149	4,975
Interest and Fiscal Charges	(708,185)	(698,185)	(708,185)
Net Cash Provided (Used) by Capital and Related Financing Activities	(289,544)	(256,009)	(289,544)
	5,024,729	(1,429,606)	5,024,729
Cash Flows from Investing Activities			
Interest Received	141,815	88,143	141,815
Net Cash Provided (Used) by Investment Activities	141,815	88,143	141,815
Net Increase (Decrease) in Cash Equivalents	6,457,552	(31,817)	6,457,552
Cash and Cash Equivalents at Beginning of Year	6,581,201	6,613,018	6,581,201
Cash and Cash Equivalents at End of Year	\$13,038,753	\$6,581,201	\$13,038,753
Unrestricted Assets:			
Cash and Cash Equivalents	\$6,237,053	\$5,372,376	\$6,237,053
Restricted Assets:			
Cash and Cash Equivalents	6,801,700	1,208,825	6,801,700
Total	\$13,038,753	\$6,581,201	\$13,038,753

(continued)

(continued)

	Business-Type Activities		
	Enterprise Funds		
	Utility Fund Current Year	Utility Fund Prior Year	Totals Current Year
Reconciliation of Operating Income to Net Cash Provided (Used) by Operating Activities:			
Operating Income (Loss)	(\$263,580)	(\$361,175)	(\$263,580)
Adjustments to Reconcile to Net Cash Flow			
Non-Cash Items Included in Net Income			
Depreciation	1,380,746	1,375,184	1,380,746
Changes in Current Items			
Decrease (Increase) in Accounts Receivable	(104,361)	68,217	(104,361)
Decrease (Increase) in Inventory	2,015	24,297	2,015
GASB 68			
Deferred Outflow of Resources-Contributions	(7,237)	(7,899)	(7,237)
Diff. in expected and actual exp.	54,637	553,140	54,637
Diff. in projected and actual earnings on pension plan investments	(225,865)	(180,107)	(225,865)
Difference in Changes in assumptions and other inputs	25,306	(25,306)	25,306
GASB 75 - Cap Risk			
Diff. in expected and actual exp.	383,881	61,347	383,881
Difference in Changes in assumptions and other inputs	81,952	(261,859)	81,952
GASB 75 - GRS			
Diff. in expected and actual exp.	(543)	5,323	(543)
Difference in Changes in assumptions and other inputs	(9,104)	(11,062)	(9,104)
Increase (Decrease) in Accounts Payable	7,634	(1,843)	7,634
Decrease (Increase) in Due to Other Funds	163,573	64,562	163,573
Increase (Decrease) in Compensated Absences	11,665	32,079	11,665
Increase (Decrease) in Accrued Wages Payable	6,801	11,177	6,801
Increase (Decrease) in Accrued Interest Payable	45,383	(2,351)	45,383
Increase (Decrease) in Consumer Meter Deposits	14,853	28,386	14,853
GASB 68			
Increase (Decrease) in Net pension Liability	(29,527)	(189,451)	(29,527)
GASB 75 - Cap Risk			
Increase (Decrease) in OPEB Liability	(218,314)	114,139	(218,314)
GASB 75 - GRS			
Increase (Decrease) in OPEB Liability	21,268	12,848	21,268
Net Cash Provided (Used) by Operating Activities	<u>\$1,341,183</u>	<u>\$1,309,646</u>	<u>\$1,341,183</u>
Noncash Investing, Capital, and Financing Activities:			
Proceeds from Capital Debt including Bond Premium	<u>\$6,113,016</u>	<u>\$0</u>	<u>\$6,113,016</u>

Note: The above funds are all enterprise funds.

The notes to the financial statements are an integral part of this statement.

CITY OF PLEASANTON, TEXAS
STATEMENT OF FIDUCIARY NET POSITION
FIDUCIARY FUNDS
FOR THE YEAR ENDED SEPTEMBER 31, 2021

	Agency Funds	
	Asset Forfeiture	
	Fund	Total
ASSETS		
Cash and Cash Equivalents	\$8,071	\$8,071
Receivables (net of allowance for uncollectibles)		0
Due from Others	405	405
Total Assets	<u>\$8,476</u>	<u>\$8,476</u>
LIABILITIES		
Accounts Payable		\$0
Due to Others	63,504	63,504
Total Liabilities	<u>63,504</u>	<u>63,504</u>
NET POSITION		
Held in Trust-Public Safety	(55,028)	(55,028)
Total Net Position	<u>(\$55,028)</u>	<u>(\$55,028)</u>

The notes to the financial statements are an integral part of this statement.

CITY OF PLEASANTON, TEXAS
STATEMENT OF CHANGES IN FIDUCIARY NET POSITION
FIDUCIARY FUNDS
FOR THE YEAR ENDED SEPTEMBER 31, 2021

	Agency Funds	
	Asset Forfeiture	
	Fund	Total
ADDITIONS		
Contributions:		
Forfeiturez	\$4,459	\$4,459
Intergovernmental		0
Total Contributions	<u>4,459</u>	<u>4,459</u>
Investment Earnings:		
Interest Received	335	335
Total Investment Earnings	<u>335</u>	<u>335</u>
Less Investment Expense	0	0
Net Investment Earnings	<u>335</u>	<u>335</u>
TOTAL ADDITIONS	<u>4,794</u>	<u>4,794</u>
DEDUCTIONS		
Supplies and Equipment	29,145	29,145
Total Deductions	<u>29,145</u>	<u>29,145</u>
Change in Net Position	(24,351)	(24,351)
Net Position-Beginning	(30,677)	(30,677)
Net Position-Ending	<u>(\$55,028)</u>	<u>(\$55,028)</u>

The notes to the financial statements are an integral part of this statement.

City of Pleasanton, Texas
Notes to the Financial Statements
September 30, 2021

I. Summary of significant accounting policies

A. Reporting Entity/ Basis of Accounting/Measurement Focus

The City of Pleasanton, Texas, was incorporated by an election. The City operates under a General Law type of government and provides the following services: public safety (fire, ambulance, and law enforcement), public transportation (streets), health, culture, recreation, public facilities, legal, election functions, and general administrative services. The accounting policies of the City of Pleasanton, Texas, (the City) conform to generally accepted accounting principles. The City also applies all relevant Government Accounting Standards Board (GASB) pronouncements. The following is a summary of the more significant policies.

The accounts of the City are organized based on funds, each of which is considered a separate accounting entity. The operations of each fund are accounted for with a separate set of self-balancing accounts that comprise its assets, deferred outflows of resources, liabilities, deferred inflows of resources, fund equity, revenues, and expenditures or expenses, as appropriate. Governmental resources are allocated to and accounted for in individual funds based upon the purposes for which they are to be spent and how spending activities are controlled.

B. Government-Wide and Fund Financial Statements

The City's Government-Wide Financial Statements include a Statement of Net Position and a Statement of Activities. These statements present summaries of Governmental and Business-Type Activities for the City accompanied by a total column.

These statements are presented on an "economic resources" measurement focus and the accrual basis of accounting. Accordingly, all the City's assets, deferred outflows of resources, liabilities, and deferred inflows of resources, including capital assets and long-term liabilities, are included in the accompanying Statement of Net Position. The Statement of Activities presents changes in Net Position. Under the accrual basis of accounting, revenues are recognized in the period in which they are earned while expenses are recognized in the period in which the liability is incurred, regardless of the timing of related cash flows. The types of transactions reported as program revenues for the City are reported in four categories: 1) charges for services, 2) operating grants and contributions, 3) taxes, and 3) capital grants and contributions.

Certain eliminations have been made to interfund activities, payables, and receivables. All internal balances in the Statement of Net Position have been eliminated except those representing balances between the governmental activities and the business-type activities, which are presented as internal balances and eliminated in the total primary government column. In the Statement of Activities, those transactions between governmental and business-type activities have not been eliminated. When both restricted and unrestricted resources are available for use, it is the City's policy to use restricted resources first, then unrestricted resources as they are needed.

C. Governmental Fund Financial Statements

Governmental fund financial statements include a Balance Sheet and a Statement of Revenues, Expenditures and Changes in Fund Balances for all major governmental funds and nonmajor funds aggregated. An accompanying schedule is presented to reconcile and explain the differences in fund balances and changes in fund balances as presented in these statements to the Net Position and changes in Net Position presented in the Government-Wide financial statements. The City has presented all major funds that met those qualifications.

All governmental funds are accounted for on a spending or "current financial resources" measurement focus and the modified accrual basis of accounting. Accordingly, only current assets and current liabilities are included on the Balance Sheets. (The City's deferred outflows of resources and deferred inflows of resources are noncurrent.) The Statement of Revenues, Expenditures and Changes in Fund Balances present increases (revenues and other financing sources) and decreases (expenditures and other financing uses) in net current assets. Under the modified accrual basis of accounting, revenues are recognized in the accounting period in which they become both measurable and available to finance expenditures of the current period. Accordingly, revenues are recorded when received in cash, except that revenues subject to accrual (generally 60 days after year-end) are recognized when due. The primary revenue sources, which have been treated as susceptible to accrual by the City, are property taxes, sales taxes, and franchise taxes. Expenditures are recorded in the accounting period in which the related fund liability is incurred.

The government reports the following major governmental funds:

The *general fund* is the government's primary operating fund. It accounts for all financial resources of the general government, except those required to be accounted for in another fund.

The debt service fund accounts for monies used to pay the general obligation debt.

The street improvement construction fund accounts for monies used to pay for the maintenance and improvement of city streets.

The fire department equipment fund accounts for monies used to buy fire department equipment.

The park improvement construction fund accounts for monies used to pay for the park improvement.

D. Proprietary Fund Financial Statements

Proprietary fund financial statements include a Statement of Net Position, a Statement of Revenues, Expenses and Changes in Fund Net Position, and a Statement of Cash Flows for each major proprietary fund.

Proprietary funds are accounted for using the “economic resources” measurement focus and the accrual basis of accounting. Accordingly, all assets, deferred outflows of resources, liabilities (whether current or noncurrent), and deferred inflows of resources are included on the Statement of Net Position. The Statement of Revenues, Expenses and Changes in Fund Net Position present increases (revenues) and decreases (expenses) in total Net Position. Under the accrual basis of accounting, revenues are recognized in the period in which they are earned while expenses are recognized in the period in which the liability is incurred, regardless of the timing of related cash flows.

Proprietary funds distinguish operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund’s principal ongoing operations. The principal operating revenues of the Utility Fund (Water and Sewer) are charges to customers for sales and services. Operating expenses for enterprise funds include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses. When both restricted and unrestricted resources are available for use, it is the City’s policy to use restricted resources first, then unrestricted resources as they are needed.

The government reports the following major proprietary funds:

The utility fund accounts for the activities of the water distribution system, the sewer and sewage treatment plant, sewage pumping stations and collection systems.

E. Fiduciary Fund Types

Fiduciary Funds account for assets held by the City in a trustee capacity or as an agent on behalf of others. As such, fiduciary funds are not reported in the government-wide statements. The City's fiduciary funds include the following: The Asset Forfeiture fund is accounted for as an agency fund and is used to help defray the costs of the local police department.

F. Assets, Liabilities, and Net Position or Equity

1. Deposits and Investments

The government's cash and cash equivalents are cash on hand, demand deposits, and short-term investments with original maturities of three months or less from the date of acquisition.

State statutes authorize the government to invest in obligations of the U.S. Treasury, commercial paper, corporate bonds, repurchase agreements, and the State Treasurer's Investment Pool. Investments for the government are reported at fair value. The State Treasurer's Investment Pool operates in accordance with appropriate state laws and regulations. The reported value of the pool is the same as fair value of the pool shares.

For purposes of the statement of cash flows, the City considers all highly liquid investments (including restricted assets) with a maturity when purchased of three months or less and all local government investment pools to be cash equivalents.

2. Receivables and Payables

Activity between funds that are representative of lending/borrowing arrangements outstanding at the end of the fiscal year are referred to as either "due to/from other funds" (i.e., the current portion of interfund loans) or "advances to/from other funds" (i.e., the non-current portion of interfund loans). All other outstanding balances between funds are reported as "due to/from other funds." Any residual balances outstanding between the governmental activities and business-type activities are reported in the government-wide financial statements as "internal balances." Advances between funds, as reported in the fund financial statements, are offset by a fund balance reserve account in applicable governmental funds to indicate that they are not available for appropriation and are not expendable available financial resources.

All trade and property tax receivables are shown net of an allowance for uncollectibles. Trade accounts receivable allowance in excess of 30 days is equal to 5 percent of outstanding trade accounts receivable at September 30, 2021, the trade accounts receivable allowance in excess of 60 days is equal to 10 percent of outstanding trade accounts receivable at September 30, 2021, the trade accounts receivable allowance in excess of 90 days is equal to 25 percent of outstanding trade accounts receivable at September 30, 2021, and the trade accounts receivable allowance in excess of 120 days is equal to 50 percent of outstanding trade accounts receivable at September 30, 2021. The property tax receivable allowance is equal to 1 percent of current outstanding property taxes at September 30, 2021, and 10 percent of delinquent outstanding property taxes at September 30, 2021. Property is appraised and a lien on such property becomes enforceable as of January 1, subject to certain procedures for rendition, appraisal, appraisal review and judicial review. Traditionally, property taxes are levied October 1, of the year in which assessed or as soon thereafter as practicable. Taxes are due and payable when levied since that is when the City bills the taxpayers. The City begins to collect the taxes as soon as the taxpayers are billed.

3. Inventories and Prepaid Items

All inventories are valued at cost using the first-in/first-out (FIFO) method. Inventories of governmental funds are recorded as expenditures when consumed rather than when purchased.

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items in both government-wide and fund financial statements. There were no prepaid items at September 30, 2021.

4. Fund Balances – Governmental Funds

As of September 30, 2021, fund balances of the governmental funds are classified as follows:

Nonspendable – amounts that cannot be spent either because they are in nonspendable form or because they are legally or contractually required to be maintained intact.

Restricted — amounts that can be spent only for specific purposes because of constitutional provisions or enabling legislation or because of constraints that are externally imposed by creditors, grantors, contributors, or the laws or regulations of other governments.

Committed — amounts that can be used only for specific purposes determined by a formal action of City Council. City Council is the highest level of decision-making authority for the City. Commitments may be established, modified, or rescinded only through ordinances or resolutions approved by City Council.

Unassigned — all other spendable amounts.

As of September 30, 2021, fund balances are composed of the following:

Fund Balances:	
Non-Spendable	
Inventory	\$22,226
Restricted	
Construction	7,043,463
Debt Service	380,204
Economic Development	595,744
Judicial	30,095
Committed	
Culture and Recreation	213,411
General Administration	35,358
Public Safety	113,427
Public Works	4,703
Unassigned	<u>12,855,209</u>
Total Fund Balance	<u>\$21,293,840</u>

When an expenditure is incurred for purposes for which both restricted and unrestricted fund balance is available, the City considers restricted funds to have been spent first. When an expenditure is incurred for which committed, assigned, or unassigned fund balances are available, the City considers amounts to have been spent first out of committed funds, then assigned funds, and finally unassigned funds, as needed, unless City Council or the finance committee has provided otherwise in its commitment or assignment actions.

In fiscal year 2012, the City Council adopted a minimum fund balance policy for the General Fund. The policy requires the unassigned fund balance at fiscal year end to be at least equal to 25 to 33 percent of the subsequent year's budgeted General Fund expenditures.

5. Capital Assets

Capital assets, which include property, plant, equipment, and infrastructure assets (e.g., roads, bridges, sidewalks, and similar items), are reported in the applicable governmental or business-type activities columns in the government-wide financial statements. Capital assets, other than infrastructure assets, are defined by the government as assets with an initial, individual cost of more than \$5,000 (amount not rounded) and an estimated useful life more than two years. The government reports infrastructure assets on a network and subsystem basis. Accordingly, the amounts spent for the construction or acquisition of infrastructure assets are capitalized and reported in the government-wide financial statements regardless of their amount.

In the case of the initial capitalization of general infrastructure assets (i.e., those reported by governmental activities) the government chose to include all such items regardless of their acquisition date or amount. The government was able to estimate the historical cost for the initial reporting of these assets through back trending (i.e., estimating the current replacement cost of the infrastructure to be capitalized and using an appropriate price-level index to deflate the cost to the acquisition year or estimated acquisition year). As the government constructs or acquires additional capital assets each period, including infrastructure assets, they are capitalized and reported at historical cost. The reported value excludes normal maintenance and repairs which are essentially amounts spent in relation to capital assets that do not increase the capacity or efficiency of the item or extend its useful life beyond the original estimate. In the case of donations, the government values these capital assets at the estimated fair value of the item at the date of its donation.

Interest incurred during the construction phase of capital assets of business-type activities is included as part of the capitalized value of the assets constructed. There was no interest expense capitalized.

Property, plant, and equipment of the primary government, is depreciated using the straight-line method over the following estimated useful lives:

<u>Assets</u>	<u>Years</u>
Buildings	50
Building improvements	20
Public domain infrastructure	50
System infrastructure	30
Vehicles	5
Office equipment	5
Computer equipment	5

Major capital asset events during the current fiscal year included the following: There were water projects and street drainage projects, and a park project.

6. Compensated Absences

It is the government's policy to permit employees to accumulate earned but unused vacation and sick pay benefits. There is no liability for unpaid accumulated sick leave since the government does not have a policy to pay any amounts when employees separate from service with the government. All vacation pay is accrued when incurred in the government-wide, governmental funds and proprietary financial statements.

7. Long-Term Obligations

In the government-wide financial statements, and proprietary fund types in the fund financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities and business-type activities statement of Net Position. Bond premiums and discounts, as well as issuance costs, are deferred and amortized over the life of the bonds using the effective interest method. Bonds payable are reported net of the applicable bond premium or discount. Bond issuance costs are reported as deferred charges and amortized over the term of the related debt.

In the fund financial statements, governmental fund types recognize bond premiums and discounts, as well as bond issuance costs, during the current period. The face amount of debt issued is reported as other financing sources. Premiums received on debt issuances are reported as other financing sources while discounts on debt issuances are reported as other financing uses. Issuance costs, whether withheld from the actual debt proceeds received, are reported as debt service expenditures.

8. Restricted Assets

Certain proceeds of the enterprise fund revenue bonds, as well as certain resources set aside for their repayment, are classified as restricted assets on the balance sheet because they are maintained in separate bank accounts and their use is limited by applicable bond covenants. Assets are set aside for future projects. The restricted assets are as follows:

<u>Type</u>	<u>Governmental Activities</u>	<u>Business-Type Activities</u>
Debt Service	\$578,432	\$585,271
Construction	10,538,047	6,216,429
Hotel/Motel Tax	19,655	
	<u>\$11,136,134</u>	<u>\$6,801,700</u>

9. Comparative Data/Reclassifications

Comparative total data for the prior year have been presented only for individual enterprise funds in the fund financial statements to provide an understanding of the changes in the financial position and operations of these funds. Also, certain amounts presented in the prior year data have been reclassified to be consistent with the current year's presentation.

10. Deferred Outflows/Inflows of Resources

In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will *not* be recognized as an outflow of resources (expense/ expenditure) until then. The government only has two items that qualify for reporting in this category. They are amounts deferred under GASB 68 and GASB 75.

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period(s) and so will *not* be recognized as an inflow of resources (revenue) until that time. The government only has two items that qualify for reporting in this category. They are amounts deferred under GASB 68 and GASB 75.

The City reports unearned revenue on its fund financial statements. Unearned revenues arise when potential revenue does not meet both the “measureable” and “available” criteria for recognition in the current period (fund financial statements). Unearned revenues also arise when resources are unearned by the City and received before it has a legal claim to them, as when grant monies are received prior to the incurrence of qualifying expenditures (fund financial statements and government-wide financial statements). In subsequent periods, when both revenue recognition criteria are met, or when the City has a legal claim to the resources, the liability for unearned revenue is removed from the applicable financial statement and revenue is recognized. Pursuant to GASB 65 we have included deferred ad valorem taxes as deferred inflows in the fund financial statements.

11. Net Position Flow Assumption

Sometimes the government will fund outlays for a particular purpose from both restricted (e.g., restricted bond or grant proceeds) and unrestricted resources. To calculate the amounts to report as restricted - net position and unrestricted - net position in the government-wide and proprietary fund financial statements, a flow assumption must be made about the order in which the resources are applied. It is the government's policy to consider restricted - net position to have been depleted before unrestricted - net position is applied.

II. Reconciliation of Government-Wide and Fund Financial Statements

A. Explanation of Certain Differences between the Governmental Fund Balance Sheet and the Government-Wide Statement of Net Position

The governmental fund balance sheet includes a reconciliation between *fund balance - total governmental funds* and *Net Position - governmental activities* as reported in the government-wide statement of Net Position. One element of that reconciliation explains that long-term liabilities, including bonds payable and GASB 68 and 75 payable, are not due and payable in the current period and therefore are not reported in the funds. The details of this \$29,165,145 difference are as follows:

Bonds Payable	\$19,593,750
Accrued Interest Payable	123,963
Net Pension Liability - GASB 68	3,509,030
OPEB Liability - GASB 75 - Cap Risk	4,782,322
OPEB Liability - GASB 75 - GRS	255,725
Bond Issuance Premium	901,749
Bond Refunding	(1,394)
	<u>\$29,165,145</u>

The governmental fund statement of revenues, expenditures, and changes in fund balances includes a reconciliation between net changes in fund balances - total governmental funds and changes in Net Position of governmental activities as reported in the government-wide statement of activities. One element of that reconciliation explains that "Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense." The details of this \$30,186,989 difference are as follows:

Capital assets not being depreciated	\$2,618,956
Capital assets being depreciated	40,022,308
Depreciation expense	(12,454,275)

Net adjustment to increase net changes in fund balances - total governmental funds to arrive at changes in Net Position of governmental activities	<u>\$30,186,989</u>
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The governmental fund balance sheet includes reconciliation between fund balance - total governmental funds and Net Position - governmental activities as reported in the government-wide statement of Net Position. One element of that reconciliation explains that "Property taxes receivable unavailable to pay for current period expenditures are deferred in the funds (net of allowance for uncollectibles.)" The details of this \$503,428 difference are as follows:

Property Taxes Receivable	\$547,412
Allowance for Doubtful Accounts	<u>(43,984)</u>
Net	<u><u>\$503,428</u></u>

The governmental fund balance sheet includes reconciliation between fund balance - total governmental funds and Net Position - governmental activities as reported in the government-wide statement of Net Position. One element of that reconciliation explains that "Municipal fines and fees receivable unavailable to pay for current period expenditures are deferred in the funds (net of allowance for uncollectibles.)" Another is the deferral/accrual of GASB 68 and 75. The details of this \$177,137 difference are as follows:

Fines Receivable	\$109,930
Allowance for Doubtful Accounts	(32,555)
GASB 68	
Contributions (after 12/31/20)	715,376
Difference in expected and actual experience.	35,848
Dif. in proj. and actual earnings on pension plan investments.	(84,863)
Difference in Changes in assumptions and other inputs	
GASB 75 - Cap Risk	
Difference in expected and actual experience	(1,283,703)
Difference in Changes in assumptions and other inputs	668,781
GASB 75 - GRS	
Difference in expected and actual experience	(6,553)
Difference in Changes in assumptions and other inputs	54,876
Net	<u><u>\$177,137</u></u>

B. Explanation of Certain Differences between the Governmental Fund Statement of Revenues, Expenditures, and Changes in Fund Balances and the Government-Wide Statement of Activities

The governmental fund statement of revenues, expenditures, and changes in fund balances includes reconciliation between *net changes in fund balances - total governmental funds* and *changes in Net Position of governmental activities* as reported in the government-wide statement of activities. One element of that reconciliation explains that Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. The details of this (\$900,621) difference are as follows:

Capital Outlay - Additions - Not Being Depreciated	\$138,826
Capital Outlay - Additions - Being Depreciated (Net)	605,595
Capital Outlay - Deletions	0
Depreciation Expense	(1,645,042)
Net Adjustment to Increase Net Changes in Fund Balances - Total Governmental Funds to Arrive at Changes in Net Position of Governmental Activities	<u><u>(\$900,621)</u></u>

III. Stewardship, Compliance, and Accountability

A. Budgetary Information

Annual budgets are adopted on a basis consistent with generally accepted accounting principles for all major governmental funds. All annual appropriations lapse at fiscal year end.

The appropriated budget is prepared by fund, function, and department. The government's department heads may make transfers of appropriations within a department. Transfers of appropriations between departments require the approval of the council. The legal level of budgetary control is the fund; whereby budgeted expenditures may not exceed budgeted revenues plus beginning unrestricted equity. The supplemental budgetary appropriations made in the general fund were not material.

Encumbrance accounting is employed in governmental funds. Encumbrances (e.g., purchase orders, contracts) outstanding at year end are reported as reservations of fund balances and do not constitute expenditures or liabilities because the commitments will be re-appropriated and honored during the subsequent year.

B. Excess of Expenditures over Appropriations

For the year ended September 30, 2021, actual expenditures did not exceed budgeted expenditures for any fund.

C. Deficit Fund Equity

The City had no deficit fund balances at September 30, 2021.

IV. Detailed Notes on All Funds

A. Deposits and Investments

Legal and Contractual Provisions Governing Deposits and Investments:

The Public Funds Investment Act (Government Code Chapter 2256) contains specific provisions in the areas of investment practices, management reports and establishment of appropriate policies. Among other things, it requires the City to adopt, implement, and publicize an investment policy. That policy must address the following areas: (1) safety of principal and liquidity, (2) portfolio diversification, (3) allowable investments, (4) acceptable risk levels, (5) expected rates of return, (6) maximum allowable stated maturity of portfolio investments, (7) maximum average dollar-weighted maturity allowed based on the stated maturity date for the portfolio, (8) investment staff quality and capabilities, (9) and bid solicitation preferences for certificates of deposit. Statutes authorize the City to invest in (1) obligations of the U.S. Treasury, certain U.S. agencies, and the State of Texas; (2) certificates of deposit, (3) certain municipal securities, (4) money market savings accounts, (5) repurchase agreements, (6) bankers' acceptances, (7) Mutual Funds, (8) Investment pools, (9) guaranteed investment contracts, (10) and common trust funds. The Act also requires the City to have independent auditors perform test procedures related to investment practices as provided by the Act. The City follows the requirements of the Act and with local policies.

The City's deposits and certificates of deposit are entirely with the city depository and were fully covered by federal depository insurance (FDIC) or by collateral held by the government's agent in the government's name. The FDIC insures the first \$500,000 of the City's deposits at each financial institution. Deposit balances over \$500,000 are insured by the collateral. As of the year end, the City's bank balances totaled \$34,375,059 while the value of securities pledged at September 30, 2021 is \$34,087,120. The book balance of the City's bank balances at September 30, 2021 is \$33,765,193.

Investments: The City had no investments at September 30, 2021.

B. Receivables

Receivables as of year end for the government's individual major funds and nonmajor funds in the aggregate, including the applicable allowances for uncollectible accounts, are as follows:

	General	Debt Service	Fire Dept. Equipment Fund	Other Governmental Funds	Water	Total
<u>Receivables</u>						
Taxes	\$312,901	\$234,511				\$547,412
Accounts					813,604	813,604
Intergovernmental						0
Fines	109,930					109,930
Other	61,414		1,181	5,565		68,160
Gross Receivables	484,245	234,511	1,181	5,565	813,604	1,539,106
Less: Allowance for Uncollectibles	57,696	18,843	0		102,708	179,247
Net Total Receivables	\$426,549	\$215,668	\$1,181	\$5,565	\$710,896	\$1,359,859

The receivables are expected to be collected within one year.

C. Capital Assets

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

Governmental Activities:	Beginning Balances	Increases	Decreases	Ending Balances
Capital Assets Not Being Depreciated:				
Land	\$2,618,956			\$2,618,956
Construction in Progress	2,572,244	138,826	2,711,070	0
Total Capital Assets Not Being Depreciated:	<u>5,191,200</u>	<u>138,826</u>	<u>2,711,070</u>	<u>2,618,956</u>
Capital Assets Being Depreciated:				
Building and Improvements	16,084,129	2,723,463		18,807,592
Machinery and Equipment	7,193,115	140,980	307,014	7,027,081
Intangible	99,299			99,299
Infrastructure	13,636,114	452,222		14,088,336
Total Capital Assets Being Depreciated	<u>37,012,657</u>	<u>3,316,665</u>	<u>307,014</u>	<u>40,022,308</u>
Less Accumulated Depreciation for:				
Building and Improvements	3,912,584	556,713		4,469,297
Machinery and Equipment	4,840,724	812,684	307,014	5,346,394
Intangible	69,510	8,979		78,489
Infrastructure	2,293,429	266,666		2,560,095
Total Accumulated Depreciation	<u>11,116,247</u>	<u>1,645,042</u>	<u>307,014</u>	<u>12,454,275</u>
Total Capital Assets Being Depreciated, Net	<u>25,896,410</u>	<u>1,671,623</u>	<u>0</u>	<u>27,568,033</u>
Governmental Activities Capital Assets, Net	<u>\$31,087,610</u>	<u>\$1,810,449</u>	<u>\$2,711,070</u>	<u>\$30,186,989</u>
Proprietary Funds:	Beginning Balances	Increases	Decreases	Ending Balances
Capital assets not being depreciated:				
Land	\$263,755	\$67,728		\$331,483
Construction in Progress	0			0
Total capital assets not being depreciated:	<u>263,755</u>	<u>67,728</u>	<u>0</u>	<u>331,483</u>
Capital assets being depreciated:				
Machinery, Equipment and Vehicles	1,787,956	27,805	119,004	1,696,757
Building and improvements	278,341			278,341
Distribution System	34,339,916			34,339,916
Total capital assets being depreciated:	<u>36,406,213</u>	<u>27,805</u>	<u>119,004</u>	<u>36,315,014</u>
Less: Accumulated Depreciation for:				
Machinery, Equipment and Vehicles	1,410,449	116,047	119,004	1,407,492
Building and improvements	218,035	10,751		228,786
Distribution System	18,261,203	1,253,948		19,515,151
Total Accumulated Depreciation	<u>19,889,687</u>	<u>1,380,746</u>	<u>119,004</u>	<u>21,151,429</u>
Total Capital Assets Depreciated, Net	<u>16,516,526</u>	<u>(1,352,941)</u>	<u>0</u>	<u>15,163,585</u>
Business-type activities capital assets, net	<u>\$16,780,281</u>	<u>(\$1,285,213)</u>	<u>0</u>	<u>\$15,495,068</u>

Depreciation expense was charged to functions/programs of the primary government as follows:

Governmental Activities	
General Administration	\$89,142
Public Safety	718,326
Public Transportation	487,426
Culture and Recreation	348,124
Public Works	2,024
Total Depreciation Expense - Governmental Activities	<u>\$1,645,042</u>
Business-Type Activities	
Water	\$778,008
Sewer	602,738
Total Depreciation Expense - Business-Type Activities	<u>\$1,380,746</u>

Construction Commitments

The government has active construction projects as of September 30, 2021. There were water projects and street drainage projects, and a park project.

D. Interfund Receivables, Payables, and Transfers

Inter-fund transfers: Transfers are used to 1) move unrestricted general fund revenues to finance various programs that the government must account for in other funds in accordance with budgetary authorizations, including amounts provided as subsidies or matching funds for various grant programs.

In the year ended September 30, 2021, the government made the following non-recurring transfers: The transfers were for operating expenses.

TRANSFER OUT	TRANSFER IN			TOTAL
	GENERAL FUND	UTILITY FUND	NON MAJOR GOVERNMENTAL FUNDS	
NON-MAJOR GOVERNMENTAL FUNDS	\$814,177	\$50,175	\$468,000	\$1,332,352
TOTALS	<u>\$814,177</u>	<u>\$50,175</u>	<u>\$468,000</u>	<u>\$1,332,352</u>

The composition of interfund balances as of September 30, 2021, is as follows:

DUE TO	DUE FROM				NON MAJOR GOVERNMENTAL FUNDS	TOTAL
	GENERAL FUND	FIRE DEPARTMENT EQUIPMENT FUND	PARK IMPROVEMENT CONSTRUCTION FUND	UTILITY FUND		
GENERAL FUND		\$1,500,000	\$3,000,000	\$1,072,197	\$655,626	\$6,227,823
DEBT SERVICE FUND	204,004			(1,808)		202,196
FIRE DEPARTMENT EQUIPMENT FUND				104,915		104,915
STREET IMPROVEMENT CONSTRUCTION FUND	2,505,000					2,505,000
NON-MAJOR GOVERNMENTAL FUNDS					233,441	233,441
TOTALS	\$2,709,004	\$1,500,000	\$3,000,000	\$1,175,304	\$889,067	\$9,273,375

The outstanding balances between funds result mainly from the time lag between the dates that (1) interfund goods and services are provided or reimbursable expenditures occur, (2) transactions are recorded in the accounting system, and (3) payments between funds are made. The amount due to the general fund from the utility fund is to help with the debt service commitments and construction commitments of the utility fund. The amount due from the general to the utility fund is to help with the debt service. All are expected to be repaid in the 2021-2022 year.

E. Leases

Operating Leases

The government leases equipment under noncancelable operating leases. Total costs for such leases were \$211,612 for the year ended September 30, 2021. The future minimum lease payments for these leases are as follows:

<u>Year Ending Sept. 30</u>	<u>Amount</u>
2022	\$ 290,520
2023	258,177
2024	226,731
2025	<u>125,052</u>
Total	<u>\$ 900,480</u>

Rent expenditures were \$1 for the year ended September 30, 2021. Rental income received was \$178,857 for the year ended September 30, 2021.

F. Long-Term Debt

General Obligation Bonds and Revenue Bonds

The government issues Certificates of Obligation, Revenue, and General Obligation Bonds to provide funds for the acquisition, improvement, and construction of major capital facilities. Certificates of Obligation, Revenue, and General Obligation bonds have been issued for both governmental and business-type activities.

Bonds currently outstanding along with any covenants and security pledged are as follow:

PURPOSE	RATE	ORIGINAL	CURRENT	SERIES	MATURITY	COVENANTS	SECURITY
		AMOUNTS	AMOUNTS		DATE		
Governmental activities	3.95%	\$2,250,000	\$540,000	2009	2024	NONE	TAX & LIMITED PLEDGE
Governmental activities	3.00%	6,835,000	6,085,000	2019	2039	PAYING AGENT	TAX & LIMITED PLEDGE
Governmental activities	2.50-5.00%	2,750,000	410,000	2008	2023	SINKING FUND 2%	TAX & LIMITED PLEDGE
Governmental activities	2.00-4.50%	3,970,000	2,675,000	2013	2033	PAYING AGENT	TAX & LIMITED PLEDGE
Governmental activities	3.00-4.00%	3,870,000	2,555,000	2015	2035	PAYING AGENT	TAX & LIMITED PLEDGE
Governmental activities	3.00-4.00%	3,495,000	2,795,000	2016	2036	PAYING AGENT	TAX & LIMITED PLEDGE
Governmental activities	2.00-5.00%	4,533,750	4,533,750	2021	2041	PAYING AGENT	TAX & LIMITED PLEDGE
Business-type activities	3.00%	1,985,000	1,670,000	2017	2037	PAYING AGENT	TAX & LIMITED PLEDGE
Business-type activities	2.00-5.00%	5,541,250	5,541,250	2021	2041	PAYING AGENT	TAX & LIMITED PLEDGE
Business-type activities	1.798%	4,020,000	2,265,000	2015	2027	PAYING AGENT	TAX & LIMITED PLEDGE
Business-type activities	2.00-3.75%	5,800,000	4,450,000	2014	2034	INT & SINKING 2%	TAX & LIMITED PLEDGE
Total		<u>\$45,050,000</u>	<u>\$33,520,000</u>				

Annual debt service requirements to maturity for general obligation bonds are as follows:

Year Ending September 30,	Governmental Activities		Business-Type Activities	
	Principal	Interest	Principal	Interest
2022	\$1,310,000	\$678,000	\$725,000	\$457,994
2023	1,421,500	582,495	783,500	383,324
2024	1,247,750	533,742	977,250	360,290
2025	1,099,500	490,534	1,005,500	331,871
2026	1,133,500	450,936	1,036,500	301,635
2027-2031	5,482,250	1,664,812	4,027,750	1,055,270
2032-2036	5,371,000	695,016	3,434,000	406,229
2037-2041	2,528,250	122,708	1,936,750	95,393
TOTALS	<u>\$19,593,750</u>	<u>\$5,218,243</u>	<u>\$13,926,250</u>	<u>\$3,392,004</u>

The City issued \$10,075,000 Series 2021 bonds in the 2020-2021 year. The proceeds were to be used for street and water and sewer construction.

Changes in Long-Term Liabilities

Long-term liability activity for the year ended September 30, 2021, was as follows:

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Reductions</u>	<u>Ending Balance</u>	<u>Due Within One Year</u>	<u>Due After One Year</u>
<u>Governmental Activities:</u>						
General Obligation Bonds	\$16,295,000	\$4,533,750	\$1,235,000	\$19,593,750	\$1,310,000	\$18,283,750
Less Deferred Amounts:						
For Issuance Premium	469,074	467,808	35,133	901,749		901,749
Total Bonds Payable	16,764,074	5,001,558	1,270,133	20,495,499	1,310,000	19,185,499
Net Pension Liability - GASB 68	3,591,177	3,509,030	3,591,177	3,509,030		3,509,030
OPEB Liability - GASB 75 - Cap Risk	5,525,181	4,782,322	5,525,181	4,782,322		4,782,322
OPEB Liability - GASB 75 - GRS	201,498	255,725	201,498	255,725		255,725
Compensated Absences	322,355	320,171	322,355	320,171	320,171	0
Total Governmental Activities	26,404,285	13,868,806	10,910,344	29,362,747	1,630,171	27,732,576
<u>Business-Type Activities:</u>						
Revenue Bonds	9,095,000	5,541,250	710,000	13,926,250	725,000	13,201,250
Less Deferred Amounts:						
For Issuance Premium	53,247	571,766	(1,815)	626,828		626,828
Total Bonds Payable	9,148,247	6,113,016	708,185	14,553,078	725,000	13,828,078
Net Pension Liability - GASB 68	1,277,111	1,247,584	1,277,111	1,247,584		1,247,584
OPEB Liability - GASB 75 - Cap Risk	1,937,246	1,718,932	1,937,246	1,718,932		1,718,932
OPEB Liability - GASB 75 - GRS	70,649	91,917	70,649	91,917		91,917
Compensated Absences	108,313	119,978	108,313	119,978	119,978	0
Total Business-Type Activities	12,541,566	9,291,427	4,101,504	17,731,489	844,978	16,886,511
Grand Total	\$38,945,851	\$23,160,233	\$15,011,848	\$47,094,236	\$2,475,149	\$44,619,087

The government-wide statement of Net Position includes \$2,475,149 as "noncurrent liabilities, due within one year". There was no interest capitalized. Compensated absences of \$440,149 are short term liabilities. The governmental activities bonds payable are serviced by the debt service fund. The governmental compensated absences are serviced by the general fund. The Business-type activities bonds and compensated absences are serviced by the water and sewer fund. The City incurred interest expense of \$1,068,748; \$536,101 by the Utility Fund.

G. Segment Information

The city issued revenue bonds to finance certain improvements to its utility system and airport. Because the utility system is reported as a major fund in the fund financial statements, separate segment disclosures for it are not required.

V. Other Information

A. Risk Management

The City is exposed to various risks of loss related to torts; theft of damage to and destruction of assets; errors and omissions; injuries to employees; and natural disasters. Claim liabilities are estimated considering the effects of inflation, recent claim settlement trends (including frequency and amounts of payouts) and other economic and social factors (including the effects of specific, incremental claim adjustment expense, salvage, and subrogation).

Changes in accrued liabilities for these claims follow:

	Year ended <u>09/30/20</u>	Year ended <u>09/30/21</u>
Unpaid claims, beginning of fiscal year	\$ -0-	\$ -0-
Incurred claims (including IBNRs)		
Claim payments	<u>-0-</u>	<u>-0-</u>
Unpaid claims, end of fiscal year	<u>\$ -0-</u>	<u>\$ -0-</u>

General Liability Insurance

The City is insured for general, police officers and automobile liability. Expenditures for self-insured liabilities are accounted for in the General Fund, which will pay any liabilities incurred.

The City has joined with other governments in the Texas Municipal League Intergovernmental Risk Pool (TML). The City pays an annual premium to TML for auto vehicle insurance coverage. The agreement with TML provides that TML will be self-sustaining through member premiums and will reinsure through commercial companies for claims more than \$500,000 to \$1,000,000 for each insurance event. The City anticipates no contingent losses.

TML has published its own financial report that can be obtained from the Texas Municipal League Intergovernmental Risk Pool, Austin, Texas.

The City carries commercial fidelity bonds for elected officials and for management.

Property and Casualty Insurance

Property, casualty, mobile equipment, boiler, and machinery insurance is provided by TML.

Workers' Compensation Insurance

The City insures against workers' compensation claims through TML.

Group Health and Life Insurance

The City maintains a group health insurance plan for active employees and their eligible dependents. Costs are recorded in the fund from which the employees' compensation is paid.

Unemployment Compensation Insurance

The City self-insures for unemployment compensation claims through an agreement with the Texas Workforce Commission (TWC). Under the agreement, TWC administers all claims and is reimbursed by the City for claims incurred plus administrative charges.

B. Subsequent Events

On October 21, 2021, the City authorized the issuance of City of Pleasanton, Texas General Obligation Refunding Bond, Series 2021. The City approved the allocation of \$50,000 of American Rescue Plan funds for the creation of the City of Pleasanton Business Ventures Program which will address some of the Economic Development priorities for the City, such as: job creation, new business, business innovation, and local government support for the business community. The Pleasanton Economic Development Corporation, city staff, and EMC Strategy Group, LLC will work together to create an environment to grow Economic Development by supporting existing businesses and encourage entrepreneurship. The City accepted the Community Development Facilities loan provided by the USDA. The City also awarded the bid for the City Hall Renovations 2021 Construction Project to Wells Construction in the amount of \$313,034.59.

On November 4, 2021, the City was awarded its 3rd CDBG grant in the amount of \$350,000, this grant is for the water utility reconstruction on the east side of Pleasanton.

On February 17, 2022, the City awarded the contract for Main Yard Carrizo Well Plugging to Weisinger, Inc. in the amount of \$34,968.

On March 3, 2022, the City awarded the Base Bid for Bowen Street, Third Street, Pleasanton Avenue, and Sanchez Avenue CDBG Water Construction Project to Core &

Main L.P. in the amount of \$290,272.67. The City also accepted the proposal for Civil Engineering Services for Drainage Projects for the Drainage RFQ to Mendez Engineering PLLC in the amount of \$224,075.

The City was also awarded the Texas Comptroller LED Grant in the amount of \$75,000 and the FEMA Winterstorm Grant in the amount of \$30,788.

C. Related Party Transactions

Mario Aguirre (Utility Foreman) is the father of Andres Aguirre (City Secretary).

Jody Poth's (Building Inspector) brother owns MJ Poth Plumbing, the City paid \$3,588.01 for the fiscal year ending September 30, 2021.

David Smith (Mechanic) owns Margarita's Tacos, the City paid \$1,850.00 for the fiscal year ending September 30, 2021.

There were no amounts payable to the above-described parties at September 30, 2021.

D. Contingent Liabilities

The City is not a defendant in any significant lawsuit for which monetary damages are sought. However, we noted the following:

Cedric Earl Hill, Jr., vs. Pleasanton Police Department, Earnest J. Venegas, Kia Viesca, Jordan Harden, and Ernest Guerra.- Cause no. SA19CA0998 - Plaintiff Hill sued asserting, pursuant to 42 U.S.C. § 1983, a claim for false arrest. The case is in the discovery stage and has not been set for trial. Management intends to vigorously defend the case. At this time, the attorney is reserving an opinion about the likelihood that Mr. Hill will recover damages from the Defendants. The City of Pleasanton owes no fees in connection with the foregoing claim as of September 30, 2021, and no fees are owed at the present time.

Elsie Guerra v. City of Pleasanton, et. al. No. 5:20-cv-00536-XR (U.S. District Court, Western District of Texas, San Antonio Division) - Former Municipal Court Judge Elsie Guerra filed an EEOC claim against the City, citing discrimination related to race, sex, age, and disability for the basis of her Charge of Discrimination in violation of Title VII. Guerra dual-filed her Charge with the Texas Workforce Commission Civil Rights Division (TWCCRD) which alleges the same claims under Chapter 21 of the Texas Labor Code. On September 14, 2021, a Motion to Dismiss was filed, and in the alternative, for More Definite Statement. Guerra filed a response on October 5, 2020 and a reply was filed on October 13, 2020. A Scheduling Order has been entered with a trial setting of November 8, 2021. On November 24, 2020, the Court issued an Order on a Motion to Dismiss, granting in part and denying in part. The Court denied Guerra's second request for appointment of Counsel. Mrs. Guerra made an offer of settlement in the amount of approximately \$250,000.00 on or about the same day as the Court's Order on the Motion to Dismiss. The Court's order on the Motion to Dismiss was reviewed and evaluated, the Court contends that the Plaintiff does not have a protected property interest in her job. The Court is leaning to dismiss some or all her federal claims but allow her to proceed with state law claims. The Court is requiring that the Plaintiff file a motion for leave to assert federal claims, including an explanation why she failed to include a Title VII claim in the original complaint if she pursues this cause of action. The Court will evaluate the amendments if filed, if not the case will be dismissed. Initial disclosures were filed on December 9th declining her settlement offer. A Second Amended Complaint was filed by the Plaintiff on December 28, 2020. An Amended Motion to Dismiss was filed on January 11, 2021. On April 6, 2021, the Court granted the Amended Motion to Dismiss. Ms. Guerra filed Notice of Appeal along with a Notice to Proceed and the Court denied this Motion. Then, Ms. Guerra filed a Motion for Consideration of More Time to File Proper Appeal Because of Excusable Neglect. On May 24, 2021, the Court granted her motion allowing her to re-file a Notice of Appeal within 14 days, or by June 7, 2021. She did not re-file her Notice of Appeal within this time period. On June 29, 2021, the attorneys office was informed by the Fifth Circuit that Ms. Guerra's IFP Motion was denied and it was requested that she pay a \$505 appellate docketing fee or file a new IFP Motion. The Fifth Circuit accepted the Plaintiff's Notice of Appeal on May 13, 2021.

The Plaintiff filed a Motion for Reconsideration for More Time to File Proper Appeal Because of Excusable Neglect that was dated May 20, 2021 and received on July 13, 2021. The Court acknowledged receipt and directed the Plaintiff to file appropriate paperwork and pay the *in forma pauperis* fee by August 12, 2021 which was not paid. On August 20, 2021, the Fifth Circuit issued a Judgment/Mandate, thereby dismissing her appeal. The District Court acknowledged the Judgment/Mandate on August 23, 2021. The case was finally concluded and the Court gave her multiple opportunities to pursue the case after deadlines expired. In October 2021, the attorney's office was notified that Ms. Guerra passed away. There is no further liability exposure to the City in this matter.

E. Defined Benefit Pension Plans

EXECUTIVE SUMMARY as of December 31, 2020

Actuarial Valuation and Measurement Date, December 31,	2019	2020
Membership		
Number of		
- Inactive employees or beneficiaries currently receiving benefits	47	53
- Inactive employees entitled to but not yet receiving benefits	78	79
- Active employees	112	111
- Total	237	243
Covered Payroll	\$5,611,137	\$5,926,671
Net Pension Liability		
Total Pension Liability	\$21,780,464	\$23,402,569
Plan Fiduciary Net Position	16,912,176	18,645,955
Net Pension Liability/(Asset)	\$4,868,288	\$4,756,614
Plan Fiduciary Net Position as a Percentage		
of Total Pension Liability	77.65%	79.67%
Net Pension Liability/(Asset) as a Percentage		
of Covered Payroll	86.76%	80.26%
Development of the Single Discount Rate		
Single Discount Rate	6.75%	6.75%
Long-Term Expected Rate of Return	6.75%	6.75%
Long-Term Municipal Bond Rate	2.75%	2.00%
Last year ending December 31 in the 100-year projection period for which projected benefit payments are fully funded	N/A	N/A

SCHEDULE OF PENSION EXPENSE

1. Total Service Cost	\$946,489
2. Interest on the Total Pension Liability	1,473,005
3. Changes in Current Period Benefits Including Substantively Automatic Status	0
4. Employee Contributions (Reduction of Expense)	(414,867)
5. Projected Earnings on Plan Investments (Reduction of Expense)	(1,141,572)
6. Administrative Expense	8,307
7. Other Changes in Fiduciary Net Position	324
8. Recognition of Current Year Outflow (Inflow) of Resources-Liabilities	16,690
9. Recognition of Current Year Outflow (Inflow) of Resources-Assets	(28,842)
10. Amortization of Prior Year Outflows (Inflows) of Resources-Liabilities	80,887
11. Amortization of Prior Year Outflows (Inflows) of Resources-Assets	(141,423)
12. Total Pension Expense (Income)	<u>\$798,998</u>

SCHEDULE OF OUTFLOWS AND INFLOWS - CURRENT AND FUTURE EXPENSE

A.	Recognition Period (or amortization year)	Total (Inflow) or Outflow of Resources	2020 Recognized in current pension expense	Deferred (Inflow)/Outflow in future expense
Due to Liabilities:				
Difference in expected and actual experience [actuarial (gains) or losses]	3.92	\$65,423	\$16,690	\$48,733
Change in assumptions [actuarial (gains) or losses]	3.92	0	0	0
			<u>\$16,690</u>	<u>\$48,733</u>
Due to Assets:				
Difference in projected and actual earnings on pension plan investments [actuarial (gains) or losses]	5.00	(\$144,208)	(\$28,842)	(\$115,366)
			<u>(\$28,842)</u>	<u>(\$115,366)</u>
Total:				<u><u>(\$66,633)</u></u>

B. Deferred Outflows and Deferred Inflows of Resources, by year, to be recognized in future pension expense as follows:

	Net deferred outflows (inflows) of resources
2021	(\$127,102)
2022	101,477
2023	(260,377)
2024	(28,840)
2025	0
Thereafter	0
Total	<u>(\$314,842)</u>

**SCHEDULE OF CHANGES IN NET PENSION LIABILITY/(ASSET) AND RELATED RATIOS -
CURRENT PERIOD**

A.	Total pension liability	
1.	Service Cost	\$946,489
2.	Interest (on the Total Pension Liability)	1,473,005
3.	Change in benefit terms including substantively automatic status	0
4.	Difference between expected and actual experience	65,423
5.	Change in assumptions	0
6.	Benefit payments, including refunds of employee contributions	<u>(862,812)</u>
7.	Net change in total pension liability	\$1,622,105
8.	Total pension liability - beginning	<u>21,780,464</u>
9.	Total pension liability – ending	<u><u>\$23,402,569</u></u>
B.	Plan fiduciary net position	
1.	Contributions - employer	\$904,574
2.	Contributions - employee	414,867
3.	Net investment income	1,285,780
4.	Benefit payments, including refunds of employee contributions	(862,812)
5.	Administrative Expense	(8,307)
6.	Other	<u>(324)</u>
7.	Net change in plan fiduciary net position	\$1,733
8.	Plan fiduciary net position - beginning	<u>\$14,134,913</u>
9.	Plan fiduciary net position - ending	<u><u>\$16,912,176</u></u>
C.	Net pension liability/(asset) [A.9 - B.9]	<u><u>\$4,868,288</u></u>
D.	Plan fiduciary net position as a percentage of the total pension liability [B.9/A.9]	77.65%
E.	Covered payroll	\$5,611,137
F.	Net pension liability/(asset) as a percentage of covered payroll [C/E]	86.76%

Sensitivity of the Net Pension Liability to Changes in the Discount Rate

1% Decrease 5.75%	Current Single Rate Assumption 6.75%	1% Increase 7.75%
\$8,397,258	\$4,868,288	\$2,030,017

SUMMARY OF ACTUARIAL ASSUMPTIONS

These actuarial assumptions were developed primarily from the actuarial investigation of the experience of TMRS over the four year period from December 31, 2014 to December 31, 2018. They were adopted in 2019 and first used in the December 31, 2019 actuarial valuation.

I. Economic Assumptions

A. General Inflation - General Inflation is assumed to be 2.50% per year.

B. Discount/Crediting Rates

1. System-wide Investment Return Assumption: 6.75% per year, compounded annually, composed of an assumed 2.50% inflation rate and a 4.25% net real rate of return. This rate represents the assumed return, net of all investment and administrative expenses. This is the discount rate used to value the liabilities of the individual employers.
 2. Assumed discount/crediting rate for Supplemental Disability Benefits Fund and individual employee accounts: an annual rate of 5.00% for (1) accumulating prior service credit and updated service credit after the valuation date, (2) accumulating the employee current service balances, (3) determining the amount of the monthly benefit at future dates of retirement or disability, and (4) calculating the actuarial liability of the system-wide Supplemental Disability Benefits Fund.
- C. Overall Payroll Growth - 2.75% per year, which is used to calculate the contribution rates for the retirement plan of each participating city as a level percentage of payroll. This represents the expected increase in total payroll. This increase rate is solely due to the effect of wage inflation on salaries, with no allowance for future membership growth. However, for cities with a decrease in the number of contributing members from 2008 to 2018, the payroll growth is decreased by half the annual percentage decrease in the count capped at a 1.0% decrease per year and rounded down to the nearest 0.1%.

D. Individual Salary Increases -

Salary increases are assumed to occur once a year, on January 1. Therefore, the pay used for the period year following the valuation date is equal to the reported pay for the prior year, increased by the salary increase assumption. Salaries are assumed to increase by the following graduated service-based scale.

Years of Service	Rate (%)
1	11.50%
2	7.25%
3	6.75%
4	6.25%
5	6.00%
6	5.75%
7	5.50%
8	5.25%
9	5.00%
10	4.75%
11-12	4.50%
13-15	4.25%
16-20	4.00%
21-24	3.75%
25+	3.50%

- E. Annuity Increase – The Consumer Price Index (CPI) is assumed to be 2.50% per year prospectively. For the City of Pleasanton annual annuity increases of 1.86% are assumed when calculating the TPL.
- F. Load for Updated Service Credit – To reflect the asymmetric nature of the credits due to the USC provision, there is a load on the final average earnings used in the calculation of 0.1% per year into the future that the calculation is performed.

II. Demographic Assumptions

A. Termination Rates

1. For the first 10 years of service, the base table rates vary by gender, entry age, and length of service. For City of Pleasanton the base table is then multiplied by a factor of 120.0% based on the experience of the city in comparison to the group as a whole. A further multiplier is applied depending on an employee’s classification: 1) Fire – 68%, 2) Police – 86%, or 3) Other – 108%. A sample of the base rates follows:

Males

Age	Service									
	0	1	2	3	4	5	6	7	8	9
20	0.3079	0.2766	0.2305	0.2037	0.1951	0.1764	0.1612	0.1311	0.1078	0.0860
25	0.2798	0.2393	0.1911	0.1638	0.1507	0.1336	0.1210	0.1060	0.0976	0.0798
30	0.2585	0.2163	0.1697	0.1395	0.1138	0.1052	0.0945	0.0817	0.0785	0.0655
35	0.2642	0.2183	0.1663	0.1344	0.1107	0.1048	0.0894	0.0758	0.0655	0.0598
40	0.2602	0.2172	0.1647	0.1279	0.1103	0.0994	0.0849	0.0749	0.0633	0.0608
45	0.2392	0.2040	0.1640	0.1287	0.1110	0.0976	0.0857	0.0750	0.0638	0.0607
50	0.2191	0.1825	0.1489	0.1211	0.1072	0.0935	0.0851	0.0755	0.0636	0.0609
55	0.2112	0.1759	0.1334	0.1132	0.0908	0.0911	0.0813	0.0719	0.0643	0.0591
60	0.2108	0.1626	0.1298	0.1118	0.0833	0.0915	0.0794	0.0721	0.0602	0.0579
65	0.2109	0.1542	0.1305	0.1121	0.0847	0.0914	0.0798	0.0738	0.0577	0.0581
70	0.2109	0.1557	0.1304	0.1121	0.0845	0.0914	0.0797	0.0735	0.0581	0.0581

Females

Age	Service									
	0	1	2	3	4	5	6	7	8	9
20	0.3080	0.2836	0.2258	0.2132	0.2030	0.2054	0.1561	0.1565	0.1590	0.1600
25	0.2828	0.2449	0.2101	0.1995	0.1739	0.1690	0.1392	0.1375	0.1206	0.1144
30	0.2617	0.2224	0.1981	0.1791	0.1369	0.1370	0.1297	0.1145	0.0989	0.0817
35	0.2464	0.2153	0.1834	0.1462	0.1294	0.1258	0.1130	0.1103	0.1016	0.0782
40	0.2281	0.2026	0.1641	0.1365	0.1316	0.1115	0.1040	0.0940	0.0847	0.0745
45	0.2227	0.1884	0.1450	0.1359	0.1072	0.1034	0.0909	0.0797	0.0717	0.0737
50	0.2238	0.1823	0.1369	0.1249	0.0901	0.0896	0.0837	0.0735	0.0686	0.0628
55	0.2236	0.1766	0.1372	0.1218	0.0848	0.0819	0.0725	0.0717	0.0696	0.0560
60	0.2236	0.1548	0.1372	0.1191	0.0811	0.0856	0.0656	0.0649	0.0436	0.0386
65	0.2236	0.1454	0.1372	0.1169	0.0813	0.0871	0.0678	0.0603	0.0281	0.0285
70	0.2236	0.1471	0.1372	0.1173	0.0813	0.0868	0.0675	0.0611	0.0308	0.0303

2. After 10 years of service, base termination rates vary by gender and by the number of years remaining until first retirement eligibility. For City of Pleasanton the base table is then multiplied by a factor of 120.0% based on the experience of the city in comparison to the group as a whole. A further multiplier is applied depending on an employee's classification: 1) Fire – 54%, 2) Police – 83%, or 3) Other – 113%. A sample of the base rates follows:

Years from Retirement	Male	Female
1	1.82%	2.34%
2	2.43%	3.15%
3	2.87%	3.75%
4	3.24%	4.25%
5	3.55%	4.67%
6	3.83%	5.06%
7	4.08%	5.40%
8	4.32%	5.72%
9	4.53%	6.02%
10	4.74%	6.30%
11	4.93%	6.57%
12	5.11%	6.82%
13	5.28%	7.06%
14	5.45%	7.28%
15	5.60%	7.50%

Termination rates end at first eligibility for retirement

B. Forfeiture Rates (Withdrawal of Member Deposits from TMRS) for vested members vary by age and employer match, and they are expressed as a percentage of the termination rates shown in (A). The withdrawal rates for cities with a 2-to-1 match are shown below. 4% is added to the rates for 1½-to-1 cities, and 8% is added for 1-to-1 cities.

Age	Percent of Terminating Employees Choosing to Take a Refund
25	40.2%
30	40.2%
35	40.2%
40	37.0%
45	31.6%
50	26.1%
55	20.7%

Forfeiture rates end at first eligibility for retirement.

C. Service Retirees and Beneficiary Mortality Rates

For calculating the actuarial liability and the retirement contribution rates, the Gender-distinct 2019 Municipal Retirees of Texas mortality tables. The rates are projected on a fully generational basis by Scale UMP to account for future mortality improvements. Based on the size of the city, rates are multiplied by an additional factor of 100.0%.

D. Disabled Annuitant Mortality Rates

For calculating the actuarial liability and the retirement contribution rates, the mortality tables for healthy retirees is used with a 4 year set-forward for males and a 3 year set-forward for females. In addition, a 3.5% and 3% minimum mortality rate will be applied to reflect the impairment for younger members who become disabled for males and females, respectively. The rates are projected on a fully generational basis by Scale UMP to account for future mortality improvements subject to the floor.

E. Pre-Retirement Mortality

For calculating the actuarial liability and the retirement contribution rates, the PUB(10) mortality tables, with the Public Safety table used for males and the General Employee table used for females. The rates are projected on a fully generational basis by Scale UMP to account for future mortality improvements.

F. Annuity Purchase Rates

For determining the amount of the monthly benefit at the time of retirement for both healthy and disabled annuitants, the annuity purchase rates (APRs) until 2027 are based on a mortality study performed in 2013, with the factors phasing into being based on a unisex blend of the RP-2000 Combined Healthy Mortality Tables with Blue Collar Adjustment for males and females with both male and female rates multiplied by 107.5% and projected on a fully generational basis with scale BB. The current table of APRs is explicitly valued through 2032 and then it is assumed the APRs and the valuation mortality assumptions will be consistent over time. For members, a unisex blend of 70% of the males table and 30% of the female table is used, while 30% of the male table and 70% of the female table is used for beneficiaries.

G. Disability Rates

Age	Males & Females
20	0.000003
25	0.000019
30	0.000074
35	0.000194
40	0.000371
45	0.000603
50	0.000891
55	0.001235
60	0.001635
65	0.002090

H. Service Retirement Rates, applied to both Active and Inactive Members

The base table rates vary by gender, entry age group, and age. For members under age 62, these base rates are then multiplied by 2 factors based on 1) employee contribution rate and employer match and 2) if the city has a recurring COLA.

Age	
<50	0.05
50-51	0.07
52-54	0.08
55-59	0.13
60	0.16
61	0.17
62	0.25
63-64	0.20
65-74	0.30
75 and over	1.00

Note: For cities without a 20-year/any age retirement provision, the rates are loaded by 50% for ages 60 & below with 25 or more years of service.

Plan Design Factors Applied to Base Retirement Rates

Employer Match	Employee Contribution Rate		
	5%	6%	7%
1-1	0.75	0.80	0.84
1.5-1	0.81	0.86	0.92
2--1	0.86	0.93	1.00

Recurring COLA: 100%
 No Recurring COLA: 95%

III. Methods and Assumptions

- A. Valuation of Assets - The actuarial value of assets is based on the market value of assets with a ten-year phase-in of actual investment return in excess of (less than) expected investment income. Offsetting unrecognized gains and losses are immediately recognized, with the shortest remaining bases recognized first and the net remaining bases continue to be recognized on their original timeframe. The actuarial value of assets is further adjusted by 33% of any difference between the initial value and a 12% corridor around the market value of assets, if necessary.

- B. Actuarial Cost Method: The actuarial cost method being used is known as the Entry Age Normal Actuarial Cost Method. The Entry Age Normal Actuarial Cost Method develops the annual cost of the Plan in two parts: that attributable to benefits accruing in the current year, known as the normal cost, and that due to service earned prior to the current year, known as the amortization of the unfunded actuarial accrued liability. The normal cost and the actuarial accrued liability are calculated individually for each member. The normal cost rate for an employee is the contribution rate which, if applied to a member's compensation throughout their period of anticipated covered service with the municipality, would be sufficient to meet all benefits payable on their behalf. The normal cost is calculated using an entry age based on benefit service with the current city. If a member has additional time-only vesting service through service with other TMRS cities or other public agencies, they retain this for determination of benefit eligibility and decrement rates. The salary-weighted average of these rates is the total normal cost rate. The unfunded actuarial accrued liability reflects the difference between the portion of projected benefits attributable to service credited prior to the valuation date and assets already accumulated. The unfunded actuarial accrued liability is paid off in accordance with a specified amortization procedure outlined in C below.

- C. Amortization Policy: For “underfunded” cities the amortization as of the valuation date is a level percentage of payroll over a closed period using the process of “laddering”. Bases that existed prior to this valuation continue to be amortized on their original schedule. For cities with twenty or more employees new experience losses are amortized over individual periods of not more than 25 years. Beginning December 31, 2020, new loss bases for cities with fifteen or more employees will be amortized over individual periods of not more than 20 years. New gains (including lump sum contributions) are offset against and amortized over the same period as the current largest outstanding loss base for the specific City which in turn decreases contribution rate volatility.

Once a City reaches an “overfunded” status, all prior bases are erased and an amount of the surplus is credited against the contribution rate to keep the funded ratio constant year over year.

Ad hoc benefit enhancements are amortized over individual periods using a level dollar policy. The period will be based on the minimum of 12 years or the current life expectancy of the covered group. However, if the non-ad hoc (level percent) amortization factor is smaller due to a shorter amortization period based on the employer’s size, as described below, ad hoc enhancements will be amortized the same as any other loss.

- D. Small City Methodology - For cities with fewer than twenty employees, more conservative methods and assumptions are used. First, lower termination rates are used for smaller cities, with maximum multipliers of 75% for employers with less than 6 members, 85% for employers with 6 to 10 members, 100% for employers with 11 to 15 members, and 110% for employers with less than 100 members.

There is also a load on the life expectancy for employers with less than 15 active members. The life expectancy will be loaded by decreasing the mortality rates by 1% for every active member less than 15. For example, an employer with 5 active members will have the baseline mortality tables multiplied by 90% (10 active members times 1%).

For underfunded plans, the maximum period for amortizing losses is decreased by 1 year for each active member less than the 20 member threshold. For example, an employer with 8 active members and a current maximum amortization period of 25 will use $(25 - (20 - 8)) = 13$ year amortization period for the gain or loss in that year’s valuation. Under this policy, the lowest amortization period will be $25 - (20 - 1) = 6$ years. Once the plan is overfunded, the amortization period will revert back to the standard policy. Beginning December 31, 2020, the member threshold will be lowered to 15 to be consistent with the decrease in the standard amortization period to 20.

IV. Other Assumptions

1. Valuation payroll (used for determining the amortization contribution rate): A weighted average of the actual payroll during the prior fiscal years, with 33% weight given to the most recent year and 67% weight given to the expected payroll for the previous fiscal year, moved forward with one year's payroll growth rate and adjusted for changes in population.
2. Individual salaries used to project benefits: For members with more than three years of service, actual salaries from the past three fiscal years are used to determine the USC final average salary as of the valuation date. For future salaries, this three-year average is projected forward with two years of salary scale to create the salary for the year following the valuation. This value is then projected with normal salary scales.
3. Timing of benefit payments: Benefit payments are assumed to be made in the middle of the month. Although TMRS benefits are paid at the end of the month, eligibility for that payment is determined at the beginning of the month. A middle of month payment approximates the impact of the combination of eligibility determination and actual payment timing.
4. Percent married: 100% of the employees are assumed to be married.
5. Age difference: Male members are assumed to be three years older than their spouses, and female members are assumed to be three years younger than their spouses.
6. Optional Forms: All healthy and disabled members are assumed to choose a 50% Joint and Survivor option when they retire. For healthy members, this is approximated by reducing the benefit payment by a factor equal to 2.1% at age 60 (with adjustments by age). The 2.1% is effective for the 2019 calendar year and will reduce by 10% each year until the phase into the APR rates is complete, at which time there will be no need for such factor.
7. Percent electing annuity on death (when eligible): For vested members not eligible for retirement, 75% of the spouses of male members and 70% of the spouses of female members are assumed to commence an immediate benefit in lieu of a deferred annuity or a refund. Those not electing an immediate benefit are assumed to take a refund. All of the spouses of married participants who die after becoming eligible for a retirement benefit are assumed to elect an annuity that commences immediately.
8. Partial Lump Sum Utilization: It is assumed that each member at retirement will withdraw 40% of their eligible account balance.

9. Inactive Population: All non-vested members of a city are assumed to take an immediate refund if they are not contributing members in another city. Vested members not contributing in another city are assumed to take a deferred retirement benefit, except for those who have terminated in the past 12 months for whom one year of forfeiture probability is assumed. The forfeiture rates for inactive members of a city who are contributing members in another city are equal to the probability of termination multiplied by the forfeiture rates shown in II(A) and II(B) respectively. These rates are applied each year until retirement eligibility. Once a member is retirement eligible, they are assumed to commence benefits based on the service retirement rates shown in II (H).
10. There will be no recoveries once disabled.
11. No surviving spouse will remarry and there will be no children's benefit.
12. Decrement timing: Decrements of all types are assumed to occur mid-year.
13. Eligibility testing: Eligibility for benefits is determined based upon the age nearest birthday and service nearest whole year on the date the decrement is assumed to occur.
14. Decrement relativity: Decrement rates are used directly from the experience study, without adjustment for multiple decrement table effects.
15. Incidence of Contributions: Contributions are assumed to be received continuously throughout the year based upon the computed percent of payroll shown in this report, and the actual payroll payable at the time contributions are made.
16. Benefit Service: All members are assumed to accrue 1 year of eligibility service each year.
17. The decrement rates for service-related decrements are based on total TMRS eligibility service.

V. *Participant Data*

Participant data was supplied in electronic text files. There were separate files for (i) active and inactive members, and (ii) members and beneficiaries receiving benefits.

The data for active members included birthdate, gender, service with the current city and total vesting service, salary, employee contribution account balances, as well as the data used in the next calculation of the Updated Service Credit (USC). For retired members and beneficiaries, the data included date of birth, gender, spouse's date of birth (where applicable), amount of monthly benefit, date of retirement, form of payment code, and aggregate increase in the CPI that will be used in the next calculation of the cost of living adjustment.

To the extent possible we have made use of all available data fields in the calculation of the liabilities stated in this report. Actual CPI is used to model the wear-away effect or “catch-up” when a city changes its COLA provisions. Adjustments are made for members who have service both in a city with “20 and out” retirement eligibility and one that hasn’t adopted it to calculate the earliest possible retirement date.

Salary supplied for the current year was based on the annualized earnings for the year preceding the valuation date.

Assumptions were made to correct for missing, bad, or inconsistent data. These had no material impact on the results presented.

Amortization Schedule

Deferred (Inflows)/Outflows of Resources

	Remaining Recognition period (or amortization years)	Total Remaining (Inflow) or Outflow of Resources	Measurement Year						
			2019	2020	2021	2022	2023	2024	Thereafter
Due to Liabilities:									
difference in experiences (inflows)/outflows									
2019	3.9000	\$349,789	\$89,689	\$89,689	\$89,689	\$80,722	\$0	\$0	\$0
2018	3.2100	(420,406)	(130,967)	(130,967)	(130,967)	(27,505)	0	0	0
2017	2.3800	212,058	89,100	89,100	33,858	0	0	0	0
2016	1.1300	(4,761)	(4,212)	(549)	0	0	0	0	0
2015	1.0000	(4,849)	(4,849)	0	0	0	0	0	0
		Total	\$38,761	\$47,273	(\$7,420)	\$53,217	\$0	\$0	\$0
change in assumptions (inflows)/outflows									
2019	3.9000	\$131,096	\$33,614	\$33,614	\$33,614	\$30,254	\$0	\$0	\$0
2015	1.0000	13,070	13,070	0	0	0	0	0	0
		Total	\$33,614	\$33,614	\$33,614	\$30,254	\$0	\$0	\$0
Due to Assets:									
excess investment returns (inflows)/outflows									
2019	5.0000	(\$1,234,436)	(\$246,887)	(\$246,887)	(\$246,887)	(\$246,887)	(\$246,888)	\$0	\$0
2018	4.0000	1,108,186	277,047	277,047	277,047	277,045	0	0	0
2017	3.0000	(513,912)	(171,304)	(171,304)	(171,304)	0	0	0	0
2016	2.0000	(560)	(281)	(279)	0	0	0	0	0
2015	1.0000	141,412	141,412	0	0	0	0	0	0
		Total	(\$13)	(\$141,423)	(\$141,144)	\$30,158	(\$246,888)	\$0	\$0

G. Summary of GASB 75 Group Insurance Policy

EXECUTIVE SUMMARY

The City of Pleasanton (“City) provides medical and dental benefits to eligible retirees. The City pays for part of the cost for retirees meeting certain eligibility requirements. No health plan benefits are available to dependents of retirees. All active employees who retire directly from the City and meet the eligibility criteria may participate.

The Medicare Prescription Drug, Improvement and Modernization Act of 2003 was enacted on December 8, 2003. As a result of this legislation, employers providing drug coverage to Medicare eligible retirees, that is, at least actuarially equivalent to the standard benefit provided by Medicare, may be eligible to receive a federal subsidy.

GASB has taken the position that any federal subsidy received should be reported as revenue to the plan sponsor and not used as an offset to the GASB liabilities. This report is prepared on that basis.

This SUMMARY identifies the value of benefits at September 30, 2021 and costs for the 2021 Fiscal Year:

	September 30, 2021		
	Initial Results	Medicare Prescription Savings	Final
Present Value of Future Benefits	13,574,648	N/A	13,574,648
Total OPEB Liability (TOL)	6,501,254	N/A	6,501,254
Fiduciary Net Position (FNP)	0	N/A	0
Net OPEB Liability (NOL)	6,501,254	N/A	6,501,254
FY 2020 Expected OPEB Benefits (includes any implicit subsidy) *	26,668	N/A	26,668
*The FY2021 implicit subsidy is \$13,197.			

This section presents detailed valuation results for the City's Plan.

- ▶ The **Present Value of Future Benefits** is the total present value of all expected future benefits, based on certain actuarial assumptions. The Present Value of Future Benefits is a measure of total liability or obligation. Essentially, this present value is the value (on the valuation date) of the benefits promised current and future retirees. The Plan's present value of all projected benefits (at September 30, 2021) is **\$13,574,648**. Most of this obligation is for current active employees (future retirees).
- ▶ The **Total OPEB Liability (TOL)** is the liability or obligation for benefits earned through the valuation date, based on certain actuarial methods and assumptions. The Plan's TOL (at September 30, 2021) is **\$6,501,254**. Most of this liability is for active employees. The TOL represents **47.89%** of the present value of all projected benefits.
- ▶ **Service Cost** is the value of benefits expected to be earned during the year, again based on certain actuarial methods and assumptions. The 2021 Fiscal Year Service Cost (at September 30, 2021) is **\$624,592**.

The results were calculated based upon plan provisions, as provided by the City, along with certain demographic and economic assumptions as recommended by our consulting actuary with guidance from the GASB statement.

Demographic Assumptions

Data was provided by the City as of December 2021. Appropriate adjustments in this data were made for the actuarial valuation. There is no assumption for future hires.

Economic Assumptions

The GASB statement requires that the discount rate used to determine the plan liabilities for retiree healthcare benefits is based on the earnings rate of the plan assets if the projected assets are sufficient to cover the projected benefit payments. If the projected assets are not sufficient then a municipal bond index rate must be used for discounting benefits not covered by the projected assets. Since there are no plan assets held in trust the Bond Buyer GO Bond 20 Index is used for determining the discount rate of **2.26%**.

The trend assumption is used to project the growth of the expected claims over the lifetime of the healthcare recipients. The GASB statement does not require a particular source for information to determine healthcare trends, but it does recommend selecting a source that is "publicly available, objective and unbiased".

The balance of this report provides greater detail for the above results.

PRINCIPAL VALUATION RESULTS

The following highlights the City's recognition of the above amounts:

- ▶ The September 30, 2021 Plan Fiduciary Net Position is \$0
- ▶ The FY 2021 Total OPEB Expense is \$844,767.
- ▶ Expected FY 2021 OPEB contributions are \$26,668 (includes \$13,471 in subsidy contributions made by the employer.)

The following table shows results by active and retired employee groups as of September 30, 2021:

	Initial Results	Medicare Prescription Savings	Final
Present Value of Future Benefits			
Actives	13,055,887	N/A	13,055,887
Retirees	518,761	N/A	518,761
Total	13,574,648	N/A	13,574,648
Total OPEB Liability (TOL)			
Actives	5,982,493	N/A	5,982,493
Retirees	518,761	N/A	518,761
Total	6,501,254	N/A	6,501,254
Plan Fiduciary Net Position			0
Net OPEB Liability (NOL)			6,501,254
Service Cost			624,592

ACCOUNTING INFORMATION

The adoption date for the new GASB 75 OPEB Accounting Standard was for the Fiscal Year beginning October 1, 2017. The following shows the development of the Net OPEB Liability (NOL), the Total OPEB Expense, the Schedule of Deferred Inflows/Outflows and the Trend and Discount Rate Sensitivity Analysis.

Net OPEB Liability (NOL)

The Standard sets the method for determining the County's Total OPEB Liability and Net OPEB Liability. The Net OPEB Liability is the difference between the Total OPEB liability and the Plan Fiduciary Net Position. The Plan Fiduciary Net Position is zero for plans with no dedicated plan assets. To be included as assets of the plan the assets must be held in an irrevocable trust for the exclusive purpose of providing post-retirement benefits. Changes in benefit terms are recognized immediately. Changes in assumptions and experience gains/losses are amortized over the average remaining service of active employees and inactive participants. Investment gains/losses are amortized over five (5) years. The amortization amounts are found in Exhibit A in the back of this valuation report.

	Increase (Decrease)		
	Total OPEB Liability (a)	Plan Fiduciary Net Position (b)	Net OPEB Liability (a) – (b)
Total OPEB Liability			
October 1, 2020	7,462,427	0	7,462,427
Service Cost	724,450	0	724,450
Interest Cost	183,905	0	183,905
Changes of Benefit Terms	0	0	0
Differences between expected and actual experience	(1,682,944)	0	(1,682,944)
Changes in assumptions	(159,916)	0	(159,916)
Other changes	0	0	0
Contributions-employer	0	0	0
Net investment income	0	0	0
Benefit payments	(26,668)	0	(26,668)
Administrative expense	0	0	0
Net change in total OPEB liability	(961,173)	0	(961,173)
Total OPEB Liability			
September 30, 2021	6,501,254	0	6,501,254

Total OPEB Expense

Part of the disclosure is the Total OPEB Expense included in the financial statements each fiscal year. This expense includes the service cost, interest cost and the amortized amount of each basis required by GASB 75.

Total OPEB Expense	FY2021
Service Cost	724,450
Interest Cost (including interest on Service Cost)	183,905
Changes of benefit terms	0
Current Recognized Deferred Outflows/ (Inflows)	
Difference between expected and actual Experience	(236,469)
Changes in assumptions or other inputs	172,881
(Other changes, if significant)	0
Difference of Projected Investment Earnings	0
Total OPEB Expense as of September 30, 2021	844,767

Schedule of Deferred Inflows/Outflows

GASB75 requires disclosure of the deferred inflows/outflows resulting from the changes in the Total OPEB liability each year. Included will be a schedule showing the original amortization amount, the years to be amortized, and the remaining balance.

Schedule of Deferred Inflows/Outflows	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	92,990	(1,838,100)
Changes of assumptions/inputs	1,284,951	(375,787)
Net difference between projected and actual investments	0	0
Total	1,377,941	(2,213,887)

Projection of Net Inflows (Outflows)

Fiscal Year	Net Outflows (Inflows)
2022	(63,588)
2023	(63,588)
2024	(63,588)
2025	(63,588)
2026+	(518,006)

Sensitivity Analysis of the Trend and Discount Rate

GASB 75 requires that a sensitivity analysis of the trend and discount rates used in the valuation. The sensitivity is plus or minus 1% from the base rates used in the valuation. The values shown are as of September 30, 2021.

Trend	Total OPEB Liability	% Difference
1% Decrease (3.50%)	4,875,324	-25.0%
Current Trend 4.50%	6,501,254	
1% Increase (5.50%)	8,829,800	35.8%

Discount Rate	Total OPEB Liability	% Difference
1% Decrease (3.26%)	5,080,780	-21.8%
Current Discount Rate 2.26%	6,501,254	
1% Decrease (1.26%)	8,443,891	29.9%

SUMMARY OF PRINCIPAL PLAN PROVISIONS

Plan Provisions

Medical Benefits

Eligibility	Eligible for retirement under the TMRS retirement plan. Must have at least 20 years of service with the City to participate in the retiree health plan. Not eligible if retired under other public retirement plans.
Dependent eligibility	Dependent coverage not provided.
Postretirement contributions	<p>The City pays the full contribution for the first 10 years of retirement and for age 65 and later. The City pays 50% of the contribution after 10 years and prior to age 65.</p> <p>Medical benefits and dental benefits are provided through the TML Multistate Intergovernmental Employee Benefits Pool.</p> <p>Coverage is for the life of the retiree subject to retiree contribution payments being made.</p>
Change in Plan Provisions	None

Actuarial Method

Individual Entry Age Normal Cost Method-Level Percentage of Projected Salary.

Service Cost

Determined for each employee as the Actuarial Present Value of Benefits allocated to the valuation year. The benefit attributed to the valuation year is that incremental portion of the total projected benefit earned during the year in accordance with the plan's benefit formula. This allocation is based on each participant's service between date of hire and date of expected termination.

Total OPEB Liability

The Actuarial Present Value of Benefits allocated to all periods prior to the valuation year.

Discount Rate

2.26% (-0.24% real rate of return plus 2.50% inflation)

Average Per Capita Claim Cost

Age	Medical
50	7,808
51	8,042
52	8,284
53	8,532
54	8,788
55	9,052
56	9,323
57	9,603
58	9,891
59	10,188
60	10,493
65	3,649
70	4,231
75	4,905
80+	5,686

Dental annual per capita cost is \$814.80.

Health Care Cost Trend

Level 4.50% for medical and level 3.00% for dental.

Mortality	RPH-2014 Total Table with Projection MP-2020
Turnover	Rates varying based on gender, age and select and ultimate at 9 years. Rates based the TMRS actuarial assumptions from the 2017 retirement plan valuation report.
Disability	None assumed
Retirement Rates	
Retiree Contributions	\$314.59 per month for employee coverage provided after 10 years of coverage and before age 65. No contribution required for the first 10 years and after age 65.
Salary Scale	3.50%
Data Assumptions	
<i>Coverage</i>	100% of all retirees who currently have healthcare coverage will continue with the same coverage. 100% of all actives who currently have healthcare coverage will continue with coverage upon retirement.
Valuation Methodology and Terminology	
	We have used GASB accounting methodology to determine the postretirement medical benefit obligations.
Valuation Date	September 30, 2021
Measurement Date	September 30, 2021

G. GASB 75 Information

Actuarial and Financial Schedules

As of Measurement Date of December 31, 2020

Actuarial Valuation and Measurement Date, December 31,

Membership

Number of	2020
-Inactive employees currently receiving benefits	37
-Inactive employees entitled to but not yet receiving benefits	19
-Active employees	<u>111</u>
-Total	167

Covered Payroll \$5,611,137

Changes in the Total OPEB Liability

Total OPEB Liability - beginning of year	272,147
Changes for the year	
Service cost	16,595
Interest on Total OPEB Liability	7,696
Changes of benefit term	0
Differences between expected and actual experience	344
Changes in assumptions or other inputs	52,045
Benefit payments	<u>(1,185)</u>
Net changes	<u>75,495</u>
Total OPEB Liability - end of year	\$347,642

Total OPEB Liability as a Percentage of Covered Payroll 5.87%

Summary of Actuarial Assumptions:

Inflation	2.5%
Salary increases	3.50% to 11.50% including inflation
Discount rate*	2.00%
Retirees' share of benefit-related costs	\$0
Administrative expenses	All administrative expenses are paid through the Pension Trust and accounted for under reporting requirements under GASB Statement No. 68.
Mortality rates – service retirees	2019 Municipal Retirees of Texas Mortality Tables. The rates are projected on a fully generational basis with scale UMP.
Mortality rates – disabled retirees	2019 Municipal Retirees of Texas Mortality Tables with a 4 year set-forward for males and a 3 year set-forward for females. In addition, a 3.5% and 3% minimum mortality rate will be applied to reflect the impairment for younger members who become disabled for males and females, respectively. The rates are projected on a fully generational basis by Scale UMP to account for future mortality improvements subject to the floor.

Note: The actuarial assumptions used in the December 31, 2020 valuation were based on the results of an actuarial experience study for the period December 31, 2014 to December 31, 2018.

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

	1% Decrease 1.00%	Current Discount Rate 2.00%	1% Increase 3.00%
Total OPEB liability	\$436,313	\$347,642	\$280,449

OPEB Expense:

Service cost	\$16,595
Interest on total OPEB Liability	7,696
Changes in benefit terms	0
Employer administrative costs	0
Recognition of deferred outflows/inflows of resources:	
Differences between expected and actual experience	(1,913)
Changes in assumptions or other inputs	18,356
Total OPEB expense	<u>\$40,734</u>

Deferred (Inflows)/Outflows of Resources:

	Deferred (Inflows) of Resources	Deferred Outflows of Resources
Differences between expected and actual experience	\$ (8,909)	\$ 0
Changes in assumptions and other inputs	0	74,600
Contributions made subsequent to measurement date	N/A	NONE
Total (excluding contributions made subsequent to measurement date)	\$ (8,909)	\$ 74,600

Schedule of Outflows and Inflows - Current and future expense

	Recognition Period (or amortization years)	Total (Inflow) or Outflow of Resources	2020 Recognized in current OPEB expense	Deferred (Inflow)/Outflow in future expense
<u>Due to Liabilities:</u>				
Difference in expected and actual experience [actuarial (gains) or losses]	5.7400	\$344	\$60	\$284
Change in assumptions [actuarial (gains) or losses]	5.7400	52,045	9,067	42,978
Contributions made subsequent to measurement date		None	None	None
Total (excluding city provided contributions made subsequent to measurement date):				\$43,262

Deferred Outflows and Deferred Inflows of Resources, by year, to be recognized in future OPEB expense (excluding city-provided contributions made subsequent to the measurement date):

	Net deferred outflows (inflows) of resources
2021	\$16,443
2022	16,199
2023	13,071
2024	13,224
2025	6,754
Thereafter	0
	\$65,691

Amortization Schedule - Deferred (Inflows)/Outflows of Resources

	Remaining Recognition period (or amortization years)	Total Remaining (Inflow) or Outflow of Resources	2020	2021	2022	2023	2024	2025	Thereafter
difference in experience (inflows)/outflows									
2020	5.7400	\$344	\$60	\$60	\$60	\$60	\$60	\$44	\$0
2019	4.8100	(18,642)	(3,876)	(3,876)	(3,876)	(3,876)	(3,138)	0	0
2018	3.9300	7,476	1,903	1,903	1,903	1,767	0	0	0
		Total	(\$1,913)	(\$1,913)	(\$1,913)	(\$2,049)	(\$3,078)	\$44	\$0
change in assumptions (inflows)/outflows									
2020	5.7400	\$52,045	\$9,067	\$9,067	\$9,067	\$9,067	\$9,067	\$6,710	\$0
2019	4.8100	42,975	8,935	8,935	8,935	8,935	7,235	0	0
2018	3.9300	(12,170)	(3,096)	(3,096)	(3,096)	(2,882)	0	0	0
2017	2.9300	10,106	3,450	3,450	3,206	0	0	0	0
		Total	\$18,356	\$18,356	\$18,112	\$15,120	\$16,302	\$6,710	\$0

Schedule of Contributions - (Retiree-only portion of the rate, for OPEB):

Plan/Calendar Year	Total SDB Contribution (Rate)	Retiree Portion of SDB Contribution (Rate)
2021	<i>0.15%</i>	<i>0.05%</i>
2020	<i>0.16%</i>	<i>0.02%</i>
2019	<i>0.16%</i>	<i>0.02%</i>
2018	<i>0.17%</i>	<i>0.02%</i>
2017	<i>0.17%</i>	<i>0.02%</i>

Note 1: Due to the SDBF being considered an unfunded OPEB plan, benefit payments are treated as being equal to the employer's yearly contributions for retirees.

Note 2: In order to determine the retiree portion of the City's Supplemental Death Benefit Plan contributions (that which is considered OPEB), the City should perform the following calculation:

$$\text{Total covered payroll} * \text{Retiree Portion of SDB Contribution (Rate)}$$

Consideration should be given to the time period of contributions incurred (i.e., City's fiscal year vs. calendar year) to ensure the proper contribution rate is utilized in the above calculation.

Actuarial Assumptions

These actuarial assumptions were developed primarily from the actuarial investigation of the experience of TMRS over the period from December 31, 2014 to December 31, 2018. They were adopted in 2019 and first used in the December 31, 2019 actuarial valuation.

I. Economic Assumptions

- A. General Inflation – General Inflation is assumed to be 2.50% per year.
- B. Discount Rates – Because the Supplemental Death Benefits Fund is considered an unfunded trust under GASB Statement No. 75, the relevant discount rate for calculating the Total OPEB Liability is based on the Fidelity Index’s “20-Year Municipal GO AA Index” rate as of the measurement date.
- C. Individual Salary Increases – Salary increases are assumed to occur once a year, on January 1. Therefore, the pay used for the period year following the valuation date is equal to the reported pay for the prior year, increased by the salary increase assumption. Salaries are assumed to increase by the following graduated service-based scale.

<u>Years of Service</u>	<u>Rate (%)</u>
1	11.50%
2	7.25%
3	6.75%
4	6.25%
5	6.00%
6	5.75%
7	5.50%
8	5.25%
9	5.00%
10	4.75%
11-12	4.50%
13-15	4.25%
16-20	4.00%
21-24	3.75%
25+	3.50%

II. Demographic Assumptions

A. Termination Rates

1. For the first 10 years of service, the base table rates vary by gender, entry age, and length of service. For City of Pleasanton the base table is then multiplied by a factor of 120.0% based on the experience of the city in comparison to the group as a whole. A further multiplier is applied depending on an employee's classification: 1) Fire –68%, 2) Police – 86%, or 3) Other – 108%. A sample of the base rates follows:

Males

Age	Service									
	0	1	2	3	4	5	6	7	8	9
20	0.3079	0.2766	0.2305	0.2037	0.1951	0.1764	0.1612	0.1311	0.1078	0.0860
25	0.2798	0.2393	0.1911	0.1638	0.1507	0.1336	0.1210	0.1060	0.0976	0.0798
30	0.2585	0.2163	0.1697	0.1395	0.1138	0.1052	0.0945	0.0817	0.0785	0.0655
35	0.2642	0.2183	0.1663	0.1334	0.1107	0.1048	0.0894	0.0758	0.0655	0.0598
40	0.2602	0.2172	0.1647	0.1279	0.1103	0.0994	0.0849	0.0749	0.0633	0.0608
45	0.2392	0.2040	0.1640	0.1287	0.1110	0.0976	0.0857	0.0750	0.0638	0.0607
50	0.2191	0.1825	0.1489	0.1211	0.1072	0.0935	0.0851	0.0755	0.0636	0.0609
55	0.2112	0.1759	0.1334	0.1132	0.0908	0.0911	0.0813	0.0719	0.0643	0.0591
60	0.2108	0.1626	0.1298	0.1118	0.0833	0.0915	0.0794	0.0721	0.0602	0.0579
65	0.2109	0.1542	0.1305	0.1121	0.0847	0.0914	0.0798	0.0738	0.0577	0.0581
70	0.2109	0.1557	0.1304	0.1121	0.0845	0.0914	0.0797	0.0735	0.0581	0.0581

Females

Age	Service									
	0	1	2	3	4	5	6	7	8	9
20	0.3080	0.2836	0.2258	0.2132	0.2030	0.2054	0.1561	0.1565	0.1590	0.1600
25	0.2828	0.2449	0.2101	0.1995	0.1739	0.1690	0.1392	0.1375	0.1206	0.1144
30	0.2617	0.2224	0.1981	0.1791	0.1369	0.1370	0.1297	0.1145	0.0989	0.0817
35	0.2464	0.2153	0.1834	0.1462	0.1294	0.1258	0.1130	0.1103	0.1016	0.0782
40	0.2281	0.2026	0.1641	0.1365	0.1316	0.1115	0.1040	0.0940	0.0847	0.0745
45	0.2227	0.1884	0.1450	0.1359	0.1072	0.1034	0.0909	0.0797	0.0717	0.0737
50	0.2238	0.1823	0.1369	0.1249	0.0901	0.0896	0.0837	0.0735	0.0686	0.0628
55	0.2236	0.1766	0.1372	0.1218	0.0848	0.0819	0.0725	0.0717	0.0696	0.0560
60	0.2236	0.1548	0.1372	0.1191	0.0811	0.0856	0.0656	0.0649	0.0436	0.0386
65	0.2236	0.1454	0.1372	0.1169	0.0813	0.0871	0.0678	0.0603	0.0281	0.0285
70	0.2236	0.1471	0.1372	0.1173	0.0813	0.0868	0.0675	0.0611	0.0308	0.0303

2. After 10 years of service, base termination rates vary by gender and by the number of years remaining until first retirement eligibility. For City of Pleasanton the base table is then multiplied by a factor of 80.0% based on the experience of the city in comparison to the group as a whole. A further multiplier is applied depending on an employee's classification: 1) Fire – 54%, 2) Police – 83%, or 3) Other – 113%. A sample of the base rates follows:

Years from Retirement	Male	Female
1	1.82%	2.34%
2	2.43%	3.15%
3	2.87%	3.75%
4	3.24%	4.25%
5	3.55%	4.67%
6	3.83%	5.06%
7	4.08%	5.40%
8	4.32%	5.72%
9	4.53%	6.02%
10	4.74%	6.30%
11	4.93%	6.57%
12	5.11%	6.82%
13	5.28%	7.06%
14	5.45%	7.28%
15	5.60%	7.50%

Termination rates end at first eligibility for retirement

- B. Forfeiture Rates (Withdrawal of Member Deposits from TMRS) for vested members vary by age and employer match, and they are expressed as a percentage of the termination rates shown in (A). The withdrawal rates for cities with a 2-to-1 match are shown below. 4% is added to the rates for 1½-to-1 cities, and 8% is added for 1-to-1 cities.

Age	Percent of Terminating Employees Choosing to Take a Refund
25	40.2%
30	40.2%
35	40.2%
40	37.0%
45	31.6%
50	26.1%
55	20.7%

Forfeiture rates end at first eligibility for retirement.

C. Service Retirees and Beneficiary Mortality Rates

For calculating the OPEB liability and the OPEB contribution rates, the Gender-distinct 2019 Municipal Retirees of Texas mortality tables. The rates are projected on a fully generational basis by Scale UMP to account for future mortality improvements. Based on the size of the city, rates are multiplied by an additional factor of 100.0%.

D. Disabled Annuitant Mortality Rates

For calculating the OPEB liability and the OPEB contribution rates, the mortality tables for healthy retirees is used with a 4 year set-forward for males and a 3 year set-forward for females. In addition, a 3.5% and 3% minimum mortality rate will be applied to reflect the impairment for younger members who become disabled for males and females, respectively. The rates are projected on a fully generational basis by Scale UMP to account for future mortality improvements subject to the floor.

E. Pre-Retirement Mortality

For calculating the OPEB liability and the contribution rates, the PUB(10) mortality tables, with the Public Safety table used for males and the General Employee table used for females. The rates are projected on a fully generational basis by Scale UMP to account for future mortality improvements.

F. Disability Rates

Age	Males & Females
20	0.000003
25	0.000019
30	0.000074
35	0.000194
40	0.000371
45	0.000603
50	0.000891
55	0.001235
60	0.001635
65	0.002090

G. Service Retirement Rates, applied to both Active and Inactive Members

The base table rates vary by gender, entry age group, and age. For members under age 62, these base rates are then multiplied by 2 factors based on 1) employee contribution rate and employer match and 2) if the city has a recurring COLA.

Age	
<50	0.05
50-51	0.07
52-54	0.08
55-59	0.13
60	0.16
61	0.17
62	0.25
63-64	0.20
65-74	0.30
75 and over	1.00

Note: For cities without a 20-year/any age retirement provision, the rates are loaded by 50% for ages 60 & below with 25 or more years of service.

Plan Design Factors Applied to Base Retirement Rates

Employer Match	Employee Contribution Rate		
	5%	6%	7%
1 – 1	0.75	0.80	0.84
1.5 – 1	0.81	0.86	0.92
2 – 1	0.86	0.93	1.00

Recurring COLA: 100%

No Recurring COLA: 95%

III. Methods and Assumptions

- A. Valuation of Assets – For purposes of calculating the Total OPEB Liability, the plan is considered to be unfunded and therefore no assets are accumulated for OPEB.
- B. Actuarial Cost Method: The actuarial cost method being used is known as the Entry Age Normal Actuarial Cost Method. The Entry Age Normal Actuarial Cost Method develops the annual cost of the Plan in two parts: that attributable to benefits accruing in the current year, known as the normal cost, and that due to service earned prior to the current year, known as the amortization of the unfunded actuarial accrued liability. The normal cost and the actuarial accrued liability are calculated individually for each member. The normal cost rate for an employee is the contribution rate which, if applied to a member’s compensation throughout their period of anticipated covered service with the municipality, would be sufficient to meet all benefits payable on their behalf. The normal cost is calculated using an entry age based on benefit service with the current city. If a member has additional time-only vesting service through service with other TMRS cities or other public agencies, they retain this for determination of benefit eligibility and decrement rates. The salary-weighted average of these rates is the total normal cost rate. The unfunded actuarial accrued liability reflects the difference between the portion of projected benefits attributable to service credited prior to the valuation date and assets already accumulated.
- C. Supplemental Death Benefit – The contribution rate for the Supplemental Death Benefit (SDB) is equal to the expected benefit payments during the upcoming year divided by the annualized pay of current active members and is calculated separately for actives and retirees. Due to the significant reserve in the Supplemental Death Fund, the SDB rate for retiree coverage is currently only one-third of the total term cost. Beginning January 2021, the SDB rate for retirees will be based on the full term cost.

IV. Other Assumptions

- 1. Inactive Population: All non-vested members of a city are assumed to take an immediate refund if they are not contributing members in another city. Vested members not contributing in another city are assumed to take a deferred retirement benefit, except for those who have terminated in the past 12 months for whom one year of forfeiture probability is assumed. The forfeiture rates for inactive members of a city who are contributing members in another city are equal to the probability of termination multiplied by the forfeiture rates shown in II(A) and II(B) respectively. These rates are applied each year until retirement eligibility. Once a member is retirement eligible, they are assumed to commence benefits based on the service retirement rates shown in II(G).
- 2. There will be no recoveries once disabled.
- 3. Decrement timing: Decrements of all types are assumed to occur mid-year.
- 4. Eligibility testing: Eligibility for benefits is determined based upon the age nearest birthday and service nearest whole year on the date the decrement is assumed to occur.
- 5. Decrement relativity: Decrement rates are used directly from the experience study, without adjustment for multiple decrement table effects.

6. Incidence of Contributions: Contributions are assumed to be received continuously throughout the year based upon the computed percent of payroll shown in this report, and the actual payroll payable at the time contributions are made.
7. Benefit Service: All members are assumed to accrue 1 year of eligibility service each year.
8. The decrement rates for service-related decrements are based on total TMRS eligibility service.

V. *Participant Data*

Participant data was supplied in electronic text files. There were separate files for (i) active and inactive members, and (ii) members and beneficiaries receiving benefits.

The data for active members included birthdate, gender, service with the current city and total vesting service and salary. For retired members, the data included date of birth, gender and date of retirement.

To the extent possible we have made use of all available data fields in the calculation of the liabilities stated in this report. Adjustments are made for members who have service both in a city with “20 and out” retirement eligibility and one that hasn’t adopted it to calculate the earliest possible retirement date.

Salary supplied for the current year was based on the annualized earnings for the year preceding the valuation date.

Assumptions were made to correct for missing, bad, or inconsistent data. These had no material impact on the results presented.

Glossary of Terms

<i>Actuarial Assumptions</i>	These assumptions are estimates of future experience with respect to rates of mortality, disability, turnover, retirement, rate or rates of investment income and compensation increases. Actuarial assumptions are generally based on past experience, often modified for projected changes in conditions. Economic assumptions (compensation increases, payroll growth, inflation and investment return) consist of an underlying real rate of return plus an assumption for a long-term average rate of inflation.
<i>Actuarial Cost Method</i>	A mathematical budgeting procedure for allocating the dollar amount of the actuarial present value of the benefits between future normal cost and actuarial accrued liability. The actuarial cost method may also be referred to as the actuarial funding method.
<i>Actuarial Gain (Loss)</i>	The difference in liabilities between actual experience and expected experience during the period between two actuarial valuations is the gain (loss) on the accrued liabilities.
<i>Actuarial Present Value (APV)</i>	The amount of funds currently required to provide a payment or series of payments in the future. The present value is determined by discounting future payments at predetermined rates of interest and probabilities of payment.
<i>Actuarial Valuation</i>	The actuarial valuation report determines, as of the actuarial valuation date, the service cost, total OPEB liability, and related actuarial present value of projected benefit payments for OPEB.
<i>Actuarially Determined Contribution (ADC)</i>	A calculated contribution into a defined benefit OPEB plan for the reporting period, most often determined based on the funding policy of the plan.
<i>Covered Payroll</i>	The payroll of employees that are provided with OPEB.
<i>Deferred Inflows and Outflows</i>	The deferred inflows and outflows of OPEB resources are amounts used under GASB Statement No. 75 in developing the annual OPEB expense. Deferred inflows and outflows arise with differences between expected and actual experiences or changes of assumptions. The portion of these amounts not included in OPEB expense should be included in the deferred inflows or outflows of resources.

Glossary of Terms

<i>Discount Rate</i>	The discount rate is the yield or index rate for 20-year, tax-exempt general obligation municipal bonds with an average rating of AA/Aa or higher (or equivalent quality on another rating scale).
<i>Entry Age Normal Actuarial Cost Method (EAN)</i>	A method under which the actuarial present value of the projected benefits of each individual included in an actuarial valuation is allocated on a level basis over the earnings or service of the individual between entry age and assumed exit age(s). The portion of this actuarial present value allocated to a valuation year is called the normal cost. The portion of this actuarial present value not provided for at a valuation date by the actuarial present value of future normal costs is called the Actuarial Accrued Liability.
<i>GASB</i>	The Governmental Accounting Standards Board is an organization that exists in order to promulgate accounting standards for governmental entities.
<i>Other Postemployment Benefits (OPEB)</i>	Benefits (such as death benefits, life insurance, disability, and long-term care) that are paid in the period after employment and that are provided separately from a pension plan, as well as healthcare benefits paid in the period after employment, regardless of the manner in which they are provided. OPEB does not include termination benefits or termination payments for sick leave.
<i>Real Rate of Return</i>	The rate of return on an investment after adjustment to eliminate inflation.
<i>Service Costs</i>	The portions of the actuarial present value of projected benefit payments that are attributed to valuation years.
<i>Total OPEB Liability</i>	The portion of the actuarial present value of projected benefit payments that is attributed to past periods of employee service in conformity with the requirements of this Statement.
<i>Total OPEB Expense</i>	The total OPEB expense is the sum of the following items: <ol style="list-style-type: none">1. Service Cost2. Interest on the Total OPEB Liability3. Current-Period Benefit Changes4. Administrative Expense5. Recognition of Outflow (Inflow) of Resources due to Liabilities

REQUIRED SUPPLEMENTARY INFORMATION

A. Total pension liability

	2020	2019	2018	2017
1. Service Cost	\$946,489	\$904,515	\$822,086	\$819,488
2. Interest (on the Total Pension Liability)	1,473,005	1,339,636	1,281,124	1,170,210
3. Changes of benefit terms	0	0	0	0
4. Difference between expected and actual experience	65,423	349,789	(551,373)	390,258
5. Changes of assumptions	0	131,096	0	0
6. Benefit payments, including refunds of employee contributions	(862,812)	(677,553)	(774,862)	(701,301)
7. Net change in total pension liability	1,622,105	2,047,483	776,975	1,678,655
8. Total pension liability -- beginning	21,780,464	19,732,981	18,956,006	17,277,351
9. Total pension liability - ending	23,402,569	21,780,464	19,732,981	18,956,006

B. Plan fiduciary net position

1. Contributions - employer	904,574	886,211	782,244	867,960
2. Contributions - employee	414,867	392,780	353,043	353,445
3. Net investment income	1,285,780	2,188,543	(426,108)	1,668,525
4. Benefit payments, including refunds of employee contributions	(862,812)	(677,553)	(774,862)	(701,300)
5. Administrative Expense	(8,307)	(12,348)	(8,226)	(8,640)
6. Other	(324)	(371)	(430)	(438)
7. Net change in plan fiduciary net position	1,733,779	2,777,263	(74,339)	2,179,552
8. Plan fiduciary net position - beginning	16,912,176	14,134,913	14,209,252	12,029,700
9. Plan fiduciary net position - ending*	18,645,955	16,912,176	14,134,913	14,209,252

C. Net pension liability (A.9 - B.9)

	\$4,756,614	\$4,868,288	\$5,598,068	\$4,746,754
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D. Plan fiduciary net position as a percentage
of the total pension liability (B.9 / A.9)

	79.67%	77.65%	71.63%	74.96%
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E. Covered-employee payroll (B.9 / A.9)

	\$5,926,671	\$5,611,137	\$5,043,475	\$5,049,218
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F. Net pension liability as a percentage
of covered employee payroll (C/E)

	80.26%	86.76%	111.00%	94.01%
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SCHEDULE OF CONTRIBUTIONS

Last 10 Fiscal Years (will ultimately be displayed)

	2017	2018	2019	2020
Actuarially Determined Contribution	\$ xxx,xxx	\$ xxx,xxx	\$ xxx,xxx	\$ xxx,xxx
Contributions in relation to the actuarially determined contribution	\$ xxx,xxx	\$ xxx,xxx	\$ xxx,xxx	\$ xxx,xxx
Contribution deficiency (excess)	\$ xxx,xxx	\$ xxx,xxx	\$ xxx,xxx	\$ xxx,xxx
Covered payroll	\$ xxx,xxx	\$ xxx,xxx	\$ xxx,xxx	\$ xxx,xxx
Contributions as a percentage of covered payroll	xx.xx%	xx.xx%	xx.xx%	xx.xx%

NOTES TO SCHEDULE OF CONTRIBUTIONS

Valuation Date:

Actuarially determined contribution rates are calculated as of December 31 and become effective in January 13 months later.

Notes

Methods and Assumptions Used to Determine Contribution Rates:

Actuarial Cost Method	Entry Age Normal
Amortization Method	Level Percentage of Payroll, Closed
Remaining Amortization Period	25 years
Asset Valuation Method	10 Year smoothed market; 12% soft corridor
Inflation	2.50%
Salary Increases	3.50% to 11.50% including inflation
Investment Rate of Return	6.75%
Retirement Age	Experience-based table of rates that are specific to the City's plan of benefits. Last updated for the 2019 valuation pursuant to an experience study of the period 2014-2018.

Mortality

Post-retirement: 2019 Municipal Retirees of Texas Mortality Tables. The rates are projected on a fully generational basis with scale UMP.
Pre-retirement: PUB(10) mortality tables, with the Public Safety table used for males and the General Employee table used for females. The rates are projected on a fully generational basis with scale UMP.

Other Information:

Notes

There were no benefit changes during the year.

OPEB Plan - CapRisk

Changes in the Total OPEB Liability

Changes for the year	2019	2020	2021
1. Service Cost	\$434,694	\$682,114	\$724,450
2. Interest on Total OPEB Liability	193,713	198,661	183,905
3. Changes of benefit terms	0	0	0
4. Difference between expected and actual experience	(526,732)	120,748	(1,682,944)
5. Changes in assumptions or other inputs	1,962,429	(304,066)	(159,916)
6. Benefit payments	(55,280)	(42,747)	(26,668)
7. Net changes	2,008,824	654,710	(961,173)
Total OPEB Liability - beginning of year	4,798,893	6,807,717	7,462,427
Total OPEB Liability - end of year	<u>\$6,807,717</u>	<u>\$7,462,427</u>	<u>\$6,501,254</u>
E. Covered-employee payroll (B.9 / A.9)	\$4,928,209	\$5,187,139	\$4,135,616
F. Total OPEB Liability as a Percentage of Covered Payroll	138.14%	143.86%	157.20%

OPEB Retirement System Information:

OPEB Plan - GRS

Changes in the Total OPEB Liability

Changes for the year

	2018	2019	2020
1. Service Cost	\$12,104	\$11,783	\$16,595
2. Interest on Total OPEB Liability	7,213	8,493	7,696
3. Changes of benefit terms	0	0	0
4. Difference between expected and actual experience	11,282	(22,518)	344
5. Changes in assumptions or other inputs	(18,362)	51,910	52,045
6. Benefit payments	(1,009)	(1,122)	(1,185)
7. Net changes	11,228	48,546	75,495
Total OPEB Liability - beginning of year	212,373	223,601	272,147
Total OPEB Liability - end of year	\$223,601	\$272,147	\$347,642
E. Covered-employee payroll (B.9 / A.9)	\$5,043,475	\$5,611,137	\$5,926,671
F. Total OPEB Liability as a Percentage of Covered Payroll	4.43%	4.85%	5.87%

CITY OF PLEASANTON, TEXAS
 STREET IMPROVEMENT CONSTRUCTION FUND
 STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE - BUDGET AND ACTUAL
 FOR THE YEAR ENDED SEPTEMBER 30, 2021

	Budgeted Amounts		Budgetary Basis	Variance with Final Budget - Positive (Negative)
	Original	Final		
REVENUES				
Interest	\$10,000	\$10,000	\$59,872	\$49,872
Miscellaneous			900	\$900
Total Revenues	10,000	10,000	60,772	50,772
EXPENDITURES				
Current:				
Public Transportation			25,616	(25,616)
Capital Projects -				
Capital Outlay and Other	461,500	461,500	508,092	(46,592)
Total Expenditures	461,500	461,500	533,708	(72,208)
Excess (Deficiency) of Revenues Over (Under) Expenditures	(451,500)	(451,500)	(472,936)	(21,436)
OTHER FINANCING SOURCES (USES):				
Operating Transfers Out				0
Total Other Financing Sources (Uses)	0	0	0	0
Excess (Deficiency) of Revenues Over (Under) Expenditures	(\$451,500)	(\$451,500)	(472,936)	(\$21,436)
Reconciliation from cash basis to modified accrual basis:				
Bond Proceeds				
Bond Premium				
Bond Issuance Cost				
Net Changes in Fund Balances - Modified Accrual Basis			(472,936)	
Fund Balances - Beginning			7,140,677	
Fund Balances - Ending			\$6,667,741	

The notes to the financial statements are an integral part of this statement.

Financial Advisory Services
Provided By:

