CITY COUNCIL

1520 K Avenue, Plano, Texas 75074
Senator Florence Shapiro Council Chambers

DATE: March 20, 2018

TIME: 7:00 PM

CALL TO ORDER

INVOCATION: Pastor Jackie Linden-Schade - Preston Meadow Lutheran Church

PLEDGE OF ALLEGIANCE / TEXAS PLEDGE: Fire-Rescue Explorer Post 215

OUR MISSION - THE CITY OF PLANO IS A REGIONAL AND NATIONAL LEADER, PROVIDING OUTSTANDING SERVICES AND FACILITIES THROUGH COOPERATIVE EFFORTS THAT ENGAGE OUR CITIZENS AND THAT CONTRIBUTE TO THE QUALITY OF LIFE IN OUR COMMUNITY.

The City Council may convene into Executive Session to discuss posted items in the regular meeting as allowed by law.

PROCLAMATIONS AND SPECIAL RECOGNITIONS

Proclamation: April is Fair Housing Month and includes Community Development Block Grant Week, April 2 - 6. **Presented**

COMMENTS OF PUBLIC INTEREST

This portion of the meeting is to allow up to five (5) minutes per speaker with thirty (30) total minutes on items of interest or concern and not on items that are on the current agenda. The Council may not discuss these items, but may respond with factual or policy information. The Council may choose to place the item on a future agenda.

CONSENT AGENDA

The Consent Agenda will be acted upon in one motion and contains items which are routine and typically noncontroversial. Items may be removed from this agenda for individual discussion by a Council Member, the City Manager or any citizen. Citizens are limited to two (2) items and discussion time of three (3) minutes each.

Approval of Minutes

(a) February 26, 2018
Approved

Approval of Expenditures

Award/Rejection of Bid/Proposal: (Purchase of products/services through formal procurement process by this agency)

(b) RFB No. 2018-0178-P for the initial term of $1,750,059 or two (2) years, whichever occurs first, with two (2) City optional renewals, if necessary, for the Pavement Maintenance Requirements Contract - Minor Repair IV, Project No. 6948, for Public Works to Jim Bowman Construction Company, L.P. in the amount of $1,750,059 for each term; and authorizing the City Manager to execute all necessary documents. **Approved**

(c) RFQ No. 2017-0092-X for consulting services for the design of a private fiber network for Technology Services to Capco Communications, Inc. in the estimated amount of $692,335; and authorizing the City Manager to execute all necessary documents. **Approved**

(d) RFB No. 2018-0104-C for a one (1) year contract with four (4) one-year City optional renewals for Granular Fertilizer for the Parks and Recreation Department to Greensmiths, Inc. in the estimated annual amount of $55,000; and authorizing the City Manager to execute all necessary documents. **Approved**

(e) RFB No. 2018-0121-C for a one (1) year contract with four (4) one-year City optional renewals for Athletic Field Fertilizer for the Parks and Recreation Department to BWI Companies, Inc. in the estimated annual amount of $77,840; and authorizing the City Manager to execute all necessary documents. **Approved**

(f) RFB No. 2018-0090-B for Cottonwood Creek Trail: Oak Point to Chaparral, Project No. 6445, to HQS Construction, LLC in the amount of $1,691,639; and authorizing the City Manager to execute all necessary documents. **Approved**

(g) RFB No. 2017-0136-C for a contract ending January 21, 2020 with three (3) one-year City optional renewals for Parks and Athletics Sites Litter Removal for the Parks and Recreation Department to Lawn Star Landscape in the estimated first term amount of $415,962 and to Premier Building Maintenance in the estimated first term amount of $183,583 for an estimated total contract award, including all optional renewals, of $1,712,740; and authorizing the City Manager to execute all necessary documents. **Approved**

Purchase from an Existing Contract

(h) To approve the purchase of hardware and software for a one (1) year contract with two (2) City optional renewals for Technology Services in the amount of $233,683 from Nokia of America Corporation through an existing contract; and authorizing the City Manager to execute all necessary documents. (Houston-Galveston Area Council # RA05-15) **Approved**

(i) To approve the purchase of a Leica P40 3D Scanner for the Police Department in the amount of $124,401 from Geomatic Resources through an existing Texas Department of Information Resources (DIR) contract; and authorizing the City Manager to execute all necessary documents. (DIR Contract No. DIR-TSO-3730) **Approved**

Approval of Contract Modification

(j) To approve an Amended and Restated Economic Development Incentive Agreement between the City of Plano, Texas, and General Dynamics Mission Systems, Inc., a Delaware corporation ("Company"), providing an economic development grant to the Company; and authorizing the City Manager to execute all necessary documents. **Approved**

Approval of Change Order

(k) To approve an increase to the current awarded contract amount of $2,279,108 by $137,089, for a total contract amount of $2,416,197, for the Residential Concrete Pavement Rehab Zone I6 North, Project No. 6716, from Jim Bowman Construction Company L.P. for Public Works; and authorizing the City Manager to execute all necessary documents. (Contract No. 2016-0342-B; Change Order No. 3) **Approved**

Approval of Expenditure

(l) To approve an expenditure for design services to prepare construction documents for Arbor Hills Nature Preserve - Restroom and Storage, Project No. 6967, in the amount of $99,600 from Pacheco Koch Consulting Engineers, Inc.; and authorizing the City Manager to execute all necessary documents. **Approved**

(m) To approve an expenditure for master planning services to prepare the Oak Point Park and Nature Preserve Natural Resources Master Plan, Project No. 6975, in the amount of $119,750 from Studio Outside, LLC; and authorizing the City Manager to execute all necessary documents. **Approved**

(n) To approve an expenditure for engineering design services for the Legacy Trail: Means Drive to Penelope Lane, Project No. 6977, in the amount of $276,900 from Pacheco Koch Consulting Engineers, Inc.; and authorizing the City Manager to execute all necessary documents. **Approved**

<u>Adoption of Resolutions</u>

(o) **Resolution No. 2018-3-1(R):** To approve the Investment Portfolio Summary for the Quarter Ended December 31, 2017; and providing an effective date. **Adopted**

(p) **Resolution No. 2018-3-2(R):** To approve the application for participation in Texas CLASS (Texas CLASS Government) and Texas Cooperative Liquid Assets Security System program (Texas Class), public funds investment pools; and providing an effective date. **Adopted**

Adoption of Ordinances

(q) **Ordinance No. 2018-3-3:** To approve a Tariff authorizing an annual Rate Review Mechanism "RRM" as a substitution for the annual interim rate adjustment process defined by Section 104.301 of the Texas Utilities Code, and as negotiated between Atmos Energy Corp., Mid-Tex Division and the Steering Committee of the Cities Served by Atmos; requiring the Company to reimburse cities' reasonable ratemaking expenses; adopting a savings clause; determining that this Ordinance was passed in accordance with the requirements of the Open Meetings Act; providing a repealer clause; declaring an effective date; and requiring delivery of this Ordinance to the Company and legal counsel for the Steering Committee. **Adopted**

ITEMS FOR INDIVIDUAL CONSIDERATION:

Public Hearing Items:

Applicants are limited to fifteen (15) minutes presentation time with a five (5) minute rebuttal, if needed. Remaining speakers are limited to thirty (30) total minutes of testimony time, with three (3) minutes assigned per speaker. The presiding officer may extend these times as deemed necessary.

Non-Public Hearing Items:

The Presiding Officer may permit limited public comment for items on the agenda not posted for a Public Hearing. The Presiding Officer will establish time limits based upon the number of speaker requests, length of the agenda, and to ensure meeting efficiency, and may include a cumulative time limit. Speakers will be called in the order cards are received until the cumulative time is exhausted.

(1) **Ordinance No. 2018-3-4:** To determine a public use, need and necessity for the acquisition of a hike and bike trail easement for a portion of a tract of land conveyed to DFW Trio Investments, L.P., as described in Instrument Number 2012-982900, Official Public Records, Collin County, Texas, generally located at 600 Ohio Dr., Plano, Texas 75093 in the Martha McBride Survey, Abstract No. 553, Collin County, City of Plano, Texas, being out of Lot 1, Block 1, Quik-Way Retail, an addition to the City of Plano as recorded in Cabinet Y, Slide 679 of the deed records of Collin County, Texas, as shown on the attached Exhibit "A"; for the public use of constructing, reconstructing, using, maintaining and operating a municipal hike and bike trail and related public improvements in the City of Plano, Collin County, Texas; authorizing the City Manager and City Attorney, or their respective designees, to acquire the property including making initial and bona fide offers, and authorizing the City Attorney to file proceedings in eminent domain to condemn the needed real property for public use, if necessary; and providing an effective date. **Adopted**

Municipal Center is wheelchair accessible. A sloped curb entry is available at the main entrance facing Municipal/L Avenue, with specially marked parking spaces nearby. Access and special parking are also available on the north side of the building. The Senator Florence Shapiro Council Chambers is accessible by elevator to the lower level. Requests for sign interpreters or special services must be received forty-eight (48) hours prior to the meeting time by calling the City Secretary at 972-941-7120.

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Proclamations

Department Head:

Agenda Coordinator:

CAPTION

Proclamation: April is Fair Housing Month and includes Community Development Block Grant Week, April 2 - 6. **Presented**

FINANCIAL SUMMARY

FUND(S):

COMMENTS:

SUMMARY OF ITEM

Strategic Plan Goal:

Plano Tomorrow Plan Pillar:

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: City Secretary

Department Head: Lisa Henderson

Agenda Coordinator:

CAPTION

February 26, 2018
Approved

FINANCIAL SUMMARY

FUND(S):

COMMENTS:

SUMMARY OF ITEM

Strategic Plan Goal:

Plano Tomorrow Plan Pillar:

ATTACHMENTS:

Description	Upload Date	Type
Work Session Minutes	3/12/2018	Minutes
Regular Session Minutes	3/13/2018	Minutes

PLANO CITY COUNCIL
PRELIMINARY OPEN MEETING
February 26, 2018

COUNCIL MEMBERS PRESENT
Harry LaRosiliere, Mayor
Rick Grady, Mayor Pro Tem
Ron Kelley, Deputy Mayor Pro Tem
Angela Miner
Anthony Ricciardelli – arrived at 5:05 p.m.
Kayci Prince
Rick Smith

COUNCIL MEMBERS ABSENT
Tom Harrison

STAFF PRESENT
Bruce Glasscock, City Manager
Jim Parrish Deputy City Manager
Jack Carr, Deputy City Manager
Mark Israelson, Deputy City Manager
Paige Mims, City Attorney
Lisa C. Henderson, City Secretary

Mayor LaRosiliere called the meeting to order at 5:00 p.m., Monday, February 26, 2018, in the Senator Florence Shapiro Council Chambers of the Municipal Center, 1520 K Avenue. A quorum was present. Mayor LaRosiliere then stated that the Council would retire into Executive Session, in Training Room A, in compliance with Chapter 551, Government Code, Vernon's Texas Codes Annotated in order to consult with an attorney and receive Legal Advice and discuss Litigation, Section 551.071; to receive information regarding Economic Development, Section 551.087; and to discuss Real Estate, Section 551.072; for which a certified agenda will be kept in the office of the City Secretary for a period of two years as required.

Mayor LaRosiliere reconvened the meeting back into the Preliminary Open Meeting at 6:18 p.m. in the Senator Florence Shapiro Council Chambers.

- **Consideration and action resulting from Executive Session discussion**

  Upon a motion made by Mayor Pro Tem Grady and seconded by Deputy Mayor Pro Tem Kelley, the Council voted 7-0 to approve the settlement of the City of Plano vs. Willow Bend Market in accordance with the discussion in Executive Session.

- **DART Briefing – Cotton Belt Status Update and Public Safety**
- **Food Code Update Presentation**
- **Housing Trend Analysis and Strategic Plan was moved to the regular meeting.**
- **Consent and Regular Agendas**

  City Manager Glasscock requested Item "R" be removed from the Consent Agenda for consideration at a future meeting and Mayor Pro Tem Grady requested Item "Q" be removed from the Consent Agenda for individual consideration.

- **Council items for discussion/action on future agendas**

With no further discussion, the Preliminary Open Meeting was adjourned at 7:01 p.m.

_____
Harry LaRosiliere, MAYOR

ATTEST:

_____
Lisa C. Henderson, City Secretary

PLANO CITY COUNCIL
REGULAR SESSION
February 26, 2018

COUNCIL MEMBERS PRESENT
Harry LaRosiliere, Mayor
Rick Grady, Mayor Pro Tem
Ron Kelley, Deputy Mayor Pro Tem
Angela Miner
Anthony Ricciardelli
Kayci Prince
Rick Smith

COUNCIL MEMBERS ABSENT
Tom Harrison

STAFF PRESENT
Bruce Glasscock, City Manager
Jim Parrish Deputy City Manager
Jack Carr, Deputy City Manager
Mark Israelson, Deputy City Manager
Paige Mims, City Attorney
Lisa C. Henderson, City Secretary

Mayor LaRosiliere convened the Council into the Regular Session on Monday, February 26, 2018 at 7:01 p.m. in the Senator Florence Shapiro Council Chambers of the Plano Municipal Center, 1520 K Avenue. A quorum was present.

Invocation and Pledge

Senior Pastor Kory Knott with Custer Road United Methodist Church led the invocation and Cub Scout Pack 1220 with Hedgcoxe Elementary School led the Pledge of Allegiance and Texas Pledge.

Oaths of Office

Mayor LaRosiliere administered the Oath of Office to Senior Advisory Board Member Katherine Goodwin.

Consent Agenda

MOTION: Upon a motion made by Council Member Prince and seconded by Mayor Pro Tem Grady, the Council voted 7-0 to approve all items on the Consent Agenda with the exception of Items "Q" and "R", as follows:

Approval of Minutes
February 12, 2018
February 18, 2018
(Consent Agenda Item "A")

Approval of Expenditures
Award/Rejection of Bid/Proposal: (Purchase of products/services through formal procurement process by this agency)

RFB No. 2018-0157-B for One-ton Prisoner Transport Vans for Fleet Services to be utilized by the Police Department to Sam Pack's Five Star Ford of Carrollton in the amount of $86,858; and authorizing the City Manager to execute all necessary documents. (Consent Agenda Item "B")

RFP No. 2017-0127-C for a two (2) year contract with three (3) City optional renewals for cleaning of athletic and park sites restrooms for the Parks and Recreation Department to PureService Corporation in the estimated annual amount of $235,248; and authorizing the City Manager to execute all necessary documents. (Consent Agenda Item "C")

RFB No. 2017-0222-B for Spring Creek Parkway at Coit Road to McMahon Contracting, L.P. in the amount of $1,771,283; and authorizing the City Manager to execute all necessary documents. (Consent Agenda Item "D")

Purchase from an Existing Contract

To approve the purchase of Toyota Camry Sedans for Fleet Services to be utilized by the Police Department in the amount of $93,800 from Jerry's GM/Toyota Weatherford through an existing Tarrant County contract; and authorizing the City Manager to execute all necessary documents. (Tarrant County Contract No. 2016-217) (Consent Agenda Item "E")

To approve the purchase of Ford F550 Horton Type 1 Ambulances for Fleet Services to be utilized by Fire-Rescue in the amount of $529,098 from Professional Ambulance through an existing HGAC contract; and authorizing the City Manager to execute all necessary documents. (HGAC Contract No. AM10-16) (Consent Agenda Item "F")

Approval of Change Order

To approve an increase to the current awarded contract amount of $1,599,675 by $84,931, for a total contract amount of $1,684,606, for Maumelle Drive and Daybreak Trail Paving and Water Improvements from McMahon Contracting, L.P.; and authorizing the City Manager to execute all necessary documents. (Original Bid No. 2017-0250-B; Change Order No. 1) (Consent Agenda Item "G")

To approve an increase in the current awarded contract amount of $3,628,143 by $90,796, for a total contract amount of $3,718,939, for Paving, Drainage & Water Improvements to Linda Lane and Robin Road from Pavecon Public Works, LP; and authorizing the City Manager to execute all necessary documents. (Original Bid No. 2017-0236-B; Change Order No. 2) (Consent Agenda Item "H")

To approve an increase to the current awarded contract amount of $6,683,991 by $417,580, for a total contract amount of $7,101,571, for Fire Administration and Station One Renovation and Improvements from Pogue Construction Co., LP; and authorizing the City Manager to execute all necessary documents. (Project No. 6406; Change Order No. 1) (Consent Agenda Item "I")

Approval of Expenditure

To ratify an expenditure in the amount of $63,126 for replacement of a Kubota Tracked Loader from Zimmerer Kubota & Equipment for Fleet Services to be utilized by Municipal Drainage Operations; and authorizing the City Manager to execute all necessary documents. (Consent Agenda Item "J")

To approve an expenditure for design services to prepare plans and specifications for Stoney Hollow Park Improvements, Project No. 6963, in the amount of $67,000 from Pacheco Koch Consulting Engineers, Inc.; and authorizing the City Manager to execute all necessary documents. (Consent Agenda Item "K")

To approve an expenditure for the design and construction administration for the High Point North Maintenance Facility in the amount of $780,880 from Huitt-Zollars, Inc.; and authorizing the City Manager to execute all necessary documents. (Consent Agenda Item "L")

Approval of Contract / Agreement

To approve a Professional Service Agreement between the City of Plano, Texas, and the VWait Group, a limited liability company, to conduct and manage the Plano Families First Program 2018; and authorizing the City Manager to execute all necessary documents. (Consent Agenda Item "M")

Adoption of Resolutions

Resolution No. 2018-2-3(R): To approve the terms and conditions of a Local Project Advance Funding Agreement for Non-Construction by and between the City of Plano and the Texas Department of Transportation for the Legacy Area Transportation Management Association; authorizing its execution by the City Manager; and providing an effective date. (Consent Agenda Item "N")

Resolution No. 2018-2-4(R): To support a DART Service Plan Amendment to add a fixed guideway route on the CityLine alignment and to extend the Cotton Belt Regional Rail corridor to Shiloh Road in the City of Plano. (Consent Agenda Item "O")

Resolution No. 2018-2-5(R): To authorize the filing of an application for, and the receipt of, regional funds in an amount not to exceed $300,000 for a Texas Pure Products advertising and education campaign through the North Central Texas Council of Governments; designating the City Manager as the representative of the City of Plano for the purpose of giving required assurances and acting in connection with said application and providing required information, and setting an effective date. (Consent Agenda Item "P")

Item "R" was removed from the agenda for consideration at a future meeting.

Items for Individual Consideration

Ordinance No. 2018-2-6: To add Section 12-172 of Article VII, Bicycles, of Chapter 12, Motor Vehicles and Traffic, and amending Section 19-1, Obstruction of Streets, Alleys, Sidewalks, Parkway Areas, or Public Grounds, of Article I, In General, of Chapter 19, Streets and Sidewalks, and amending Section 11-149, Exceptions from Permit Requirement, of Division 3, Permit for Commercial Solicitation in the Public Right-of-Way and on Residential Property, of Article IV, Peddlers, Solicitors, Itinerant Vendors, Carnivals, and Job Placement Activities, of Chapter 11, Licenses and Business Regulations of the Code of Ordinances of the City of Plano, Texas to regulate bike share service companies, providing a repealer clause, a severability clause, a savings clause, a publication clause, a penalty clause, and an effective date. (Consent Agenda Item "Q")

MOTION: Upon a motion made by Mayor Pro Tem Grady and seconded by Council Member Prince, the Council voted 7-0, to add Section 12-172 of Article VII, Bicycles, of Chapter 12, Motor Vehicles and Traffic, and amending Section 19-1, Obstruction of Streets, Alleys, Sidewalks, Parkway Areas, or Public Grounds, of Article I, In General, of Chapter 19, Streets and Sidewalks, and amending Section 11-149, Exceptions from Permit Requirement, of Division 3, Permit for Commercial Solicitation in the Public Right-of-Way and on Residential Property, of Article IV, Peddlers, Solicitors, Itinerant Vendors, Carnivals, and Job Placement Activities, of Chapter 11, Licenses and Business Regulations of the Code of Ordinances of the City of Plano, Texas to regulate bike share service companies; and further to adopt Ordinance No. 2018-2-6.

Housing Trend Analysis and Strategic Plan – this item was moved from the Preliminary Open Meeting.

Comments of Public Interest

- Mike Hutchison spoke to a local non-profit housing program for individuals with special needs.
- Jerry Wilt spoke in appreciation of Deputy Mayor Pro Tem Kelley, Council Member Ricciardelli, and Council Member Smith.
- Paul Dille spoke requesting Council Member Harrison's resignation.
- Rida Salim spoke requesting Council Member Harrison's resignation.
- Zafar Salim spoke requesting Council Member Harrison's resignation.
- Besty Friauf spoke requesting Council Member Harrison's resignation.
- Ty Potter spoke requesting Council Member Harrison's resignation.
- Anita Pacheco spoke in support of community diversity.
- Charles Hermes spoke requesting Council Member Harrison's resignation.
- Margie Powe spoke to Council Member Harrison's actions eroding.
- Mark Reid spoke in support of Council Member Harrison.
- Noor Wadi spoke requesting Council Member Harrison's resignation.
- Ryan Phillips spoke in appreciation of the speakers and various opinion expressed.
- Ranya Rahim spoke to the importance of inclusiveness and feeling welcome in her community.
- Matt Dixon spoke to the expedited process of the special session.
- Gregory Knapp spoke to the executive session process and support of Council Member Harrison.
- Collen Epstein spoke to Mayor LaRosiliere and his actions regarding Council Member Harrison.
- Madan Goyal spoke to the removal of the 15th exit from US Highway 75.
- Asad Shalami spoke requesting Council Member Harrison's resignation.

The Council to a brief recess at 8:09 p.m. and reconvened at 8:20 p.m.

Items for Individual Consideration (Cont'd)

Public Hearing and adoption of Ordinance No. 2018-2-7 as requested in Zoning Case 2017-033 to amend the Comprehensive Zoning Ordinance of the City, Ordinance No. 2015-5-2, as heretofore amended, so as to rezone 46.2 acres of land located at the southwest corner of State Highway 121 and Rasor Boulevard in the City of Plano, Collin County, Texas, from Regional Commercial to Planned Development- Regional Commercial to allow single-family residence and food truck park as additional permitted uses and modify development standards; directing a change accordingly in the official zoning map of the City; and providing a penalty clause, a repealer clause, a savings clause, a severability clause, a publication clause, and an effective date. Applicant: Perfect Land Development, LLC (Regular Agenda Item "1")

Bill Dahlstrom, representing the applicant spoke to the application. Barry Hand, with Gensler Architects spoke to the project. Mayor LaRosiliere opened the public hearing. Saumil Thakkor and Poorvesh Thakkur (applicants), Yogesh Patil, Mohammad Qasim, Badrinath Singh, and Mahesh Guduru spoke in favor of the project. Mayor LaRosiliere closed the public hearing.

Public Hearing and adoption of Ordinance No. 2018-2-7 (Cont'd.)

MOTION: Upon a motion made by Mayor Pro Tem Grady and seconded by Council Member Miner, the Council voted 7-0, to rezone 46.2 acres of land located at the southwest corner of State Highway 121 and Rasor Boulevard in the City of Plano, Collin County, Texas, from Regional Commercial to Planned Development- Regional Commercial to allow single-family residence and food truck park as additional permitted uses and modify development standards, as requested in Zoning Case 2017-033; and further to adopt Ordinance No. 2018-2-7.

Public Hearing and adoption of Ordinance No. 2018-2-8 as requested in Zoning Case 2017-038 to amend the Comprehensive Zoning Ordinance of the City, Ordinance No. 2015-5-2, as heretofore amended, granting Specific Use Permit No. 65 for the additional use of Vehicle Leasing and Renting on 0.1 acre of land located 281 feet south of Spring Creek Parkway and 600 feet east of Custer Road, in the City of Plano, Collin County, Texas, presently zoned Retail; directing a change accordingly in the official zoning map of the City; and providing a penalty clause, a repealer clause, a savings clause, a severability clause, a publication clause, and an effective date. Applicant: WC Custer Creek Center Property, LLC (Regular Agenda Item "2")

Josiah Choiniere, Area Field Manager with the U Haul Company spoke to the project. Mayor LaRosiliere open the public hearing. No one appeared to speak. Mayor LaRosiliere closed the public hearing.

MOTION: Upon a motion made by Mayor Pro Tem Grady and seconded by Council Member Smith, the Council voted 6-1 with Council Member Prince in opposition, to grant Specific Use Permit No. 65 for the additional use of Vehicle Leasing and Renting on 0.1 acre of land located 281 feet south of Spring Creek Parkway and 600 feet east of Custer Road, in the City of Plano, Collin County, Texas, presently zoned Retail, as requested in zoning Case 2017-038; and further to adopt Ordinance No. 2018-2-8

With no further discussion, the Regular City Council Meeting adjourned at 8:56 p.m.

_____
Harry LaRosiliere, MAYOR

ATTEST:

_____
Lisa C. Henderson, City Secretary

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Public Works

Department Head: Gerald Cosgrove

Agenda Coordinator: Shawn Breen

CAPTION

RFB No. 2018-0178-P for the initial term of $1,750,059 or two (2) years, whichever occurs first, with two (2) City optional renewals, if necessary, for the Pavement Maintenance Requirements Contract - Minor Repair IV, Project No. 6948, for Public Works to Jim Bowman Construction Company, L.P. in the amount of $1,750,059 for each term; and authorizing the City Manager to execute all necessary documents.
Approved

FINANCIAL SUMMARY

CIP

FISCAL YEAR:	**2017-18 to 2020-21**	**Prior Year (CIP Only)**	**Current Year**	**Future Years**	**TOTALS**
Budget		5,129,959	7,725,848	20,100,000	**32,955,807**
Encumbered/Expended Amount		-5,129,959	-6,659,663	-2,485,212	**-14,274,834**
This Item		0	-900,059	-4,350,118	**-5,250,177**
BALANCE		0	166,126	13,264,670	**13,430,796**

FUND(S): Capital Maintenance Fund

COMMENTS: Funding for this item is available in the Capital Maintenance Fund and has been planned for future years. The estimated expenditure to be purchased from this contract in FY 2017-18 is $900,059, which anticipates steady progress from mid-April 2018 through September 2018 on a contract valued at $1,750,059. Future expenditures will be made by Public Works within annually approved budget appropriations; however, as a requirements contract with two optional renewals, the potential exists for $5,250,177 in total expenditures to occur before the current fiscal year closes on September 30, 2018.

SUMMARY OF ITEM

Public Works Department recommends the bid for the Pavement Maintenance Requirements Contract -

Minor Repair IV Project be awarded to Jim Bowman Construction Company, L.P. in the amount of $1,750,059.00, be accepted as the lowest responsible bid for the project conditioned upon timely execution of all necessary documents.

This project involves the repair of 18,500 SY of concrete pavement repair in various locations throughout the City of Plano.

If this contract is not awarded by Council, the planned repairs could lead to unsafe pavement conditions throughout the City of Plano.

Engineer's estimate for this project is $1,830,000.

Strategic Plan Goal:

Financially Strong City with Service Excellence, Great Neighborhoods - 1st Choice to Live

Plano Tomorrow Plan Pillar:

Built Environment, Economic Environment

ATTACHMENTS:

Description	Upload Date	Type
Bid Recap	2/15/2018	Bid Recap

CITY OF PLANO

Bid No. 2018-0178-P

RFB Pavement Maintenance Requirements Contract-Minor Repairs IV
Project No. 6948

Bid Recap

Bid opening Date/Time: February 6, 2018 @ 10:30 AM

Number of Vendors Notified: 4671

Vendors Submitting "No Bids": 0

Number of Bids Submitted: 6

Number of Bids Submitted Non-responsive: 1

Vendor Name	Total Base Bid
Jim Bowman Construction Company, L.P.	$1,750,059.00
Advance Contracting Group	$1,770,700.00
Arreguin Group, Inc.	$1,859,480.00
IIPL USA, LLC	$1,894,360.00
Ragle Inc.	$2,124,125.00

Recommended Vendor(s):
Jim Bowman Construction Company, L.P. $1,750,059.00

Nancy Corwin
Nancy Corwin, Buyer

February 6, 2018
Date

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Technology Services

Department Head: Chris Chiancone

Agenda Coordinator: Corey Isaacs

CAPTION

RFQ No. 2017-0092-X for consulting services for the design of a private fiber network for Technology Services to Capco Communications, Inc. in the estimated amount of $692,335; and authorizing the City Manager to execute all necessary documents. **Approved**

FINANCIAL SUMMARY

CIP

FISCAL YEAR: 2017-18	Prior Year (CIP Only)	Current Year	Future Years	TOTALS
Budget	**0**	5,309,326	**0**	5,309,326
Encumbered/Expended Amount	**0**	-15,983	**0**	-15,983
This Item	**0**	-692,335	**0**	-692,335
Balance	**0**	4,601,008	**0**	4,601,008

FUND(S): Technology Improvements CIP

COMMENTS: Funding for this item is available in the 2017-18 Technology Improvements CIP Fund. The consulting services for the design of a private fiber network, in the amount of $692,335, will leave a current year balance of $4,601,008 for additional expenditures in the 2017-18 Technology Improvements CIP Fund.

SUMMARY OF ITEM

See Recommendation Memo and RFQ Recap

Strategic Plan Goal:

Financially Strong City with Service Excellence, Safe Large City

Plano Tomorrow Plan Pillar:

ATTACHMENTS:

Description	Upload Date	Type
Recommendation Memo	3/6/2018	Memo
RFQ Recap	3/6/2018	Bid Recap

Memorandum

Date: March 5, 2018

To: Diane Palmer-Boeck, Director of Procurement and Project Management

From: Chris Chiancone, Chief Information Officer

Subject: Consulting Services for the Design of a Private Fiber Network; RFQ 2017-0092-X

The build of a private fiber network will help to reduce operational cost while providing a higher level of redundancy and service to all City facilities, users, and citizens. The build of the private fiber network will allow the City to have 1000 Mbps or higher speeds at all locations with redundant pathways into and out of buildings to reduce existing single points of failure in our current leased topology. As technology needs continue to grow, the City continues to invest heavily in leased circuits. By moving to a private fiber network, the City will gain exponential growth in speed immediately where many sites have as low as 10 Mbps and the ability to add speed without an increase to operational cost by only having to change out optical modules at the locations as needed.

Eight qualifications were received for this project and the evaluation committee reviewed and scored each respondent based on the following criteria and weights:

Team Experience with Similar Projects	35%
Design Project Manager's Experience with Similar Projects	25%
Design Firm Experience with Similar Projects	25%
Design Firm's Approach to the Project	15%

After the initial review, the top three vendors – Capco Communications, Inc., Foresite Group, Inc., and TRC Engineers, Inc. – were short-listed to provide a presentation of their qualifications, reflecting the needs of the City.

As the evaluation team felt that Capco Communications, Inc. was the most highly qualified provider for this project, the City entered into and successfully negotiated with Capco Communications, Inc. a contract at a fair and reasonable price.

Technology Services thereby recommends the award of RFQ No. 2017-0092-X to Capco Communications, Inc. for $692,335 for consulting services for the design of a private fiber network for use by the City of Plano. Capco Communications, Inc. will provide the design, permit processing, engineering, and drawings, as well as construction project management of the awarded phases of the fiber build as part of this award.

If we do not award and build a private fiber network, the continued growth in bandwidth needs will result in higher operational costs for leased circuits to provide City services and continue to limit facilities to a single point of failure with provider last miles into facilities.

RFQ No. 2017-0092-X

Consulting Services for the Design of a Private Fiber Network

RFQ Recap

==========

RFQ Opening Date/Time: April 27, 2017 at 2:00 PM

Number of Vendors Notified: 20,285

Vendors Submitting "No Bids": 0

Number of Qualifications Submitted: 8

VENDOR NAME
Capco Communications, Inc.
Foresite Group, Inc.
HBK Engineering, LLC
Maldonado-Burkett Intelligent Transportation Systems, LLP
TDC2, LLC
Technology Management Corporation
TRC Engineers, Inc.
Vantage Point Solutions, Inc.

RECOMMENDED VENDOR	AMOUNT
Capco Communications, Inc.	$692,335.00

Corey Isaacs
Corey Isaacs, Purchasing Agent

March 5, 2018
Date

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Parks

Department Head: Robin Reeves

Agenda Coordinator: Kimberly Williams

CAPTION

RFB No. 2018-0104-C for a one (1) year contract with four (4) one-year City optional renewals for Granular Fertilizer for the Parks and Recreation Department to Greensmiths, Inc. in the estimated annual amount of $55,000; and authorizing the City Manager to execute all necessary documents. **Approved**

FINANCIAL SUMMARY

Operating Expense

FISCAL YEAR:	**2017-18 thru 2022-23**	**Prior Year (CIP Only)**	**Current Year**	**Future Years**	**TOTALS**
Budget		0	273,331	233,750	**507,081**
Encumbered/Expended Amount		0	-20,274	0	**-20,274**
This Item		0	-41,250	-233,750	**-275,000**
BALANCE		0	211,807	0	**211,807**

FUND(S): General Fund

COMMENTS: This item provides prices quotes. Expenditures will be made within the Parks & Recreation Department's approved budget appropriations for each year of the contract. The estimated amount to be spent in FY 2017-18 for the remaining current year on this contract is $41,250 with the remaining balance to be used for other contractual expenditures. The estimated future amount for this item is $233,750 ($55,000 in FY 2018-19, $55,000 in FY 2019-20, $55,000 in FY 2020-21, $55,000 in FY 2021-22, and $13,750 in FY 2022-23.)

SUMMARY OF ITEM

See Recommendation Memo

Strategic Plan Goal:

Financially Strong City with Service Excellence, Safe Large City, Great Neighborhoods - 1st Choice to Live

Plano Tomorrow Plan Pillar:

Built Environment, Natural Environment

ATTACHMENTS:

Description	Upload Date	Type
Recommendation Memo	3/9/2018	Memo
Bid Recap	3/8/2018	Bid Recap

Memorandum

Date: **March 2, 2018**

To: **Diane Palmer-Boeck, Director of Procurement & Project Management**

From: **Jeff Schwartz, Park Services Superintendent**

Subject: **Award Recommendation – Bid #2018-0104-C Granular Fertilizer**

It is the recommendation of the Parks and Recreation Department to award Greensmiths, Inc. for the purchase of granular fertilizer. The City of Plano received four bids, and Greensmiths, Inc. is the lowest responsive, responsible bidder. The department believes Greensmiths, Inc. is capable of fully meeting the requirements of the contract as specified in the bid documentation.

This is a one-year contract with four (4) one-year city optional renewals for a potential five (5) year contract. The estimated amount to be spent in FY 2017-18 for the remaining current year on this contract is $41,250, with the remaining balance to be used for other contractual expenditures. The estimated future amount for this item is $233,750 if all renewals are exercised ($55,000 in FY 2018-19, $55,000 in FY 2019-20, $55,000 in FY 2020-21, $55,000 in FY 2021-22 and $13,750 in FY 2022-23). The annual amount of $55,000 is approximately $9,000 under the budgeted amount for this contract.

This contract will be utilized for the purchase of granular bulk fertilizer which will be applied to 250 acres of irrigated neighborhood and community parks throughout Plano. Fertilization is a key component of a complete turf maintenance program which improves aesthetics and helps to provide healthy, deep-rooted and durable turf. Healthy turf requires less water to maintain, and helps to control weed populations.

If this fertilizer purchase is not approved, park turf would decline, allowing for added competition with weeds. Weeds take moisture from the roots of desirable turf, which increases the amount of irrigation necessary to keep the turf alive and healthy. Weed growth would become very unsightly between mowing cycles.

Cc:
Ron Smith, Park Services Manager
Robin Reeves, Director of Parks and Recreation

CITY OF PLANO

BID No. 2018-0104-C

Granular Fertilizer

BID Recap

Proposal Opening Date/Time: January 24, 2018 @ 2:00 pm (CST)

Number of Vendors Notified: 2830

Vendors Submitting "No Bids": 0

Number of Vendors Non-Responsive: 1

Number of Bids Submitted: 4

Vendor Name	Total
Greensmiths, Inc	$ 55,000
Target Specialty Products	$ 72,000
Pennington Seed	$ 644,000

Recommended Vendor(s):

Greensmiths, Inc. **$ 55,000**

Kimberly Williams

Kimberly Williams, Buyer II

January 24, 2018

Date

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Parks

Department Head: Robin Reeves

Agenda Coordinator: Kimberly Williams

CAPTION

RFB No. 2018-0121-C for a one (1) year contract with four (4) one-year City optional renewals for Athletic Field Fertilizer for the Parks and Recreation Department to BWI Companies, Inc. in the estimated annual amount of $77,840; and authorizing the City Manager to execute all necessary documents. **Approved**

FINANCIAL SUMMARY

Operating Expense

FISCAL YEAR:	**2017-18 thru 2021-22**	**Prior Year (CIP Only)**	**Current Year**	**Future Years**	**TOTALS**
Budget		0	447,708	311,360	**759,068**
Encumbered/Expended Amount		0	-35,064	0	**-35,064**
This Item		0	-77,840	-311,360	**-389,200**
BALANCE		0	334,804	0	**334,804**

FUND(S): General Fund

COMMENTS: This item provides prices quotes. Expenditures will be made within the Parks & Recreation Department's approved budget appropriations for each year of the contract. The estimated amount to be spent in FY 2017-18 for the remaining current year on this contract is $77,840 with the remaining balance to be used for other contractual expenditures. The estimated future amount for this item is $311,360 ($77,840 in FY 2018-19, $77,840 in FY 2019-20, $77,840 in FY 2020-21, $77,840 in FY 2021-22.)

SUMMARY OF ITEM

See Recommendation Memo

Strategic Plan Goal:

Financially Strong City with Service Excellence, Safe Large City, Great Neighborhoods - 1st Choice to Live

Plano Tomorrow Plan Pillar:

Built Environment, Natural Environment

ATTACHMENTS:

Description	Upload Date	Type
Recommendation Memo	3/12/2018	Memo
Bid Recap	3/8/2018	Bid Recap

Memorandum

Date: February 1, 2018

To: Diane Palmer-Boeck, Director of Procurement & Project Management

From: Kevin Murray, Park Superintendent/Jeffrey Slate, Athletics Supervisor

Subject: Award Recommendation – Bid #2018-0121-C Athletic Field Fertilizer

Recommendation

The Parks and Recreation Department recommends award of the 2018-0121-C Athletic Field Fertilizer Contract to BWI Companies, Inc. BWI Companies, Inc. is the lowest responsive, responsible bidder.

Contract Expenditure

This is a one-year contract with four (4) one-year city optional renewals for a potential five (5) year contract. The estimated annual expenditure is $77,840 with an estimated total of $389,200, if all renewals are exercised. The estimated annual amount of $77,840 is approximately $47,000 under the budgeted amount of $125,000 for this contract.

Action Requested

The total amount related to the funding of this contract is within the estimated expenditure. Please review all documents and begin the necessary steps for the award of this contract.

Justification

Contract Purpose: This contract will be utilized for the purchase of granular bulk fertilizer to be applied to 450 acres of irrigated athletic field turf in Plano. Fertilization is a key component of a complete turf maintenance program which is critical to help maintain healthy, deep-rooted, durable, and safe turf playing surfaces.

Non-approval Implication: Should approval be denied, the turf athletic surfaces would seriously decline becoming unsafe and unplayable. As athletic field playing surfaces deteriorate, the result will be the cancellation of games with all the athletic field playing surfaces becoming a liability, whether it is being used for a game, practice, or casual use.

CITY OF PLANO

BID No. 2018-0121-C

Athletic Field Fertilizer

BID Recap

Proposal Opening Date/Time: January 23, 2018 @ 2:00 pm (CT)

Number of Vendors Notified: 1481

Vendors Submitting "No Bids": 0

Number of Vendors Non-Responsive: 1

Number of Bids Submitted: 3

Vendor Name	Total
BWI Companies, Inc.	$ 77,840.00
Lonestar Ranch and Outdoors	$ 102,194.00

Recommended Vendor(s):

BWI Companies, Inc. **$ 77,840.00**

Kimberly Williams
Kimberly Williams, Buyer II

January 23, 2018
Date

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Parks

Department Head: Robin Reeves

Agenda Coordinator: Susan Berger

CAPTION

RFB No. 2018-0090-B for Cottonwood Creek Trail: Oak Point to Chaparral, Project No. 6445, to HQS Construction, LLC in the amount of $1,691,639; and authorizing the City Manager to execute all necessary documents. **Approved**

FINANCIAL SUMMARY

CIP

FISCAL YEAR: 2017-18 & 2018-19	Prior Year (CIP Only)	Current Year	Future Years	TOTALS
Budget	93,656	1,741,500	0	1,835,156
Encumbered/Expended Amount	-93,656	-7,000	0	-100,656
This Item	0	-740,000	-951,639	-1,691,639
Balance	0	994,500	-951,639	42,861

FUND(S): Park Improvements CIP

COMMENTS:
Funding for this item is available in the 2017-18 Park Improvements CIP and will be carried forward into future years. Construction of the Cottonwood Creek Trail: Oak Point to Chaparral project, in the total amount of $1,691,639 will leave a project balance of $42,861 available for future project expenditures.

SUMMARY OF ITEM

This project is for the construction of a 12' wide hike and bike trail. This trail is part of the Six Cities Trail Plan as well as the Collin County Regional Trails Master Plan and will eventually connect to the trails at Oak Point Park.

A Texas Department of Transportation (TxDOT) Advance Funding Agreement for this project was approved by Council on April 28, 2014. TxDOT funding for this project is estimated at $1,471,658.40. The funding is provided as a reimbursement grant, and the final reimbursement amount will be determined by TxDOT based on the final construction cost.

This project also includes funding from the Collin County Parks/Open Space Project Funding Assistance Program, which is expected to cover the remaining cost for construction. Ultimately, construction of the trail will be completed at no cost to the City.

Fourteen bids were received for this project. The low bid of $1,691,638.65 from HQS Construction, LLC is below the construction estimate of $2,514,246.84.

As this project is partially federally funded, TxDOT has oversight over the project. TxDOT provided concurrence of this award to HQS Construction, LLC on February 21, 2018.

The Parks and Recreation Department recommends that the bid received from HQS Construction, LLC in the amount of $1,691,638.65 be accepted as the lowest responsible bid conditioned upon timely execution of any necessary contract documents.

If this contract is not approved, the project will need to be re-bid and both the TxDOT and Collin County funding previously approved for this project could be lost.

Strategic Plan Goal:

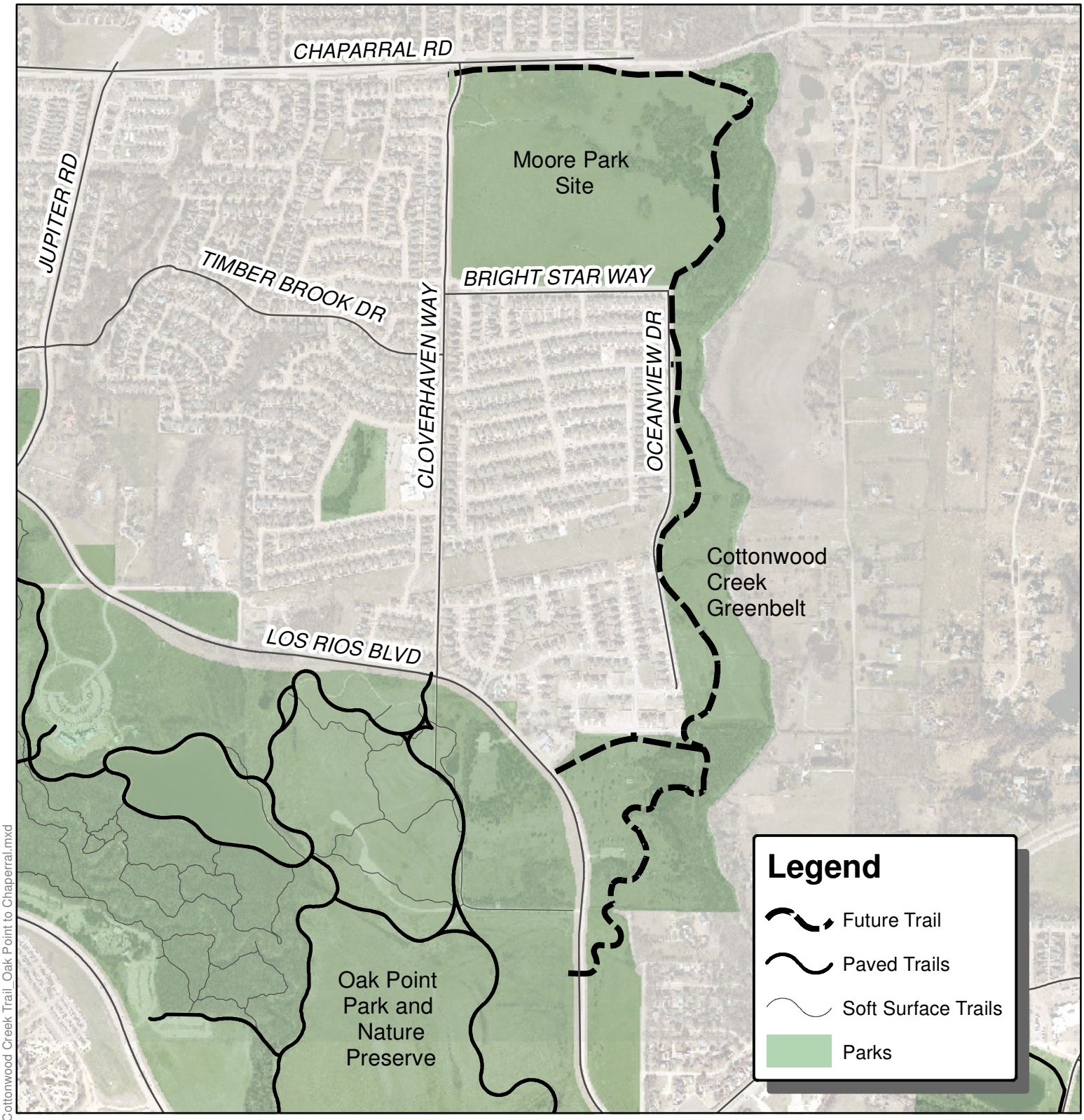
Financially Strong City with Service Excellence, Great Neighborhoods - 1st Choice to Live

Plano Tomorrow Plan Pillar:

Social Environment, Regionalism

ATTACHMENTS:

Description	Upload Date	Type
Location Map	3/1/2018	Map
Bid Recap	3/1/2018	Bid Recap



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Miles

Plano
City of Excellence

Cottonwood Creek Trail
Oak Point to Chaparral

Project Number: 6445

City of Plano Park Planning Division
2/19/2018

Project Location

TinaB 2/19/2018 L:\worduser\MXDs\Location Maps\Cottonwood Creek Trail_Oak Point to Chaperral.mxd

CITY OF PLANO

RFB (CIP)

Bid No. 2018-0090-B

Cottonwood Creek Trail: Oak Point to Chaparral #6445

TXDOT CSJ: 0918-24-214

Bid Recap

Proposal Opening Date/Time: December 15, 2017 @ 2:00 PM (CST)

Number of Vendors Notified: 10,881

Vendors Submitting "No Bids": 0

Number of Non-Responsive Bids Submitted: 0

Number of Responsive Bids Submitted: 14

Vendor:	Total Bid
HQS Construction, LLC	$1,691,638.65
Urban Infraconstruction, LLC	$1,822,661.14
Ratliff Hardscape, Ltd.	$1,868,226.46
Serco Construction Group, Ltd.	$1,981,210.80
North Rock Construction, LLC	$1,981,438.68
2L Construction, LLC	$2,067,650.90
Denco CS Corp	$2,090,934.97
Advance Contracting Group	$2,092,869.90
Joe Funk Construction, Inc.	$2,133,433.65
Ragle, Inc.	$2,188,721.85
FNH Construction, LLC	$2,201,324.00
DCI Contracting, Inc.	$2,245,753.49
C. Green Scaping, LP	$2,315,982.35
Wall Enterprises	$2,318,036.73

Recommended Vendor:

HQS Construction, LLC	$1,691,638.65

Angie Morales

Angie Morales, Purchasing Assistant

December 15, 2017

Date

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Parks

Department Head: Robin Reeves

Agenda Coordinator: Nancy Corwin Ext. 7137

CAPTION

RFB No. 2017-0136-C for a contract ending January 21, 2020 with three (3) one-year City optional renewals for Parks and Athletics Sites Litter Removal for the Parks and Recreation Department to Lawn Star Landscape in the estimated first term amount of $415,962 and to Premier Building Maintenance in the estimated first term amount of $183,583 for an estimated total contract award, including all optional renewals, of $1,712,740; and authorizing the City Manager to execute all necessary documents. **Approved**

FINANCIAL SUMMARY

Operating Expense

FISCAL YEAR:	**2017-18 thru 2022-23**	**Prior Year (CIP Only)**	**Current Year**	**Future Years**	**TOTALS**
Budget		0	687,179	1,598,498	**2,285,677**
Encumbered/Expended Amount			-362,180	0	**-362,180**
This Item		0	-114,242	-1,598,498	**-1,712,740**
BALANCE		0	210,757	0	**210,757**

FUND(S): General Fund

COMMENTS: This item provides prices quotes. Expenditures will be made within the Parks & Recreation Department's approved budget appropriations for each year of the contract. The estimated amount to be spent in FY 2017-18 for the remaining current year on this contract is $114,242 with the remaining balance to be used for other contractual expenditures. The estimated future amount for this item is $1,598,498 ($371,064 in FY 2018-19, $371,064 in FY 2019-20, $371,064 in FY 2020-21, $371,064 in FY 2021-22, and $114,242 in FY 2022-23.)

SUMMARY OF ITEM

See Recomendation Memo.

Strategic Plan Goal:

Financially Strong City with Service Excellence, Great Neighborhoods - 1st Choice to Live

Plano Tomorrow Plan Pillar:

Built Environment

ATTACHMENTS:

Description	Upload Date	Type
Recomendation Memo	3/5/2018	Agreement
Bid Recap	2/26/2018	Agreement

Memorandum

Date: February 19, 2018

To: Diane Palmer-Boeck, Director of Procurement & Project Management

From: Doug Green, Parks Superintendent

Subject: Award Recommendation for 2017-0136-C RFB-Parks and Athletics Sites Litter Removal

It is the recommendation of Plano Parks and Recreation to award 2017-0136-C RFB-Parks and Athletics Sites Litter Removal in a multi-part split of services, by individual Lots/Groups, as detailed in the Request for Bid. “Lot A” of 2017-0136-C is to be awarded to Lawn Star Landscape, “Lot B” of 2017-0136-C is to be awarded to Premier Building Maintenance, and “Lot C” of 2017-0136-C is to be awarded to Lawn Star Landscape. All firms will be awarded General services, this includes services that will be used as needed (i.e., lawn vacuuming, receptacle replacement, etc.). A total of five (5) bids were received and evaluated. The evaluation criterion was based upon cost of services by location group. Each of the aforementioned vendors was determined to be the lowest, responsive, responsible bidder.

This contract is necessary to routinely collect and remove park user-generated litter, as well as non-specific occurring site and receptacle litter, from over 1,200 acres of parks, athletic sites, as well as along selected areas of trails, walkways, and paths, citywide.

Parks and Recreation requested bids from vendors for site litter removal. This agreement consists of an initial term ending January 21, 2020 and with three one-year city optional renewals. The estimated first term expenditure to Lawn Star Landscape is $415,962 and to Premier Building Maintenance is $183,583 and the estimated annual renewal expenditure is $371,065 with a total of $1,712,740 if all renewals are exercised.

Failure to award this contract would result in a considerable increase and accumulation of litter and debris at neighborhood parks, athletic sites, and also along trails. This would lead to an immediate overall decline in appearance of park properties as well as result in a significant increase in the amount of litter that is allowed to enter the city’s storm water system. In addition, Plano Parks and Recreation would no longer be able to continue scheduled athletic activities, park pavilion reservations, and city-sponsored special events.

CITY OF PLANO

BID No. 2017-0136-C

Parks and Athletic Sites Litter Removal

BID Recap

Proposal Opening Date/Time: November 3, 2017 @ 2:00 pm (CT)

Number of Vendors Notified: 1236

Vendors Submitting "No Bids": 0

Number of Bids Submitted: 5

	First Term Value	Renewal Value
LOT A		
Lawn Star Landscape	$ 200,327.00	$ 132,965.80
Premier Building Maintenance Inc.	$ 290,035.00	$ 175,145.00
Encore Commercial Services Inc	$ 326,456.00	$ 194,390.00
Lillard Lawn Commercial Maintenance	$ 354,065.00	$ 227,830.00
Good Earth Corporation	$ 640,224.00	$ 407,759.00
LOT B		
Premier Building Maintenance Inc.	$ 176,973.00	$ 109,419.00
Lawn Star Landscape	$ 209,171.50	$ 128,954.00
Lillard Lawn Commercial Maintenance	$ 38,250.00	$ 235,175.00
Good Earth Corporation	$ 586,174.00	$ 365,552.00
LOT C		
Lawn Star Landscape	$ 195,085.00	$ 115,100.00
Encore Commercial Services Inc	$ 195,530.00	$ 118,480.00
Lillard Lawn Commercial Maintenance	$ 323,835.00	$ 193,110.00
Good Earth Corporation	$ 1,043,329.00	$ 606,455.00
GENERAL		
Lawn Star Landscape	$ 20,550.00	$ 10,275.00
Premier Building Maintenance Inc.	$ 6,610.00	$ 3,305.00
Encore Commercial Services Inc	$ 11,066.00	$ 5,533.00
Lillard Lawn Commercial Maintenance	$ 7,870.00	$ 3,935.00
Good Earth Corporation	$ 20,100.00	$ 10,050.00

Recommended Vendor(s):

Lawn Star Landscape		
Lot A	$ 200,327.00	$ 132,965.80
Lot C	$ 195,085.00	$ 115,100.00
General	$ 20,550.00	$ 10,275.00
Lawn Star Landscape total	**$ 415,962.00**	**$ 258,340.80**

Premier Building Maintenance Inc.		
Lot B	$ 176,973.00	$ 109,419.00
General	$ 6,610.00	$ 3,305.00
Premier Building Maintenance Inc. total	**$ 183,583.00**	**$ 112,724.00**
Total Value	**$ 599,545.00**	**$ 371,064.80**

Nancy Corwin

Nancy Corwin, Buyer

November 3, 2017

Date

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Technology Services

Department Head: Chris Chiancone

Agenda Coordinator: Corey Isaacs

CAPTION

To approve the purchase of hardware and software for a one (1) year contract with two (2) City optional renewals for Technology Services in the amount of $233,683 from Nokia of America Corporation through an existing contract; and authorizing the City Manager to execute all necessary documents. (Houston-Galveston Area Council # RA05-15) **Approved**

FINANCIAL SUMMARY

CIP

FISCAL YEAR: 2017-18 thru 2019-20	Prior Year (CIP Only)	Current Year	Future Years	TOTALS
Budget	**0**	192,569	41,114	233,683
Encumbered/Expended Amount	**0**	**0**	**0**	**0**
This Item	**0**	-192,569	-41,114	-233,683
Balance	**0**	**0**	**0**	**0**

FUND(S): Technology Improvement Fund

COMMENTS: Funding for this item is available in the 2017-18 Technology Improvements CIP Fund. This item to purchase hardware and software for the PAWM radio network upgrade, in the amount of $192,569, will deplete the funds for this project. Future year expenditures are dependent on annual contract renewals in the amount of $20,557 for 2018-19 and 2019-20 budget years. All future year expenditures will occur within Council approved appropriates.

SUMMARY OF ITEM

The City is authorized to purchase from a cooperative purchasing program with another local government or a local cooperative organization pursuant to Chapter 271 Subchapter F of the Texas Local Government Code and by doing so satisfies any State Law requiring local governments to seek competitive bids for items. (Houston-Galveston Area Council # RA05-15; City of Plano Contract # 2018-0017-O)

See Recommendation Memo

Strategic Plan Goal:

Financially Strong City with Service Excellence, Safe Large City, Partnering for Community Benefit

Plano Tomorrow Plan Pillar:

ATTACHMENTS:

Description	Upload Date	Type
Recommendation Memo	3/5/2018	Memo

Memorandum

Date: Wednesday February 7, 2018

To: Diane Palmer-Boeck, Director of Procurement and Project Management

From: Chris Chiancone, Chief Information Officer

Subject: Recommendation for Award for Alcatel / Nokia Hardware and Software Purchase

Technology Services proposes purchasing Alcatel/Nokia hardware and software to upgrade the existing system. The current Alcatel / Nokia platform was purchased from the vendor in 2009 and has reached end of life and support. Since 2009, system support has been provided on a time and materials basis resulting in a system with disparate devices and significant parts and labor costs. This software and hardware upgrade provides an opportunity to correct this situation while increasing the overall reliability of the microwave radio network. The upgrade also resolves the connectivity issues associated with partnering organizations that utilize this network.

The total purchase amount is $233,682.88, with the break down provided below. Initial purchase for hardware and software is $192,569.08 for FY 2017-2018, followed by annual maintenance of $20,556.90 for FY 18-19 & FY 19-20.

If the City of Plano does not purchase the Alcatel/Nokia hardware and software, the radio system is susceptible to significant delays with replacement parts, ultimately impacting public safety operations ability to communicate.

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Police

Department Head: Greg Rushin

Agenda Coordinator: Lincoln Thompson (Ext. 7376)

CAPTION

To approve the purchase of a Leica P40 3D Scanner for the Police Department in the amount of $124,401 from Geomatic Resources through an existing Texas Department of Information Resources (DIR) contract; and authorizing the City Manager to execute all necessary documents. (DIR Contract No. DIR-TSO-3730) **Approved**

FINANCIAL SUMMARY

Operating Expense

FISCAL YEAR: 2017-18	Prior Year (CIP Only)	Current Year	Future Years	TOTALS
Budget	0	1,280,520	0	1,280,520
Encumbered/Expended Amount	0	-299,477	0	-299,477
This Item	0	-124,401	0	-124,401
Balance	0	856,642	0	856,642

FUND(S): Traffic Safety Fund

COMMENTS: Funding for this item is available in the 2017-18 Traffic Safety Fund budget. The total estimated amount to be spent is $124,401, leaving a balance of $856,642 available for future expenditures related to traffic safety.

SUMMARY OF ITEM

The City is authorized to purchase from the State Contract list pursuant to Chapter 271 Subchapter D of the Texas Local Government Code and by doing so satisfies any State Law requiring local governments to seek competitive bids for items. (DIR Contract No. DIR-TSO-3730 / City of Plano Internal Contract No.

2018-0265-O)
See Recommendation Memo.

Strategic Plan Goal:

Financially Strong City with Service Excellence, Safe Large City

Plano Tomorrow Plan Pillar:

ATTACHMENTS:

Description	Upload Date	Type
Recommendation Memo	3/5/2018	Memo
Cooperative Quote Recap	3/7/2018	Cooperative Quote Recap

Plano
City of Excellence

Memorandum

Date: February 28, 2018

To: Mark Israelson, Deputy City Manager

From: Gregory W. Rushin, Chief of Police, Plano Police Department

Subject: 3D Scanner Procurement Request

Approximately four years ago, the Police Department procured a Leica Geosystems C10 3D Scanning System for use by the Traffic Unit. Since that time, the system has repeatedly proven itself as an indispensable tool during crash reconstructions, allowing investigators to analyze and document evidence at scenes with extreme precision and later present those results as easy to follow video and images during courtroom testimony. While the C10 system continues to operate dependably and includes many valuable features; the time required to complete the necessary scans is often significant, leading to lengthy roadway closures and all too frequent secondary crashes. Also, since the crash scene must remain completely unaltered while the reconstruction effort takes place, all involved vehicles and any deceased persons are often left in place for lengthy periods of time.

Upon notification that our warranty and support agreement for the C10 scanner was coming due for renewal, the Traffic Unit began researching available options and determined that there had been a number of technological advancements in scanning technology. A new model from Leica, the P40, can now perform scans in a fraction of the time required by the C10. To confirm this, members of the Traffic Unit requested a visit by Leica support representatives, who were able to demonstrate that nine scans could be completed in under 20 minutes, while those same rotations would have taken nearly two hours with the C10. Based on these findings, the Traffic Unit has estimated that investigations currently lasting 2 ½ to 3 hours on average could likely be reduced to under 45 minutes, allowing for much more prompt release of the scene, opening of the roadway, and reduced overtime expense for the City of Plano.

In an effort to further maximize efficiency and continue to make use of existing equipment, the Traffic Unit has requested to keep the C10 scanner operational and use it as a secondary system during large-scale investigations. It is anticipated that with two scanners available, reconstructions will be completed even more rapidly, as multiple scans are typically required and could be accomplished simultaneously. The second unit will also serve as a backup in the event of an equipment issue.

Although there are other manufacturers of similar 3D scanners; Leica is widely recommended by law enforcement and currently provides the only models known to be weather-resistant. This is an absolute requirement, since many serious crashes occur during or as a result of inclement weather. Each manufacturer also uses proprietary software for management of their scanning systems, and a vast amount of experience and training with the Leica applications has been accrued by members of our Traffic Unit during the past four years. To switch manufacturers now would no doubt prove economically wasteful and result in significant lag times while employees train and become proficient with new systems.

Purchasing requested a cooperative purchasing contract quote from Geomatic Resources, a Leica Geosystems authorized dealer. Geomatic Resources provided a quote for $124,401.40 based on Texas Department of Information Resources (DIR) Contract No. DIR-TSO-3730. Leica Geosystems confirmed that this represented the best value for the City.

The Police Department intends to use the Traffic Safety Fund for this procurement, due to the significant traffic safety advantages that are anticipated, so no budgetary restrictions should be encountered. Failure to approve this request will result in diminished capacity by our traffic investigators to quickly document evidence at crash scenes and return roadways to normal operation.

CITY OF PLANO
SOLICITATION NO. 2018-0265-O
LEICA P40 3D SCANNER
COOPERATIVE QUOTE RECAP

Number of Vendors Contacted: 1

Vendors Submitting "No Bids": 0

Quotes Deemed Non-responsive: 0

Number of Responsive Quotes Received: 1

Leica P40 3D Scanner from Geomatic Resources
via DIR Contract No. DIR-TSO-3730 $ 124,401.40

Low Quote:

Leica P40 3D Scanner from Geomatic Resources
via DIR Contract No. DIR-TSO-3730 $ 124,401.40

Lincoln Thompson *February 28, 2018*

Lincoln Thompson
Senior Buyer

Date

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Eco Dev

Department Head: Sally Bane

Agenda Coordinator: Paula Date

CAPTION

To approve an Amended and Restated Economic Development Incentive Agreement between the City of Plano, Texas, and General Dynamics Mission Systems, Inc., a Delaware corporation ("Company"), providing an economic development grant to the Company; and authorizing the City Manager to execute all necessary documents. **Approved**

FINANCIAL SUMMARY

Operating Expense

FISCAL YEAR: 2018-19 through 2025-26	Prior Year (CIP Only)	Current Year	Future Years	TOTALS
Budget	0	50,910,013	0	50,910,013
Encumbered/Expended Amount	0	-1,599,750	-26,794,131	-28,393,881
This Item	0	-163,800	0	-163,800
Balance	0	49,146,463	-26,794,131	22,352,332

FUND(S): ECONOMIC DEVELOPMENT INCENTIVE FUND

COMMENTS:
Funding for this item is available in the Economic Development Incentive Fund. The amount of $163,800 represents the amended incentive grant to be paid to General Dynamics Mission Systems, Inc. as a result of this Amended and Restated Agreement.

SUMMARY OF ITEM

A request to approve an Amended and Restated Economic Development Incentive Agreement for General Dynamics Mission Systems, Inc., a Delaware corporation, pursuant to Chapter 380 of the Texas

Local Government Code and conditioned on the terms as set forth in the attached agreement. General Dynamics Mission Systems, Inc. agrees to occupy 104,000 gross square feet of office space at 1000 Klein Road, Plano, TX 75074 and transfer, retain or create up to 260 Job Equivalents by 05/31/2020. https://goo.gl/dn4XnR

Strategic Plan Goal:

Strong Local Economy

Plano Tomorrow Plan Pillar:

Economic Environment

ATTACHMENTS:

Description	Upload Date	Type
GDMS_Amended and Restated Chpt 380 Agmt	3/5/2018	Agreement

AMENDED AND RESTATED
ECONOMIC DEVELOPMENT INCENTIVE AGREEMENT

This Amended and Restated Economic Development Incentive Agreement ("Agreement") is made by and between the City of Plano, Texas ("City"), and General Dynamics Mission Systems, Inc., a Delaware corporation ("Company"), acting by and through their respective authorized officers and representatives.

WITNESSETH:

WHEREAS, the City and Company entered into an initial Economic Development Incentive Agreement ("Initial Agreement") approved by the City Council on January 22, 2018 wherein Company agreed to add Four Million Dollars ($4,000,000) of Real Property improvements and One Million Three Hundred Thousand Dollars ($1,300,000) of Business Personal Property ("BPP") on the Real Property; and

WHEREAS, the Company initially planned to occupy at least 104,000 gross square feet of office space and transfer or create up to 280 Job Equivalents to be located on the Real Property or Other Locations in the City of Plano; and

WHEREAS, as a result of a revised business plan Company now desires to delay its growth rate, and both the City and Company wish to revise the Company's obligations with regard to job commitments to a maximum of 260 Job Equivalents; and

WHEREAS, Company's occupancy of at least 104,000 square feet of office space and employment of a minimum of 260 full time jobs on the Property will continue to promote economic development, stimulate commercial activity and enhance the tax base and economic vitality of the City; and

WHEREAS, the City has adopted programs for promoting economic development; and

WHEREAS, the City is authorized by TEX. LOC. GOV'T CODE §380.001 *et seq*. to provide economic development grants to promote local economic development and to stimulate business and commercial activity in the City; and

WHEREAS, the City has determined that making an economic development grant to the Company in accordance with the terms and conditions set forth in this Agreement will further the objectives of the City, will benefit the City and its citizens and will promote local economic development and stimulate business and commercial activity in the City; and

WHEREAS, the Agreement herein restating and further amending the terms and conditions between the parties are in all things approved by the City Council and this Agreement supersedes and replaces the prior agreement approved by the City Council on January 22, 2018.

NOW THEREFORE, in consideration of the mutual covenants and obligations herein, and for other good and valuable consideration, the parties agree that this Agreement restates, amends, supersedes and replaces all prior agreements signed by the parties as follows:

Article I
Definitions

For purposes of this Agreement, each of the following terms shall have the meaning set forth herein unless the context clearly indicates otherwise:

"Commencement Date" shall mean the earlier of the occupancy of the office space on the Real Property or March 31, 2018, whichever occurs first.

"Company" shall mean General Dynamics Mission Systems, Inc., a Delaware corporation.

"Event of Force Majeure" shall mean any contingency or cause beyond the reasonable control of a party including, without limitation, acts of God or the public enemy, war, riot, civil commotion, insurrection, government or de facto governmental action (unless caused by the intentionally wrongful acts or omissions of the party), fires, explosions or floods, strikes, slowdowns or work stoppages any of which event(s) directly and significantly impact the Company's operations in the City. An economic downturn shall not constitute an Event of Force Majeure.

"Job Equivalent" shall mean one or more Company employees, whether individual or combined with other employees, who are located at the Real Property and each Job Equivalent is paid a total 2,080 hours annually and issued an Internal Revenue Service W-2 form by the Company.

"Real Property" or "Property" shall mean 1000 Klein Road, Plano, TX 75074.

Article II
Term

The term of this Agreement shall begin on the Commencement Date and continue for eighty-one (81) months thereafter, unless sooner terminated as provided herein.

Article III
Obligations of Company

In consideration for the grant of public funds as set forth in Section 4.01 below, the Company agrees to perform the following:

(a) By the Commencement Date, occupy the office space on the Real Property and maintain occupancy throughout the term of the Agreement; and

(b) By May 31, 2018, create or transfer at least 200 Job Equivalents and maintain the Job Equivalents for a minimum of 180 days prior to grant payment and continue to maintain those Job Equivalents on the Real Property throughout the Agreement; and

(c) By May 31, 2020, and subject to maintaining the required number of Job Equivalents pursuant to Article III, Section (b) herein, Company may create or transfer up to 60 additional Job Equivalents and maintain those Job Equivalents on the Real Property throughout the Agreement; and

(d) Use reasonable efforts to place all Company-managed hotel room nights, related to the Company's business activities, at facilities located in the City of Plano.

Article IV
Economic Development Grant

4.01 **Grant.** The City agrees to provide the Company a cash grant of up to One Hundred Sixty Three Thousand Eight Hundred Dollars ($163,800) as long as Company meets each of the obligations set out in Article III above and complies with the certification schedule and requirements set out in Section 4.02 below.

4.02 **Grant Payment Requirements and Schedule.** Except as otherwise indicated, the Company shall be entitled to the grant award in accordance with the following requirements and schedule:

(a) By March 31, 2018, Company shall occupy the office space and by May 31, 2018 transfer or create at least 200 Job Equivalents to the Real Property and maintain the Job Equivalents for a minimum of 180 days to be eligible to receive a payment of One Hundred Twenty-Six Thousand Dollars ($126,000). The payment will not be pro-rated. **Company must submit the Initial Certification form attached hereto as Exhibit "A" certifying compliance with the obligations set forth in Article III, Sections (a), (b) and (d) not earlier than November 30, 2018 and not later than February 28, 2019. A failure to provide this form by that date is an event of default and, if not cured, results in an immediate and complete forfeiture of the entire grant.**

City will make the payment within thirty (30) days of receipt of the initial certification unless the City reasonably objects to the certification.

(b) By May 31, 2020, and subject to the Company transferring, creating and maintaining the minimum number of Job Equivalents required pursuant to Section 4.02(a) herein, Company may add up to an additional 60 Job Equivalents for a total maximum number of 260 Job Equivalents at the Real Property to be eligible to receive a second (2nd) grant payment of up to Thirty-Seven Thousand Eight Hundred Dollars ($37,800) which may be pro-rated at Six Hundred Thirty Dollars ($630) for each Job Equivalent up to the maximum amount allowed herein. **Company must submit the Annual Certification form attached hereto as Exhibit "B" as required by Section 4.02(c) below certifying the number of Job Equivalents added pursuant**

to Article III, Section (c) and compliance with Article III, Sections (a), (b) and (d) not later than June 30, 2020 to be eligible for the second (2nd) grant payment. A failure to provide this form by that date is an event of default and, if not cured, results in an immediate and complete forfeiture of the remaining grant and invokes the City's right to a full refund, including damages as set out in Section 4.03 below.

City will make the payment within thirty (30) days of receipt of the May 31, 2020 certification if Company qualifies for a second (2nd) grant payment pursuant to this Section 4.02(b), unless the City reasonably objects to the certification. In no event will the City make the second (2nd) grant payment prior to May 31, 2020.

(c) Beginning January 31, 2019, Company must submit an annual certification on the form attached hereto as Exhibit "B" not later than January 31st of each year for the duration of this Agreement certifying compliance with all of the obligations set out in Article III above. **A failure to file the annual certification by the January 31st deadline during the remaining years of the Agreement shall be an event of default and, if not cured, results in the City's right to a full refund, including damages as set out in Section 4.03.**

(d) All certifications must be executed by the Company's chief executive or financial officer.

4.03 **Refund/Default.**

(a) If the Company fails to meet and maintain the required number of Job Equivalents for more than 180 consecutive days as set out in Section 4.02(a) and the loss is not the result of an Event of Force Majeure, the Company shall forfeit the entire grant. Thereafter, if the Company fails to maintain the required number of Job Equivalents, for which it has received payment, for more than 180 consecutive days at any time during the term of this Agreement and the loss is not the result of an Event of Force Majeure, the Company shall refund to the City an amount equal to Six Hundred Thirty Dollars ($630) for each lost Job Equivalent.

For the purposes of determining whether the City is due a refund under this section, the Company shall certify to the City as set out in Section 4.02 above the actual number of Job Equivalents at the Real Property for the compliance period using the form attached as Exhibit "B". A failure to make the refund payment prior to or at the time of filing certification shall constitute an event of default. If a refund has been paid for one or more Job Equivalent(s), Company is not entitled to any future payment for that lost Job Equivalent(s) notwithstanding that it subsequently complies with the Job Equivalent requirements of this Agreement at a later date.

(b) If the Company defaults on the payment of any refund or fails to timely provide any certification as required by Section 4.02, the full amount of the entire grant paid shall be refunded by Company to the City. City may use any efforts to collect such sums owed and Company agrees to pay any and all interest, and expenses, including attorney fees and costs incurred by City. This obligation shall survive termination of this Agreement.

(c) At any time during the term of this Agreement the Company is convicted of a violation under 8 U.S.C. Section 1324a(f) regarding the unlawful employment of undocumented workers, it shall reimburse the City all grant funds paid pursuant to this Agreement together with interest charged from the date of payment of the funds at the statutory rate for delinquent taxes as determined by V.T.C.A., Tax Code § 33.01, but without the addition of penalty. Repayment of grant funds and interest shall be due not later than 120 days after the date the Company is convicted of the offense.

Article V
Termination

5.01 **Events of Termination.** This Agreement terminates upon any one or more of the following:

(a) By expiration of the term and where no defaults have occurred; or

(b) If a party defaults or breaches any of the terms or conditions of this Agreement and such default or breach is not cured within thirty (30) days after written notice thereof by the non-defaulting party unless a longer period is provided. Any default under this provision and right to recover any claims, refunds, damages and/or expenses shall survive the termination of the Agreement.

The City Manager is authorized on behalf of the City to send notice of default and to terminate this Agreement for any default that is not cured.

5.02 **Effect of Termination/Survival of Obligations.** The rights, responsibilities and liabilities of the parties under this Agreement shall be extinguished upon the applicable effective date of termination of this Agreement, except for any obligations or default(s) that existed prior to such termination or as otherwise provided herein and those liabilities and obligations shall survive the termination of this Agreement, including the refund provision, maintenance of records, and access thereto.

Article VI
Retention and Accessibility of Records

6.01 Company shall maintain the fiscal records and supporting documentation for expenditures of funds associated with this Agreement. Company shall retain such records, and any supporting documentation for the greater of:

(a) Five (5) years from the end of the Agreement period; or

(b) The period required by other applicable laws and regulations.

6.02 Company gives City, its designee, or any of their duly authorized representatives, access to and the right to examine relevant books, accounts, records, audit reports, reports, files, documents, written or photographic material, videotape and other papers, things, or personal and

Real Property belonging to or in use by Company pertaining to the Economic Development Program Grant (the "Records") upon receipt of ten (10) business days written notice from the City. The City's access to Company's books and records will be limited to information needed to verify that Company is and has been complying with the terms of this Agreement. Any information that is not required by law to be made public shall be kept confidential by City. In no event shall City's access to Company's Records include any access to any personal and/or medical data of any employees of Company except to confirm payroll information compliance for Job Equivalents. Company shall not be required to disclose to the City any information that by law Company is required to keep confidential. Should any good faith dispute or question arise as to the validity of the data provided, the City reserves the right to require Company to obtain an independent firm to verify the information. This certified statement by an independent firm shall be provided at the sole cost of Company. The rights to access the Records shall terminate five (5) years after the termination or expiration of this Agreement. Failure to provide reasonable access to the Records to authorized City representatives shall give the City the right to suspend or terminate this Agreement as provided for in Section 5.01 above, or any portion thereof, for reason of default. All Records shall be retained by Company for a period of five (5) years after all performance requirements are achieved for audit purposes until such audits or other administrative, civil or criminal matters including, but not limited to, investigations, lawsuits, administrative inquiries and open record requests are completed. Company agrees to maintain the Records in an accessible location.

Article VII
Assignment

This Agreement may not be assigned without the express written consent of the non-assigning party, except that the Company may assign this Agreement without obtaining the City's consent (a) to one of its wholly owned affiliates, or (b) to any person or entity that directly or indirectly acquires, through merger, sale of stock, purchase or otherwise, all or more than ninety (90) percent of the assets of the Company as long as the Company gives sixty (60) days prior written notice to the City and the assignee executes an agreement with the City to be bound to all the terms and conditions of this Agreement and be responsible for any default(s) that occurred prior to or after the assignment.

For any assignment not covered by (a) or (b) in the preceding paragraph, the Company must obtain the prior approval of the City through its City Manager and the assignee must agree to be bound to all the terms and conditions of this Agreement and to accept all liability for any default that occurred prior to and/or after the assignment.

Any assignment agreement must be furnished in a form acceptable to the City and be provided at least thirty (30) days prior to the effective assignment date. City agrees to notify the potential assignee of any known default, but such notification shall not excuse defaults that are not yet known to the City.

Article VIII
Miscellaneous

8.01 **No Joint Venture.** It is acknowledged and agreed by the parties that the terms of this Agreement are not intended to and shall not be deemed to create a partnership or joint venture among the parties. Neither party shall have any authority to act on behalf of the other party under any circumstances by virtue of this Agreement.

8.02 **Notice of Bankruptcy.** In the event Company files for bankruptcy, whether involuntarily or voluntary, Company shall provide written notice to the City within three (3) business days of such event.

8.03 **Authorization.** Each party represents that it has full capacity and authority to grant all rights and assume all obligations that are granted and assumed under this Agreement.

8.04 **Notice.** Any notice required or permitted to be delivered hereunder shall be deemed received three (3) days thereafter sent by United States Mail, postage prepaid, certified mail, return receipt requested, addressed to the party at the address set forth below (or such other address as such party may subsequently designate in writing) or on the day actually received if sent by courier or otherwise hand delivered.

If intended for the City:
City of Plano, Texas
Attention: Mr. Bruce D. Glasscock
City Manager
1520 Avenue K
P.O. Box 860358
Plano, TX 75086-0358

With a copy to:
City of Plano, Texas
Attention: Ms. Paige Mims
City Attorney
1520 Avenue K
P.O. Box 860358
Plano, TX 75086-0358

If intended for the Company:
General Dynamics Mission Systems, Inc.
Attention: Mr. Raj Thomas, Sr. Tax Manager
IS&T Tax Department
13857 McLearen Road
Herndon, VA 20171
(703) 268-7973

8.05 **Compliance with Equal Rights Ordinance.** Company agrees to comply with Section 2-11(F) of the City Code of Ordinances, which reads as follows:

"It shall be unlawful for an employer to discriminate against any person on the basis of race, color, sex, religion, age, national origin, genetic information, sexual orientation, gender identity, disability status or United States military/veteran status by the following actions or inactions:

(a) for an employer to fail or refuse to hire, or to discharge, any person;

(b) for an employer to discriminate against any person with respect to compensation, terms, conditions or privileges, of employment;

(c) for an employer to limit, segregate or classify employees or applicants for employment in any way that would deprive or tend to deprive a person of employment or employment opportunities, or that would otherwise adversely affect a person's status as an employee;

(d) for an employment agency to fail or refuse to refer for employment, or to otherwise discriminate against, any person because of a protected employment characteristic;

(e) for an employment agency to classify or refer for employment any person, on the basis of a protected employment characteristic;

(f) for a labor organization to exclude or expel from its membership, or to otherwise discriminate against, any person because of a protected employment characteristic;

(g) for a labor organization to fail or refuse to refer for employment any person because of a protected employment characteristic;

(h) for a labor organization to limit, segregate or classify its members or applicants for membership, in any way that would deprive or tend to deprive a person of employment or employment opportunities, or that would otherwise adversely affect a person's status as an employee or as an applicant for employment; or

(i) for a labor organization to cause or attempt to cause an employer to discriminate against a person in violation of this subsection;

(j) for an employer, a labor organization or a joint labor-management committee, to discriminate against any person because of a protected employment characteristic in the admission to, or employment in, any program established to provide apprenticeship or other training;

(k) for an employer to print or publish, or cause to be printed or published, any notice or advertisement relating to employment by the employer that indicates any preference, limitation, specification or discrimination, based on a protected employment characteristic;

(l) for an employment agency to print or publish, or cause to be printed or published, any notice or advertisement relating to membership in or any classification or referral for employment by the employment agency that indicates any preference, limitation, specification or discrimination, based on a protected employment characteristic; or

(m) for a joint labor-management committee to print or publish, or cause to be printed or published, any notice or advertisement relating to admission to, or employment in, any program established to provide apprenticeship or other training by the joint labor-management committee that indicates any preference, limitation, specification or discrimination, based on a protected employment characteristic."

Company also understands that it is entitled to apply to the City Manager for a waiver from the Equal Rights Ordinance's application to its business if applying it would conflict with state or federal law. During the review of the waiver request, the contract will be placed on hold.

8.06 **Entire Agreement.** This Agreement is the entire Agreement between the parties with respect to the subject matter covered in this Agreement. There is no other collateral oral or written agreement between the parties that in any manner relates to the subject matter of this Agreement.

8.07 **Governing Law.** This Agreement shall be governed and construed in accordance with the laws of the State of Texas, without giving effect to any conflicts of law rule or principle that might result in the application of the laws of another jurisdiction. Venue for any action concerning this Agreement, the transactions contemplated hereby or the liabilities or obligations imposed hereunder shall be in the State District Court of Collin County, Texas.

8.08 **Amendment.** This Agreement may only be amended by the mutual written agreement of the parties.

8.09 **Severability.** In the event any one or more of the provisions contained in this Agreement shall for any reason be held to be invalid, illegal, or unenforceable in any respect, such invalidity, illegality, or unenforceability shall not affect other provisions, and it is the intention of the parties to this Agreement that in lieu of each provision that is found to be illegal, invalid, or unenforceable, a provision shall be added to this Agreement which is legal, valid and enforceable and is as similar in terms as possible to the provision found to be illegal, invalid or unenforceable.

8.10 **Recitals.** The recitals to this Agreement are incorporated herein.

8.11 **Authorized to Bind.** The persons who execute their signatures to this Agreement represent and agree that they are authorized to sign and bind their respective parties to all of the terms and conditions contained herein.

8.12 **Counterparts.** This Agreement may be executed in counterparts. Each of the counterparts shall be deemed an original instrument, but all of the counterparts shall constitute one and the same instrument.

This Agreement shall be effective upon the last date on which all parties have executed this Agreement.

ATTEST:

CITY OF PLANO, TEXAS, a home-rule municipal corporation

_____
Lisa C. Henderson, CITY SECRETARY

_____
Bruce D. Glasscock, CITY MANAGER
Date: _____

APPROVED AS TO FORM:

_____
Paige Mims, CITY ATTORNEY

ATTEST:

GENERAL DYNAMICS MISSION SYSTEMS, INC., a Delaware corporation

_____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____
Date: _____

EXHIBIT "A"

INITIAL CERTIFICATE OF COMPLIANCE

Please select one of the options below before signing and returning the certification:

_____ a. I hereby certify that General Dynamics Mission Systems, Inc. has occupied the office space by March 31, 2018 and transferred or added at least 200 Job Equivalent positions at the Real Property by May 31, 2018, and is in compliance with all terms of the Agreement and is entitled to receive payment in accordance with Section 4.02(a) of that Agreement. The actual number of Job Equivalents is _____.

_____ b. I hereby certify that General Dynamics Mission Systems, Inc. has failed to occupy the office space by March 31, 2018 and/or has failed to transfer or add at least 200 Job Equivalent positions at the Real Property by May 31, 2018, and is not in compliance with the Agreement and is not entitled to receive payment in accordance with Section 4.02(a) of that Agreement. The actual number of Job Equivalents is _____.

ATTEST:

GENERAL DYNAMICS MISSION SYSTEMS, INC., a Delaware corporation

_____

Name: _____

Title: _____

By: _____

Name: _____

Chief Financial Officer

_____

Date

NOTE: This form is due not earlier than November 30, 2018 and not later than February 28, 2019.

This Certificate of Compliance should be mailed to:

City of Plano
Finance Department
P.O. Box 860358
Plano, TX 75086-0358

EXHIBIT "B"

ANNUAL CERTIFICATE OF COMPLIANCE

Please select one of the options below before signing and returning the certification:

_____ a. I hereby certify that General Dynamics Mission Systems, Inc. is in compliance with each applicable term as set forth in the Agreement and the transferred or added number of Job Equivalents has not fallen below the number for which General Dynamics Mission Systems, Inc. has received a grant payment in accordance with the terms and conditions set out in Article IV. I further certify that as of December 31 of the prior year, the number of Job Equivalents was ____.

_____ b. I hereby certify that General Dynamics Mission Systems, Inc. is not in compliance with each applicable term as set forth in the Agreement and the transferred or added number of Job Equivalents has fallen below the number for which General Dynamics Mission Systems, Inc. has received a grant payment. I further certify that as of December 31 of the prior year, the number of Job Equivalents was _____ and that the City of Plano has been refunded the appropriate amount as required by Article IV, Section 4.03 of the Agreement.

_____ c. (**FOR USE NOT EARLIER THAN JUNE 1, 2020 ONLY IF APPLICABLE**) I hereby certify that General Dynamics Mission Systems, Inc. is in compliance with all terms and conditions of the Agreement and that as of May 31, 2020, General Dynamics Mission Systems, Inc. has added up to 60 Job Equivalents (not to exceed 260), in addition to the 200 initial Job Equivalents, and is entitled to receive a second (2nd) grant payment in accordance with Section 4.02(b). I further certify that as of December 31 of the prior year, the total number of Job Equivalents was ____.

ATTEST:

GENERAL DYNAMICS MISSION SYSTEMS, INC., a Delaware corporation

_____
Name: _____
Title: _____

By: _____
Name: _____
Chief Financial Officer

_____
Date

NOTE: This form is due by January 31 of each year beginning on January 31, 2019, and as long as this Agreement is in effect.

This Certificate of Compliance should be mailed to:

City of Plano
Finance Department
P.O. Box 860358
Plano, TX 75086-0358

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Public Works

Department Head: Gerald Cosgrove

Agenda Coordinator: Shawn Breen

CAPTION

To approve an increase to the current awarded contract amount of $2,279,108 by $137,089, for a total contract amount of $2,416,197, for the Residential Concrete Pavement Rehab Zone I6 North, Project No. 6716, from Jim Bowman Construction Company L.P. for Public Works; and authorizing the City Manager to execute all necessary documents. (Contract No. 2016-0342-B; Change Order No. 3) **Approved**

FINANCIAL SUMMARY

CIP

FISCAL YEAR:	2017-18	Prior Year (CIP Only)	Current Year	Future Years	TOTALS
Budget		6,704,819	17,899,007	11,900,000	**36,503,826**
Encumbered/Expended Amount		-6,704,819	-10,110,762	0	**-16,815,581**
This Item		0	-137,089	0	**-137,089**
BALANCE		0	7,651,156	11,900,000	**19,551,156**

FUND(S): Capital Maintenance Fund

COMMENTS: Funding is available for this item in the 2017-18 Capital Maintenance Fund Budget. The third change order to the construction contract for the Residential Concrete Zone I6 North project, in the amount of $137,089, will leave a current year balance of $7,651,156 available for future expenditures on the repair and replacement of residential streets, alleys and sidewalks.

SUMMARY OF ITEM

This change order is to add additional quantities of concrete paving and sidewalk replacement. Additional repairs are needed due to concrete shifting and sub-grade issues that have been identified in the field since the original inventory was taken in the spring of 2015. This change order will add 14 (fourteen) working days to the current awarded terms of the contract, bringing the total number of working days to 225 (two hundred twenty-five).

Public Works recommends the approval of Change Order No. 3 to Jim Bowman Construction Company L.P. The total contract amount will be $2,416,197.00, which is a 24.98% increase of the original amount of $1,933,301.00.

If this change order is not approved by Council, the additional needed repairs would leave unsafe pavement conditions in the area of I6 North.

Strategic Plan Goal:

Financially Strong City with Service Excellence, Great Neighborhoods - 1st Choice to Live

Plano Tomorrow Plan Pillar:

Built Environment, Social Environment

ATTACHMENTS:

Description	Upload Date	Type
Location Map	2/27/2018	Map

LOCATION MAP

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Parks

Department Head: Robin Reeves

Agenda Coordinator: Susan Berger

CAPTION

To approve an expenditure for design services to prepare construction documents for Arbor Hills Nature Preserve - Restroom and Storage, Project No. 6967, in the amount of $99,600 from Pacheco Koch Consulting Engineers, Inc.; and authorizing the City Manager to execute all necessary documents. **Approved**

FINANCIAL SUMMARY

CIP

FISCAL YEAR: 2017-18 & 2018-19	Prior Year (CIP Only)	Current Year	Future Years	TOTALS
Budget	0	50,000	450,000	500,000
Encumbered/Expended Amount	0	0	0	0
This Item	0	-74,600	-25,000	-99,600
Balance	0	-24,600	425,000	400,400

FUND(S): Park Improvement CIP

COMMENTS:
Funding is partially available for this item in the 2017-18 Park Improvements CIP and planned for future years. Professional design services for the Arbor Hills Nature Preserve Restroom and Storage project, in the amount of $99,600, will leave a project balance of $400,400 available for future project construction.

SUMMARY OF ITEM

The Arbor Hills Nature Preserve - Restroom and Storage project includes design services for a new restroom building and for the renovation of the existing 20 year old restroom building into a family-oriented

restroom with storage space for grounds maintenance equipment. The new restroom will be located near the playground and reservable shelter areas and designed in unity with the existing park architecture. Convenience to park visitors and families with young children will be improved with new capacity and accessibility in the new and renovated restrooms.

Pacheco Koch Consulting Engineers, Inc. was selected through the 2017-18 annual selection process for engineering consultants. The contract fee is $99,600.00 which includes design, geotechnical engineering, site planning, utility relocation design and surveying. The fee is 16.6% of the total estimated construction budget of $600,000. The total fee is typical for a project of this size and scope for multiple structures, architectural services and site utility considerations.

Strategic Plan Goal:

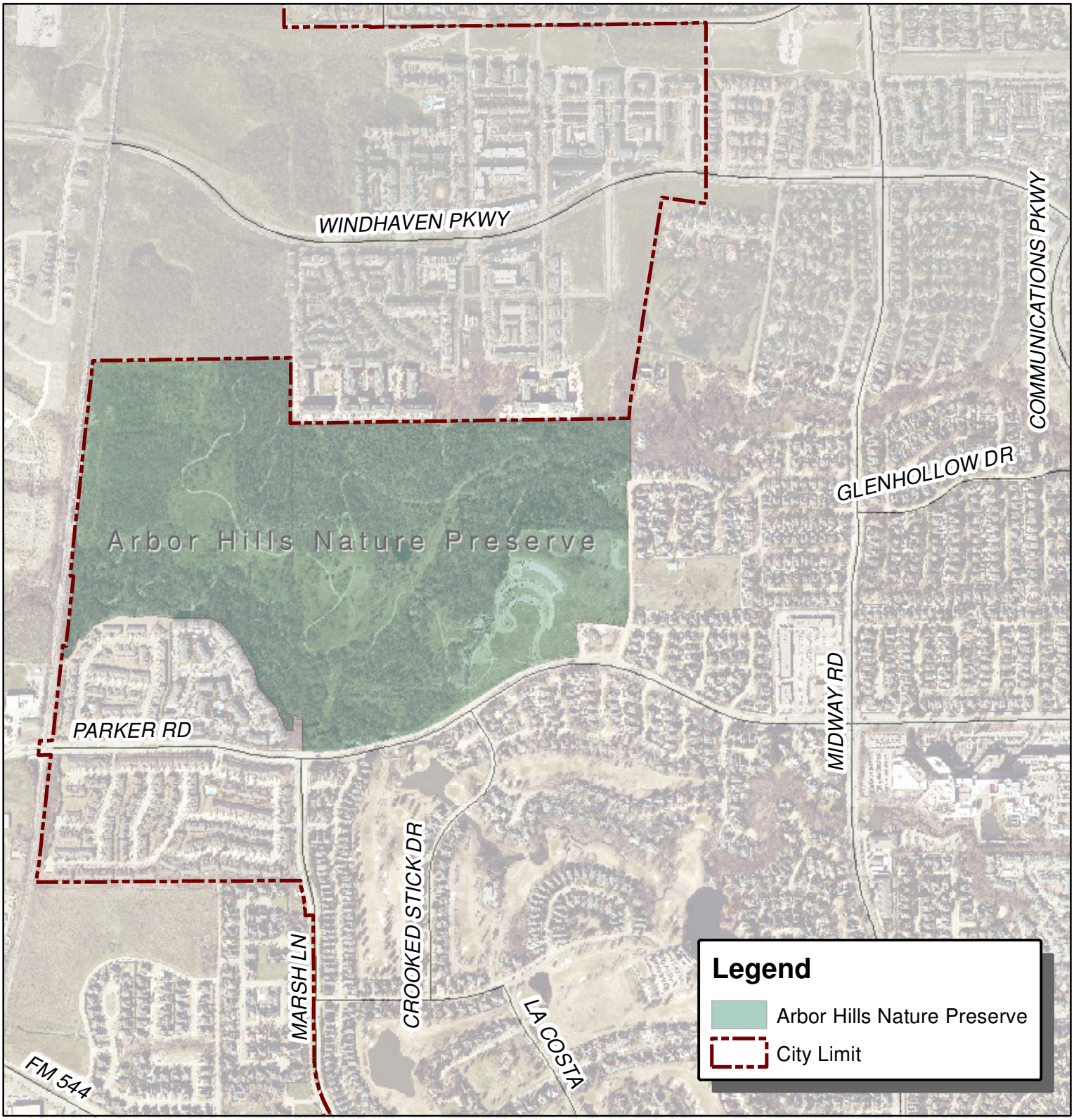
Financially Strong City with Service Excellence, Great Neighborhoods - 1st Choice to Live

Plano Tomorrow Plan Pillar:

Social Environment, Natural Environment

ATTACHMENTS:

Description	Upload Date	Type
Location Map	2/27/2018	Map



0 500 1,000
Feet

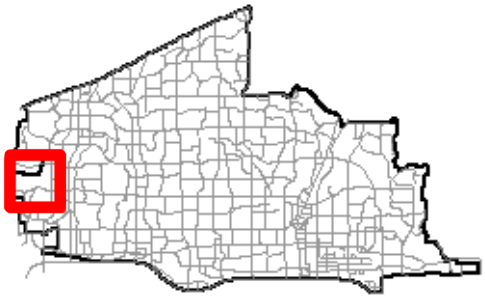
Plano
City of Excellence

City of Plano Park Planning Division
2/22/2018

Arbor Hills Nature Preserve

Project Number: 6967

Project Location



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CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Parks

Department Head: Robin Reeves

Agenda Coordinator: Susan Berger

CAPTION

To approve an expenditure for master planning services to prepare the Oak Point Park and Nature Preserve Natural Resources Master Plan, Project No. 6975, in the amount of $119,750 from Studio Outside, LLC; and authorizing the City Manager to execute all necessary documents. **Approved**

FINANCIAL SUMMARY

CIP

FISCAL YEAR: 2017-18	Prior Year (CIP Only)	Current Year	Future Years	TOTALS
Budget	128,705	7,871,295	0	8,000,000
Encumbered/Expended Amount	-128,705	-579,425	0	-708,130
This Item	0	-119,750	0	-119,750
Balance	0	7,172,120	0	7,172,120

FUND(S): Park Improvements CIP

COMMENTS:
Funding for this item is available in the 2017-18 Park Improvements CIP. Professional services to prepare the Oak Point Park and Nature Preserve Natural Resources Master Plan, in the amount of $119,750, will leave a balance of $7,172,120 for future expenditures related to the continued development of Oak Point Park and Nature Preserve.

SUMMARY OF ITEM

The Oak Point Park and Nature Preserve Natural Resources Master Plan project will identify and define areas of conservation, preservation, restoration and future development within Oak Point Park and Nature

Preserve, and inform and guide the planning, use and maintenance of those areas.

Studio Outside, LLC is on the 2017-19 list of qualified consutlants for the Community Investment Program, park and landscape design projects (RFQ 2017-0281-X). The total contract fee is $119,750 which includes data collection and assessments, site investigations, environmental mapping, site analyses, land management case studies, planning workshops, development of management strategies and standards, and an implementation plan and final report.

Strategic Plan Goal:

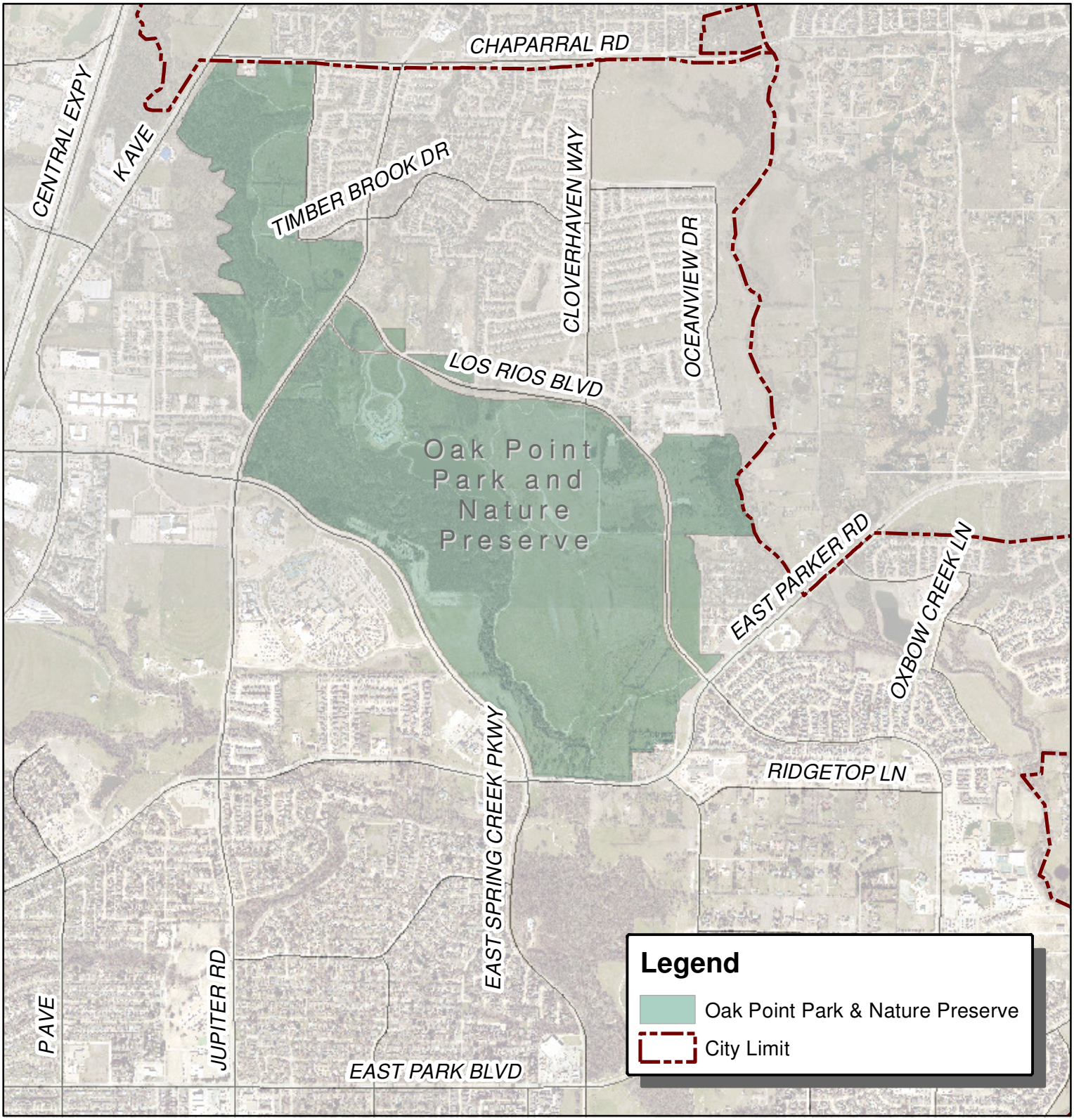
Financially Strong City with Service Excellence, Great Neighborhoods - 1st Choice to Live

Plano Tomorrow Plan Pillar:

Social Environment, Natural Environment

ATTACHMENTS:

Description	Upload Date	Type
Location Map	2/27/2018	Map



0 1,000 2,000
Feet

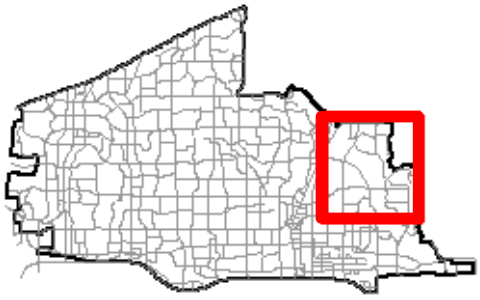
Plano
City of Excellence

City of Plano Park Planning Division
2/19/2018

Oak Point Park & Nature Preserve

Project Number: 6975

Project Location



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CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Parks

Department Head: Robin Reeves

Agenda Coordinator: Susan Berger

CAPTION

To approve an expenditure for engineering design services for the Legacy Trail: Means Drive to Penelope Lane, Project No. 6977, in the amount of $276,900 from Pacheco Koch Consulting Engineers, Inc.; and authorizing the City Manager to execute all necessary documents. **Approved**

FINANCIAL SUMMARY

CIP

FISCAL YEAR: 2017-18 & 2018-19	Prior Year (CIP Only)	Current Year	Future Years	TOTALS
Budget	1,207,353	6,744,426	0	7,951,779
Encumbered/Expended Amount	-1,207,353	-1,621,117	0	-2,828,470
This Item	0	-254,400	-22,500	-276,900
Balance	0	4,868,909	-22,500	4,846,409

FUND(S): Park Improvements CIP

COMMENTS:
Funding for this item is available in the 2017-18 Park Improvements CIP. Professional services to prepare designs for the Legacy Trail: Means Drive to Penelope Lane project, in the total amount of $276,900, will leave a project balance of $4,846,409 available for future trail improvements throughout Plano.

SUMMARY OF ITEM

The Legacy Trail: Means Drive to Penelope Lane project will provide trail connectivity between two existing segments of Legacy Trail. The project will also provide bridge connections to neighborhoods on the west side of White Rock Creek. The trail is part of the Collin County Regional Trails Master Plan and

the North Central Texas Council of Governments Mobility 2040 Regional Veloweb.

Schematic trail design was previously conducted and a flood study for this area is currently under review by the City. The new trail will provide connections to the future Police substation as appropriate.

Pacheco Koch Consulting Engineers, Inc. is on the 2017-19 list of qualified consultants for Bicycle and Pedestrian Facility Design and Engineering (RFQ 2017-0281-X). The total contract fee is $276,900, which includes construction plans as well as a feasibility study and design of pedestrian hybrid beacons at Rasor Boulevard to provide connectivity to the trails from neighborhoods west of this major thoroughfare.

The $276,000 fee is 13.9% of the $1,990,000 total project budget. The fee is consistent with other projects of this size and scope when including the study and design of the pedestrian hybrid beacons.

In the event this expenditure is not approved, the City would not be able to fill this existing trail gap nor provide connections to the trail across Rasor Boulevard at this time.

Strategic Plan Goal:

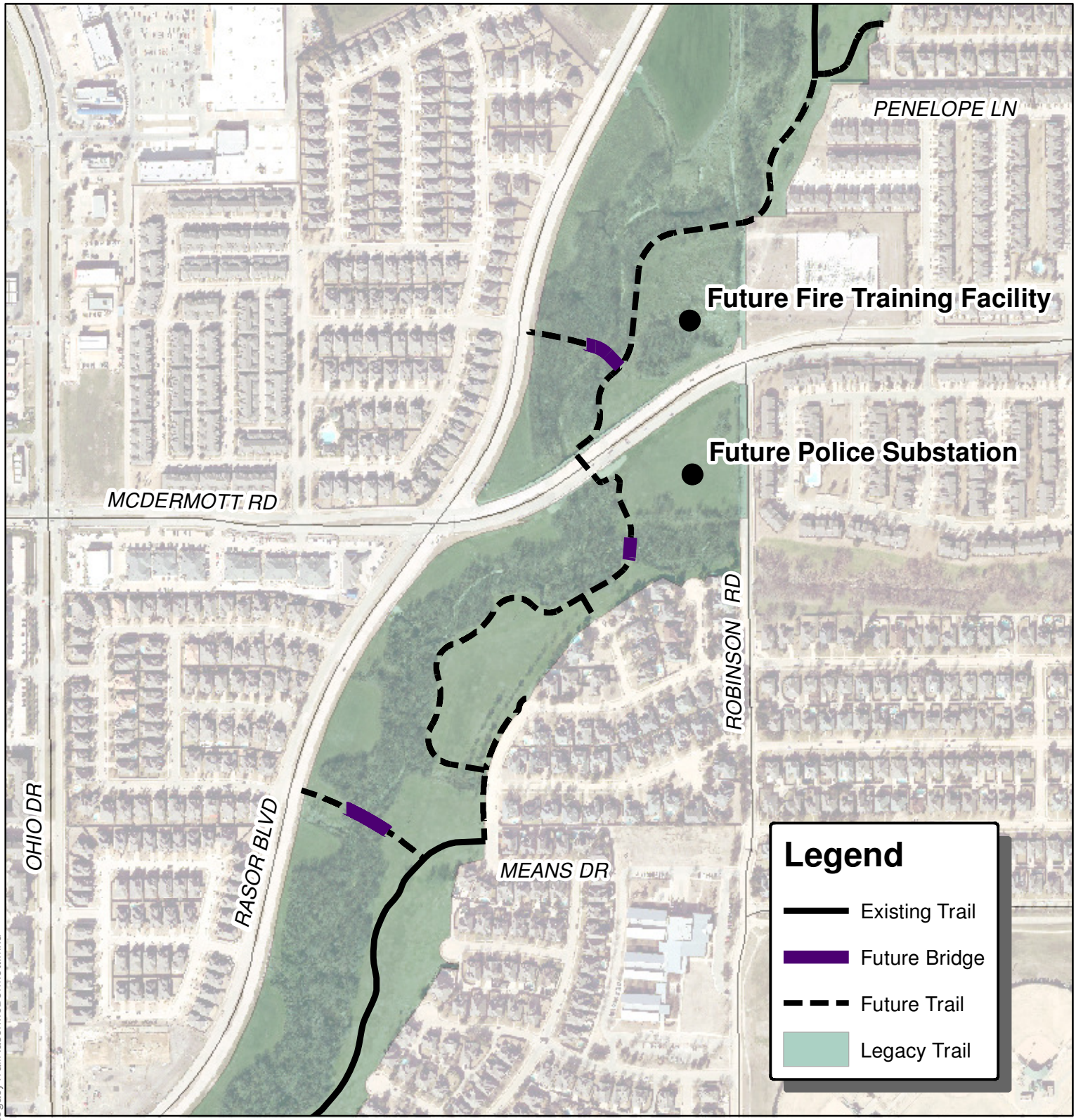
Financially Strong City with Service Excellence, Great Neighborhoods - 1st Choice to Live

Plano Tomorrow Plan Pillar:

Social Environment, Natural Environment

ATTACHMENTS:

Description	Upload Date	Type
Location Map	2/27/2018	Map



0 250 500
Feet

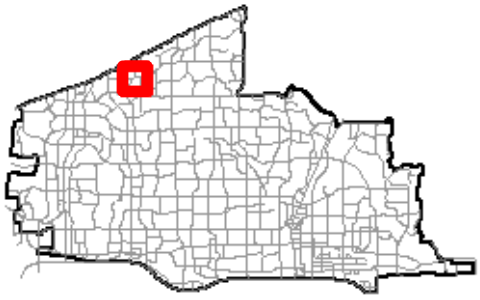
Plano
City of Excellence

City of Plano Park Planning Division
2/23/2018

Legacy Trail

Means Drive to Penelope Lane
Project Number: 6977

Project Location



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CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Finance

Department Head: Denise Tacke

Agenda Coordinator: Megan Hostick x 7479

CAPTION

Resolution No. 2018-3-1(R): To approve the Investment Portfolio Summary for the Quarter Ended December 31, 2017; and providing an effective date. **Adopted**

FINANCIAL SUMMARY

Not Applicable

FISCAL YEAR: 2017-18	Prior Year (CIP Only)	Current Year	Future Years	TOTALS
Budget	0	0	0	0
Encumbered/Expended Amount	0	0	0	0
This Item	0	0	0	0
Balance	0	0	0	0

FUND(S): N/A

COMMENTS: This item has no fiscal impact.

SUMMARY OF ITEM

Quarterly Investment Report Ended December 31, 2017.

Strategic Plan Goal:

Financially Strong City with Service Excellence

Plano Tomorrow Plan Pillar:

ATTACHMENTS:

Description	Upload Date	Type
Resolution	2/16/2018	Resolution
Investment Portfolio Summary	2/15/2018	Other

A Resolution of the City of Plano, Texas, approving the Investment Portfolio Summary for the Quarter Ended December 31, 2017 and providing an effective date.

WHEREAS, the City Council has been presented the City of Plano's Investment Portfolio Summary for the Quarter Ended December 31, 2017, a substantial copy of which is attached hereto as Exhibit "A" and incorporated herein by reference (hereinafter called "Investment Portfolio Summary"); and

WHEREAS, the Public Funds Investment Act at Texas Government Code, Section 2256.005, requires the governing body of an investing entity to review its investment policy and investment strategies not less than annually; and

WHEREAS, upon full review and consideration of the Investment Portfolio Summary, and all matters attendant and related thereto, the City Council is of the opinion that the same should be approved.

NOW, THEREFORE, BE IT REOLVED BY THE CITY COUNCIL OF THE CITY OF PLANO, TEXAS, THAT:

Section I. The City of Plano's Investment Portfolio Summary for the Quarter Ended December 31, 2017, having been reviewed by the City Council of the City of Plano and found to be acceptable and in the best interests of the City of Plano and its citizens, is hereby in all things approved.

Section II. This Resolution shall become effective immediately upon its passage.

DULY PASSED AND APPROVED this the 20th day of March, 2018.

_____
Harry LaRosiliere, MAYOR

ATTEST:

_____
Lisa C. Henderson, CITY SECRETARY

APPROVED AS TO FORM:

_____
Paige Mims, CITY ATTORNEY

City of Plano

INVESTMENT PORTFOLIO SUMMARY

For the Quarter Ended

December 31, 2017

The investment portfolio of the City of Plano is in compliance with the Public Funds Investment Act and the City's Investment Policy and strategies.

City Manager

Director of Finance

Treasurer

Treasury Analyst

Release Date: January 31, 2018

Information received since the Federal Open Market Committee met in December indicates that the labor market has continued to strengthen and that economic activity has been rising at a solid rate. Gains in employment, household spending, and business fixed investment have been solid, and the unemployment rate has stayed low. On a 12-month basis, both overall inflation and inflation for items other than food and energy have continued to run below 2 percent. Market-based measures of inflation compensation have increased in recent months but remain low; survey-based measures of longer-term inflation expectations are little changed, on balance.

Consistent with its statutory mandate, the Committee seeks to foster maximum employment and price stability. The Committee expects that, with further gradual adjustments in the stance of monetary policy, economic activity will expand at a moderate pace and labor market conditions will remain strong. Inflation on a 12-month basis is expected to move up this year and to stabilize around the Committee's 2 percent objective over the medium term. Near-term risks to the economic outlook appear roughly balanced, but the Committee is monitoring inflation developments closely.

In view of realized and expected labor market conditions and inflation, the Committee decided to maintain the target range for the federal funds rate at 1-1/4 to 1-1/2 percent. The stance of monetary policy remains accommodative, thereby supporting strong labor market conditions and a sustained return to 2 percent inflation.

In determining the timing and size of future adjustments to the target range for the federal funds rate, the Committee will assess realized and expected economic conditions relative to its objectives of maximum employment and 2 percent inflation. This assessment will take into account a wide range of information, including measures of labor market conditions, indicators of inflation pressures and inflation expectations, and readings on financial and international developments. The Committee will carefully monitor actual and expected inflation developments relative to its symmetric inflation goal. The Committee expects that economic conditions will evolve in a manner that will warrant further gradual increases in the federal funds rate; the federal funds rate is likely to remain, for some time, below levels that are expected to prevail in the longer run. However, the actual path of the federal funds rate will depend on the economic outlook as informed by incoming data.

Voting for the FOMC monetary policy action were Janet L. Yellen, Chair; William C. Dudley, Vice Chairman; Thomas I. Barkin; Raphael W. Bostic;

		December 31, 2017		September 30, 2017	
Asset Type	**Avg Yield**	**End Book Value**	**End Market Value**	**End Book Value**	**End Market Value**
Pools/NOW Accounts	1.09%	97,264,205.12	97,264,205.12	77,496,381.19	77,496,381.19
Certificates of Deposit/Fixed Term	1.12%	61,825,427.52	61,825,427.52	61,825,427.52	61,825,427.52
FAMCA Bonds	1.24%	12,000,459.13	11,973,300.00	12,000,626.09	11,982,576.00
FFCB Bonds	1.13%	22,978,616.38	22,714,657.00	22,968,289.14	22,796,653.00
FHLMC Bonds	1.25%	29,000,000.00	28,729,192.00	29,000,000.00	28,824,623.00
FNMA Bonds	1.47%	42,001,509.41	41,312,500.00	42,001,739.23	41,570,986.00
TVA Bonds	1.60%	12,604,152.31	12,547,054.00	12,654,397.41	12,668,270.00
Municipal Bonds	1.39%	230,027,902.79	227,556,205.05	240,868,594.18	239,272,956.95
Totals		507,702,272.66	503,922,540.69	498,815,454.76	496,437,873.66

Quarter Average Yield (1):

Total Portfolio	1.30%

Fiscal Year-to-Date Average Yield (2):

Total Portfolio	1.30%

This Quarter:	
Rolling Six Month Treasury Yield	1.38%
Rolling Two Year Treasury Yield	1.69%
TexPool Yield	1.09%

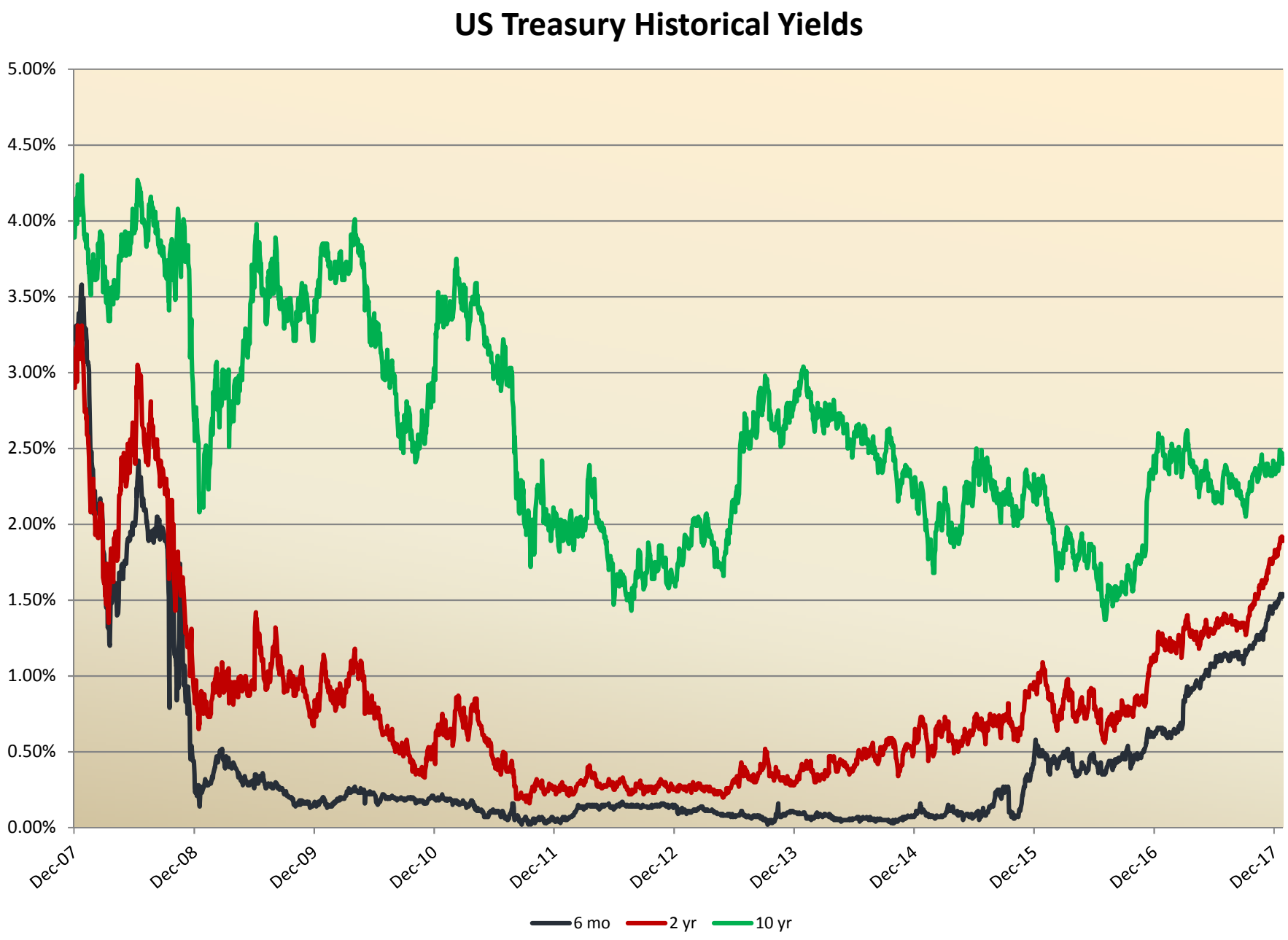
Last 12 Months:	
Rolling Six Month Treasury Yield	1.07%
Rolling Two Year Treasury Yield	1.40%
TexPool Yield	0.86%

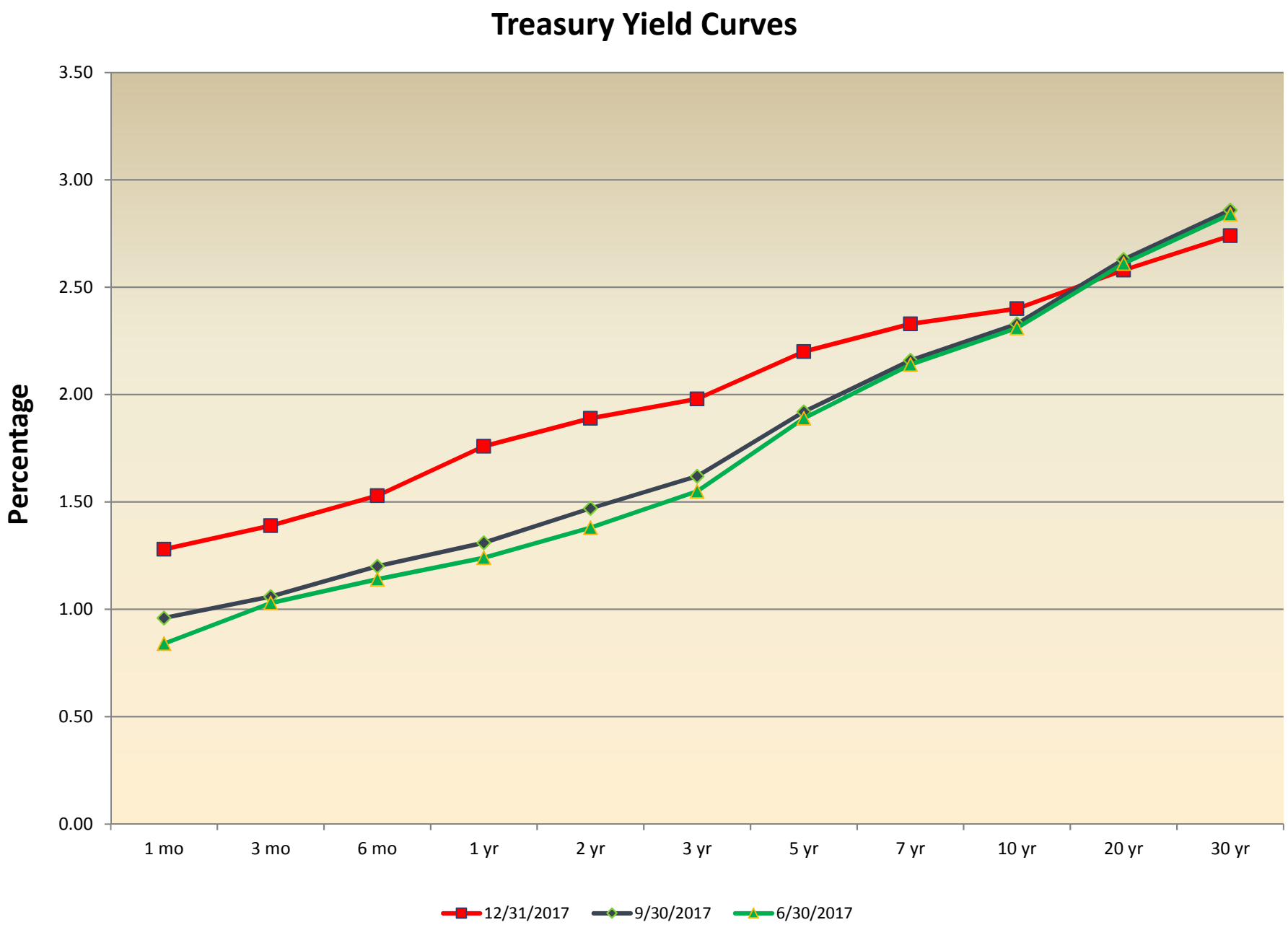
Investment Earnings (3):			
	Quarter	$	87,122
	Fiscal Year To Date	$	87,122

(1) Average Yield calculated using quarter end report yields and adjusted book values does not reflect a total return analysis or account for advisory fees.

(2) Fiscal Year-to-Date Average Yields calculated using quarter end report yields and adjusted book values and does not reflect a total return analysis or account for advisory fees.

(3) Interest earnings are obtained from the general ledger - Interest plus/minus Gain or Loss on Investments, Unrealized Gain or Loss and Amortized Premium/Discount.


US Treasury Historical Yields
5.00%
4.50%
4.00%
3.50%
3.00%
2.50%
2.00%
1.50%
1.00%
0.50%
0.00%
Dec-07
Dec-08
Dec-09
Dec-10
Dec-11
Dec-12
Dec-13
Dec-14
Dec-15
Dec-16
Dec-17
6 mo
2 yr
10 yr


Treasury Yield Curves
Percentage
3.50
3.00
2.50
2.00
1.50
1.00
0.50
0.00
1 mo
3 mo
6 mo
1 yr
2 yr
3 yr
5 yr
7 yr
10 yr
20 yr
30 yr
12/31/2017
9/30/2017
6/30/2017

S & P 500
2,900
2,400
1,900
1,400
900
400
Dec-99
Dec-00
Dec-01
Dec-02
Dec-03
Dec-04
Dec-05
Dec-06
Dec-07
Dec-08
Dec-09
Dec-10
Dec-11
Dec-12
Dec-13
Dec-14
Dec-15
Dec-16
Dec-17

Detail of Security Holdings By Sector
December 31, 2017

Security Description	Moody's/S&P Ratings*	Coupon	Maturity Date	Settlement Date	Next Call Date	Par Value	Purchased Value	Adjusted Book Value	Market Price	Market Value	Life (mo)	Yield	Accrued Interest
Capital One NOW Account	NA/NA	0.70%	01/01/2018	12/31/2017		18,585,888.78	18,585,888.78	18,585,888.78	100.00	18,585,888.78	0.03	0.70%	-
Legacy NOW Account	NA/NA	1.28%	01/01/2018	12/31/2017		33,614,510.11	33,614,510.11	33,614,510.11	100.00	33,614,510.11	0.03	1.28%	-
TexPool	AAAm	1.18%	01/01/2018	12/31/2017		3,965,733.81	3,965,733.81	3,965,733.81	100.00	3,965,733.81	0.03	1.18%	-
Texas Daily	AAAm	1.21%	01/01/2018	12/31/2017		41,098,072.42	41,098,072.42	41,098,072.42	100.00	41,098,072.42	0.03	1.21%	-
Texas Term	AAAf	1.35%	01/31/2018	08/24/2017		15,000,000.00	15,000,000.00	15,000,000.00	100.00	15,000,000.00	0.03	1.35%	-
Texas Term	AAAf	1.35%	01/31/2018	08/28/2017		10,000,000.00	10,000,000.00	10,000,000.00	100.00	10,000,000.00	0.03	1.35%	-
Certificate of Deposit	NA/NA	0.90%	01/30/2018	01/30/2017		10,376,956.80	10,376,956.80	10,376,956.80	100.00	10,376,956.80	0.98	0.90%	85,716.51
Certificate of Deposit	NA/NA	1.30%	02/01/2018	08/01/2017		5,000,000.00	5,000,000.00	5,000,000.00	100.00	5,000,000.00	1.05	1.30%	27,068.49
Certificate of Deposit	NA/NA	0.99%	03/10/2018	03/10/2017		3,113,567.09	3,113,567.09	3,113,567.09	100.00	3,113,567.09	2.26	0.99%	24,871.00
Certificate of Deposit	NA/NA	0.80%	04/10/2018	11/10/2016		101,166.36	101,166.36	101,166.36	100.00	101,166.36	3.28	0.80%	922.42
Certificate of Deposit	NA/NA	0.75%	06/01/2018	12/01/2016		247,000.00	247,000.00	247,000.00	100.00	247,000.00	4.98	0.75%	2,004.76
Certificate of Deposit	NA/NA	1.10%	06/05/2018	06/05/2017		10,000,000.00	10,000,000.00	10,000,000.00	100.00	10,000,000.00	5.11	1.10%	62,986.30
Certificate of Deposit	NA/NA	1.20%	07/13/2018	01/13/2017		5,235,150.80	5,235,150.80	5,235,150.80	100.00	5,235,150.80	6.36	1.20%	60,584.32
Certificate of Deposit	NA/NA	1.50%	09/11/2018	09/11/2017		2,751,586.47	2,751,586.47	2,751,586.47	100.00	2,751,586.47	8.33	1.50%	12,551.76
FAMCA	NA/NA	1.25%	09/10/2018	03/30/2017		12,000,000.00	12,000,960.00	12,000,459.13	99.78	11,973,300.00	8.30	1.24%	46,250.00
FFCB	NA/NA	0.00%	05/22/2018	08/21/2017		3,000,000.00	2,972,828.33	2,985,918.33	99.44	2,983,317.00	4.66	1.21%	-
FFCB	AAA/AA+	1.02%	07/12/2019	09/21/2016		20,000,000.00	19,986,600.00	19,992,698.05	98.66	19,731,340.00	18.30	1.04%	95,766.67
FHLMC	AAA/AA+	1.05%	03/29/2019	09/29/2016		16,000,000.00	16,000,000.00	16,000,000.00	99.04	15,846,608.00	14.85	1.05%	42,933.33
FHLMC	AAA/AA+	1.45%	05/28/2019	02/28/2017	02/28/2018	13,000,000.00	13,000,000.00	13,000,000.00	99.10	12,882,584.00	16.82	1.45%	17,279.17
FNMA	AAA/AA+	1.45%	09/16/2019	03/16/2016	03/16/2018	12,000,000.00	12,000,000.00	12,000,000.00	98.86	11,862,600.00	20.46	1.45%	50,750.00
FNMA	AAA/AA+	1.58%	06/15/2020	06/22/2016	03/15/2018	10,000,000.00	10,018,000.00	10,011,104.54	98.27	9,827,120.00	29.41	1.53%	7,022.22
FNMA	AAA/AA+	1.40%	08/28/2020	09/21/2016	02/28/2018	20,000,000.00	19,985,800.00	19,990,404.87	98.11	19,622,780.00	31.84	1.42%	95,666.67
TVA	AAA/AA+	1.75%	10/15/2018	08/31/2017		2,000,000.00	2,009,382.07	2,006,590.33	100.01	2,000,264.00	9.44	1.33%	7,388.89
TVA	AAA/AA+	3.88%	02/15/2021	02/16/2017		10,000,000.00	10,763,958.40	10,597,561.98	105.47	10,546,790.00	37.44	1.88%	146,388.89
Municipal Bond	AA3/AA-	2.12%	01/15/2018	06/25/2015		2,550,000.00	2,613,265.50	2,551,014.95	99.99	2,549,847.00	0.49	1.13%	24,927.67
Municipal Bond	AAA/NA	4.51%	02/01/2018	02/03/2014		1,810,000.00	2,030,783.80	1,814,842.41	100.22	1,813,963.90	1.05	1.36%	33,997.83
Municipal Bond	AA2/AA+	5.00%	02/01/2018	06/25/2015		665,000.00	732,371.15	667,264.58	100.28	666,868.65	1.05	1.04%	13,854.17
Municipal Bond	AA1/AA+	1.33%	02/01/2018	02/07/2014		8,400,000.00	8,409,744.00	8,400,214.30	99.96	8,396,556.00	1.05	1.30%	46,550.00
Municipal Bond	AA1/AA+	3.10%	02/15/2018	02/04/2014		1,810,000.00	1,933,985.00	1,810,000.00	100.16	1,812,950.30	1.51	1.35%	21,210.79
Municipal Bond	AAA/AAA	5.00%	02/15/2018	04/30/2013		2,525,000.00	3,009,396.00	2,537,718.16	100.41	2,535,428.25	1.51	0.90%	47,694.44
Municipal Bond	AA1/AA+	1.41%	02/15/2018	04/09/2015		2,680,000.00	2,680,000.00	2,680,000.00	99.96	2,679,008.40	1.51	1.41%	14,285.59
Municipal Bond	AA3/NA	2.35%	03/01/2018	09/17/2015		435,000.00	448,672.05	435,915.54	100.13	435,548.10	1.97	1.05%	3,407.50
Municipal Bond	AAA/AA+	4.00%	03/01/2018	06/22/2015		420,000.00	452,558.40	421,987.29	100.43	421,785.00	1.97	1.07%	5,600.00
Municipal Bond	AAA/AAA	3.50%	03/01/2018	06/25/2015		1,205,000.00	1,281,903.10	1,209,708.35	100.32	1,208,831.90	1.97	1.08%	14,058.33
Municipal Bond	AA1/AAA	1.65%	03/15/2018	02/04/2014		8,000,000.00	8,092,400.00	8,004,558.40	100.00	8,000,240.00	2.43	1.36%	38,866.67
Municipal Bond	AA1/AAA	1.35%	03/15/2018	09/17/2015		1,195,000.00	1,199,385.65	1,195,356.64	99.99	1,194,832.70	2.43	1.20%	4,750.12
Municipal Bond	AA1/AAA	1.35%	03/15/2018	07/21/2016		2,500,000.00	2,520,426.00	2,502,510.84	99.99	2,499,650.00	2.43	0.85%	9,937.50
Municipal Bond	AA1/AA-	1.64%	05/01/2018	04/21/2017		12,000,000.00	12,042,720.00	12,013,784.32	100.01	12,000,720.00	3.97	1.29%	32,800.00
Municipal Bond	AA2/AA+	4.44%	05/01/2018	02/06/2014		250,000.00	278,447.50	252,227.93	100.87	252,170.00	3.97	1.65%	1,851.25
Municipal Bond	AA2/AA+	4.44%	05/01/2018	02/06/2014		500,000.00	556,895.00	504,455.85	100.87	504,340.00	3.97	1.65%	3,702.50
Municipal Bond	AA1/AA+	1.88%	05/01/2018	06/25/2015		280,000.00	285,633.60	280,654.82	100.07	280,207.20	3.97	1.16%	877.33
Municipal Bond	AAA/AAA	4.02%	05/01/2018	06/25/2015		745,000.00	804,786.25	751,949.22	100.75	750,617.30	3.97	1.15%	4,992.74
Municipal Bond	AA2/AA	5.20%	05/01/2018	08/24/2017		1,075,000.00	1,103,519.75	1,088,803.56	101.06	1,086,362.75	3.97	1.30%	9,316.67
Municipal Bond	AA1/AA+	5.51%	06/01/2018	02/03/2014		2,720,000.00	3,177,803.20	2,764,069.72	101.57	2,762,595.20	4.98	1.48%	12,489.33
Municipal Bond	NA/AAA	1.42%	06/01/2018	06/25/2015		2,000,000.00	2,013,380.00	2,001,897.16	99.89	1,997,760.00	4.98	1.18%	2,360.00
Municipal Bond	AAA/AAA	3.70%	06/01/2018	02/12/2014		245,000.00	268,662.10	247,290.85	100.78	246,915.90	4.98	1.38%	755.42
Municipal Bond	AA1/AA+	1.50%	06/15/2018	08/24/2017		2,000,000.00	2,004,640.00	2,002,610.98	99.94	1,998,720.00	5.44	1.21%	1,333.33
Municipal Bond	AA3/AA	2.11%	07/01/2018	02/13/2014		225,000.00	229,329.00	225,492.73	100.04	225,078.75	5.97	1.65%	2,370.38
Municipal Bond	AA3/AA	2.11%	07/01/2018	02/13/2014		1,970,000.00	2,007,902.80	1,974,314.14	100.04	1,970,689.50	5.97	1.65%	20,753.95
Municipal Bond	AA3/AA	2.11%	07/01/2018	02/12/2014		605,000.00	616,646.25	606,324.76	100.04	605,211.75	5.97	1.65%	6,373.68
Municipal Bond	AA3/AA	2.11%	07/01/2018	04/29/2015		5,000,000.00	5,086,900.00	5,013,646.07	100.04	5,001,750.00	5.97	1.54%	52,675.00
Municipal Bond	AA1/AA+	1.68%	07/01/2018	08/28/2017		875,000.00	877,345.00	876,390.20	99.96	874,606.25	5.97	1.36%	7,363.12
Municipal Bond	AAA/AAA	1.73%	07/01/2018	06/24/2016		890,000.00	905,646.20	893,863.78	99.93	889,368.10	5.97	0.85%	7,698.50
Municipal Bond	AA1/AA-	1.68%	08/01/2018	05/04/2015		450,000.00	456,826.50	451,227.04	99.97	449,842.50	6.98	1.20%	3,148.12
Municipal Bond	AA1/AA+	2.50%	08/01/2018	02/02/2016		5,000,000.00	5,184,500.00	5,043,137.76	100.39	5,019,700.00	6.98	1.00%	52,083.33
Municipal Bond	AA1/AA+	3.92%	08/01/2018	01/31/2014		2,630,000.00	2,899,785.40	2,664,975.22	101.21	2,661,717.80	6.98	1.55%	42,945.71
Municipal Bond	AAA/AAA	1.92%	08/15/2018	11/07/2013		250,000.00	250,000.00	250,000.00	100.01	250,017.50	7.44	1.92%	1,815.22
Municipal Bond	AAA/AAA	4.03%	08/15/2018	02/03/2014		1,205,000.00	1,336,598.05	1,223,060.92	101.43	1,222,231.50	7.44	1.53%	18,359.11
Municipal Bond	AAA/AAA	3.23%	08/15/2018	01/30/2014		2,500,000.00	2,682,925.00	2,525,044.62	100.86	2,521,575.00	7.44	1.55%	30,458.33
Municipal Bond	AA1/AAA	1.80%	10/01/2018	08/28/2017		1,925,000.00	1,933,912.75	1,931,120.53	99.99	1,924,865.25	8.98	1.37%	8,662.50
Municipal Bond	AAA/AAA	2.89%	10/01/2018	07/12/2016		1,000,000.00	1,047,090.00	1,015,909.57	100.91	1,009,090.00	8.98	0.75%	7,235.00
Municipal Bond	AA2/AA	2.00%	02/01/2019	03/22/2016		450,000.00	460,719.00	454,068.30	100.07	450,324.00	13.02	1.15%	3,750.00
Municipal Bond	AA1/AA	5.10%	02/01/2019	08/28/2017		1,000,000.00	1,052,010.00	1,039,555.50	103.36	1,033,620.00	13.02	1.40%	21,250.00
Municipal Bond	AA3/AA-	2.00%	02/01/2019	02/24/2014		10,000,000.00	10,141,400.00	10,031,134.66	99.92	9,992,300.00	13.02	1.70%	83,333.33
Municipal Bond	AAA/AAA	2.44%	02/15/2019	08/28/2017		1,000,000.00	1,015,040.00	1,011,532.54	100.62	1,006,160.00	13.48	1.40%	9,225.33
Municipal Bond	A1/AA-	4.39%	02/15/2019	02/12/2014		1,550,000.00	1,749,996.50	1,594,941.81	102.03	1,581,465.00	13.48	1.69%	25,700.03
Municipal Bond	AA2/AA	3.25%	02/15/2019	06/27/2016		10,000,000.00	10,583,200.00	10,248,904.67	101.36	10,136,000.00	13.48	1.00%	122,777.78
Municipal Bond	MIG1/NA	2.25%	03/01/2019	09/01/2017		6,000,000.00	6,052,320.00	6,040,725.27	100.02	6,001,020.00	13.93	1.66%	45,000.00
Municipal Bond	AA2/AA	4.67%	03/01/2019	09/17/2015		500,000.00	547,930.00	516,154.04	103.02	515,085.00	13.93	1.80%	7,790.00
Municipal Bond	AA2/AA	2.20%	04/01/2019	09/17/2015		450,000.00	461,596.50	454,092.88	100.38	451,723.50	14.95	1.45%	2,475.00
Municipal Bond	AA2/AA+	1.80%	05/01/2019	02/24/2016		4,000,000.00	4,074,760.00	4,031,267.95	99.48	3,979,160.00	15.93	1.20%	12,000.00
Municipal Bond	AA1/AA	1.88%	05/01/2019	08/28/2017		2,000,000.00	2,015,140.00	2,012,042.62	99.57	1,991,400.00	15.93	1.42%	6,266.67
Municipal Bond	AA1/AA+	1.45%	06/15/2019	08/28/2017		6,000,000.00	6,006,000.00	6,004,856.71	99.31	5,958,480.00	17.41	1.39%	3,866.67
Municipal Bond	AA2/AAA	5.00%	06/15/2019	04/22/2016		955,000.00	1,062,972.30	1,004,898.43	104.08	993,973.55	17.41	1.32%	2,122.22
Municipal Bond	AA2/AA	1.76%	07/01/2019	07/21/2016		6,600,000.00	6,744,210.00	6,673,379.41	99.58	6,572,346.00	17.93	1.00%	57,915.00
Municipal Bond	AAA/AAA	2.20%	07/01/2019	04/05/2017		3,180,000.00	3,212,585.46	3,201,816.70	100.06	3,181,749.00	17.93	1.73%	34,932.30
Municipal Bond	AA1/AA-	1.80%	07/01/2019	09/17/2015		5,000,000.00	5,035,800.00	5,014,159.51	99.64	4,982,050.00	17.93	1.60%	44,900.00
Municipal Bond	AA1/AA+	3.91%	08/01/2019	01/27/2016		2,850,000.00	3,094,330.50	2,960,158.37	103.03	2,936,440.50	18.95	1.40%	46,443.12
Municipal Bond	NA/AA	4.45%	08/15/2019	09/17/2015		625,000.00	694,093.75	653,643.91	103.51	646,956.25	19.41	1.53%	10,502.22
Municipal Bond	NA/AAA	3.36%	08/15/2019	09/17/2015		500,000.00	531,235.00	512,948.96	101.78	508,880.00	19.41	1.70%	6,342.89
Municipal Bond	AA2/AA+	5.77%	08/15/2019	07/07/2016		4,020,000.00	4,604,226.60	4,324,993.08	105.77	4,252,034.40	19.41	1.00%	87,551.13
Municipal Bond	NA/AAA	1.62%	10/15/2019	10/12/2017		505,000.00	505,000.00	505,000.00	99.19	500,929.70	21.41	1.62%	1,798.60
Municipal Bond	AA2/AA	4.95%	02/01/2020	09/06/2017		5,000,000.00	5,393,200.00	5,341,251.02	105.79	5,289,600.00	24.98	1.60%	103,125.00
Municipal Bond	AA2/AA	3.00%	02/15/2020	02/19/2016		12,025,000.00	12,724,133.50	12,397,359.37	100.76	12,116,029.25	25.44	1.49%	136,283.33
Municipal Bond	AAA/AAA	3.00%	04/01/2020	10/25/2017		1,930,000.00	1,990,466.90	1,985,909.78	101.96	1,967,885.90	26.95	1.68%	10,615.00
Municipal Bond	AAA/AAA	1.90%	05/15/2020	08/14/2017		5,000,000.00	5,033,700.00	5,029,039.00	99.32	4,965,800.00	28.39	1.65%	12,151.67
Municipal Bond	AA2/AA+	2.28%	06/01/2020	01/27/2016		1,725,000.00	1,760,517.75	1,744,761.92	100.17	1,727,863.50	28.95	1.78%	3,270.31
Municipal Bond	AA2/AA	1.38%	06/01/2020	07/12/2016		3,215,000.00	3,260,813.75	3,243,488.41	98.18	3,156,487.00	28.95	1.00%	3,683.85
Municipal Bond	AA1/AA-	2.65%	07/01/2020	03/14/2016		10,270,000.00	10,708,939.80	10,525,256.07	100.85	10,357,192.30	29.93	1.62%	136,231.55
Municipal Bond	AA2/AA-	2.00%	07/01/2020	06/30/2016		3,000,000.00	3,087,570.00	3,054,686.33	99.04	2,971,050.00	29.93	1.25%	30,000.00
Municipal Bond	AA1/AA+	1.00%	08/01/2020	07/14/2016		8,120,000.00	8,107,089.20	8,111,759.44	97.36	7,905,226.00	30.95	1.04%	33,833.33
Municipal Bond	AA1/NA	1.58%	09/01/2020	07/19/2016		5,000,000.00	5,050,250.00	5,032,553.99	98.19	4,909,450.00	31.97	1.33%	26,366.67
Municipal Bond	AA1/AAA	1.75%	02/01/2021	07/12/2016		13,000,000.00	13,344,890.00	13,233,655.21	98.23	12,769,510.00	36.98	1.15%	94,791.67
Municipal Bond	AA1/AAA	2.90%	03/15/2021	08/04/2017		2,335,000.00	2,421,114.80	2,411,386.90	101.52	2,370,468.65	38.36	1.84%	19,938.31
Municipal Bond	AA1/AA+	2.59%	06/01/2021	07/20/2016		535,000.00	554,538.20	548,721.82	99.82	534,015.60	40.92	1.80%	1,155.15
Municipal Bond	AA2/AA	4.82%	07/01/2021	09/06/2017		360,000.00	398,368.80	395,175.99	107.74	387,853.20	41.90	1.92%	8,681.40
Municipal Bond	AA2/AA+	5.84%	08/15/2021	09/07/2017		6,905,000.00	7,931,359.20	7,849,279.01	112.01	7,734,014.30	43.38	1.90%	152,209.22
						503,229,632.64	**512,695,463.95**	**507,702,272.66**		**503,922,540.69**	**12.92**	**1.30%**	**2,805,991.28**
											(1)	(2)	

Detail of Security Holdings By Sector

December 31, 2017

Security Description	Moody's/S&P Ratings*	Coupon	Maturity Date	Settlement Date	Next Call Date	Par Value	Purchased Value	Adjusted Book Value	Market Price	Market Value	Life (mo)	Yield	Accrued Interest

(1) Weighted average life - For purposes of calculating weighted average life bank, pool, and money market investments are assumed to mature the next business day.

(2) Weighted average yield to maturity - The weighted average yield to maturity is based on adjusted book value, realized and unrealized gains/losses and investment advisory fees are not considered. The yield is for this month only.

***Standard and Poor's Ratings Definitions:**

AAA- capacity to meet its financial commitment on the obligation is extremely strong
AA- capacity to meet its financial commitment on the obligation is very strong
A- somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions, but still strong
(may be modified by the addition of a plus (+) or minus (-) sign to show relative standing within the major rating categories)

Moody's Ratings Definitions:

AAA- obligations rated Aaa are judged to be of the highest quality, subject to the lowest level of credit risk
AA- obligations rated Aa are judged to be of high quality and are subject to very low credit risk
A- obligations rated A are judged to be upper-medium grade and are subject to low credit risk
(the modifier 1 indicates that the obligation ranks in the higher end of its generic rating category; the modifier 2 indicates a mid-range ranking; and the modifier 3 indicates a ranking in the lower end of that generic rating category)
MIG1 (Municipal Investment Grade) Short-Term Obligation- Superior Credit Quality
MIG2 (Municipal Investment Grade) Short-Term Obligation- Strong Credit Quality
MIG3 (Municipal Investment Grade) Short-Term Obligation- Acceptable Credit Quality

Detail of Security Holdings By Maturity

December 31, 2017

Security Description	Moody's/S&P Ratings	Coupon	Maturity Date	Settlement Date	Next Call Date	Par Value	Purchased Value	Adjusted Book Value	Market Price	Market Value	Life (mo)	Yield	Accrued Interest
Capital One NOW Account	NA/NA	0.70%	01/01/2018	12/31/2017		18,585,888.78	18,585,888.78	18,585,888.78	100.00	18,585,888.78	0.03	0.70%	-
Legacy NOW Account	NA/NA	1.28%	01/01/2018	12/31/2017		33,614,510.11	33,614,510.11	33,614,510.11	100.00	33,614,510.11	0.03	1.28%	-
TexPool	AAAm	1.18%	01/01/2018	12/31/2017		3,965,733.81	3,965,733.81	3,965,733.81	100.00	3,965,733.81	0.03	1.18%	-
Texas Daily	AAAm	1.21%	01/01/2018	12/31/2017		41,098,072.42	41,098,072.42	41,098,072.42	100.00	41,098,072.42	0.03	1.21%	-
Municipal Bond	AA3/AA-	2.12%	01/15/2018	06/25/2015		2,550,000.00	2,613,265.50	2,551,014.95	99.99	2,549,847.00	0.49	1.13%	24,927.67
Certificate of Deposit	NA/NA	0.90%	01/30/2018	01/30/2017		10,376,956.80	10,376,956.80	10,376,956.80	100.00	10,376,956.80	0.98	0.90%	85,716.51
Texas Term	AAAf	1.35%	01/31/2018	08/24/2017		15,000,000.00	15,000,000.00	15,000,000.00	100.00	15,000,000.00	0.03	1.35%	-
Texas Term	AAAf	1.35%	01/31/2018	08/28/2017		10,000,000.00	10,000,000.00	10,000,000.00	100.00	10,000,000.00	0.03	1.35%	-
Certificate of Deposit	NA/NA	1.30%	02/01/2018	08/01/2017		5,000,000.00	5,000,000.00	5,000,000.00	100.00	5,000,000.00	1.05	1.30%	27,068.49
Municipal Bond	AAA/NA	4.51%	02/01/2018	02/03/2014		1,810,000.00	2,030,783.80	1,814,842.41	100.22	1,813,963.90	1.05	1.36%	33,997.83
Municipal Bond	AA2/AA+	5.00%	02/01/2018	06/25/2015		665,000.00	732,371.15	667,264.58	100.28	666,868.65	1.05	1.04%	13,854.17
Municipal Bond	AA1/AA+	1.33%	02/01/2018	02/07/2014		8,400,000.00	8,409,744.00	8,400,214.30	99.96	8,396,556.00	1.05	1.30%	46,550.00
Municipal Bond	AA1/AA+	3.10%	02/15/2018	02/04/2014		1,810,000.00	1,933,985.00	1,810,000.00	100.16	1,812,950.30	1.51	1.35%	21,210.79
Municipal Bond	AAA/AAA	5.00%	02/15/2018	04/30/2013		2,525,000.00	3,009,396.00	2,537,718.16	100.41	2,535,428.25	1.51	0.90%	47,694.44
Municipal Bond	AA1/AA+	1.41%	02/15/2018	04/09/2015		2,680,000.00	2,680,000.00	2,680,000.00	99.96	2,679,008.40	1.51	1.41%	14,285.59
Municipal Bond	AA3/NA	2.35%	03/01/2018	09/17/2015		435,000.00	448,672.05	435,915.54	100.13	435,548.10	1.97	1.05%	3,407.50
Municipal Bond	AAA/AA+	4.00%	03/01/2018	06/22/2015		420,000.00	452,558.40	421,987.29	100.43	421,785.00	1.97	1.07%	5,600.00
Municipal Bond	AAA/AAA	3.50%	03/01/2018	06/25/2015		1,205,000.00	1,281,903.10	1,209,708.35	100.32	1,208,831.90	1.97	1.08%	14,058.33
Certificate of Deposit	NA/NA	0.99%	03/10/2018	03/10/2017		3,113,567.09	3,113,567.09	3,113,567.09	100.00	3,113,567.09	2.26	0.99%	24,871.00
Municipal Bond	AA1/AAA	1.65%	03/15/2018	02/04/2014		8,000,000.00	8,092,400.00	8,004,558.40	100.00	8,000,240.00	2.43	1.36%	38,866.67
Municipal Bond	AA1/AAA	1.35%	03/15/2018	09/17/2015		1,195,000.00	1,199,385.65	1,195,356.64	99.99	1,194,832.70	2.43	1.20%	4,750.12
Municipal Bond	AA1/AAA	1.35%	03/15/2018	07/21/2016		2,500,000.00	2,520,426.00	2,502,510.84	99.99	2,499,650.00	2.43	0.85%	9,937.50
Certificate of Deposit	NA/NA	0.80%	04/10/2018	11/10/2016		101,166.36	101,166.36	101,166.36	100.00	101,166.36	3.28	0.80%	922.42
Municipal Bond	AA1/AA-	1.64%	05/01/2018	04/21/2017		12,000,000.00	12,042,720.00	12,013,784.32	100.01	12,000,720.00	3.97	1.29%	32,800.00
Municipal Bond	AA2/AA+	4.44%	05/01/2018	02/06/2014		250,000.00	278,447.50	252,227.93	100.87	252,170.00	3.97	1.65%	1,851.25
Municipal Bond	AA2/AA+	4.44%	05/01/2018	02/06/2014		500,000.00	556,895.00	504,455.85	100.87	504,340.00	3.97	1.65%	3,702.50
Municipal Bond	AA1/AA+	1.88%	05/01/2018	06/25/2015		280,000.00	285,633.60	280,654.82	100.07	280,207.20	3.97	1.16%	877.33
Municipal Bond	AAA/AAA	4.02%	05/01/2018	06/25/2015		745,000.00	804,786.25	751,949.22	100.75	750,617.30	3.97	1.15%	4,992.74
Municipal Bond	AA2/AA	5.20%	05/01/2018	08/24/2017		1,075,000.00	1,103,519.75	1,088,803.56	101.06	1,086,362.75	3.97	1.30%	9,316.67
FFCB	NA/NA	0.00%	05/22/2018	08/21/2017		3,000,000.00	2,972,828.33	2,985,918.33	99.44	2,983,317.00	4.66	1.21%	-
Certificate of Deposit	NA/NA	0.75%	06/01/2018	12/01/2016		247,000.00	247,000.00	247,000.00	100.00	247,000.00	4.98	0.75%	2,004.76
Municipal Bond	AA1/AA+	5.51%	06/01/2018	02/03/2014		2,720,000.00	3,177,803.20	2,764,069.72	101.57	2,762,595.20	4.98	1.48%	12,489.33
Municipal Bond	NA/AAA	1.42%	06/01/2018	06/25/2015		2,000,000.00	2,013,380.00	2,001,897.16	99.89	1,997,760.00	4.98	1.18%	2,360.00
Municipal Bond	AAA/AAA	3.70%	06/01/2018	02/12/2014		245,000.00	268,662.10	247,290.85	100.78	246,915.90	4.98	1.38%	755.42
Certificate of Deposit	NA/NA	1.10%	06/05/2018	06/05/2017		10,000,000.00	10,000,000.00	10,000,000.00	100.00	10,000,000.00	5.11	1.10%	62,986.30
Municipal Bond	AA1/AA+	1.50%	06/15/2018	08/24/2017		2,000,000.00	2,004,640.00	2,002,610.98	99.94	1,998,720.00	5.44	1.21%	1,333.33
Municipal Bond	AA3/AA	2.11%	07/01/2018	02/13/2014		225,000.00	229,329.00	225,492.73	100.04	225,078.75	5.97	1.65%	2,370.38
Municipal Bond	AA3/AA	2.11%	07/01/2018	02/13/2014		1,970,000.00	2,007,902.80	1,974,314.14	100.04	1,970,689.50	5.97	1.65%	20,753.95
Municipal Bond	AA3/AA	2.11%	07/01/2018	02/12/2014		605,000.00	616,646.25	606,324.76	100.04	605,211.75	5.97	1.65%	6,373.68
Municipal Bond	AA3/AA	2.11%	07/01/2018	04/29/2015		5,000,000.00	5,086,900.00	5,013,646.07	100.04	5,001,750.00	5.97	1.54%	52,675.00
Municipal Bond	AA1/AA+	1.68%	07/01/2018	08/28/2017		875,000.00	877,345.00	876,390.20	99.96	874,606.25	5.97	1.36%	7,363.12
Municipal Bond	AAA/AAA	1.73%	07/01/2018	06/24/2016		890,000.00	905,646.20	893,863.78	99.93	889,368.10	5.97	0.85%	7,698.50
Certificate of Deposit	NA/NA	1.20%	07/13/2018	01/13/2017		5,235,150.80	5,235,150.80	5,235,150.80	100.00	5,235,150.80	6.36	1.20%	60,584.32
Municipal Bond	AA1/AA-	1.68%	08/01/2018	05/04/2015		450,000.00	456,826.50	451,227.04	99.97	449,842.50	6.98	1.20%	3,148.12
Municipal Bond	AA1/AA+	2.50%	08/01/2018	02/02/2016		5,000,000.00	5,184,500.00	5,043,137.76	100.39	5,019,700.00	6.98	1.00%	52,083.33
Municipal Bond	AA1/AA+	3.92%	08/01/2018	01/31/2014		2,630,000.00	2,899,785.40	2,664,975.22	101.21	2,661,717.80	6.98	1.55%	42,945.71
Municipal Bond	AAA/AAA	1.92%	08/15/2018	11/07/2013		250,000.00	250,000.00	250,000.00	100.01	250,017.50	7.44	1.92%	1,815.22
Municipal Bond	AAA/AAA	4.03%	08/15/2018	02/03/2014		1,205,000.00	1,336,598.05	1,223,060.92	101.43	1,222,231.50	7.44	1.53%	18,359.11
Municipal Bond	AAA/AAA	3.23%	08/15/2018	01/30/2014		2,500,000.00	2,682,925.00	2,525,044.62	100.86	2,521,575.00	7.44	1.55%	30,458.33
FAMCA	NA/NA	1.25%	09/10/2018	03/30/2017		12,000,000.00	12,000,960.00	12,000,459.13	99.78	11,973,300.00	8.30	1.24%	46,250.00
Certificate of Deposit	NA/NA	1.50%	09/11/2018	09/11/2017		2,751,586.47	2,751,586.47	2,751,586.47	100.00	2,751,586.47	8.33	1.50%	12,551.76
Municipal Bond	AA1/AAA	1.80%	10/01/2018	08/28/2017		1,925,000.00	1,933,912.75	1,931,120.53	99.99	1,924,865.25	8.98	1.37%	8,662.50
Municipal Bond	AAA/AAA	2.89%	10/01/2018	07/12/2016		1,000,000.00	1,047,090.00	1,015,909.57	100.91	1,009,090.00	8.98	0.75%	7,235.00
TVA	AAA/AA+	1.75%	10/15/2018	08/31/2017		2,000,000.00	2,009,382.07	2,006,590.33	100.01	2,000,264.00	9.44	1.33%	7,388.89
Municipal Bond	AA2/AA	2.00%	02/01/2019	03/22/2016		450,000.00	460,719.00	454,068.30	100.07	450,324.00	13.02	1.15%	3,750.00
Municipal Bond	AA1/AA	5.10%	02/01/2019	08/28/2017		1,000,000.00	1,052,010.00	1,039,555.50	103.36	1,033,620.00	13.02	1.40%	21,250.00
Municipal Bond	AA3/AA-	2.00%	02/01/2019	02/24/2014		10,000,000.00	10,141,400.00	10,031,134.66	99.92	9,992,300.00	13.02	1.70%	83,333.33
Municipal Bond	AAA/AAA	2.44%	02/15/2019	08/28/2017		1,000,000.00	1,015,040.00	1,011,532.54	100.62	1,006,160.00	13.48	1.40%	9,225.33
Municipal Bond	A1/AA-	4.39%	02/15/2019	02/12/2014		1,550,000.00	1,749,996.50	1,594,941.81	102.03	1,581,465.00	13.48	1.69%	25,700.03
Municipal Bond	AA2/AA	3.25%	02/15/2019	06/27/2016		10,000,000.00	10,583,200.00	10,248,904.67	101.36	10,136,000.00	13.48	1.00%	122,777.78
Municipal Bond	MIG1/NA	2.25%	03/01/2019	09/01/2017		6,000,000.00	6,052,320.00	6,040,725.27	100.02	6,001,020.00	13.93	1.66%	45,000.00
Municipal Bond	AA2/AA	4.67%	03/01/2019	09/17/2015		500,000.00	547,930.00	516,154.04	103.02	515,085.00	13.93	1.80%	7,790.00
FHLMC	AAA/AA+	1.05%	03/29/2019	09/29/2016		16,000,000.00	16,000,000.00	16,000,000.00	99.04	15,846,608.00	14.85	1.05%	42,933.33
Municipal Bond	AA2/AA	2.20%	04/01/2019	09/17/2015		450,000.00	461,596.50	454,092.88	100.38	451,723.50	14.95	1.45%	2,475.00
Municipal Bond	AA2/AA+	1.80%	05/01/2019	02/24/2016		4,000,000.00	4,074,760.00	4,031,267.95	99.48	3,979,160.00	15.93	1.20%	12,000.00
Municipal Bond	AA1/AA	1.88%	05/01/2019	08/28/2017		2,000,000.00	2,015,140.00	2,012,042.62	99.57	1,991,400.00	15.93	1.42%	6,266.67
FHLMC	AAA/AA+	1.45%	05/28/2019	02/28/2017	02/28/2018	13,000,000.00	13,000,000.00	13,000,000.00	99.10	12,882,584.00	16.82	1.45%	17,279.17
Municipal Bond	AA1/AA+	1.45%	06/15/2019	08/28/2017		6,000,000.00	6,006,000.00	6,004,856.71	99.31	5,958,480.00	17.41	1.39%	3,866.67
Municipal Bond	AA2/AAA	5.00%	06/15/2019	04/22/2016		955,000.00	1,062,972.30	1,004,898.43	104.08	993,973.55	17.41	1.32%	2,122.22
Municipal Bond	AA2/AA	0.01755	7/1/2019	7/21/2016		6,600,000.00	6,744,210.00	6,673,379.41	99.58	6,572,346.00	17.93	1.00%	57,915.00
Municipal Bond	AAA/AAA	2.20%	07/01/2019	04/05/2017		3,180,000.00	3,212,585.46	3,201,816.70	100.06	3,181,749.00	17.93	1.73%	34,932.30
Municipal Bond	AA1/AA-	1.80%	07/01/2019	09/17/2015		5,000,000.00	5,035,800.00	5,014,159.51	99.64	4,982,050.00	17.93	1.60%	44,900.00
FFCB	AAA/AA+	1.02%	07/12/2019	09/21/2016		20,000,000.00	19,986,600.00	19,992,698.05	98.66	19,731,340.00	18.30	1.04%	95,766.67
Municipal Bond	AA1/AA+	3.91%	08/01/2019	01/27/2016		2,850,000.00	3,094,330.50	2,960,158.37	103.03	2,936,440.50	18.95	1.40%	46,443.12
Municipal Bond	NA/AA	4.45%	08/15/2019	09/17/2015		625,000.00	694,093.75	653,643.91	103.51	646,956.25	19.41	1.53%	10,502.22
Municipal Bond	NA/AAA	3.36%	08/15/2019	09/17/2015		500,000.00	531,235.00	512,948.96	101.78	508,880.00	19.41	1.70%	6,342.89
Municipal Bond	AA2/AA+	5.77%	08/15/2019	07/07/2016		4,020,000.00	4,604,226.60	4,324,993.08	105.77	4,252,034.40	19.41	1.00%	87,551.13
FNMA	AAA/AA+	1.45%	09/16/2019	03/16/2016	03/16/2018	12,000,000.00	12,000,000.00	12,000,000.00	98.86	11,862,600.00	20.46	1.45%	50,750.00
Municipal Bond	NA/AAA	1.62%	10/15/2019	10/12/2017		505,000.00	505,000.00	505,000.00	99.19	500,929.70	21.41	1.62%	1,798.60
Municipal Bond	AA2/AA	4.95%	02/01/2020	09/06/2017		5,000,000.00	5,393,200.00	5,341,251.02	105.79	5,289,600.00	24.98	1.60%	103,125.00
Municipal Bond	AA2/AA	3.00%	02/15/2020	02/19/2016		12,025,000.00	12,724,133.50	12,397,359.37	100.76	12,116,029.25	25.44	1.49%	136,283.33
Municipal Bond	AAA/AAA	3.00%	04/01/2020	10/25/2017		1,930,000.00	1,990,466.90	1,985,909.78	101.96	1,967,885.90	26.95	1.68%	10,615.00
Municipal Bond	AAA/AAA	1.90%	05/15/2020	08/14/2017		5,000,000.00	5,033,700.00	5,029,039.00	99.32	4,965,800.00	28.39	1.65%	12,151.67
Municipal Bond	AA2/AA+	2.28%	06/01/2020	01/27/2016		1,725,000.00	1,760,517.75	1,744,761.92	100.17	1,727,863.50	28.95	1.78%	3,270.31
Municipal Bond	AA2/AA	1.38%	06/01/2020	07/12/2016		3,215,000.00	3,260,813.75	3,243,488.41	98.18	3,156,487.00	28.95	1.00%	3,683.85
FNMA	AAA/AA+	1.58%	06/15/2020	06/22/2016	03/15/2018	10,000,000.00	10,018,000.00	10,011,104.54	98.27	9,827,120.00	29.41	1.53%	7,022.22
Municipal Bond	AA1/AA-	2.65%	07/01/2020	03/14/2016		10,270,000.00	10,708,939.80	10,525,256.07	100.85	10,357,192.30	29.93	1.62%	136,231.55
Municipal Bond	AA2/AA-	2.00%	07/01/2020	06/30/2016		3,000,000.00	3,087,570.00	3,054,686.33	99.04	2,971,050.00	29.93	1.25%	30,000.00
Municipal Bond	AA1/AA+	1.00%	08/01/2020	07/14/2016		8,120,000.00	8,107,089.20	8,111,759.44	97.36	7,905,226.00	30.95	1.04%	33,833.33
FNMA	AAA/AA+	1.40%	08/28/2020	09/21/2016	02/28/2018	20,000,000.00	19,985,800.00	19,990,404.87	98.11	19,622,780.00	31.84	1.42%	95,666.67
Municipal Bond	AA1/NA	1.58%	09/01/2020	07/19/2016		5,000,000.00	5,050,250.00	5,032,553.99	98.19	4,909,450.00	31.97	1.33%	26,366.67
Municipal Bond	AA1/AAA	1.75%	02/01/2021	07/12/2016		13,000,000.00	13,344,890.00	13,233,655.21	98.23	12,769,510.00	36.98	1.15%	94,791.67
TVA	AAA/AA+	3.88%	02/15/2021	02/16/2017		10,000,000.00	10,763,958.40	10,597,561.98	105.47	10,546,790.00	37.44	1.88%	146,388.89
Municipal Bond	AA1/AAA	2.90%	03/15/2021	08/04/2017		2,335,000.00	2,421,114.80	2,411,386.90	101.52	2,370,468.65	38.36	1.84%	19,938.31
Municipal Bond	AA1/AA+	2.59%	06/01/2021	07/20/2016		535,000.00	554,538.20	548,721.82	99.82	534,015.60	40.92	1.80%	1,155.15
Municipal Bond	AA2/AA	4.82%	07/01/2021	09/06/2017		360,000.00	398,368.80	395,175.99	107.74	387,853.20	41.90	1.92%	8,681.40
Municipal Bond	AA2/AA+	5.84%	08/15/2021	09/07/2017		6,905,000.00	7,931,359.20	7,849,279.01	112.01	7,734,014.30	43.38	1.90%	152,209.22

Detail of Security Holdings By Maturity

December 31, 2017

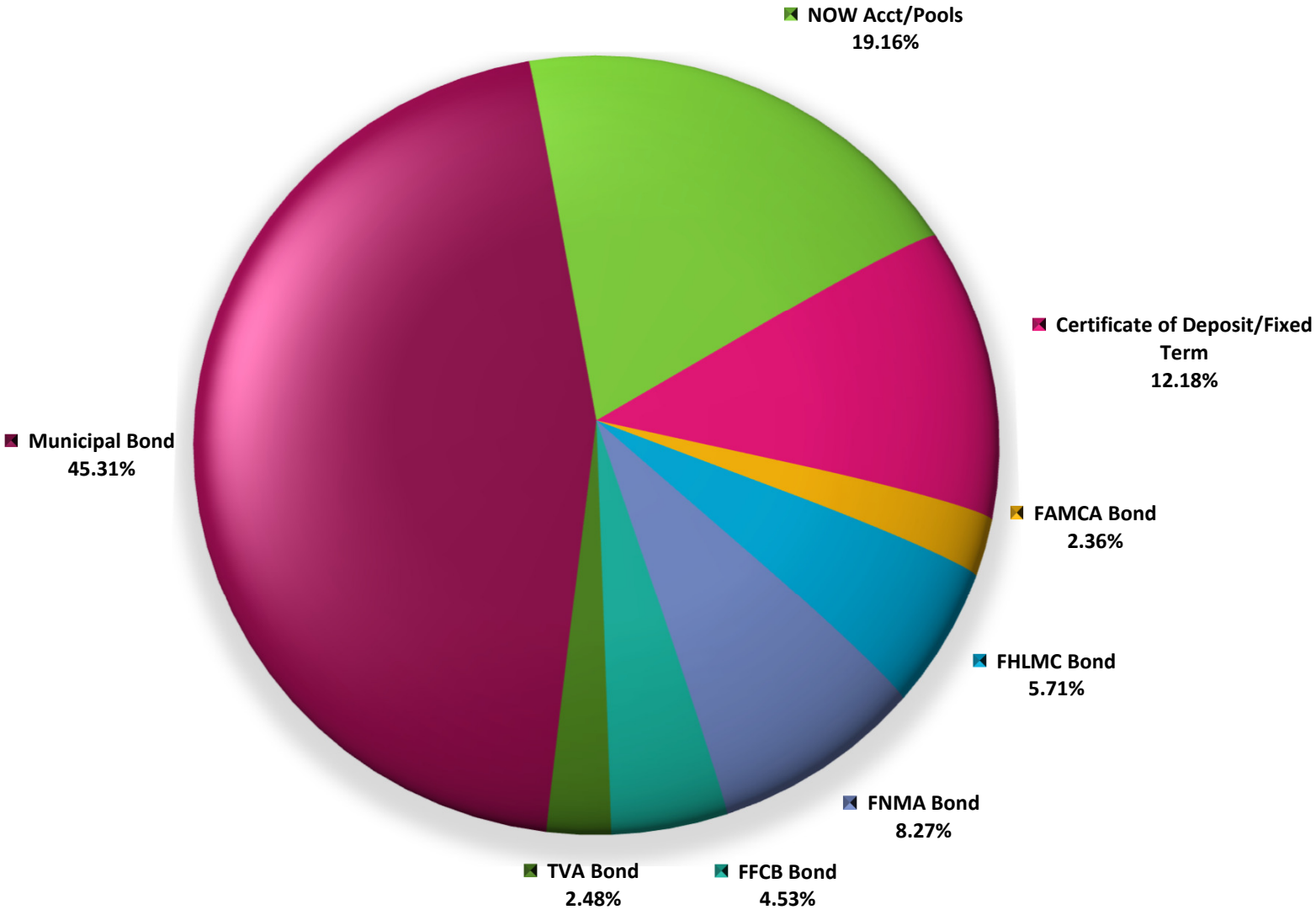
Security Description	Moody's/S&P Ratings	Coupon	Maturity Date	Settlement Date	Next Call Date	Par Value	Purchased Value	Adjusted Book Value	Market Price	Market Value	Life (mo)	Yield	Accrued Interest
TOTAL						**503,229,632.64**	**512,695,463.95**	**507,702,272.66**		**503,922,540.69**	**12.92** (1)	**1.30%** (2)	**2,805,991.28**

(1) Weighted average life - For purposes of calculating weighted average life bank, pool, and money market investments are assumed to mature the next business day.

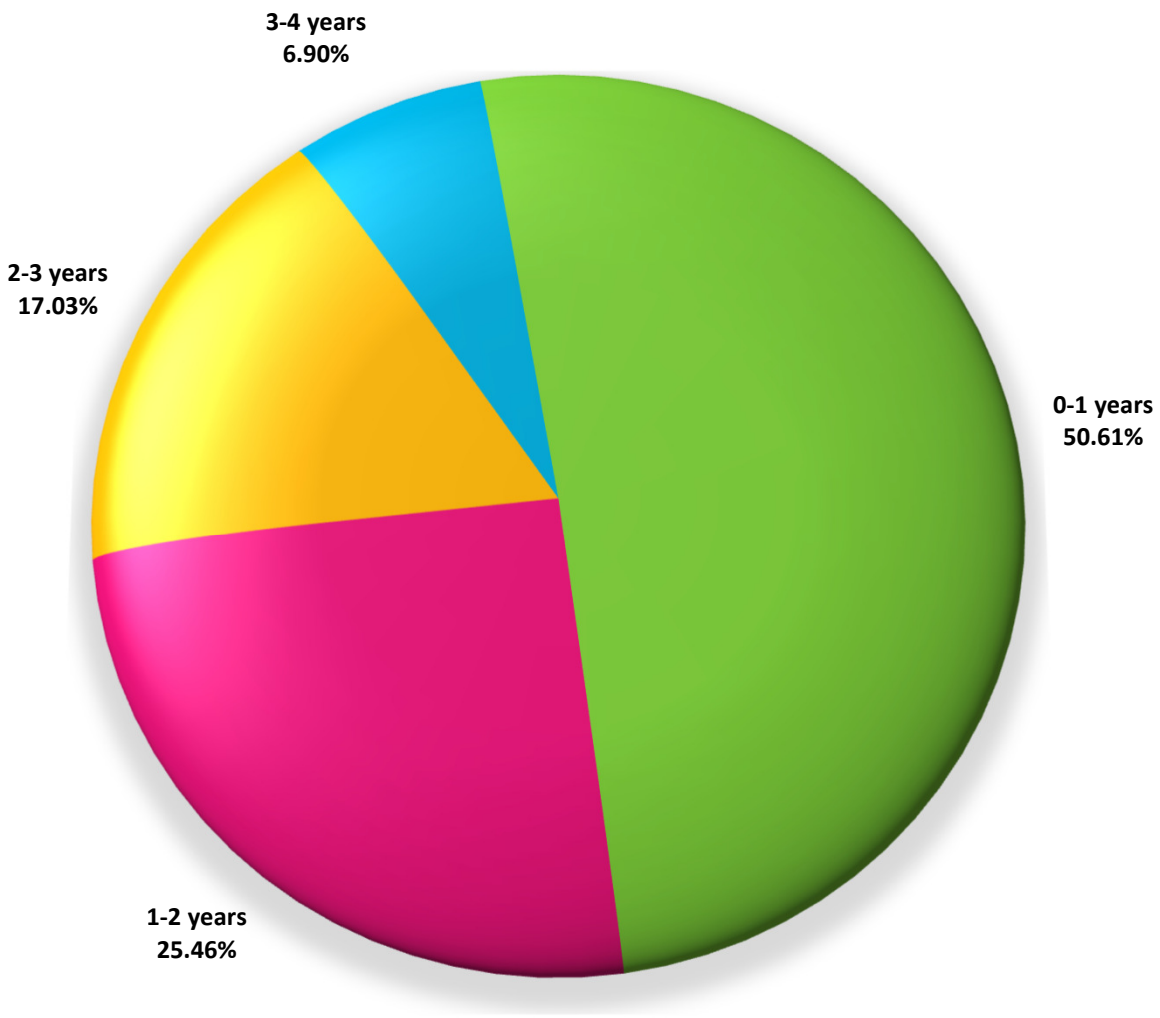
(2) Weighted average yield to maturity - The weighted average yield to maturity is based on adjusted book value, realized and unrealized gains/losses and investment advisory fees are not considered. The yield is for this month only.

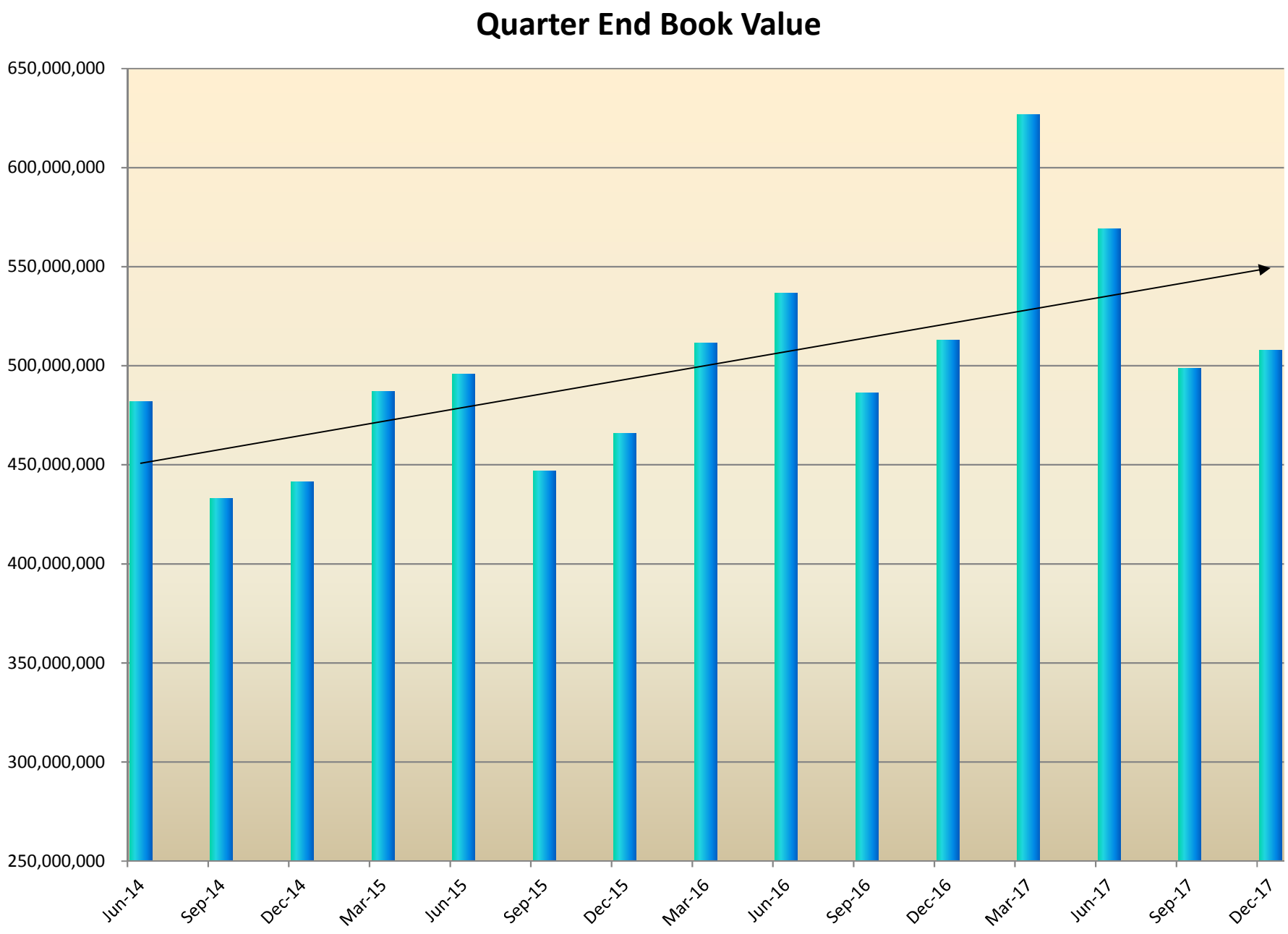
***Standard and Poor's Ratings Definitions:**
AAA- capacity to meet its financial commitment on the obligation is extremely strong
AA- capacity to meet its financial commitment on the obligation is very strong
A- somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions, but still strong
(may be modified by the addition of a plus (+) or minus (-) sign to show relative standing within the major rating categories)
Moody's Ratings Definitions:
AAA- obligations rated Aaa are judged to be of the highest quality, subject to the lowest level of credit risk
AA- obligations rated Aa are judged to be of high quality and are subject to very low credit risk
A- obligations rated A are judged to be upper-medium grade and are subject to low credit risk
(the modifier 1 indicates that the obligation ranks in the higher end of its generic rating category; the modifier 2 indicates a mid-range ranking; and the modifier 3 indicates a ranking in the lower end of that generic rating category)
MIG1 (Municipal Investment Grade) Short-Term Obligation- Superior Credit Quality
MIG2 (Municipal Investment Grade) Short-Term Obligation- Strong Credit Quality
MIG3 (Municipal Investment Grade) Short-Term Obligation- Acceptable Credit Quality

Portfolio Composition
12/31/17



Portfolio Maturities
12/31/17




Quarter End Book Value
650,000,000
600,000,000
550,000,000
500,000,000
450,000,000
400,000,000
350,000,000
300,000,000
250,000,000
Jun-14
Sep-14
Dec-14
Mar-15
Jun-15
Sep-15
Dec-15
Mar-16
Jun-16
Sep-16
Dec-16
Mar-17
Jun-17
Sep-17
Dec-17

Adjusted Book Value Comparison

Security Description	Yield	Maturity Date	September 30, 2017 Par Value	September 30, 2017 Adjusted Book Value	Purchase/ Adjustment	(Maturity/Call/ Sale/Adjustment)	December 31, 2017 Par Value	December 31, 2017 Adjusted Book Value
Capital One NOW Account	0.70%	N/A	20,288,320.81	20,288,320.81	-	(1,702,432.03)	18,585,888.78	18,585,888.78
Legacy NOW Account	1.28%	N/A	32,210,527.92	32,210,527.92	1,403,982.19	-	33,614,510.11	33,614,510.11
TexPool	1.18%	N/A	3,954,891.70	3,954,891.70	10,842.11	-	3,965,733.81	3,965,733.81
Texas Daily	1.21%	N/A	21,042,640.76	21,042,640.76	20,055,431.66	-	41,098,072.42	41,098,072.42
TexasTERM	1.35%	01/31/18	15,000,000.00	15,000,000.00	-	-	15,000,000.00	15,000,000.00
TexasTERM	1.35%	01/31/18	10,000,000.00	10,000,000.00	-	-	10,000,000.00	10,000,000.00
Certificate of Deposit	0.90%	01/30/18	10,376,956.80	10,376,956.80	-	-	10,376,956.80	10,376,956.80
Certificate of Deposit	1.30%	02/01/18	5,000,000.00	5,000,000.00	-	-	5,000,000.00	5,000,000.00
Certificate of Deposit	0.99%	03/10/18	3,113,567.09	3,113,567.09	-	-	3,113,567.09	3,113,567.09
Certificate of Deposit	0.80%	04/10/18	101,166.36	101,166.36	-	-	101,166.36	101,166.36
Certificate of Deposit	0.75%	06/01/18	247,000.00	247,000.00	-	-	247,000.00	247,000.00
Certificate of Deposit	1.10%	06/05/18	10,000,000.00	10,000,000.00	-	-	10,000,000.00	10,000,000.00
Certificate of Deposit	1.20%	07/13/18	5,235,150.80	5,235,150.80	-	-	5,235,150.80	5,235,150.80
Certificate of Deposit	1.50%	09/11/18	2,751,586.47	2,751,586.47	-	-	2,751,586.47	2,751,586.47
FAMCA Bond	1.24%	09/10/18	12,000,000.00	12,000,626.09	-	(166.96)	12,000,000.00	12,000,459.13
FFCB Bond	1.21%	05/22/18	3,000,000.00	2,976,795.00	9,123.33	-	3,000,000.00	2,985,918.33
FFCB Bond	1.04%	07/12/19	20,000,000.00	19,991,494.14	1,203.91	-	20,000,000.00	19,992,698.05
FHLMC Bond	1.05%	03/29/19	16,000,000.00	16,000,000.00	-	-	16,000,000.00	16,000,000.00
FHLMC Bond	1.45%	05/28/19	13,000,000.00	13,000,000.00	-	-	13,000,000.00	13,000,000.00
FNMA Bond	1.45%	09/16/19	12,000,000.00	12,000,000.00	-	-	12,000,000.00	12,000,000.00
FNMA Bond	1.53%	06/15/20	10,000,000.00	10,012,243.47	-	(1,138.93)	10,000,000.00	10,011,104.54
FNMA Bond	1.42%	08/28/20	20,000,000.00	19,989,495.76	909.11	-	20,000,000.00	19,990,404.87
TVA Bond	1.33%	10/15/18	2,000,000.00	2,008,695.58	-	(2,105.25)	2,000,000.00	2,006,590.33
TVA Bond	1.88%	02/15/21	10,000,000.00	10,645,701.83	-	(48,139.85)	10,000,000.00	10,597,561.98
Municipal Bond	1.05%	10/01/17	5,965,000.00	5,965,674.61	-	(5,965,674.61)	-	-
Municipal Bond	1.18%	11/01/17	5,715,000.00	5,728,776.25	-	(5,728,776.25)	-	-
Municipal Bond	0.79%	11/15/17	500,000.00	501,978.41	-	(501,978.41)	-	-
Municipal Bond	1.40%	12/01/17	500,000.00	499,750.62	-	(499,750.62)	-	-
Municipal Bond	1.13%	01/15/18	2,550,000.00	2,557,240.01	-	(6,225.06)	2,550,000.00	2,551,014.95
Municipal Bond	1.36%	02/01/18	1,810,000.00	1,828,764.35	-	(13,921.94)	1,810,000.00	1,814,842.41
Municipal Bond	1.04%	02/01/18	665,000.00	673,775.23	-	(6,510.65)	665,000.00	667,264.58
Municipal Bond	1.30%	02/01/18	8,400,000.00	8,400,830.42	-	(616.12)	8,400,000.00	8,400,214.30
Municipal Bond	1.35%	02/15/18	1,810,000.00	1,810,000.00	-	-	1,810,000.00	1,810,000.00
Municipal Bond	0.90%	02/15/18	2,525,000.00	2,563,154.48	-	(25,436.32)	2,525,000.00	2,537,718.16
Municipal Bond	1.41%	02/15/18	2,680,000.00	2,680,000.00	-	-	2,680,000.00	2,680,000.00
Municipal Bond	1.05%	03/01/18	435,000.00	437,319.37	-	(1,403.83)	435,000.00	435,915.54
Municipal Bond	1.07%	03/01/18	420,000.00	425,034.46	-	(3,047.17)	420,000.00	421,987.29
Municipal Bond	1.08%	03/01/18	1,205,000.00	1,216,927.83	-	(7,219.48)	1,205,000.00	1,209,708.35
Municipal Bond	1.20%	03/15/18	1,195,000.00	1,195,800.02	-	(443.38)	1,195,000.00	1,195,356.64
Municipal Bond	0.85%	03/15/18	2,500,000.00	2,505,632.42	-	(3,121.58)	2,500,000.00	2,502,510.84
Municipal Bond	1.36%	03/15/18	8,000,000.00	8,010,225.60	-	(5,667.20)	8,000,000.00	8,004,558.40
Municipal Bond	1.29%	05/01/18	12,000,000.00	12,024,264.96	-	(10,480.64)	12,000,000.00	12,013,784.32
Municipal Bond	1.65%	05/01/18	250,000.00	253,921.89	-	(1,693.96)	250,000.00	252,227.93
Municipal Bond	1.65%	05/01/18	500,000.00	507,843.78	-	(3,387.93)	500,000.00	504,455.85
Municipal Bond	1.16%	05/01/18	280,000.00	281,152.70	-	(497.88)	280,000.00	280,654.82
Municipal Bond	1.15%	05/01/18	745,000.00	757,232.92	-	(5,283.70)	745,000.00	751,949.22
Municipal Bond	1.30%	05/01/18	1,075,000.00	1,099,298.83	-	(10,495.27)	1,075,000.00	1,088,803.56
Municipal Bond	1.48%	06/01/18	2,720,000.00	2,790,743.50	-	(26,673.78)	2,720,000.00	2,764,069.72
Municipal Bond	1.18%	06/01/18	2,000,000.00	2,003,045.45	-	(1,148.29)	2,000,000.00	2,001,897.16
Municipal Bond	1.38%	06/01/18	245,000.00	248,677.42	-	(1,386.57)	245,000.00	247,290.85
Municipal Bond	1.21%	06/15/18	2,000,000.00	2,004,058.03	-	(1,447.05)	2,000,000.00	2,002,610.98
Municipal Bond	1.65%	07/01/18	605,000.00	606,994.42	-	(669.66)	605,000.00	606,324.76
Municipal Bond	1.65%	07/01/18	225,000.00	225,741.80	-	(249.07)	225,000.00	225,492.73
Municipal Bond	1.54%	07/01/18	5,000,000.00	5,020,544.09	-	(6,898.02)	5,000,000.00	5,013,646.07
Municipal Bond	1.65%	07/01/18	1,970,000.00	1,976,494.91	-	(2,180.77)	1,970,000.00	1,974,314.14
Municipal Bond	1.36%	07/01/18	875,000.00	877,092.93	-	(702.73)	875,000.00	876,390.20
Municipal Bond	0.85%	07/01/18	890,000.00	895,816.90	-	(1,953.12)	890,000.00	893,863.78
Municipal Bond	1.20%	08/01/18	450,000.00	451,757.03	-	(529.99)	450,000.00	451,227.04
Municipal Bond	1.00%	08/01/18	5,000,000.00	5,061,770.03	-	(18,632.27)	5,000,000.00	5,043,137.76
Municipal Bond	1.55%	08/01/18	2,630,000.00	2,680,081.89	-	(15,106.67)	2,630,000.00	2,664,975.22
Municipal Bond	1.92%	08/15/18	250,000.00	250,000.00	-	-	250,000.00	250,000.00
Municipal Bond	1.53%	08/15/18	1,205,000.00	1,230,380.76	-	(7,319.84)	1,205,000.00	1,223,060.92
Municipal Bond	1.55%	08/15/18	2,500,000.00	2,535,194.86	-	(10,150.24)	2,500,000.00	2,525,044.62
Municipal Bond	1.37%	10/01/18	1,925,000.00	1,933,175.61	-	(2,055.08)	1,925,000.00	1,931,120.53
Municipal Bond	0.75%	10/01/18	1,000,000.00	1,021,251.47	-	(5,341.90)	1,000,000.00	1,015,909.57
Municipal Bond	1.15%	02/01/19	450,000.00	455,011.08	-	(942.78)	450,000.00	454,068.30
Municipal Bond	1.40%	02/01/19	1,000,000.00	1,048,722.01	-	(9,166.51)	1,000,000.00	1,039,555.50
Municipal Bond	1.70%	02/01/19	10,000,000.00	10,038,349.75	-	(7,215.09)	10,000,000.00	10,031,134.66
Municipal Bond	1.40%	02/15/19	1,000,000.00	1,014,114.03	-	(2,581.49)	1,000,000.00	1,011,532.54
Municipal Bond	1.69%	02/15/19	1,550,000.00	1,605,001.77	-	(10,059.96)	1,550,000.00	1,594,941.81
Municipal Bond	1.00%	02/15/19	10,000,000.00	10,304,620.56	-	(55,715.89)	10,000,000.00	10,248,904.67
Municipal Bond	1.66%	03/01/19	6,000,000.00	6,049,541.10	-	(8,815.83)	6,000,000.00	6,040,725.27
Municipal Bond	1.80%	03/01/19	500,000.00	519,650.92	-	(3,496.88)	500,000.00	516,154.04

Adjusted Book Value Comparison

Security Description	Yield	Maturity Date	September 30, 2017 Par Value	September 30, 2017 Adjusted Book Value	Purchase/ Adjustment	(Maturity/Call/ Sale/Adjustment)	December 31, 2017 Par Value	December 31, 2017 Adjusted Book Value
Municipal Bond	1.45%	04/01/19	450,000.00	454,918.64	-	(825.76)	450,000.00	454,092.88
Municipal Bond	1.20%	05/01/19	4,000,000.00	4,037,186.99	-	(5,919.04)	4,000,000.00	4,031,267.95
Municipal Bond	1.42%	05/01/19	2,000,000.00	2,014,322.29			2,000,000.00	2,012,042.62
Municipal Bond	1.39%	06/15/19	6,000,000.00	6,005,698.17	-	(841.46)	6,000,000.00	6,004,856.71
Municipal Bond	1.32%	06/15/19	955,000.00	1,013,543.73	-	(8,645.30)	955,000.00	1,004,898.43
Municipal Bond	1.60%	07/01/19	5,000,000.00	5,016,541.00	-	(2,381.49)	5,000,000.00	5,014,159.51
Municipal Bond	1.00%	07/01/19	6,600,000.00	6,685,721.11	-	(12,341.70)	6,600,000.00	6,673,379.41
Municipal Bond	1.73%	07/01/19	3,180,000.00	3,205,486.06	-	(3,669.36)	3,180,000.00	3,201,816.70
Municipal Bond	1.40%	08/01/19	2,850,000.00	2,977,692.23	-	(17,533.86)	2,850,000.00	2,960,158.37
Municipal Bond	1.53%	08/15/19	625,000.00	658,095.33	-	(4,451.42)	625,000.00	653,643.91
Municipal Bond	1.70%	08/15/19	500,000.00	514,961.30	-	(2,012.34)	500,000.00	512,948.96
Municipal Bond	1.00%	08/15/19	4,020,000.00	4,372,390.65	-	(47,397.57)	4,020,000.00	4,324,993.08
Municipal Bond	1.62%	10/15/19	-	-	505,000.00	-	505,000.00	505,000.00
Municipal Bond	1.60%	02/01/20	5,000,000.00	5,382,451.94	-	(41,200.92)	5,000,000.00	5,341,251.02
Municipal Bond	1.49%	02/15/20	12,025,000.00	12,441,505.06	-	(44,145.69)	12,025,000.00	12,397,359.37
Municipal Bond	1.68%	04/01/20	-	-	1,985,909.78	-	1,930,000.00	1,985,909.78
Municipal Bond	1.65%	05/15/20	5,000,000.00	5,032,123.98	-	(3,084.98)	5,000,000.00	5,029,039.00
Municipal Bond	1.78%	06/01/20	1,725,000.00	1,746,820.92	-	(2,059.00)	1,725,000.00	1,744,761.92
Municipal Bond	1.00%	06/01/20	3,215,000.00	3,246,456.62	-	(2,968.21)	3,215,000.00	3,243,488.41
Municipal Bond	1.62%	07/01/20	10,270,000.00	10,550,977.39	-	(25,721.32)	10,270,000.00	10,525,256.07
Municipal Bond	1.25%	07/01/20	3,000,000.00	3,060,196.89	-	(5,510.56)	3,000,000.00	3,054,686.33
Municipal Bond	1.04%	08/01/20	8,120,000.00	8,110,956.33	803.11	-	8,120,000.00	8,111,759.44
Municipal Bond	1.33%	09/01/20	5,000,000.00	5,035,625.75	-	(3,071.76)	5,000,000.00	5,032,553.99
Municipal Bond	1.15%	02/01/21	13,000,000.00	13,252,712.19	-	(19,056.98)	13,000,000.00	13,233,655.21
Municipal Bond	1.84%	03/15/21	2,335,000.00	2,417,393.39	-	(6,006.49)	2,335,000.00	2,411,386.90
Municipal Bond	1.80%	06/01/21	535,000.00	549,733.36	-	(1,011.54)	535,000.00	548,721.82
Municipal Bond	1.92%	07/01/21	360,000.00	397,708.22	-	(2,532.23)	360,000.00	395,175.99
Municipal Bond	1.90%	08/15/21	6,905,000.00	7,914,943.16	-	(65,664.15)	6,905,000.00	7,849,279.01
TOTAL			**$ 493,706,808.71**	**$ 498,815,454.76**	**$ 23,973,205.20**	**$ (15,084,107.63)**	**$ 503,229,632.64**	**$ 507,702,272.66**

Market Value Comparison

Security Description	Yield	Maturity Date	September 30, 2017 Par Value	September 30, 2017 Market Value	Qtr to Qtr Change (1)	December 31, 2017 Par Value	December 31, 2017 Market Value
Capital One NOW Account	0.70%	N/A	20,288,320.81	20,288,320.81	(1,702,432.03)	18,585,888.78	18,585,888.78
Legacy NOW Account	1.28%	N/A	32,210,527.92	32,210,527.92	1,403,982.19	33,614,510.11	33,614,510.11
TexPool	1.18%	N/A	3,954,891.70	3,954,891.70	10,842.11	3,965,733.81	3,965,733.81
Texas Daily	1.21%	N/A	21,042,640.76	21,042,640.76	20,055,431.66	41,098,072.42	41,098,072.42
TexasTERM	1.35%	01/31/18	15,000,000.00	15,000,000.00	-	15,000,000.00	15,000,000.00
TexasTERM	1.35%	01/31/18	10,000,000.00	10,000,000.00	-	10,000,000.00	10,000,000.00
Certificate of Deposit	0.90%	01/30/18	10,376,956.80	10,376,956.80	-	10,376,956.80	10,376,956.80
Certificate of Deposit	1.30%	02/01/18	5,000,000.00	5,000,000.00	-	5,000,000.00	5,000,000.00
Certificate of Deposit	0.99%	03/10/18	3,113,567.09	3,113,567.09	-	3,113,567.09	3,113,567.09
Certificate of Deposit	0.80%	04/10/18	101,166.36	101,166.36	-	101,166.36	101,166.36
Certificate of Deposit	0.75%	06/01/18	247,000.00	247,000.00	-	247,000.00	247,000.00
Certificate of Deposit	1.10%	06/05/18	10,000,000.00	10,000,000.00	-	10,000,000.00	10,000,000.00
Certificate of Deposit	1.20%	07/13/18	5,235,150.80	5,235,150.80	-	5,235,150.80	5,235,150.80
Certificate of Deposit	1.50%	09/11/18	2,751,586.47	2,751,586.47	-	2,751,586.47	2,751,586.47
FAMCA Bond	1.24%	09/10/18	12,000,000.00	11,982,576.00	(9,276.00)	12,000,000.00	11,973,300.00
FFCB Bond	1.21%	05/22/18	3,000,000.00	2,976,993.00	6,324.00	3,000,000.00	2,983,317.00
FFCB Bond	1.04%	07/12/19	20,000,000.00	19,819,660.00	(88,320.00)	20,000,000.00	19,731,340.00
FHLMC Bond	1.05%	03/29/19	16,000,000.00	15,883,136.00	(36,528.00)	16,000,000.00	15,846,608.00
FHLMC Bond	1.45%	05/28/19	13,000,000.00	12,941,487.00	(58,903.00)	13,000,000.00	12,882,584.00
FNMA Bond	1.45%	09/16/19	12,000,000.00	11,929,116.00	(66,516.00)	12,000,000.00	11,862,600.00
FNMA Bond	1.53%	06/15/20	10,000,000.00	9,890,610.00	(63,490.00)	10,000,000.00	9,827,120.00
FNMA Bond	1.42%	08/28/20	20,000,000.00	19,751,260.00	(128,480.00)	20,000,000.00	19,622,780.00
TVA Bond	1.33%	10/15/18	2,000,000.00	2,006,710.00	(6,446.00)	2,000,000.00	2,000,264.00
TVA Bond	1.88%	02/15/21	10,000,000.00	10,661,560.00	(114,770.00)	10,000,000.00	10,546,790.00
Municipal Bond	1.05%	10/01/17	5,965,000.00	5,965,000.00	(5,965,000.00)	-	-
Municipal Bond	1.18%	11/01/17	5,715,000.00	5,727,630.15	(5,727,630.15)	-	-
Municipal Bond	0.79%	11/15/17	500,000.00	501,785.00	(501,785.00)	-	-
Municipal Bond	1.40%	12/01/17	500,000.00	499,820.00	(499,820.00)	-	-
Municipal Bond	1.13%	01/15/18	2,550,000.00	2,550,739.50	(892.50)	2,550,000.00	2,549,847.00
Municipal Bond	1.36%	02/01/18	1,810,000.00	1,828,190.50	(14,226.60)	1,810,000.00	1,813,963.90
Municipal Bond	1.04%	02/01/18	665,000.00	673,917.65	(7,049.00)	665,000.00	666,868.65
Municipal Bond	1.30%	02/01/18	8,400,000.00	8,398,320.00	(1,764.00)	8,400,000.00	8,396,556.00
Municipal Bond	1.35%	02/15/18	1,810,000.00	1,820,733.30	(7,783.00)	1,810,000.00	1,812,950.30
Municipal Bond	0.90%	02/15/18	2,525,000.00	2,559,845.00	(24,416.75)	2,525,000.00	2,535,428.25
Municipal Bond	1.41%	02/15/18	2,680,000.00	2,678,820.80	187.60	2,680,000.00	2,679,008.40
Municipal Bond	1.05%	03/01/18	435,000.00	436,735.65	(1,187.55)	435,000.00	435,548.10
Municipal Bond	1.07%	03/01/18	420,000.00	425,245.80	(3,460.80)	420,000.00	421,785.00
Municipal Bond	1.08%	03/01/18	1,205,000.00	1,215,712.45	(6,880.55)	1,205,000.00	1,208,831.90
Municipal Bond	1.20%	03/15/18	1,195,000.00	1,193,924.50	908.20	1,195,000.00	1,194,832.70
Municipal Bond	0.85%	03/15/18	2,500,000.00	2,497,750.00	1,900.00	2,500,000.00	2,499,650.00
Municipal Bond	1.36%	03/15/18	8,000,000.00	8,003,520.00	(3,280.00)	8,000,000.00	8,000,240.00
Municipal Bond	1.29%	05/01/18	12,000,000.00	12,012,840.00	(12,120.00)	12,000,000.00	12,000,720.00
Municipal Bond	1.65%	05/01/18	250,000.00	253,790.00	(1,620.00)	250,000.00	252,170.00
Municipal Bond	1.65%	05/01/18	500,000.00	507,580.00	(3,240.00)	500,000.00	504,340.00
Municipal Bond	1.16%	05/01/18	280,000.00	280,638.40	(431.20)	280,000.00	280,207.20
Municipal Bond	1.15%	05/01/18	745,000.00	756,920.00	(6,302.70)	745,000.00	750,617.30
Municipal Bond	1.30%	05/01/18	1,075,000.00	1,098,402.75	(12,040.00)	1,075,000.00	1,086,362.75
Municipal Bond	1.48%	06/01/18	2,720,000.00	2,792,052.80	(29,457.60)	2,720,000.00	2,762,595.20
Municipal Bond	1.18%	06/01/18	2,000,000.00	1,998,940.00	(1,180.00)	2,000,000.00	1,997,760.00
Municipal Bond	1.38%	06/01/18	245,000.00	248,405.50	(1,489.60)	245,000.00	246,915.90
Municipal Bond	1.21%	06/15/18	2,000,000.00	2,000,900.00	(2,180.00)	2,000,000.00	1,998,720.00
Municipal Bond	1.65%	07/01/18	605,000.00	606,306.80	(1,095.05)	605,000.00	605,211.75
Municipal Bond	1.65%	07/01/18	225,000.00	225,486.00	(407.25)	225,000.00	225,078.75
Municipal Bond	1.54%	07/01/18	5,000,000.00	5,010,800.00	(9,050.00)	5,000,000.00	5,001,750.00
Municipal Bond	1.65%	07/01/18	1,970,000.00	1,974,255.20	(3,565.70)	1,970,000.00	1,970,689.50
Municipal Bond	1.36%	07/01/18	875,000.00	875,840.00	(1,233.75)	875,000.00	874,606.25
Municipal Bond	0.85%	07/01/18	890,000.00	892,020.30	(2,652.20)	890,000.00	889,368.10
Municipal Bond	1.20%	08/01/18	450,000.00	450,711.00	(868.50)	450,000.00	449,842.50
Municipal Bond	1.00%	08/01/18	5,000,000.00	5,049,000.00	(29,300.00)	5,000,000.00	5,019,700.00
Municipal Bond	1.55%	08/01/18	2,630,000.00	2,684,414.70	(22,696.90)	2,630,000.00	2,661,717.80
Municipal Bond	1.92%	08/15/18	250,000.00	250,602.50	(585.00)	250,000.00	250,017.50
Municipal Bond	1.53%	08/15/18	1,205,000.00	1,232,112.50	(9,881.00)	1,205,000.00	1,222,231.50
Municipal Bond	1.55%	08/15/18	2,500,000.00	2,536,300.00	(14,725.00)	2,500,000.00	2,521,575.00
Municipal Bond	1.37%	10/01/18	1,925,000.00	1,930,909.75	(6,044.50)	1,925,000.00	1,924,865.25
Municipal Bond	0.75%	10/01/18	1,000,000.00	1,015,220.00	(6,130.00)	1,000,000.00	1,009,090.00
Municipal Bond	1.15%	02/01/19	450,000.00	452,421.00	(2,097.00)	450,000.00	450,324.00

Market Value Comparison

Security Description	Yield	Maturity Date	September 30, 2017 Par Value	September 30, 2017 Market Value	Qtr to Qtr Change (1)	December 31, 2017 Par Value	December 31, 2017 Market Value
Municipal Bond	1.40%	02/01/19	1,000,000.00	1,046,340.00	(12,720.00)	1,000,000.00	1,033,620.00
Municipal Bond	1.70%	02/01/19	10,000,000.00	10,060,400.00	(68,100.00)	10,000,000.00	9,992,300.00
Municipal Bond	1.40%	02/15/19	1,000,000.00	1,012,460.00	(6,300.00)	1,000,000.00	1,006,160.00
Municipal Bond	1.69%	02/15/19	1,550,000.00	1,596,314.00	(14,849.00)	1,550,000.00	1,581,465.00
Municipal Bond	1.00%	02/15/19	10,000,000.00	10,215,700.00	(79,700.00)	10,000,000.00	10,136,000.00
Municipal Bond	1.66%	03/01/19	6,000,000.00	6,041,160.00	(40,140.00)	6,000,000.00	6,001,020.00
Municipal Bond	1.80%	03/01/19	500,000.00	520,970.00	(5,885.00)	500,000.00	515,085.00
Municipal Bond	1.45%	04/01/19	450,000.00	454,563.00	(2,839.50)	450,000.00	451,723.50
Municipal Bond	1.20%	05/01/19	4,000,000.00	3,974,800.00	4,360.00	4,000,000.00	3,979,160.00
Municipal Bond	1.42%	05/01/19	2,000,000.00	2,000,980.00	(9,580.00)	2,000,000.00	1,991,400.00
Municipal Bond	1.39%	06/15/19	6,000,000.00	5,984,580.00	(26,100.00)	6,000,000.00	5,958,480.00
Municipal Bond	1.32%	06/15/19	955,000.00	1,004,211.15	(10,237.60)	955,000.00	993,973.55
Municipal Bond	1.60%	07/01/19	5,000,000.00	5,002,050.00	(20,000.00)	5,000,000.00	4,982,050.00
Municipal Bond	1.00%	07/01/19	6,600,000.00	6,607,128.00	(34,782.00)	6,600,000.00	6,572,346.00
Municipal Bond	1.73%	07/01/19	3,180,000.00	3,199,398.00	(17,649.00)	3,180,000.00	3,181,749.00
Municipal Bond	1.40%	08/01/19	2,850,000.00	2,963,002.50	(26,562.00)	2,850,000.00	2,936,440.50
Municipal Bond	1.53%	08/15/19	625,000.00	650,481.25	(3,525.00)	625,000.00	646,956.25
Municipal Bond	1.70%	08/15/19	500,000.00	513,435.00	(4,555.00)	500,000.00	508,880.00
Municipal Bond	1.00%	08/15/19	4,020,000.00	4,313,098.20	(61,063.80)	4,020,000.00	4,252,034.40
Municipal Bond	1.62%	10/15/19	-	-	500,929.70	505,000.00	500,929.70
Municipal Bond	1.60%	02/01/20	5,000,000.00	5,353,050.00	(63,450.00)	5,000,000.00	5,289,600.00
Municipal Bond	1.49%	02/15/20	12,025,000.00	12,309,511.50	(193,482.25)	12,025,000.00	12,116,029.25
Municipal Bond	1.68%	04/01/20	-	-	1,967,885.90	1,930,000.00	1,967,885.90
Municipal Bond	1.65%	05/15/20	5,000,000.00	5,007,650.00	(41,850.00)	5,000,000.00	4,965,800.00
Municipal Bond	1.78%	06/01/20	1,725,000.00	1,740,921.75	(13,058.25)	1,725,000.00	1,727,863.50
Municipal Bond	1.00%	06/01/20	3,215,000.00	3,174,105.20	(17,618.20)	3,215,000.00	3,156,487.00
Municipal Bond	1.62%	07/01/20	10,270,000.00	10,448,903.40	(91,711.10)	10,270,000.00	10,357,192.30
Municipal Bond	1.25%	07/01/20	3,000,000.00	2,984,310.00	(13,260.00)	3,000,000.00	2,971,050.00
Municipal Bond	1.04%	08/01/20	8,120,000.00	7,955,488.80	(50,262.80)	8,120,000.00	7,905,226.00
Municipal Bond	1.33%	09/01/20	5,000,000.00	4,940,100.00	(30,650.00)	5,000,000.00	4,909,450.00
Municipal Bond	1.15%	02/01/21	13,000,000.00	12,893,660.00	(124,150.00)	13,000,000.00	12,769,510.00
Municipal Bond	1.84%	03/15/21	2,335,000.00	2,401,337.35	(30,868.70)	2,335,000.00	2,370,468.65
Municipal Bond	1.80%	06/01/21	535,000.00	538,638.00	(4,622.40)	535,000.00	534,015.60
Municipal Bond	1.92%	07/01/21	360,000.00	394,315.20	(6,462.00)	360,000.00	387,853.20
Municipal Bond	1.90%	08/15/21	6,905,000.00	7,855,335.15	(121,320.85)	6,905,000.00	7,734,014.30
TOTAL			**$ 493,706,808.71**	**$ 496,437,873.66**	**$ 7,484,667.03**	**$ 503,229,632.64**	**$ 503,922,540.69**

Book Value Allocation

	September 30, 2017		September 30, 2017		Previous Quarter Comparison	
	% Equity in Treasury Pool	Book Value Fund Allocation	% Equity in Treasury Pool	Book Value Fund Allocation	Book Value Change (%)	Book Value Change ($)
General Fund	11.19%	55,838,903.15	13.37%	67,878,252.91	2.18%	12,039,349.76
Debt Service Fund	0.91%	4,519,622.64	4.29%	21,768,185.74	3.38%	17,248,563.10
Capital Projects Funds	33.88%	168,987,574.56	29.72%	150,908,042.52	-4.15%	(18,079,532.04)
Enterprise Funds	17.00%	84,822,221.76	15.62%	79,307,279.58	-1.38%	(5,514,942.18)
Special Revenue Funds	19.13%	95,411,584.00	19.09%	96,928,882.05	-0.04%	1,517,298.05
Internal Service Funds	14.51%	72,399,845.22	14.61%	74,195,842.90	0.10%	1,795,997.68
Agency Funds	0.66%	3,284,440.64	0.59%	2,984,987.56	-0.07%	(299,453.08)
Component Units	2.78%	13,868,498.43	2.72%	13,790,963.14	-0.06%	(77,535.29)
115 Trust	-0.06%	(317,235.64)	-0.01%	(60,163.74)	0.05%	257,071.90
Totals	**100.00%**	**498,815,454.76**	**100.00%**	**507,702,272.66**		**8,886,817.90**

Market Value Allocation

	September 30, 2017		September 30, 2017		Previous Quarter Comparison	
	% Equity in Treasury Pool	Market Value Fund Allocation	% Equity in Treasury Pool	Market Value Fund Allocation	Market Value Change (%)	Market Value Change ($)
General Fund	11.19%	55,572,749.57	13.37%	67,372,914.22	2.18%	11,800,164.65
Debt Service Fund	0.91%	4,498,080.07	4.29%	21,606,126.38	3.38%	17,108,046.31
Capital Projects Funds	33.88%	168,182,102.99	29.72%	149,784,565.27	-4.15%	(18,397,537.72)
Enterprise Funds	17.00%	84,417,920.51	15.62%	78,716,854.29	-1.38%	(5,701,066.22)
Special Revenue Funds	19.13%	94,956,809.04	19.09%	96,207,267.80	-0.04%	1,250,458.76
Internal Service Funds	14.51%	72,054,754.66	14.61%	73,643,471.14	0.10%	1,588,716.48
Agency Funds	0.66%	3,268,785.50	0.59%	2,962,764.98	-0.07%	(306,020.52)
Component Units	2.78%	13,802,394.87	2.72%	13,688,292.45	-0.06%	(114,102.42)
115 Trust	-0.06%	(315,723.55)	-0.01%	(59,715.84)	0.05%	256,007.72
Totals	**100.00%**	**496,437,873.66**	**100.00%**	**503,922,540.69**		**7,484,667.03**

Allocations are based upon fund equity in the Treasury Pool at the end of the period.

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Finance

Department Head: Denise Tacke

Agenda Coordinator: Megan Hostick x 7479

CAPTION

Resolution No. 2018-3-2(R): To approve the application for participation in Texas CLASS (Texas CLASS Government) and Texas Cooperative Liquid Assets Security System program (Texas Class), public funds investment pools; and providing an effective date. **Adopted**

FINANCIAL SUMMARY

Not Applicable

FISCAL YEAR: 2017-18	Prior Year (CIP Only)	Current Year	Future Years	TOTALS
Budget	0	0	0	0
Encumbered/Expended Amount	0	0	0	0
This Item	0	0	0	0
Balance	0	0	0	0

FUND(S): N/A

COMMENTS: This item has no fiscal impact.

SUMMARY OF ITEM

This resolution approves the City of Plano's participation in Texas CLASS Government/Texas Class, public fund investment pools.

Strategic Plan Goal:

Financially Strong City with Service Excellence

Plano Tomorrow Plan Pillar:

ATTACHMENTS:

Description	Upload Date	Type
Texas Class Resolution	3/9/2018	Agreement

A Resolution of the City of Plano, Texas, approving the application for participation in Texas CLASS (Texas CLASS Government) and Texas Cooperative Liquid Assets Security System program (Texas Class), public funds investment pools; and providing an effective date.

WHEREAS, the Public Funds Investment Act, Texas Government Code, Section 2256.001 et seq. (the "Act"), requires the governing body of each local government in this State to adopt investment policies in accordance with the terms of the Act; and

WHEREAS, pursuant to the requirements of the Act, the City Council (the "Governing Body") of the City of Plano (the "Local Government") has previously reviewed and adopted an investment policy (the "Policy") that provides in part that the funds of the local government will be invested in investments permitted by the Act in order to: (i) invest only in investments legally permitted under Texas law; (ii) minimize risk by managing portfolio investments so as to preserve principal and maintain a stable asset value; (iii) manage portfolio investments to ensure that cash will be available as required to finance operations; and (iv) maximize current income to the degree consistent with legality, safety and liquidity; and

WHEREAS, pursuant to the Policy and the Act, the Local Government has appointed Investment Officer(s) to act as the investment officer of the Local Government; and

WHEREAS, the Act provides that funds under the control of a Local Government may be invested through investment pools meeting the standards of Section 2256.016 of the Act; and

WHEREAS, the Local Government has received and reviewed the Information Statement, dated December, 2016 (the "Information Statement"), of Texas Cooperative Liquid Assets Securities System, an investment pool administered by Public Trust Advisors, LLC, (the "Program"), which sets forth the information required by Section 2256.016(b) of the Act; and

WHEREAS, the Local Government has determined that the investments proposed to be acquired by the Program are of a type that are permitted by the Act and are consistent with the Policy; and

WHEREAS, the Local Government has determined that an investment in the Program will assist the Local Government in achieving the goals set forth in the Policy, and will tend to preclude imprudent investment activities arising out of investment transactions conducted between the Local Government and the Program; and

WHEREAS, the Local Government understands that the Program operates through the Seventh Amended and Restated Trust Agreement dated as of August 5, 2016 (the "Trust Agreement"), which provides the terms on which the Program will operate and the rights of the participants in the Program and sets forth the responsibilities of Public Trust Advisors, LLC, as the administrator of the Program (the "Administrator"), and of Wells Fargo Bank as custodian (the "Custodian").

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

Section I. The form, terms and provisions of the Trust Agreement, a draft of which was presented and reviewed at this meeting, providing for the creation of the Program and for the rights of the Program participants and the duties and responsibilities of the Administrator, be and the same are hereby approved and adopted; and that the Investment Officer(s) be and he or she is hereby authorized and directed to execute and deliver to the Administrator and the Custodian in the name and on behalf of the Local Government, a participation certificate evidencing the agreement of the Local Government to be bound by the Trust Agreement substantially in the form of the Trust Agreement reviewed and approved at this meeting, together with such changes therein as may be approved by the said Investment Officer(s), such approval to be conclusively evidenced by the execution thereof.

Section II. The investment program established by the Trust Agreement is hereby found and determined to be consistent with the Policy, and to preclude imprudent investment activities arising out of investment transactions conducted between the Local Government and the Program.

Section III. The Governing Body hereby officially finds and determines that the facts and recitations contained in the preamble of this Resolution are true and correct.

Section IV. The Governing Body hereby finds and declares that written notice of the date, hour, place and subject of the meeting at which this Resolution was adopted was posted for the time required by law preceding this meeting, and that such meeting was open to the public as required by law at all times during which this Resolution and the subject matter thereof were discussed, considered and formally acted upon, all as required by the Open Meetings Act, Chapter 551, Texas Government Code, as amended, and the Act.

Section V. The Investment Officer(s) of the Local Government, and each of them, shall be and each is expressly authorized, empowered and directed from time to time to do and perform all acts and things and to execute, acknowledge and deliver in the name and under the corporate seal and on behalf of the Local Government all certificates, instruments and other papers, whether or not herein mentioned, as they may determine to be necessary or desirable in order to carry out the terms and provisions of this Resolution and of the Trust Agreement hereby authorized and approved, such determination to be conclusively evidenced by the performance of such acts and things and the execution of any such certificate, financing statement, instrument or other paper.

Section VI. This Resolution shall become effective immediately upon its passage.

DULY PASSED AND APPROVED this the 20th day of March, 2018.

_____
Harry LaRosiliere, MAYOR

ATTEST:

_____
Lisa C. Henderson, CITY SECRETARY

APPROVED AS TO FORM:

_____
Paige Mims, CITY ATTORNEY

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Gov Relations

Department Head: Brandi Youngkin

Agenda Coordinator: Andrea Park

CAPTION

Ordinance No. 2018-3-3: To approve a Tariff authorizing an annual Rate Review Mechanism "RRM" as a substitution for the annual interim rate adjustment process defined by Section 104.301 of the Texas Utilities Code, and as negotiated between Atmos Energy Corp., Mid-Tex Division and the Steering Committee of the Cities Served by Atmos; requiring the Company to reimburse cities' reasonable ratemaking expenses; adopting a savings clause; determining that this Ordinance was passed in accordance with the requirements of the Open Meetings Act; providing a repealer clause; declaring an effective date; and requiring delivery of this Ordinance to the Company and legal counsel for the Steering Committee. **Adopted**

FINANCIAL SUMMARY

Not Applicable

FISCAL YEAR: 2017-18	Prior Year (CIP Only)	Current Year	Future Years	TOTALS
Budget	0	0	0	0
Encumbered/Expended Amount	0	0	0	0
This Item	0	0	0	0
Balance	0	0	0	0

FUND(S): N/A

COMMENTS: This item has no fiscal impact.

SUMMARY OF ITEM

Approving a Tariff authorizing an annual Rate Review Mechanism "RRM" as a substitution for the annual

interim rate adjustment process defined by Section 104.301 of the Texas Utilities Code, and as negotiated between Atmos Energy Corp., Mid-Tex Division and the Steering Committee of the Cities Served by Atmos.

Strategic Plan Goal:

Financially Strong City with Service Excellence, Partnering for Community Benefit

Plano Tomorrow Plan Pillar:

Economic Environment

ATTACHMENTS:

Description	Upload Date	Type
Ordinance	2/28/2018	Ordinance
Exhibit	3/6/2018	Exhibit

An Ordinance of the City of Plano, Texas, approving a Tariff authorizing an annual Rate Review Mechanism "RRM" as a substitution for the annual interim rate adjustment process defined by Section 104.301 of the Texas Utilities Code, and as negotiated between Atmos Energy Corp., Mid-Tex Division and the Steering Committee of the Cities Served by Atmos; requiring the Company to reimburse cities' reasonable ratemaking expenses; adopting a savings clause; determining that this Ordinance was passed in accordance with the requirements of the Open Meetings Act; providing a repealer clause; declaring an effective date; and requiring delivery of this Ordinance to the Company and legal counsel for the Steering Committee.

WHEREAS, the City of Plano, Texas ("City") is a gas utility customer of Atmos Energy Corp., Mid-Tex Division ("Atmos Mid-Tex" or "Company") and a regulatory authority with an interest in the rates and charges of Atmos Mid-Tex; and

WHEREAS, the City and similarly-situated Atmos Mid-Tex municipalities created the Steering Committee of Cities Served by Atmos ("Steering Committee") to efficiently address all rate and service matters associated with delivery of natural gas; and

WHEREAS, the Steering Committee formed an Executive Committee to direct legal counsel and to recommend certain specific actions to all aligned Atmos Mid-Tex Cities through Resolution or Ordinance; and

WHEREAS, pursuant to the terms of a November 2007 agreement between the Steering Committee and Atmos Mid-Tex that settled the Company's interim rate filing under Section 104.301 of the Texas Utilities Code (a "GRIP" rate case), the Steering Committee and the Company collaboratively developed a Rate Review Mechanism ("RRM") Tariff, ultimately authorized by the City in 2008, that allows for an expedited rate review process as a substitute for the GRIP process; and

WHEREAS, the City has kept some form of a RRM Tariff in place until 2017 when it adopted an Ordinance approving an RRM Tariff and negotiation of a replacement RRM Tariff following the Railroad Commission's decision in a then-pending Atmos Texas Pipeline Case (GUD No. 10580); and

WHEREAS, the Steering Committee's Executive Committee has recently approved a settlement with the Company on the attached RRM Tariff ("Exhibit A") that contains certain notable improvements, from a consumer perspective, over the prior RRM Tariff, including a reduced return rate on equity, acceptance of certain expense adjustments made by the Railroad Commission in the Order in GUD No. 10580, and the addition of two months to the time for processing a RRM Tariff application; and

WHEREAS, the RRM Tariff contemplates reimbursement of Cities' reasonable expenses associated with RRM Tariff applications; and

WHEREAS, the Steering Committee's Executive Committee recommends that all Steering Committee member cities adopt this Ordinance and the attached RRM Tariff; and

WHEREAS, the attached RRM Tariff is just, reasonable and in the public interest.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF PLANO, TEXAS, THAT:

Section I. The City Council hereby adopts the findings set forth above.

Section II. The City Council finds that the attached RRM Tariff re-establishing a form of Rate Review Mechanism is just and reasonable and in the public interest, and is hereby adopted.

Section III. Atmos' Mid-Tex shall reimburse the Cities' reasonable expenses associated with adoption of this Ordinance and the attached RRM Tariff and in processing future RRM Tariff applications filed pursuant to the attached Tariff.

Section IV. To the extent any Resolution or Ordinance previously adopted by the City is inconsistent with this Ordinance, it is hereby repealed.

Section V. The meeting at which this Ordinance was approved was in all things conducted in strict compliance with the Texas Open Meetings Act, Texas Government Code, Chapter 551.

Section VI. If any one or more sections or clauses of this Ordinance is adjudged to be unconstitutional or invalid, such judgment shall not affect, impair or invalidate the remaining provisions of this Ordinance, and the remaining provisions of this Ordinance shall be interpreted as if the offending section or clause never existed.

Section VII. This Ordinance shall become effective immediately upon its passage.

Section VIII. A copy of this Ordinance shall be sent to Atmos Mid-Tex, care of Chris Felan, Vice President of Rates and Regulatory Affairs Mid-Tex Division, Atmos Energy Corporation, 5420 LBJ Freeway, Suite 1862, Dallas, Texas 75240, and to Geoffrey Gay, General Counsel to ACSC, at Lloyd Gosselink Rochelle & Townsend, P.C., 816 Congress Avenue, Suite 1900, Austin, Texas 78701.

DULY PASSED AND APPROVED on this the 20th day of March, 2018.

_____
Harry LaRosiliere, MAYOR

ATTEST:

_____
Lisa C. Henderson, CITY SECRETARY

APPROVED AS TO FORM:

_____
Paige Mims, CITY ATTORNEY

RATE SCHEDULE:	**RRM – Rate Review Mechanism**	
APPLICABLE TO:	**ALL CITIES IN THE MID-TEX DIVISION AS IDENTIFIED IN EXHIBIT A TO THIS RATE SCHEDULE**	
EFFECTIVE DATE:	**Bills Rendered on and after 04/01/2018**	**PAGE: 1**

I. Applicability

Applicable to Residential, Commercial, Industrial, and Transportation tariff customers within the city limits of cities identified in Exhibit A that receive service from the Mid-Tex Division of Atmos Energy Corporation ("Company"). This Rate Review Mechanism ("RRM") provides for an annual adjustment to the Company's Rate Schedules R, C, I and T ("Applicable Rate Schedules"). Rate calculations and adjustments required by this tariff shall be determined on a System-Wide cost basis.

II. Definitions

"Test Period" is defined as the twelve months ending December 31 of each preceding calendar year.

The "Effective Date" is the date that adjustments required by this tariff are applied to customer bills. The annual Effective Date is October 1.

Unless otherwise provided in this tariff the term Final Order refers to the final order issued by the Railroad Commission of Texas in GUD No. 10170 and elements of GUD No. 10580 as specified in Section III below.

The term "System-Wide" means all incorporated and unincorporated areas served by the Company.

"Review Period" is defined as the period from the Filing Date until the Effective Date.

The "Filing Date" is as early as practicable, but no later than April 1 of each year.

III. Calculation

The RRM shall calculate an annual, System-Wide cost of service ("COS") that will be used to adjust applicable rate schedules prospectively as of the Effective Date. The Company may request recovery of its total cost of service but will include schedules showing the computation of any adjustments. The annual cost of service will be calculated according to the following formula:

$$COS = OM + DEP + RI + TAX + CD$$

Where:

OM = all reasonable and necessary operation and maintenance expenses from the Test Period adjusted for known and measurable items and prepared

consistent with the rate making treatments approved in the Final Order. Incentive compensation (Management Incentive Plan, Variable Pay Plan and Long Term Incentive Plan) related to Atmos' Shared Services Unit will be applied consistent with treatment approved in GUD 10580. Additionally, O&M adjustments will be incorporated and applied as modified by a final order, not subject to appeal, issued by the Railroad Commission of Texas in subsequent rate cases involving the Atmos Mid-Tex or West Texas divisions. Known and measurable adjustments shall be limited to those changes that have occurred prior to the Filing Date. OM may be adjusted for atypical and non-recurring items. Shared Services allocation factors shall be recalculated each year based on the latest component factors used during the Test Period, but the methodology used will be that approved in the Final Order in GUD 10580.

DEP = depreciation expense calculated at depreciation rates approved by the Final Order. Additionally, if depreciation rates are approved in a subsequent final order, not subject to appeal, issued by the Railroad Commission of Texas for the Mid-Tex division those rates would be applicable for subsequent RRM filings.

RI = return on prudently incurred investment calculated as the Company's pretax return multiplied by rate base at Test Period end. Rate base is prepared consistent with the rate making treatments approved in the Final Order, and as in GUD 10580 as specifically related to capitalized incentive compensation (Management Incentive Plan, Variable Pay Plan and Long Term Incentive Plan) for Atmos' Shared Services Unit. However, no post Test Period adjustments will be permitted. Additionally, adjustments will be incorporated and applied as modified by a final order, not subject to appeal, issued by the Railroad Commission of Texas in subsequent rate cases involving the Atmos Mid-Tex or West Texas divisions. Pretax return is the Company's weighted average cost of capital before income taxes. The Company's weighted average cost of capital is calculated using the methodology from the Final Order including the Company's actual capital structure and long term cost of debt as of the Test Period end (adjusted for any known and measurable changes that have occurred prior to the filing date) and the return on equity of 9.8%. However, in no event will the percentage of equity exceed 58%. Regulatory adjustments due to prior regulatory rate base adjustment disallowances will be maintained. Cash working capital will be calculated using the lead/lag days approved in the Final Order. With respect to pension and other postemployment benefits, the Company will record a regulatory asset or liability for these costs until the amounts are included in the next annual rate adjustment implemented under this tariff. Each year, the Company's filing under this Rider RRM will clearly state the level of pension

and other postemployment benefits recovered in rates.

TAX = income tax and taxes other than income tax from the Test Period adjusted for known and measurable changes occurring after the Test Period and before the Filing Date, and prepared consistent with the rate making treatments approved in the Final Order. Atmos Energy shall comprehensively account for, including establishing a regulatory liability to account for, any statutory change in tax expense that is applicable to months during the Test Period in the calculation to ensure recovery of tax expense under new and old income tax rates.

CD = interest on customer deposits.

IV. Annual Rate Adjustment

The Company shall provide schedules and work papers supporting the Filing's revenue deficiency/sufficiency calculations using the methodology accepted in the Final Order. The result shall be reflected in the proposed new rates to be established for the effective period. The Revenue Requirement will be apportioned to customer classes in the same manner that Company's Revenue Requirement was apportioned in the Final Order. For the Residential Class, 50% of the increase may be recovered in the customer charge. However, the increase to the Residential customer charge shall not exceed $0.60 per month in the initial filing and $0.70 per month in any subsequent year. The remainder of the Residential Class increase not collected in the customer charge will be recovered in the usage charge. For all other classes, the change in rates will be apportioned between the customer charge and the usage charge, consistent with the Final Order. Test Period billing determinants shall be adjusted and normalized according to the methodology utilized in the Final Order.

V. Filing

The Company shall file schedules annually with the regulatory authority having original jurisdiction over the Company's rates on or before the Filing Date that support the proposed rate adjustments. The schedules shall be in the same general format as the cost of service model and relied-upon files upon which the Final Order was based. A proof of rates and a copy of current and proposed tariffs shall also be included with the filing. The filing shall be made in electronic form where practical. The Company's filing shall conform to Minimum Filing Requirements (to be agreed upon by the parties), which will contain a minimum amount of information that will assist the regulatory authority in its review and analysis of the filing. The Company and regulatory authority will endeavor to hold a technical conference regarding the filing within twenty (20) calendar days after the Filing Date.

A sworn statement shall be filed by an Officer of the Company affirming that the filed schedules are in compliance with the provisions of this Rate Review Mechanism and are true and correct to the best of his/her knowledge, information, and belief. No testimony shall be filed, but a brief narrative explanation shall be provided of any changes to corporate structure, accounting methodologies, allocation of common costs, or atypical or non- recurring items included in the filing.

VI. Evaluation Procedures

The regulatory authority having original jurisdiction over the Company's rates shall review and render a decision on the Company's proposed rate adjustment prior to the Effective Date. The Company shall provide all supplemental information requested to ensure an opportunity for adequate review by the relevant regulatory authority. The Company shall not unilaterally impose any limits upon the provision of supplemental information and such information shall be provided within seven (7) working days of the original request. The regulatory authority may propose any adjustments it determines to be required to bring the proposed rate adjustment into compliance with the provisions of this tariff.

The regulatory authority may disallow any net plant investment that is not shown to be prudently incurred. Approval by the regulatory authority of net plant investment pursuant to the provisions of this tariff shall constitute a finding that such net plant investment was prudently incurred. Such finding of prudence shall not be subject to further review in a subsequent RRM or Statement of Intent filing.

During the Review Period, the Company and the regulatory authority will work collaboratively and seek agreement on the level of rate adjustments. If, at the end of the Review Period, the Company and the regulatory authority have not reached agreement, the regulatory authority shall take action to modify or deny the proposed rate adjustments. The Company shall have the right to appeal the regulatory authority's action to the Railroad Commission of Texas. Upon the filing of an appeal of the regulatory authority's order relating to an annual RRM filing with the Railroad Commission of Texas, the regulatory authority having original jurisdiction over the Company's rates shall not oppose the implementation of the Company's proposed rates subject to refund, nor will the regulatory authority advocate for the imposition of a third party surety bond by the Company. Any refund shall be limited to and determined based on the resolution of the disputed adjustment(s) in a final, non-appealable order issued in the appeal filed by the Company at the Railroad Commission of Texas.

In the event that the regulatory authority and Company agree to a rate adjustment(s) that is different from the adjustment(s) requested in the Company's filing, the Company shall file compliance tariffs consistent with the agreement. No action on the part of the regulatory authority shall be required to allow the rate adjustment(s) to become effective on October 1. To the extent that the regulatory authority does not take action on the Company's RRM filing by September 30, the rates proposed in the Company's filing shall be deemed approved effective October 1. Notwithstanding the preceding sentence, a regulatory authority may choose to take affirmative action to approve a rate adjustment under this tariff. In those instances where such approval cannot reasonably occur by September 30, the rates finally approved by the regulatory authority shall be deemed effective as of October 1.

To defray the cost, if any, of regulatory authorities conducting a review of the Company's annual RRM filing, the Company shall reimburse the regulatory authorities on a monthly basis for their reasonable expenses incurred upon submission of invoices for such review. Any reimbursement contemplated hereunder shall be deemed a reasonable and necessary operating expense of the Company in the year in which the reimbursement is made. A regulatory authority seeking reimbursement under this provision shall submit its request for reimbursement to the Company no later than December 1 of the year in which the RRM filing is made and the Company shall reimburse regulatory authorities in accordance with this provision on or before December 31 of the year the RRM filing is made.

To the extent possible, the provisions of the Final Order shall be applied by the regulatory authority in determining whether to approve or disapprove of Company's proposed rate adjustment.

This Rider RRM does not limit the legal rights and duties of a regulatory authority. Nothing herein shall abrogate the jurisdiction of the regulatory authority to initiate a rate proceeding at any time to review whether rates charged are just and reasonable. Similarly, the Company retains its right to utilize the provisions of Texas Utilities Code, Chapter 104, Subchapter C to request a change in rates. The provisions of this Rider RRM are implemented in harmony with the Gas Utility Regulatory Act (Texas Utilities Code, Chapters 101-105).

The annual rate adjustment process set forth in this tariff shall remain in effect during the pendency of any Statement of Intent rate filing.

VII. Reconsideration, Appeal and Unresolved Items

Orders issued pursuant to this mechanism are ratemaking orders and shall be subject to appeal under Sections 102.001(b) and 103.021, et seq., of the Texas Utilities Code (Vernon 2007).

VIII. Notice

Notice of each annual RRM filing shall be provided by including the notice, in conspicuous form, in the bill of each directly affected customer no later than forty-five (45) days after the Company makes its annual filing pursuant to this tariff. The notice to customers shall include the following information:

a) a description of the proposed revision of rates and schedules;

b) the effect the proposed revision of rates is expected to have on the rates applicable to each customer class and on an average bill for each affected customer;

c) the service area or areas in which the proposed rates would apply;

d) the date the annual RRM filing was made with the regulatory authority; and

e) the Company's address, telephone number and website where information concerning the proposed rate adjustment can be obtained.

RATE SCHEDULE:	**RRM – Rate Review Mechanism**	
APPLICABLE TO:	**ALL CITIES IN THE MID-TEX DIVISION AS IDENTIFIED IN EXHIBIT A TO THIS RATE SCHEDULE**	
EFFECTIVE DATE:	**Bills Rendered on and after 04/01/2018**	**PAGE: 7**

Exhibit A

ACSC Cities

Abilene	Cleburne	Frost	Lincoln Park
Addison	Clyde	Gainesville	Little Elm
Albany	College Station	Garland	Lorena
Allen	Colleyville	Garrett	Madisonville
Alvarado	Colorado City	Grand Prairie	Malakoff
Angus	Comanche	Grapevine	Mansfield
Anna	Commerce	Groesbeck	Mckinney
Argyle	Coolidge	Gunter	Melissa
Arlington	Coppell	Haltom City	Mesquite
Aubrey	Copperas Cove	Harker Heights	Midlothian
Azle	Corinth	Haskell	Murphy
Bedford	Crandall	Haslet	Newark
Bellmead	Crowley	Hewitt	Nocona
Benbrook	Dalworthington Gardens	Highland Park	North Richland Hills
Beverly Hills	Denison	Highland Village	Northlake
Blossom	Denton	Honey Grove	Oak Leaf
Blue Ridge	Desoto	Hurst	Ovilla
Bowie	Draper	Hutto	Palestine
Boyd	Duncanville	Iowa Park	Pantego
Bridgeport	Eastland	Irving	Paris
Brownwood	Edgecliff Village	Justin	Parker
Buffalo	Emory	Kaufman	Pecan Hill
Burkburnett	Ennis	Keene	Petrolia
Burleson	Euless	Keller	Plano
Caddo Mills	Everman	Kemp	Ponder
Canton	Fairview	Kennedale	Pottsboro
Carrollton	Farmers Branch	Kerens	Prosper
Cedar Hill	Farmersville	Kerrville	Quitman
Celeste	Fate	Killeen	Red Oak
Celina	Flower Mound	Krum	Reno (Parker County)
Centerville	Forest Hill	Lake Worth	Rhome
Cisco	Forney	Lakeside	Richardson
Clarksville	Fort Worth	Lancaster	Richland
	Frisco	Lewisville	Richland Hills

RATE SCHEDULE:	**RRM – Rate Review Mechanism**	
APPLICABLE TO:	**ALL CITIES IN THE MID-TEX DIVISION AS IDENTIFIED IN EXHIBIT A TO THIS RATE SCHEDULE**	
EFFECTIVE DATE:	**Bills Rendered on and after 04/01/2018**	**PAGE: 8**

River Oaks	Temple
Roanoke	Terrell
Robinson	The Colony
Rockwall	Trophy Club
Roscoe	Tyler
Rowlett	University Park
Royse City	Venus
Sachse	Vernon
Saginaw	Waco
Sansom Park	Watauga
Seagoville	Waxahachie
Sherman	Westlake
Snyder	Westover Hills
Southlake	Westworth Village
Springtown	White Settlement
Stamford	Whitesboro
Stephenville	Wichita Falls
Sulphur Springs	Woodway
Sweetwater	Wylie

CITY OF PLANO
COUNCIL AGENDA ITEM

Council Meeting Date: 3/20/2018

Department: Parks

Department Head: Robin Reeves

Agenda Coordinator: Susan Berger

CAPTION

Ordinance No. 2018-3-4: To determine a public use, need and necessity for the acquisition of a hike and bike trail easement for a portion of a tract of land conveyed to DFW Trio Investments, L.P., as described in Instrument Number 2012-982900, Official Public Records, Collin County, Texas, generally located at 600 Ohio Dr., Plano, Texas 75093 in the Martha McBride Survey, Abstract No. 553, Collin County, City of Plano, Texas, being out of Lot 1, Block 1, Quik-Way Retail, an addition to the City of Plano as recorded in Cabinet Y, Slide 679 of the deed records of Collin County, Texas, as shown on the attached Exhibit "A"; for the public use of constructing, reconstructing, using, maintaining and operating a municipal hike and bike trail and related public improvements in the City of Plano, Collin County, Texas; authorizing the City Manager and City Attorney, or their respective designees, to acquire the property including making initial and bona fide offers, and authorizing the City Attorney to file proceedings in eminent domain to condemn the needed real property for public use, if necessary; and providing an effective date. **Adopted**

FINANCIAL SUMMARY

Not Applicable

FISCAL YEAR: 2017-18	Prior Year (CIP Only)	Current Year	Future Years	TOTALS
Budget	0	0	0	0
Encumbered/Expended Amount	0	0	0	0
This Item	0	0	0	0
Balance	0	0	0	0

FUND(S): N/A

COMMENTS: This item has no financial impact.

SUMMARY OF ITEM

This Ordinance authorizes the City Attorney to use the City's eminent domain authority to bring condemation actions for the purpose of obtaining land for a public use. The type of acquisition being sought is a public hike and bike trail easement in the amount of .074426 acres of land or 3,242 square feet. This public hike and bike easement will facilitate the development of the Preston Ridge Trail connection to Dallas, a Six Cities Trail connection, along the eastern right of way of Ohio Drive.

The negotiation began through a land acquisition notice letter sent to the property owner. The City contacted the owner to negotiate the acquisition and a letter was sent to the property owner offering payment based on the appraised value of the requested easement. The property owner is DFW Trio Investment, L.P. The public hike and bike easement requested falls on land currently encumbered with drainage and utility easements adjacent to the street right of way and is not developable.

There are other easements needed along Ohio Drive currently in negotiation; however, we do not anticipate the need to acquire these via eminent domain.

If this ordinance is not approved, the planned improvements necessary for the Preston Ridge Trail connection to Dallas will not proceed.

Strategic Plan Goal:

Financially Strong City with Service Excellence, Great Neighborhoods - 1st Choice to Live, Partnering for Community Benefit

Plano Tomorrow Plan Pillar:

Social Environment, Regionalism

ATTACHMENTS:

Description	Upload Date	Type
Location Map	3/8/2018	Map
Ordinance	3/12/2018	Ordinance

Existing Preston Ridge Trail (Plano)

ELDORADO DR

ELDORADO DR

OLD SHEPARD PL

NEVADA DR

COIT RD

OHIO DR

On Street Bike Route

BURNHAM DR

PLANO PKWY

FULGHAM RD

TRADITION TRL

Proposed Trail

Trail Under Development

3,242 S.F. Pedestrian Access Easement Location

Proposed Trail Connection

MAPLESHADE LN

Existing Preston Ridge Trail (Dallas)

COIT RD

Legend

- Trail Under Development
- Existing Preston Ridge Trail
- Proposed Trail (Plano)
- On Street Bike Routes
- Trail Network
- Quik-Way Retail Parcel
- Park Land
- City Limit

0 0.1 0.2
Miles

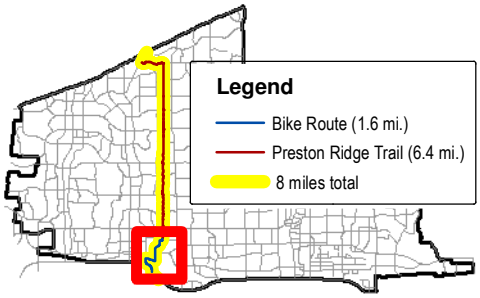
Plano
City of Excellence

City of Plano Park Planning Division
11/29/2017

Location Map

Preston Ridge Trail Connection

Quik-Way Retail
600 Ohio Drive, Plano TX



Project Location

TinaB 11/29/2017 C:\MXDs\Location Maps\Preston Ridge Trail Quik Way.mxd

An Ordinance of the City of Plano, Texas, determining a public use, need and necessity for the acquisition of a hike and bike trail easement for a portion of a tract of land conveyed to DFW Trio Investments, L.P., as described in Instrument Number 2012-982900, Official Public Records, Collin County, Texas, generally located at 600 Ohio Dr., Plano, Texas 75093 in the Martha McBride Survey, Abstract No. 553, Collin County, City of Plano, Texas, being out of Lot 1, Block 1, Quik-Way Retail, an addition to the City of Plano as recorded in Cabinet Y, Slide 679 of the deed records of Collin County, Texas, as shown on the attached Exhibit "A"; for the public use of constructing, reconstructing, using, maintaining and operating a municipal hike and bike trail and related public improvements in the City of Plano, Collin County, Texas; authorizing the City Manager and City Attorney, or their respective designees, to acquire the property including making initial and bona fide offers, and authorizing the City Attorney to file proceedings in eminent domain to condemn the needed real property for public use, if necessary; and providing an effective date.

WHEREAS, the City Council of the City of Plano, Texas (the "City Council"), upon consideration of this matter, has determined that there is a public need and necessity for the health, safety, and welfare of the City of Plano and the public at large to acquire a hike and bike trail easement (the "Easement") on a parcel of real property attached hereto as Exhibit "A", also known as a portion of a tract of land conveyed to DFW Trio Investments, L.P., as described in Instrument Number 2012-982900, Official Public Records, Collin County, Texas, generally located at 600 Ohio Dr., Plano, Texas 75093 in the City of Plano, Collin County, Texas, in the Martha McBride Survey, Abstract No. 553, Collin County, City of Plano, Texas, being out of Lot 1, Block 1, Quik-Way Retail, an addition to the City of Plano as recorded in Cabinet Y, Slide 679 of the deed records of Collin County, Texas, as shown on the attached Exhibit "A" (the "Property"), for the public use of constructing, using, maintaining and operating a municipal hike and bike trail and related public improvements as part of the Preston Ridge Trail Connector (the "Project") for use by the citizens of the City of Plano and the general public (the "Public Uses"); and

WHEREAS, the City Council finds that the description of the Property, attached hereto as Exhibit "A", to be acquired by eminent domain for the Project complies with applicable law in that the same provides the property owners in and around the area reasonable notice that the owner's property may be subject to condemnation proceedings during the planning or construction of the Project; and

WHEREAS, the City Council has further investigated and determined that the Project constitutes a public use for a public purpose; and

WHEREAS, the City is required to make an initial offer as defined by and in compliance with Texas Property Code § 21.0111 ("Initial Offer") and a bona fide offer, as defined by and in compliance with Texas Property Code § 21.0113 ("Bona Fide Offer")

to acquire the Easement on the Property for public use, voluntarily, from the subject landowners prior to moving forward with the acquisition by eminent domain; and

WHEREAS, the City Council now deems it necessary to authorize the City Attorney to initiate condemnation proceedings in order to acquire the necessary Easement.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF PLANO, TEXAS, THAT:

Section I. The City Council hereby finds and determines that the recitals made in the preamble of this Ordinance are true and correct, and incorporates such recitals the body of this Ordinance as if copied in their entirety.

Section II. The City Council of the City of Plano hereby finds and determines that a public use and necessity exists for the Public Uses and authorizes acquisition of the necessary property rights in and to the Property for such purposes, as allowed by law, together with all necessary appurtenances, additions and improvements on, over, under, and through those certain lots, tracts or parcels of lands.

Section III. The City Council authorizes the City Attorney or her designee to negotiate for and to acquire the required property rights for the City, and to acquire said rights in compliance with State and any other applicable law. Moreover, the City Attorney, or designee, is specifically authorized and directed to do each and every act necessary to acquire the needed property rights including, but not limited to, the authority to negotiate, give notices, make written offers to purchase, prepare contracts, to retain and designate a qualified appraiser of the property interests to be acquired, as well as any other experts or consultants that she deems necessary for the acquisition process and, if necessary, to institute proceedings in eminent domain.

Section IV. The City Manager, or designee, is appointed as negotiator for the acquisition of the needed property interests and, as such, the City Manager or designee is authorized and directed to do each and every act and deed hereinabove specified or authorized by reference, subject to the availability of funds appropriated by the City Council for such purpose. Further, the City Manager or designee is specifically authorized to establish the just compensation for the acquisition of the Property. Additionally, if the City Manager or designee determines that an agreement as to damages or compensation cannot be reached, then the City Attorney or designee is hereby authorized and directed to file or cause to be filed, against the owner(s) and interested parties of the needed property interests, proceedings in eminent domain to acquire the above-stated interests in the Property.

Section V. This Ordinance shall become effective immediately upon its passage.

DULY PASSED AND APPROVED this the 20th day of March, 2018.

_____
Harry LaRosiliere, MAYOR

ATTEST:

_____
Lisa C. Henderson, CITY SECRETARY

APPROVED AS TO FORM:

_____
Paige Mims, CITY ATTORNEY

CITY OF PLANO
PRESTON RIDGE TRAIL CONNECTOR
PUBLIC HIKE & BIKE TRAIL EASEMENT

QUIK-WAY RETAIL
DESCRIPTION

BEING A 3,242 SQUARE FOOT STRIP OF LAND IN THE MARTHA McBRIDE SURVEY, ABSTRACT NO. 553, COLLIN COUNTY, CITY OF PLANO, TEXAS, BEING OUT OF LOT 1, BLOCK 1, QUIK-WAY RETAIL, AN ADDITION TO THE CITY OF PLANO, AS RECORDED IN CABINET Y, SLIDE 679 OF THE DEED RECORDS OF COLLIN COUNTY, TEXAS (DRCCT), AS SHOWN ON THE ATTACHED EXHIBIT "A" AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

IT IS THE INTENT TO DESCRIBE A VARIABLE WIDTH STRIP OF LAND ALONG THE ENTIRE WEST SIDE OF SAID LOT 1;

The POINT OF BEGINNING is a half inch iron rod found for the southwest corner of the parcel herein described, being on the north line of the Right of Way for the George Bush Tollway (NTTA), and being on the east line of the Right of Way for Ohio Drive;

THENCE North 00°30'44" West, with the east line of the Right of Way for Ohio Drive, a distance of 153.74 feet to a point at the beginning of a tangent curve to the left;

THENCE continue with said curving Right of Way, along a curve to the left, having a radius of 776.31, feet through a central angle of 00°50'29", an arc distance of 11.40 feet, and having a chord which bears North 00°56'02" West, a distance of 11.40 feet to a point being the northwest corner of said Lot 1, being on the east line of the Right of Way for Ohio Drive, and being at the south end of a corner clip for the Right of Way for Mapleshade Lane;

THENCE North 39°27'58" East, with said corner clip Right of Way line, a distance of 26.29 feet to a point at the beginning of a non-tangent curve to the right;

THENCE departing said Right of Way and crossing Lot 1, along a curve to the right, having a radius of 307.00 feet, through a central angle of 01°27'33", an arc distance of 7.82 feet, and having a chord
which bears South 01°16'15" East, a distance of 7.82 feet to a point for corner;

THENCE South 00°32'29" East, a distance of 86.26 feet to a point for corner;

THENCE South 01°56'13" East, a distance of 42.61 feet to a point for corner;

THENCE South 00°27'06" East, a distance of 39.33 feet to a point at the beginning of a tangent curve to the left being a point for corner;

THENCE along said curve to the left, having a radius of 93.00 feet, through a central angle of 10°36'15", an arc distance of 17.21 feet, and having a chord which bears South 05°45'14" East, a distance of 17.19 feet to a point of tangent being a point for corner;

THENCE South 11°03'21" East, a distance of 6.25 feet to a point at the beginning of a tangent curve to the right;

THENCE along said curve to the right, having a radius of 107.00 feet, through a central angle of 04°01'36", an arc distance of 7.52 feet, and having a chord which bears South 09°02'33" East, a distance of 7.52 feet to a point on the south line of Lot 1, being the north line of the Right of Way for the George Bush Tollway to a point for corner;

THENCE North 46°01'10" West, along said north Right of Way line, a distance of 30.56 feet to the POINT OF BEGINNING, and containing 3,242 square feet of land.

Control points for this easement are found ½ inch iron rod at;

The southwest corner of Lot 1, Block 1

The northeast corner of Lot 1, Block 1

And the southeast corner of Lot 1, Block 1 as shown on Exhibit "A" of this description.

SAID EASEMENT BEING A NON-EXCLUSIVE EASEMENT.

NOTE:
All bearings are based on the Texas Coordinate System, N.A.D. 83 (1993 Adj.), North Central Zone, 4202.

Clifford E Cameron 5/15/17

Clifford E. Cameron, R.P.L.S.
Texas Registration No. 6415,
BW2 Engineers, Inc.

Date

STATE OF TEXAS
REGISTERED
CLIFFORD E. CAMERON
6415
PROFESSIONAL
LAND SURVEYOR

J:\11-1511\DOCUMENTS\QUIK-WAY(c).doc
BW2 ENGINEERS, INC. TBPLS FIRM NO. 10022000

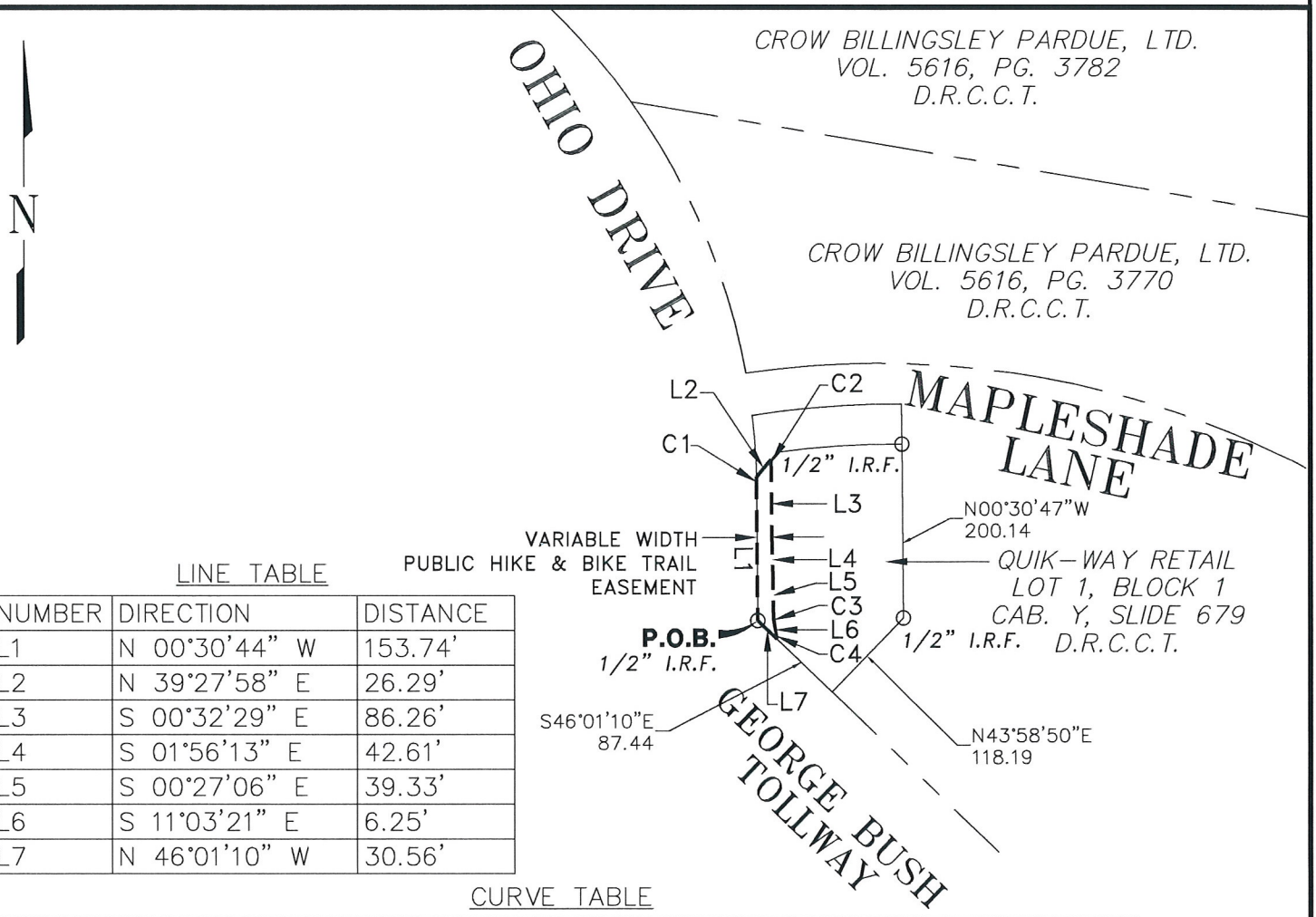
SURVEY: MARTHA McBRIDE SURVEY, ABSTRACT NO. 553

LOCATION: PLANO, COLLIN COUNTY, TX

PLAT OF EXHIBIT 'A': 3,242 S.F. PEDESTRIAN ACCESS ESMT.

CITY OF PLANO, TEXAS
PRESTON RIDGE TRAIL CONNECTOR
PUBLIC HIKE & BIKE
TRAIL EASEMENT:QUICK-WAY

NOTE: THE BASIS OF BEARINGS FOR THIS SURVEY IS THE TEXAS STATE PLANE NAD83 NORTH CENTRAL ZONE (4202)



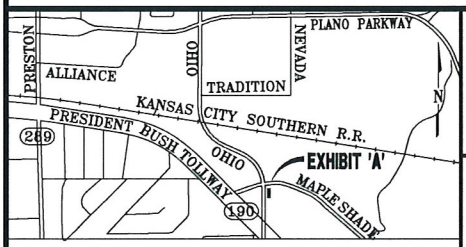
LINE TABLE

NUMBER	DIRECTION	DISTANCE
L1	N 00°30'44" W	153.74'
L2	N 39°27'58" E	26.29'
L3	S 00°32'29" E	86.26'
L4	S 01°56'13" E	42.61'
L5	S 00°27'06" E	39.33'
L6	S 11°03'21" E	6.25'
L7	N 46°01'10" W	30.56'

CURVE TABLE

NUMBER	RADIUS	DELTA ANGLE	ARC LENGTH	CHORD DIRECTION	CHORD LENGTH
C1	776.31	00°50'29"	11.40	N 00°56'02" W	11.40
C2	307.00	01°27'33"	7.82	S 01°16'15" E	7.82
C3	93.00	10°36'15"	17.21	S 05°45'14" E	17.19
C4	107.00	04°01'36"	7.52	S 09°02'33" E	7.52

TBPLS FIRM NO.10022000



LOCATION MAP OF EASEMENT - N.T.S.

BW2 JOB NO: 11-1511 | DRAWN BY: BW2

DATE: MAY,2017 | CHECKED BY: BW2

BW2

BW2 ENGINEERS, INC.
1919 S. Shiloh Road
Suite 500, L.B. 27
Garland, Texas 75042
(972) 864-8200 (T) (972) 864-8220 (F)
Firm Registration No. F-5290

200 0 200 400
scale feet
1" = 200'

J:\11-1511\DRAWINGS\ESMTS\QUIKWAY.DWG

PAGE 3 OF 3

STATE OF TEXAS
REGISTERED
CLIFFORD E. CAMERON
6415
PROFESSIONAL
LAND SURVEYOR

Clifford E. Cameron 5/15/17