



CITY OF FORT LAUDERDALE, FLORIDA

ANNUAL REPORT TO BONDHOLDERS

Fiscal Year Ended September 30, 2013





**CITY OF FORT LAUDERDALE,
FLORIDA**

**ANNUAL REPORT
TO
BONDHOLDERS**

**FOR FISCAL YEAR ENDED
SEPTEMBER 30, 2013**

City of Fort Lauderdale

Elected Officials

(as of April 1, 2014)

John P. “Jack” Seiler
MAYOR

Romney Rogers
VICE MAYOR/COMMISSIONER, DISTRICT IV

Bruce G. Roberts
COMMISSIONER, DISTRICT I

Dean J. Trantalis
COMMISSIONER, DISTRICT II

Bobby B. DuBose
COMMISSIONER, DISTRICT III

Administration

Lee R. Feldman, ICMA-CM
CITY MANAGER

John C. Herbst, C.P.A., CGFO
CITY AUDITOR

Stanley D. Hawthorne
ASSISTANT CITY MANAGER

Jonda K. Joseph
CITY CLERK

Susanne M. Torriente
ASSISTANT CITY MANAGER

Cynthia A. Everett, Esquire
CITY ATTORNEY

Kirk W. Buffington, CPPO, C.P.M.
DIRECTOR OF FINANCE

Linda A. Logan-Short
CFO/DEPUTY DIRECTOR OF FINANCE

Laura L. Garcia
ACTING CONTROLLER

Bond Counsel
Greenberg Traurig, P.A.
Fort Lauderdale, Florida

Financial Advisor
First Southwest Company
Aventura, Florida

Disclosure Counsel
Law Offices of Steve E. Bullock, P.A.
Miramar, Florida

**Independent Certified
Public Accountant**
Crowe Horwath LLP
Fort Lauderdale, Florida

PURPOSE OF THE ANNUAL REPORT TO BONDHOLDERS

This Annual Report to Bondholders for the Fiscal Year ended September 30, 2013 has been prepared by the City of Fort Lauderdale, Florida (the “City”) to provide information concerning the City, its financial operations and its indebtedness. This information is made available to current security holders and potential purchasers of securities in the secondary market, securities dealers and analysts, rating agencies, Municipal Securities Information Repositories established pursuant to Rule 15c2-12 of the United States Securities and Exchange Commission (SEC) and other interested parties. The City has selected Digital Assurance Certification, L.L.C. (DAC) as the City’s disclosure/dissemination agent. This 2013 Annual Report to Bondholders can be found on the DAC website at www.dacbond.com or on the Electronic Municipal Market Access system, or EMMA website at www.emma.msrb.org. The DAC website also hosts related City documents, including official statements for outstanding debt obligations.

In addition to this Report, each fiscal year the City prepares a Comprehensive Annual Financial Report (CAFR), which includes audited financial statements in accordance with generally accepted accounting principles. The CAFR is available from the City upon request. The CAFR is also hosted on the City’s website at http://www.fortlauderdale.gov/documents/financial_rpts.htm, as well as on the DAC website. The City’s current external auditors are Crowe Horwath LLP, Fort Lauderdale, Florida.

In compliance with SEC Rule 15c2-12, the City has entered into undertakings to provide secondary market information in connection with the following bond issues:

- \$20,000,000 General Obligation Bonds, Series 2011A (Fire-Rescue Facilities), dated September 28, 2011
- \$13,980,000 General Obligation Refunding Bonds, Series 2011B, dated September 28, 2011
- \$20,000,000 General Obligation Bonds, Series 2005 (Fire-Rescue Facilities), dated June 16, 2005
- \$337,755,000 Taxable Special Obligation Bonds, Series 2012 (Pension Funding Project), dated October 3, 2012
- \$64,585,000 Water and Sewer Revenue Refunding Bonds, Series 2012, dated May 16, 2012
- \$82,300,000 Water and Sewer Revenue Bonds, Series 2010, dated June 10, 2010
- \$155,000,000 Water and Sewer Revenue Bonds, Series 2008, dated March 6, 2008
- \$100,000,000 Water and Sewer Revenue Bonds, Series 2006, dated October 4, 2006

The release of this Report is designed to satisfy the requirements for annual disclosure as set forth in the City’s undertakings pursuant to SEC Rule 15c2-12. The City is committed to fulfilling its disclosure obligations, as now or as may hereafter be defined by the SEC. While the City is committed to the release of secondary market information in satisfaction of its continuing disclosure obligations, the City is making no on-going commitment to the publication and release of future Reports to Bondholders and in the future its disclosure obligations may be met through supplements or enhancements to its CAFR or through the release of other documents.

The City has not undertaken an independent review or investigation to determine the accuracy of information that has been obtained from other sources. Certain information presented in this Report has been obtained from sources that are believed by the City to be reliable, but neither the City nor any of its elected or appointed officials, officers or employees make any representations or warranties with respect to the accuracy or completeness of such information.

Additionally, to the extent that certain portions of this Report constitute summaries of documents, reports, ordinances, resolutions, or agreements relating to the operations of the City or its outstanding debt, this Report is qualified by reference to each such document, report, ordinance, resolution, or agreement, copies of which may be obtained from the Finance Department of the City. This Report contains certain capitalized undefined terms. Such terms are defined in the resolutions of the City authorizing the issuance of the respective bonds of the City.

The City encourages readers of this Report to provide suggestions that will improve the readability or usefulness of any future Report. Questions or comments concerning this Report or the information contained herein should be directed to:

Linda Logan-Short, CFO/Deputy Director of Finance
City of Fort Lauderdale, Florida
100 North Andrews Avenue
Fort Lauderdale, Florida 33301
(954) 828-5267; FAX (954) 828-5168
LLogan-Short@FortLauderdale.gov

Table of Contents

EXECUTIVE SUMMARY	7
THE CITY OF FORT LAUDERDALE, FLORIDA.....	11
GENERAL GOVERNMENT	15
GENERAL OBLIGATION BONDS, SERIES 2011A (FIRE-RESCUE FACILITIES).....	32
GENERAL OBLIGATION REFUNDING BONDS, SERIES 2011B.....	36
GENERAL OBLIGATION BONDS, SERIES 2005 (FIRE-RESCUE FACILITIES)	38
TAXABLE SPECIAL OBLIGATION BONDS	43
TAXABLE SPECIAL OBLIGATION BONDS, SERIES 2012 (PENSION FUNDING PROJECT)	44
WATER AND SEWER SYSTEM.....	51
WATER AND SEWER REVENUE REFUNDING BONDS, SERIES 2012.....	56
WATER AND SEWER REVENUE BONDS, SERIES 2010.....	60
WATER AND SEWER REVENUE BONDS, SERIES 2008.....	64
WATER AND SEWER REVENUE BONDS, SERIES 2006.....	68
BANK LOANS	73
SPECIAL OBLIGATION BOND, SERIES 2011A	74
SPECIAL OBLIGATION BOND, SERIES 2011B	77
SPECIAL OBLIGATION REFUNDING BOND, SERIES 2010A	79
SPECIAL OBLIGATION REFUNDING BOND, SERIES 2010B	81
OTHER DEBT FINANCING.....	83
APPENDIX A – GLOSSARY	85



THIS PAGE INTENTIONALLY LEFT BLANK

EXECUTIVE SUMMARY

The City's Annual Report to Bondholders for the Fiscal Year ended September 30, 2013 is designed to provide a reader, with no prior background, general information regarding the City and its debt obligations. For readers who regularly follow the City, such readers may already be familiar with much of the information contained in this Report. This Executive Summary provides a general overview of matters relating to the City and its financial arrangements. Readers are encouraged to read this Report in its entirety, as well as the documents, other reports and materials summarized or described herein, to obtain a more complete understanding of the City and its financial arrangements.

Borrowing in Fiscal Year 2013

On October 3, 2012, the City issued its Taxable Special Obligation Bonds, Series 2012 (Pension Funding Project) in the aggregate principal amount of \$337,755,000. The proceeds of the Series 2012 Bonds were used to discharge a portion of the Unfunded Actuarial Accrued Liabilities (UAAL) of the Pension Plans, including, without limitation, a partial repayment to the City of its contribution to the Police/Fire Pension Plan in Fiscal Year 2012 to prefund a portion of its UAAL for Fiscal Year 2013. The Series 2012 Bonds provide for semi-annual interest payments at an average rate of 4.127769% and annual principal payments until maturity in 2032. As of September 30, 2013, the outstanding principal amount of the Series 2012 Bonds was \$321,275,000. The City has pledged its Designated Revenues to repay the Series 2012 Bonds. The Designated Revenues consist of communications services tax, public services tax, guaranteed entitlement revenues, and business tax revenues.

Ratings

Certain of the City's outstanding bonds were issued with insurance to enhance the credit rating of such bonds. In recent years, most of the monoline municipal bond insurers have experienced downgrades in their credit ratings. As a result, for many bond issues of the City, no economic benefit can be derived from the purchase of an insurance policy for the bond issue. The bond insurer, if any, and the underlying credit rating are provided in the details of this document for each of the City's outstanding bonds.

As of September 30, 2013, the City's underlying credit ratings for each series of its outstanding bonds are summarized as follows:

	Moody's Investor Services, Inc.	Standard & Poor's Ratings Service	CUSIP #
General Obligation Bonds, Series 2011A (Fire-Rescue Facilities)	Aa1	AA	347550
General Obligation Refunding Bonds, Series 2011B	Aa1	AA	347550
General Obligation Bonds, Series 2005 (Fire-Rescue Facilities)	Aa1	AA	347550
Taxable Special Obligation Bonds, Series 2012 (Pension Funding Project)	A1	AA-	347622
Special Obligation Bonds, Series 2011A	Not Rated	Not Rated	Not Rated
Special Obligation Bonds, Series 2011B	Not Rated	Not Rated	Not Rated
Special Obligation Refunding Bonds, Series 2010A	Not Rated	Not Rated	Not Rated
Special Obligation Refunding Bonds, Series 2010B	Not Rated	Not Rated	Not Rated
Water and Sewer Revenue Refunding Bonds, Series, 2012	Aa1	AA+	347658
Water and Sewer Revenue Bonds, Series 2010	Aa1	AA+	347658
Water and Sewer Revenue Bonds, Series 2008	Aa1	AA+	347658
Water and Sewer Revenue Bonds, Series 2006	Aa1	AA+	347658

Property Taxes and other Significant Revenue Factors

The State of Florida, by its Constitution, does not have a state personal income tax and therefore the State operates primarily using sales, gasoline and corporate income taxes. Local governments (cities, counties and school boards) rely on property and a limited array of permitted other taxes (sales, gasoline, and utilities) and fees (franchise and business tax receipts) for their governmental activities. For the business-type and certain governmental activities (construction services and recreational programs), the user pays a related fee or charge associated with the service.

Long Term Debt

As of September 30, 2013, the City's long-term debt increased by \$288.5 million net of retirements to \$837.8 million; this resulted from the issuance of \$337.8 million in Taxable Special Obligation Bonds and the repayment of \$49.3 million in debt.

Pensions

The City has two defined-benefit pension plans: 1) the General Employees Retirement System and 2) the Police and Firefighters' Retirement System (the Pension Plans). A board of trustees administers each plan. The boards are composed of members elected by active employees and appointees of the Mayor. The boards have responsibility for investment of the pension assets and determination of benefits as employees retire or seek other benefits under the plans. As of September 30, 2013, the Pension Plans had total assets of \$1.310 billion. The General Employees Retirement System was closed to certain new participants beginning October 1, 2007 and, on March 4, 2008, the City Commission enacted an Ordinance to effectively close the General Employees Retirement System to any new entrants. The General Employees Retirement System was replaced with a new defined contribution plan.

Water and Sewer Rates

In 2011 the City completed a FY 2011 Rate Study (2011 Rate Study) to develop an updated financial management plan for its water and sewer system, including a plan of annual rate increase requirements necessary to meet its projected operating, capital, debt service (including coverage) and reserve requirements from FY 2012 through FY 2016. As a result of the 2011 Rate Study, the City Commission adopted an annual rate indexing policy of adjusting its water and sewer rates by 5 percent.

As part of approving the rate indexing adjustments described above, the City Commission expressly committed to performing annual financial reviews by April 30 of each year to determine if, as of September 30 of the prior year, projected revenues based on adjusted rates will exceed the amount needed, using the following criteria to make such determination:

1. annual revenues exceed annual expenses,
2. net revenue is at or above two times annual debt service expenses,
3. there is an operating reserve at least equal to 120 days of operating costs,
4. there is an unrestricted capital reserve of at least \$10 million, and
5. there is replacement and repair funding of at least \$10 million.

If there is projected revenue that exceeds these five criteria, the current customers of the City's Water and Sewer System shall receive a proportionate rebate of the excess funds on their water/wastewater bill in the same fiscal year. Conversely, the annual review described above may identify the need for an additional rate increase to meet the financial requirements of the Water and Sewer System.

The annual financial review performed for FY 2013 did not indicate the need for a customer rebate. Per the analysis, net revenue was not at or above two times annual debt service expenses for Revenue Bonds and State Revolving Fund Loans, as required to generate a refund. The express commitment to the annual evaluation of the Water and Sewer System costs and revenues allows the City to continue to adjust rates, as needed, to meet the costs of the Water and Sewer System. This approach has proven beneficial for the City and its neighbors by avoiding significant rate increases, and allowing users of the system to better absorb moderate cost increases into their budgets.

Sunshine State Governmental Financing Commission (SSGFC)

The Sunshine State Government Financing Commission (SSGFC or the Commission) was created in 1985 through interlocal agreement between the City of Tallahassee and the City of Orlando, Florida. Subsequently, other Florida governments joined the Commission, including 13 additional cities and four counties. The Commission was created to provide active and more sophisticated debt issuers the opportunity to work together to create low cost, flexible financing instruments. The City of Fort Lauderdale is a member of the SSGFC.

In 2008 the City issued its \$15,462,881 Special Obligation Refunding Bond, Series 2008A (the Series 2008A Bond). The Series 2008A Bond was issued to provide funds, together with other available moneys, to prepay in full the City's SSGFC loans totaling \$6,110,000 and the City's Florida Intergovernmental Finance Commission (FIFC) loan for \$9,300,000. In 2010 the City issued its \$10,095,000 Special Obligation Refunding Bond, Series 2010A (the Series 2010A Bond) to provide funds to prepay in full the Series 2008A Bond. At September 30, 2013, \$8,897,100 of the Series 2010A Bond remained outstanding.

Electronic Dissemination of Information

As part of its continuing effort to efficiently disclose pertinent information to investors and other interested parties, the City has begun the process of utilizing electronic methods for the dissemination of such information. Information is currently available electronically at several locations, including the City's website, www.fortlauderdale.gov; the DAC website, www.dacbond.com; and the EMMA website at www.emma.msrb.org.

The CAFR for FY 2013, which includes audited financial statements of the City in accordance with generally accepted accounting principles, is available on the City's website. The website also has other useful information available, including the City's budget for FY 2013 and FY 2014.

DAC

The DAC website hosts a variety of information relating to the City's outstanding debt obligations. DAC serves as the disclosure dissemination agent for the City. Investors and others may access disclosure on any municipal bond in the DAC System free of charge by registering for a password. Annual reports prepared in accordance with the City's continuing disclosure undertakings for FY 2013 and for several prior years are available on the DAC website. CAFRs for multiple years are also available on the City's website and on the DAC website.

Contact

Linda Logan-Short, CFO/Deputy Director of Finance
City of Fort Lauderdale, Florida
100 North Andrews Avenue
Fort Lauderdale, Florida 33301
(954) 828-5267; FAX (954) 828-5168
LLogan-Short@FortLauderdale.gov

THE CITY OF FORT LAUDERDALE, FLORIDA

General

The City, located in the heart of a robust, diversified growth region on the southeast coast of Florida, contains approximately 36 square miles and has an estimated population of approximately 170,065, as of September 30, 2013. The City was incorporated in 1911 and operates under the Commission-Manager form of government. The government consists of a five member City Commission elected by district, including a mayor elected at large. All elections are on a nonpartisan basis. The City Commission appoints a city manager. The current City Manager is Lee R. Feldman, who was appointed to serve as City Manager on June 7, 2011.

The City provides a full range of municipal services, including police and fire protection, streets, planning and zoning, parks and recreation, water, sewer, sanitation, economic development and public information services. Tourism and marine industries are two of the City's major economic forces, with manufacturing, industrial and commercial business and corporate and regional offices serving to diversify the City's economic base.

Population and Employment

From its origination in 1911 with a population of 300, Fort Lauderdale has grown to an estimated 170,065 residents and is currently ranked eighth, in terms of population, among cities within the State of Florida.

CITY OF FORT LAUDERDALE, FLORIDA
DEMOGRAPHIC AND ECONOMIC STATISTICS - LAST TEN FISCAL YEARS

FISCAL YEAR	FORT LAUDERDALE POPULATION	BROWARD COUNTY POPULATION	BROWARD COUNTY PERSONAL INCOME*	COUNTY PER CAPITA PERSONAL INCOME	UNEMPLOYMENT RATE
2004	169,000	1,753,000	59,615,576	34,008	4.4
2005	170,300	1,753,000	65,213,329	37,201	3.5
2006	175,300	1,751,100	65,213,329	37,241	3.1
2007	175,500	1,751,100	65,213,329	37,241	4.2
2008	179,700	1,763,600	70,454,147	39,743	6.4
2009	180,100	1,756,500	71,994,871	41,169	10.9
2010	180,400	1,742,900	73,590,969	41,974	12.1
2011	165,500	1,748,100	72,752,112	41,618	10.7
2012	166,200	1,753,162	76,133,577	43,426	8.5
2013	170,065	1,815,137	78,687,882	43,351	5.2

* Personal income in thousands of dollars.

Sources: Fort Lauderdale population obtained from the Bureau of Economic and Business Research, University of Florida.

Brow ard County population and personal income obtained from the Bureau of Economics Analysis, U.S. Department of Commerce.

Unemployment rates obtained from the Bureau of Labor Statistics, U.S. Department of Labor.

Economy and Business

An advantageous economic climate coupled with an exceptional quality of life is helping the City establish itself as a world-class center for international commerce and one of the most desirable locations for new, expanding or relocating businesses. Once known strictly as a tourism-based economy, Fort Lauderdale now supports a diverse range of industries, including marine, manufacturing, finance, healthcare, insurance, real estate, high technology, avionics/aerospace, film and television production.

Marine Industry. The marine industry is the largest industry in the Greater Fort Lauderdale area, accounting for more than 134,000 jobs, gross wages and earnings of approximately \$3.7 billion and \$13.6 billion of total economic impact in South Florida. The City hosts the Fort Lauderdale International Boat Show which, each year, has a regional economic impact of approximately \$500 million.

With more than 300 miles of waterways, marinas and marine manufacturing and repair facilities, Fort Lauderdale is a world-renowned port of call for the yachting industry.

Tourism. Tourism is the second largest industry for the Greater Fort Lauderdale area, employing more than 114,000 individuals in the area. New hotels and related venues are consistently being constructed and renovated in South Florida to accommodate the area's extensive tourism industry. Broward County's first Ritz-Carlton Hotel opened in Fort Lauderdale in 2008 and the W Hotel opened in 2009. In addition, the former Yankee Trader Hotel recently reopened as a new Westin Hotel. The Greater Fort Lauderdale Convention and Visitors Bureau reports that the area hosted 12.0 million visitors in 2012 and such visitors have been estimated to have spent more than \$9.8 billion in the Greater Fort Lauderdale area.

Trade and Business Development. Fort Lauderdale has emerged as one of the fastest growing markets for global trade, with more than 40% of local businesses engaged in or supporting international commerce. The City also remains at the forefront of South Florida's emerging *InternetCoast*, a region that is home to more than 6,000 high technology firms. In addition, a growing list of nationally-recognized corporations have established business operations in Fort Lauderdale with corporate or Latin American headquarters, including: AT&T, AutoNation, BankAtlantic, Citicorp, Citrix Systems, Galaxy Latin America, Hewlett-Packard, Microsoft Latin American, Motorola Latin America, Republic Industries, South African Airways, Spherion Corporation, SportsLine.com, and Voicestream Wireless.

Education

The Broward County Public School system is an operating and taxing entity that is separate from the City and the County. The Broward County School District ranks as the sixth largest public school system in the United States, second largest in Florida and the largest fully accredited K-12 and adult school district in the nation. For the 2013-2014 School Year, Broward County Public Schools has over 260,000 students and approximately 175,000 adult students are served each year at Broward County Public School Technical, Adult and Community Schools. Currently, the Broward County School District is home to 140 elementary schools, 40 middle schools and 32 high schools. In addition, the Broward County Public School system has 95 charter schools and 17 other facilities for adult community and vocational training and community learning centers.

Three four-year colleges and universities and six two-year colleges are located in Broward County. There are also seven educational institutions in the County that offer a degree or certificate program in vocational and/or technical education. The campuses of Florida Atlantic University and Florida International University, both four-year, public universities, are located in downtown Fort Lauderdale, as is the campus of Broward College (formerly Broward Community College), which is primarily a two- year public college.

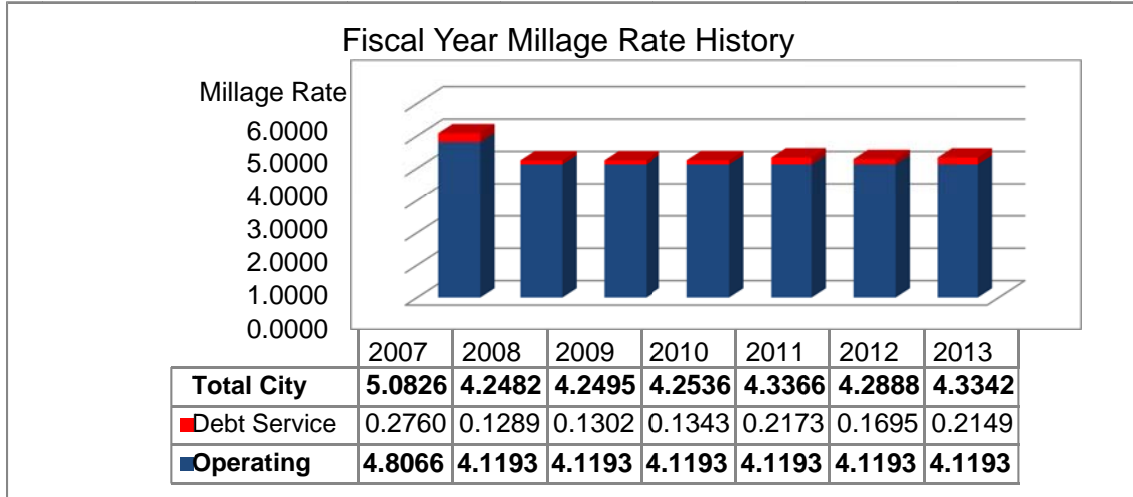


THIS PAGE INTENTIONALLY LEFT BLANK

GENERAL GOVERNMENT

Ad-Valorem Millage Rate

The operating millage rate of 4.1193 remains unchanged for the sixth consecutive year and equates to a 2.7% increase in revenues as a result of an increase in property values. The chart below represents the adopted operating and debt service tax rates as compared to the rates for the previous six years.



Over 65.4% of the General Fund budget for operating expenditures is dedicated to public safety through police, fire-rescue and code enforcement services. Another 12% is allocated to cultural and recreational quality of life programs.

Revenue Considerations

General Fund revenues for fiscal year 2013 totaled \$265.9 million, a \$14.1 million increase from fiscal year 2012. Property taxes levied for operations increased by \$1.8 million. Interfund service charges increased by \$7.8 million, which is mainly attributed to the change in methodology for indirect costs allocation. Intergovernmental revenues and fines and forfeitures also showed increases of \$1.2 million and \$1 million, respectively.

The City of Fort Lauderdale's taxable assessed value for tax year 2012 increased by 1.1% from 2011. New construction, which represents improvements to real property that were not on the tax roll in the prior year, added \$202.4 million to the tax roll. Since 2008, the City's total taxable assessed value declined by 22.3%, or \$6.8 billion; however, this is the second year in a row that the assessed valuations have shown steady growth. The following shows new construction and total taxable assessed value for the last five years.

Taxable Values – 5 Year Comparison

Calendar Tax Year	Net New Construction	Total Taxable Value	Increase/Decrease from Prior Year
2012 Final	\$ 202,371,590	\$ 23,612,223,398	1.1%
2011 Final	97,950,210	23,354,708,424	-4.3
2010 Final	494,110,613	24,393,809,310	-11.0
2009 Final	271,277,218	27,422,141,727	-9.7
2008 Final	625,354,578	30,378,384,604	-3.0

Strong signals point to an economic recovery. According to the Bureau of Labor Statistics, Broward County’s civilian labor force was 1,026,251 as of November 2013, yielding a slight increase from the prior year of 1,021,230. The unemployment rate declined to 5.2% compared to 6.9% in the prior year. More than 12 million visitors selected the Greater Fort Lauderdale as their destination of choice and spent approximately \$10 billion in 2012. In addition, tax revenue from area hotels increased to \$43.8 million from \$40.4 million.

Transfer Considerations

The composition of General Fund inter-fund transfers for the fiscal year ended September 30, 2013 was as follows:

	<u>Transfers In</u>	<u>Transfers Out</u>
<u>Governmental Funds</u>		
Special Obligation Bonds Fund	\$ -	\$ 15,036,621
Non-Major Governmental Funds		
Intergovernmental Revenue Fund	172,670	-
Building Fund	648,254	-
Community Redevelopment Agency Fund	-	3,905,410
Special Obligation Loans Fund	-	3,575,916
Gas Tax Fund	685,133	-
General Capital Projects Fund	-	1,169,199
Internal Service Funds		
Central Services Fund	-	77,513
	<u>1,506,057</u>	<u>23,764,659</u>
<u>Enterprise Funds</u>		
Parking System Fund	369,867	-
	<u>369,867</u>	<u>-</u>
	<u>\$ 1,875,924</u>	<u>\$ 23,764,659</u>

The City transfers funds from the General Fund to the debt service funds to meet debt service requirements. Funds are provided from the corresponding revenues pledged for those purposes. Transfers from the General Fund to the Community Redevelopment Agency (CRA) special revenue fund represent tax increment revenues derived from appreciation of the tax bases in the redevelopment areas. Funding for non-debt financed governmental capital projects is provided through transfers from the General Fund. Other transfers to the capital projects funds provide funding for specific projects within the Community Investment program. General Fund transfers out increased \$16.7 million in fiscal year 2013 from \$7.1 million to \$23.8. The increase is mainly due to the funding of debt service for the Special Obligation Bonds (Pension Funding Project), Series 2012.

Expense Considerations

Total General Fund expenditures decreased \$14.7 million in 2013 from \$260.3 million to \$245.6 million. This decrease is mainly attributed to a reduction in pension related costs due to the issuance of the Special Obligation Bonds (Pension Funding Project), Series 2012. The bonds were issued for the purpose of providing funds to pay the cost of funding a portion of the UAAL of the pension plans.

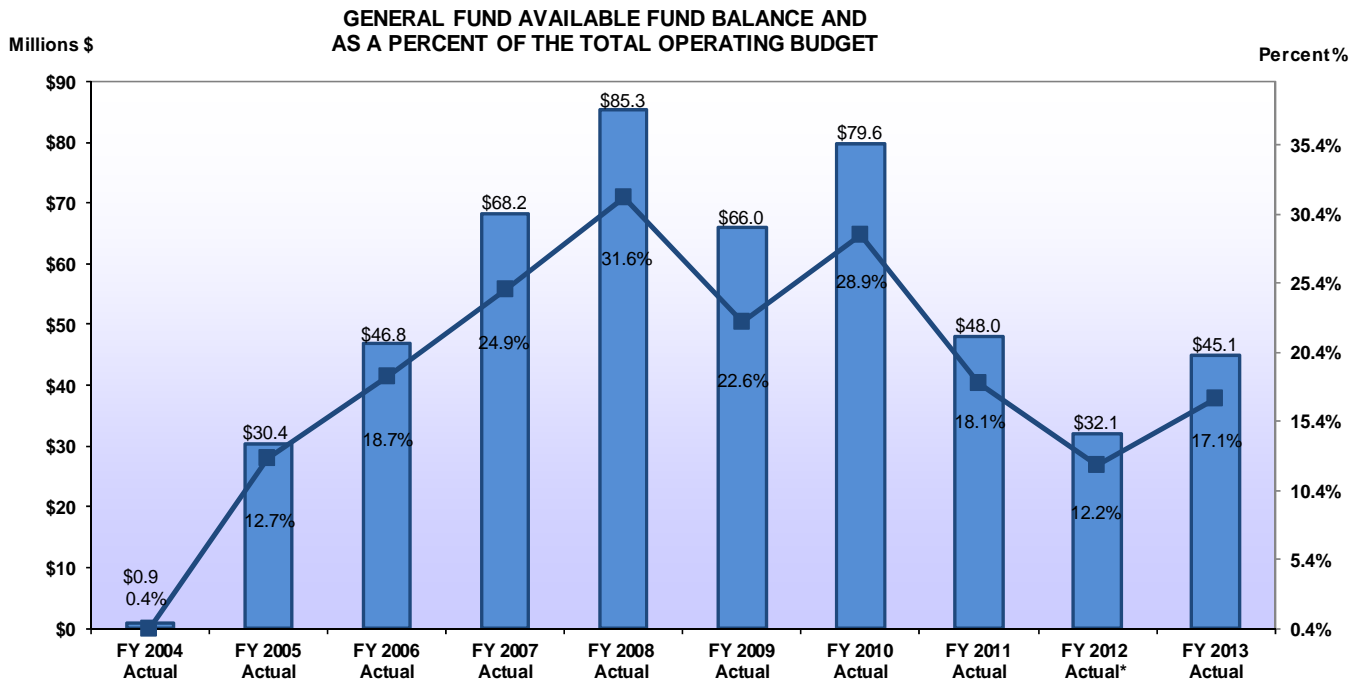
FY 2014 Budget and Rates

The adopted operating budget for expenditures for FY 2014 is \$479.4 million which is 0.7% higher than the FY 2013 adopted budget, which does not include transfers or internal service funds. The General Fund expenditure budget for FY 2014 is \$248.0 million which is 3.9% higher than FY 2013. Included in the fiscal year 2014 General Fund budget is a carry-forward fund balance of \$60.1 million of which \$4 million is earmarked for other post-employment benefits (OPEB). The operating millage rate of 4.1193 remains unchanged for the seventh consecutive year and equates to a 3.9% increase in revenues as a result of an increase in property values.

The adopted fiscal year 2014 General Fund budget addresses key priorities established by the City Commission to meet the challenges of current economic conditions, including no property tax increase, maintenance of adequate reserve funds, no use of reserves, and no reductions in vital City services.

Financial Policies

The City Commission recently adopted a revised policy to maintain the unrestricted fund balance for the General Fund at a level that is equivalent to two (2) months of operating expenditures (16.7%) and required transfers. During FY 2013 the General Fund unrestricted balance increased from \$32.1 million to \$45.1 million. This amount exceeds the minimum unrestricted requirement at 17.1% of the final General Fund budget for operations. The chart below presents a ten-year history of the General Fund balances.



*Does not include \$28.1 MM of nonspendable funds that became available October 1, 2012, which brought the unrestricted fund balance to \$60.2 MM (23.4%).

Fiscal Health Plan

The City's economy is slowly recovering after the downturn that Fort Lauderdale and the rest of the nation experienced. Despite the dramatic impact of several years of significant property tax revenue reductions, exacerbated by unfunded mandates and decreases in intergovernmental revenues, the City has preserved service levels for our neighbors and proudly maintained its very low 4.1193 operating millage rate. During the time of shrinking property values, the City's ad valorem tax revenue was reduced from approximately \$135 million in FY 2007 to a low of approximately \$95.7 million in FY 2012. The revenue for property taxes still remains significantly below historical levels due to maintaining a low millage rate during this time of depressed taxable valuations. For FY 2014, the City of Fort Lauderdale total certified taxable valuation experienced a slight uptick to \$24.7 billion, an increase of \$1.0 billion, or 4.49% from the prior year final valuation.

In order to make key strategic investments while maintaining optimal service levels during the last several years, the City implemented numerous cost saving measures and relied on fund balance reserves. The workforce was reduced, priorities were reevaluated, discretionary spending was cut, maintenance and fleet purchases were deferred, and budgets were incrementally reduced through a strategic and managed process. The cumulative effect of these efforts over the years has been substantial, however, in FY 2014, it was necessary to increase revenues to structurally balance the budget and maintain the quality and quantity of services provided to our neighbors.

In an effort to close the projected budgetary gap and ensure the City's long-term fiscal sustainability, the FY 2014 Budget was adopted with an increase in the annual Fire Assessment Fee from \$135 per single family residential household to \$225 per residential household. This increase in the Fire Assessment Fee represents 100% cost recovery of fire suppression services and is expected to generate approximately \$12.3 million in additional General Fund revenue. The adopted budget for FY 2014 is a strategic budget that aligns financial and human resources with the City of Fort Lauderdale's 2035 Vision - "Fast Forward Fort Lauderdale," the Five-year Strategic Plan - "Press Play Fort Lauderdale" - the City Commission Annual Action Plan, and our various neighbor priorities. This budget provides for investments in public safety, mobility, infrastructure maintenance, high performance management, and continuous quality improvement.

With the increase in the Fire Assessment Fee, the FY 2014 Adopted Budget is structurally balanced and supports sound fiscal and operational policies. It remains imperative for the City of Fort Lauderdale to continue to look further ahead than just the next fiscal year when making budgetary decisions. It is critical to continue to allocate resources efficiently and effectively and to control costs where possible. City staff must pay very close attention to the rising cost of current services, particularly when considering any expansion or improvement of services. The City is committed to a structurally balanced budget today and in the future.

Debt Analysis

Current Debt Position of the City - An analysis of debt ratios helps to assess the impact of bond issuances on the city's fiscal position. Credit rating agencies use ratios to evaluate the city's debt position and to help determine its credit rating. Local government bonded debt is usually divided into three different types: general obligation bonds, non-self-supporting revenue bonds and self-supporting revenue bonds.

Leverage - A highly leveraged organization has less flexibility. Examples of leverage include long-term debt, pension obligations, and obligations for post-employment health care. Reserves are a critical source of financial flexibility, so high leverage may call for higher reserves. Debt per capita measures the burden placed on citizens by municipal indebtedness. Another measure is debt service (principal and interest payments) as a percent of city expenditures. This figure measures the pressure placed on the budget by debt payments.

Table 2.1 - Illustrates the historical debt per capita for non-self-supporting and voter approved debt

Outstanding Non-Self-Supporting and Voter Approved Debt							
Last 5 Fiscal Years							
Fiscal Year	Non-Self-Supporting (\$000)		Total Non-Self-Supporting Debt	Total Voter Approved Debt	Total Voter & Non-Self-Supporting Debt(\$000)	Per Capita	Population
	Special Obligation Loans	Special Obligation Pension Bonds					
2009	25,433	-	25,433	36,920	62,353	346	180,400
2010	24,022	-	24,022	34,465	58,487	353	165,500
2011	31,408	-	31,408	65,900	97,308	585	166,200
2012	28,979	-	28,979	48,255	77,234	458	168,600
2013	25,764	321,275	347,039	45,130	392,169	2,306	170,065

Table 2.2 Comparison of the City of Fort Lauderdale to the Moody's Medians:

	Moody's US Cities Medians 100,000 to 500,000 Population		City of Fort Lauderdale	
	Aaa	Aa	FY2012	FY2013
Total GF Revenues (000)	\$ 176,280	\$ 123,055	\$ 264,551	\$ 267,734
Unassigned General Fund Balance as % of Revenues	17.75%	15.69%	7.84% ⁽¹⁾	14.85%
Population	186,440	161,719	168,615	170,065
Total Full Value (000)	\$ 22,773,269	\$ 13,139,103	\$ 31,739,625	\$ 31,747,478
Full Value Per Capita	\$ 105,290	\$ 74,733	\$ 188,237	\$ 186,678
Overall Net Debt (000)*	\$ 576,163	\$ 457,240	\$ 536,565	\$ 794,166
Overall Net Debt as a % of Full Value	2.53%	3.48%	1.69%	2.50%
Per Capita Income (2010 ACS)**	\$ 31,653	\$ 24,695	\$ 35,919	\$ 35,919

(1) In FY2012, the City of Fort Lauderdale's unassigned general fund balance does not include a \$28.1 million pension prepayment, which became available on October 1, 2012, bringing this ratio to 18.46%.

*Includes overlapping debt

**Per Capita Income (2000 Census, per Moody's)

Table 2.3 Historical comparison of the City of Fort Lauderdale to the S&P Local GO Criteria Medians:

	S&P Local GO Criteria Medians As of January 13, 2014		City of Fort Lauderdale		
	Aaa	Aa	FY2012	FY2013	FY2013*
Total Market Value Per Capita	\$ 157,536	\$ 81,569	\$ 188,237	\$ 186,678	\$ 186,678
% of US Per Capita Effective Buying Income	150%	99%	133%	133%	133%
Available Fund Balance as % of Expenditures	29%	29%	15%	18%	18%
General Fund Net Results as a % of GF Expenditures	2%	2%	-1%	-1%	-1%
Total Govt Fund Net Results as a % of Total Govt Fund Expenditures	2%	1%	-7%	-52%	-6%
Total Govt Fund Available Cash as a % of Total Govt Fund Expenditures	45%	55%	41%	21%	42%
Total Govt Fund Available Cash as a % of Total Govt Fund Debt Service	465%	516%	1405%	295%	295%
Net Direct Debt as a % of total Govt Fund Revenue	87%	88%	15%	118%	118%
Total Govt Fund Debt Service as % of Total Govt Fund Expenditures	9%	9%	3%	7%	14%

*Total Governmental Expenditures, in this column, exclude one-time contribution to the General Employees Retirement System and the Police and Firefighters' Retirement System Funds.

Table 2.4 - Illustrates the annual debt service as a percent of Governmental Expenditures

Total Governmental Debt Service as a % of Total Governmental Expenditures			
	Unadjusted 9/30/2013	Adjusted* 9/30/2013	Budgeted 9/30/2014
Annual Debt Service	\$ 48,046,938	\$ 48,046,938	\$ 34,632,541
Total Governmental Expenditures	\$ 658,743,422	\$ 338,934,013	\$ 357,543,478
	7.29%	14.18%	9.69%

Concept reflects the amount of expenditures used to pay debt service. It is an indicator of budget flexibility.

*Total Governmental Expenditures, in this column, exclude one-time contribution to the General Employees Retirement System and the Police and Firefighters' Retirement System Funds.

Analysis of General Obligation Debt - General obligation bonds are secured by the full faith and credit of the City. The City adopts ad valorem or property tax millage to pay debt service costs on voter approved debt. The revenue collected from the debt levy is deposited into the debt service fund. The annual requirements to pay principal and interest on the general obligation bonds, outstanding at September 30, 2013, follow:

General Obligation Debt				
Fiscal Year Ending	Series 2005 Debt Service	Series 2011A Debt Service	Series 2011B Debt Service	Total Debt Service
2014	\$ 1,182,011	\$ 1,146,600	\$ 2,518,650	\$ 4,847,261
2015	1,180,841	1,148,000	2,517,075	4,845,916
2016	1,180,641	1,149,200	2,526,500	4,856,341
2017	1,179,641	1,150,200	2,534,850	4,864,691
2018	1,177,841	1,151,000	-	2,328,841
2019-2023	5,877,406	5,744,075	-	11,621,481
2024-2028	5,873,819	5,745,338	-	11,619,156
2029-2033	5,881,646	5,737,688	-	11,619,334
2034-2038	2,356,125	5,746,619	-	8,102,744
2039-2041	-	3,443,063	-	3,443,063
Totals	\$ 25,889,973	\$ 32,161,781	\$ 10,097,075	\$ 68,148,829

Property Taxes - The City's property tax is levied, becomes a lien on real and personal property located in the City and is recorded as a receivable on November 1 of each year, based upon the assessed value listed as of the prior January 1. The Broward County Property Appraiser establishes assessed values. The assessed value at January 1, 2012, upon which the fiscal year 2013 levy was based, was approximately \$23.7 billion. The City is permitted by state law to levy taxes up to 10 mills of assessed valuation for General Fund operations exclusive of voted debt levies. Taxes levied for the General Fund for the fiscal year 2013 were 4.1193 mills for operations and 0.2149 for debt service. All taxes are due from property holders on March 31, become delinquent on April 1 and become subject to the issuance of tax sale certificates on June 1. Current tax collections for the year ended September 30, 2013 were approximately 99.8% of the total tax levy.

Property Tax Levies and Collections Last Ten Fiscal Years

FISCAL YEAR	TAXES LEVIED FOR THE FISCAL YEAR	COLLECTED WITHIN THE FISCAL YEAR OF THE LEVY		COLLECTIONS IN SUBSEQUENT YEARS	COLLECTIONS TO DATE	
		AMOUNT	PERCENTAGE OF LEVY		AMOUNT	PERCENTAGE OF LEVY
2004	\$ 86,322,917	\$ 85,882,476	99.5%	\$ 253,688	\$ 86,136,164	99.8%
2005	108,470,506	107,872,382	99.4	265,788	108,138,170	99.7
2006	120,645,437	119,708,465	99.2	376,533	120,084,998	99.5
2007	135,607,404	134,386,183	99.1	593,130	134,979,313	99.5
2008	128,954,993	127,212,927	98.6	547,437	127,760,364	99.1
2009	125,137,680	123,421,092	98.6	1,055,614	124,476,706	99.5
2010	112,960,028	110,925,089	98.2	594,742	111,519,831	98.7
2011	100,485,419	98,916,252	98.4	203,360	99,119,612	98.6
2012	96,205,050	95,670,313	99.4	-	95,670,313	99.4
2013	97,265,832	97,055,209	99.8	-	97,055,209	99.8

Analysis of pledged Non-Ad Valorem Revenues - The non-ad valorem revenues include those sources that have been pledged toward bond repayments. The various non-self-supporting debt service funding sources are ranging from Communication Service Taxes, Business Tax Revenues, Public Service Taxes, and State Municipal Revenue Sharing. These resources are generally committed to ongoing City program operations. State Municipal Revenue Sharing to cities is composed of three portions: first guaranteed, second guaranteed, and growth monies. For FY2012-2013, \$4,576,792 was collected. However, only the guaranteed entitlement portion totaling \$3,196,503 is pledged non-ad valorem revenue, and is unchanged in the Analysis of Historical Designated Revenues, Debt Service and Coverage table below.

Fiscal Year	Communication Services Tax Revenues	Business Tax Revenues	Guaranteed Entitlement Revenues	Public Services Tax Revenues	Total Designated Revenues	Obligations Secured by Designated Revenues Series 2012 Bonds ⁽¹⁾	Debt Service Coverage on Series 2012 Bonds ⁽¹⁾
2012	13,763,291	2,777,733	3,196,503	21,623,182	41,360,709	28,197,153	1.47
2013	13,033,664	2,965,445	3,196,503	22,847,944	42,043,556	28,197,153	1.49

⁽¹⁾ Represents the Maximum Principal and Interest Requirement on the Series 2012 Bonds, with an aggregate principal amount of \$337,775,000 and a final maturity of January 1, 2032. The Maximum Principal and Interest Requirement occurs in Fiscal year 2023.

The City's overall debt profile is characterized by good debt service coverage from its pledged revenues and conformance with all compliance covenants. Management continues to monitor non-ad valorem revenues and their potential impact on bond covenants and debt service requirements. Strong financial management, manageable debt levels, and financial flexibility, are all indicators of good fiscal health.

Selected General Government Statistics

Pledge Revenue Coverage Last Ten Fiscal Years (Dollars in Thousands)

FISCAL YEAR	GROSS REVENUE	OPERATING EXPENSES*	SPECIAL OBLIGATION LOANS ¹					TOTAL	COVERAGE
			NET AVAILABLE REVENUE		DEBT SERVICE				
			REVENUE		PRINCIPAL	INTEREST			
2009	\$ 144,779	\$ -	\$ 144,779		\$ 81	\$ 906	\$ 987	146.69	
2010	144,696	-	144,696		1,410	1,262	2,672	54.15	
2011	141,866	-	141,866		2,466	862	3,328	42.63	
2012	153,629	-	153,629		2,429	547	2,976	51.62	
2013	164,902	-	164,902		2,490	487	2,977	55.39	

FISCAL YEAR	GROSS REVENUE	OPERATING EXPENSES*	TAXABLE SPECIAL OBLIGATION BONDS ²					TOTAL	COVERAGE
			NET AVAILABLE REVENUE		DEBT SERVICE				
			REVENUE		PRINCIPAL	INTEREST			
2013	42,044	-	42,044		16,480	8,469	24,949	1.69	

FISCAL YEAR	GROSS REVENUE	OPERATING EXPENSES*	WATER AND SEWER REVENUE BONDS					
			NET AVAILABLE REVENUE		DEBT SERVICE		TOTAL	COVERAGE
			REVENUE		PRINCIPAL	INTEREST		
2004	\$ 71,429	\$ 43,676	\$ 27,753		\$ 1,935	\$ 3,633	\$ 5,568	4.98
2005	78,777	42,007	36,770		1,955	3,594	5,549	6.63
2006	78,109	46,423	31,686		1,985	3,551	5,536	5.72
2007	82,804	48,749	34,055		2,830	7,935	10,765	3.16
2008	85,741	50,296	35,445		3,495	11,925	15,420	2.30
2009	92,071	52,576	39,495		6,645	14,821	21,466	1.84
2010	103,156	55,207	47,949		6,885	15,663	22,548	2.13
2011	105,231	50,958	54,273		8,805	17,849	26,654	2.04
2012	106,017	57,299	48,718		9,100	16,783	25,883	1.88
2013	121,076	65,202	55,874		9,345	16,874	26,219	2.13

FISCAL YEAR	GROSS REVENUE	OPERATING EXPENSES*	STATE REVOLVING FUND LOANS ³					
			REVENUE BOND DEBT SERVICE		NET AVAILABLE REVENUE	STATE LOANS DEBT SERVICE		COVERAGE
			PRINCIPAL	INTEREST	REVENUE	PRINCIPAL	INTEREST	
2005	\$ 82,800	\$ 47,674	\$ 1,955	\$ 3,594	\$ 29,577	\$ -	\$ 491	60.24
2006	82,052	54,728	1,985	3,551	21,788	77	442	41.98
2007	89,077	56,208	2,830	7,935	22,104	2,074	925	7.37
2008	90,701	57,364	3,495	11,925	17,917	3,006	1,792	3.73
2009	97,376	60,169	6,645	14,821	15,741	4,663	1,956	2.38
2010	107,784	62,466	6,885	15,663	22,770	4,286	2,138	3.54
2011	107,049	58,869	8,805	17,849	21,526	4,500	2,081	3.27
2012	107,398	60,167	9,100	16,782	21,349	3,445	1,993	3.93
2013	123,905	60,927	9,345	16,874	36,759	4,641	1,882	5.64

* Total Expenses excluding depreciation, return on investment, and indirect administrative charges.

¹ Years prior to FY 2009 have not been presented due to bonds not being issued until FY 2009.

² Years prior to FY 2013 have not been presented due to bonds not being issued until FY 2013.

³ Years prior to FY 2005 have not been presented due to bonds not being issued until FY 2005.

Required Disclosures

Series 2012 SO

Designated Revenues Collections

Fiscal Year	Communications Services Tax Revenues	Guaranteed Entitlement Revenues	Business Tax Revenues	Public Service Tax Revenues			
	Communications Services Tax	Guaranteed Entitlement	Business Taxes	Electric	Water	Gas	Total
2004	\$ 16,303,194	\$ 2,805,368	\$ 1,921,673	\$ 13,823,735	\$ 3,018,239	\$ 477,235	\$ 38,349,444
2005	15,145,693	3,196,503	2,858,171	14,495,903	3,232,154	593,884	39,522,308
2006	15,082,333	3,196,503	2,993,618	14,660,098	3,137,897	666,053	39,736,502
2007	14,451,205	3,196,503	2,908,571	15,014,546	3,276,941	601,017	39,448,783
2008	14,869,550	3,196,503	2,998,605	15,181,470	3,295,955	588,675	40,130,758
2009	16,125,551	3,196,503	2,386,594	15,016,126	3,768,773	530,586	41,024,133
2010	13,754,978	3,196,503	2,572,022	16,089,695	4,372,128	537,514	40,522,840
2011	13,511,021	3,196,503	2,853,959	16,252,773	4,462,340	499,504	40,776,100
2012	13,763,291	3,196,503	2,777,733	16,557,010	4,454,044	612,128	41,360,709
2013	13,033,664	3,196,503	2,965,445	17,705,388	4,694,296	448,260	42,043,556

Series 2012 SO

Non-Ad Valorem Revenues Collections

Fiscal Year Ended September 30,

Non Ad-Valorem Revenues	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013
Public service taxes	\$33,622,403	\$ 33,467,636	\$ 33,546,383	\$ 33,343,709	\$ 33,935,730	\$ 35,441,037	\$ 34,754,319	\$ 34,725,638	\$ 35,386,473	\$ 35,881,608
Franchise taxes	13,433,621	14,419,408	17,250,122	18,246,991	18,192,005	18,059,429	18,224,861	16,439,174	15,871,932	15,380,127
Insurance premium taxes	4,105,057	3,950,276	4,216,411	5,872,529	5,262,368	4,409,901	4,816,576	4,735,930	5,320,538	6,352,818
Licenses and Permits	10,674,843	11,273,726	12,884,161	13,350,790	10,993,869	8,374,250	8,031,790	3,122,525	3,029,521	3,188,765
Fines and Forfeitures	4,093,075	2,693,343	2,694,903	2,777,731	2,496,102	1,524,350	1,654,881	2,690,287	2,785,551	3,795,605
Intergovernmental	16,959,255	20,213,705	21,667,111	19,044,132	18,425,642	17,095,268	16,427,691	17,099,268	17,033,379	18,223,392
Charges for Services	17,497,036	17,429,001	17,829,228	18,962,658	17,744,259	16,663,920	17,829,591	19,426,937	20,138,971	20,410,205
Miscellaneous	29,324,575	35,910,135	38,737,386	42,331,241	43,418,352	47,621,241	47,772,912	48,362,551	59,383,285	68,022,633
TOTAL NON-AD VALOREM FUNDS	129,709,865	139,357,230	148,825,705	153,929,781	150,468,327	149,189,396	149,512,621	146,602,310	158,949,650	171,255,153
Less Amounts Not Legally Available	(5,564,414)	(5,500,248)	(5,793,839)	(7,313,848)	(6,594,873)	(5,655,431)	(6,116,467)	(6,076,528)	(6,655,316)	(7,564,229)
Less Designated Revenues	(38,349,444)	(39,522,308)	(39,736,502)	(39,448,783)	(40,130,758)	(41,024,133)	(40,522,840)	(40,776,100)	(41,360,709)	(42,043,556)
Less Debt Service Requirements	(4,911,399)	(6,482,194)	(3,904,359)	(3,876,054)	(5,793,593)	(4,684,985)	(2,505,958)	(3,167,048)	(3,007,054)	(28,918,003)
TOTAL AVAILABLE NON-AD VALOREM REVENUES	\$ 80,884,608	\$ 87,852,480	\$ 99,391,005	\$ 103,291,096	\$ 97,949,103	\$ 97,824,847	\$ 100,367,356	\$ 96,582,634	\$ 107,926,571	\$ 92,729,365

Series 2012 SO, Series 2012 WS

GASB Statement No. 45

**City of Fort Lauderdale, Florida
OPEB Annual Costs and Net Obligation for Fiscal Year 2013**

Annual Required Contribution	\$ 6,377,000
Interest on Net OPEB Obligation	476,000
Amortization of Net OPEB Obligation	(524,000)
Annual OPEB Cost	6,329,000
Actual Contributions Made	(4,290,664)
Increase in Net OPEB Obligation	2,038,336
Beginning of Year Net OPEB Obligation	12,691,151
End of Year Net OPEB Obligation	\$ 14,729,487

Series 2012 SO, 2011 AB, Series 2012 WS

GASB Statement No. 45

**City of Fort Lauderdale, Florida
OPEB Annual Costs and Contributions**

<u>Fiscal Year Ended</u> <u>September 30</u>	<u>Annual</u> <u>OPEB Cost</u>	<u>Contribution</u>	<u>Percent</u> <u>Contributed</u>	<u>Net OPEB</u> <u>Obligation</u>
2011	\$ 6,316,000	\$ 2,841,073	45.0%	\$ 9,517,758
2012	6,021,000	2,847,607	47.3%	12,691,151
2013	6,329,000	4,290,664	67.8%	14,729,487

Series 2012 SO

Actuarial Methods and Assumptions

As of Fiscal Year Ended September 30, 2013

<u>Method or Assumption</u>	<u>General Employees Retirement System</u>	<u>Police and Firefighters' Retirement System</u>
Valuation Date	September 30, 2011	December 31, 2011
Actuarial Cost Method	Entry Age	Entry Age
Amortization Method	Level Percent Closed	Level Percent Closed
Remaining Amortization Period	12-30 Years	11-20 Years
Asset Valuation Method	Five year smoothed market	20% Write-Up method
Actuarial Assumptions:		
Investment Rate of Return	7.75% Including 3.25% Inflation	7.75% Including 3.25% Inflation
Projected Salary Increases	4.00% - 9.50%	3.25% - 10.75%
Cost-of-Living Adjustments (COLA)	Ad Hoc COLA's are granted with City Commission approval if investment earnings exceeded the funding assumptions in the prior year.	A COLA, limited to the change in the CPI, is granted each year to the extent it can be funded by the net experience gains during the prior year.

Series 2012 SO

Historical Schedule of GERS Beneficiaries

Category of Beneficiary	Fiscal Year Ended September 30,				
	2008	2009	2010	2011	2012
Retirees and beneficiaries					
currently receiving benefits	1,222	1,211	1,212	1,333	1,322
Terminated employees entitled to benefits					
but not yet receiving them	122	121	117	112	117
Fully, partially and non-vested					
active plan participants	1,338	1,280	1,227	1,035	985
Participants in DROP	30	27	32	22	22

Series 2012 SO

Annual Contributions to GERS

Fiscal Year Ended (September 30)	City Contribution	Percent Contributed	Normal Cost	Contribution as a Percent of Payroll		
				Expenses	UAAL	Total
2009	\$ 18,363,351	100%	12.73%	0.59%	12.44%	25.76%
2010	19,387,067	100	13.17	0.59	14.92	28.68
2011	21,534,043	100	13.21	0.54	17.20	30.95
2012	22,379,269	100	13.32	0.52	18.91	32.75
2013	159,943,525	1179	13.91	0.67	8.02	22.60

Series 2012 SO, 2011AB, Series 2012 WS

General Employees Retirement System

Current Funding Status

Valuation Date 9/30	Annual Gain (Loss)	Actuarial Value of Plan Assets (in millions)	Actuarial Accrued Liability Entry Age (in millions)	Unfunded Actuarial Accrued Liability (UAAL) (in millions)	Funded Ratio	Annual Covered Payroll (in millions)	UAAL as a Percent of Covered Payroll
2008	\$ (12,696,085)	\$ 338.7	\$ 454.3	\$ 115.6	74.6%	\$ 69.5	166.3%
2009	(21,592,067)	345.2	482.1	136.9	71.6	71.5	191.5
2010	(9,398,503)	353.5	499.9	146.4	70.7	71.4	205.0
2011	(18,218,973)	355.7	536.7	181.0	66.3	60.6	298.7
2012	(14,697,316)	500.0	551.3	51.3	90.7	58.3	88.0

Annual Pension Fund Costs

Fiscal Year Ended September 30	General Employees		Police and Firefighters	
	Amount	Percent Contributed	Amount	Percent Contributed
2008	\$ 15,991,230	100%	\$ 21,332,840	100%
2009	18,325,484	100	19,146,573	100
2010	19,351,946	100	25,752,119	100
2011	21,498,801	100	30,441,767	100
2012	22,369,549	100	30,684,942	100
2013	13,560,634	1179	17,799,540	1058

Series 2012 SO

Historical Schedule of PFRS Beneficiaries

Category of Beneficiary	Fiscal Year Ended December 31,				
	2008	2009	2010	2011	2012
Retirees and beneficiaries					
currently receiving benefits	913	860	865	869	887
Terminated employees entitled to benefits					
but not yet receiving them	20	18	16	18	20
Fully, partially and non-vested					
active plan participants	754	804	802	798	785
Participants in DROP	N/A*	70	84	83	85

*No distinction is made between retirement and DROP participants.

Series 2012 SO

Annual Contributions to PFRS

Fiscal Year Ended (September 30)	Annual Required Contribution	City Contribution	State Contribution	Percentage Contributed	Net Pension Obligation
2008	\$ 24,099,431	\$ 21,332,840	\$ 2,766,591	100%	\$ -
2009	21,627,937	19,146,573	3,000,946	102	-
2010	28,367,152	25,456,535	2,635,176	99	-
2011	32,957,020	30,735,629	2,515,253	101	-
2012	33,391,584	30,684,942	2,413,449	99	-
2013	17,799,540	188,241,999	2,986,020	1074	(173,135,286)

Series 2012 SO

Source of Various Contributions to PFRS

Fiscal Year Ended (September 30)	Employee Contribution	City Contribution	State Contribution	Investment Income	Other Income	Total
2008	\$ 3,596,451	\$ 21,332,840	\$ 5,204,949	\$ 7,919,695	\$ -	\$ 38,053,935
2009	3,996,724	19,146,573	5,262,367	9,206,242	0	37,611,906
2010	4,264,471	25,456,535	4,409,900	6,092,184	0	40,223,090
2011	5,247,391	30,735,629	4,816,576	7,308,370	0	48,107,966
2012	5,202,719	30,684,942	4,735,930	10,441,009	0	51,064,600
2013	5,608,963	188,241,999	6,352,818	82,660,544	14,709	282,879,033

Series 2012 SO, 2011AB, Series 2012 WS

Police and Firefighters' Retirement System

Current Funding Status

Valuation Date	Cumulative Gain (Loss)	Actuarial Value of Plan Assets (in millions)	Actuarial Accrued Liability Entry Age (in millions)	Unfunded Actuarial Accrued Liability (UAAL) (in millions)	Funded Ratio	Annual Covered Payroll (in millions)	UAAL as a Percent of Covered Payroll
12/31							
2007	\$ (13,047,370)	\$ 480.9	\$ 586.5	\$ 105.6	82.0%	\$ 51.3	206.0%
2008	(80,631,366)	444.4	614.0	169.6	72.4	52.8	321.0
2009	(114,183,329)	451.6	649.0	197.4	69.6	61.7	320.0
2010	(122,178,460)	482.2	674.2	192.0	71.5	62.6	307.0
2011	(145,694,902)	505.3	724.1	218.8	69.8	65.3	335.0
2012	(143,814,190)	692.5	732.8	40.3	94.5	68.9	58.6

Series 2005

**Ratio of Annual Debt Service for General Obligation Debt To
General Governmental Expenditures of City of Fort Lauderdale**

<u>Fiscal Year</u>	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service</u>	<u>Total General Governmental Expenditures</u>	<u>Ratio of Debt Service To General Expenditures (Percent)</u>
2009	\$ 2,385,000	\$ 1,489,821	\$ 3,874,821	\$ 252,392,423	1.5%
2010	2,455,000	1,416,976	3,871,976	256,427,844	1.5
2011	2,545,000	1,337,739	3,882,739	252,139,592	1.5
2012	3,300,000	1,714,336	5,014,336	260,354,617	1.9
2013	3,125,000	1,724,271	4,849,271	245,570,491	2.0

Series 2011

Ratio of Net General Obligation Debt

<u>Fiscal Year Ended September 30,</u>	<u>General Obligation Bonds</u>	<u>Less Sinking Fund</u>	<u>Net General Bonded Debt</u>	<u>Percent of Actual Taxable Value of Property</u>	<u>Per Capita</u>
2009	\$ 36,920,000	\$ 628,426	\$ 36,291,574	0.12	\$ 201.51
2010	34,465,000	328,438	34,136,562	0.12	189.23
2011	65,900,000	16,045,899	49,854,101	0.20	301.23
2012	48,255,000	510,975	47,744,025	0.20	287.27
2013	45,130,000	602,401	44,527,599	0.19	261.83

Series 2005

Direct and Overlapping Debt Ratios

FY Ended September 30, 2013

	<u>Net Debt</u>	<u>Per Capita</u>	<u>Net Debt to Full Value</u>
Direct City Debt	\$ 377,353,268	\$ 2,219	1.19%
Overlapping Debt	416,813,156	2,451	1.31%
Total Debt	\$ 794,166,424	\$ 4,670	2.50%

Series 2011A,B, 2005

Direct and Overlapping Debt

FY Ended September 30, 2013

<u>Governmental Unit</u>	<u>Net Debt Outstanding</u>	<u>Percentage Applicable to City</u>	<u>City's Share of Overlapping Net Debt</u>
Debt Repaid with Property Taxes			
Downtown Development Authority	\$ 7,541,031	100.00%	\$ 7,541,031
Broward County	301,730,000	18.69%	56,393,337
Broward County School Board	1,888,062,000	18.69%	352,878,788
Subtotal Overlapping Debt			416,813,156
City of Fort Lauderdale Direct Debt	\$ 377,353,268	100.00%	377,353,268
Total Direct and Overlapping Debt			\$ 794,166,424

Series 2011A,B; 2005

Broward County Tax Levies and Tax Collection

(Dollars in Thousands)

Collected within the Fiscal Year of the Levy (Dollars in Thousands)

Fiscal Year Ended September 30,	Taxes Levied for the Fiscal Year		Total Adjusted Levy	Property Tax Discount	Net Tax Levy	Amount	Percentage of Original Levy	Collections in Subsequent Years		Percentage of Adjusted Levy
	Original Levy	Adjustments						Amount	Years	
2004	\$ 742,677	\$ (9,732)	\$ 732,945	\$ 25,227	\$ 707,718	\$ 703,924	99.46%	\$ 1,319	\$ 705,238	99.65%
2005	810,880	(10,076)	800,804	27,538	773,266	769,594	99.53	1,809	771,400	99.76
2006	901,441	(6,252)	895,189	30,176	865,013	860,792	99.51	2,957	863,738	99.85
2007	960,498	(5,517)	954,981	31,171	923,810	919,392	99.52	4,244	923,888	99.98
2008	930,844	(3,764)	927,080	29,542	897,538	892,074	99.39	4,432	896,505	99.89
2009	888,270	(2,473)	885,797	28,456	857,341	847,494	98.85	9,199	856,698	99.92
2010	802,614	(9,243)	793,371	26,205	767,166	758,499	98.87	4,774	763,349	99.49
2011	720,555	(8,720)	711,835	24,170	687,665	681,850	99.15	5,615	689,730	99.97
2012	700,353	(4,549)	695,804	23,902	671,902	669,929	99.71	1,327	669,929	99.90
2013	705,846	(3,308)	702,538	24,265	678,273	677,308	99.86	-	677,308	99.86

Series 2011A,B; 2005

City of Fort Lauderdale Tax Levies and Tax Collection

Fiscal Year Ended September 30,	Total Tax Levy	Amount of Current Taxes Collected	Percent of Current Taxes Collected	Amount of Delinquent Taxes Collected	Total Collected For Year	Ratio of Total Taxes Collected to Current Levy
2004	\$ 86,322,917	\$ 85,882,476	99.5%	\$ 253,688.00	\$ 86,136,164	99.8%
2005	108,470,506	107,872,382	99.4%	265,788	108,138,170	99.7%
2006	120,645,437	119,708,465	99.2%	376,533	120,084,998	99.5%
2007	135,607,404	134,386,183	99.1%	593,130	134,979,313	99.5%
2008	128,954,993	127,212,927	98.6%	547,437	127,760,364	99.1%
2009	125,137,680	123,421,092	98.6%	1,055,614	124,476,706	99.5%
2010	112,960,028	110,925,089	98.2%	594,742	111,519,831	98.7%
2011	100,485,419	98,916,252	98.4%	203,360	99,119,612	98.6%
2012	96,205,050	95,670,313	99.4%	-	95,670,313	99.4%
2013	97,265,832	97,055,209	99.8%	-	97,055,209	99.8%



THIS PAGE INTENTIONALLY LEFT BLANK

**GENERAL OBLIGATION BONDS
CITY OF FORT LAUDERDALE, FLORIDA
CONSOLIDATED DEBT SERVICE**

Summary of Remaining Debt Service Requirements

Bond Year Ending July 1	Total	\$20,000,000 Series 2011A	\$13,980,000 Series 2011B	\$20,000,000 Series 2005
2014	\$ 4,847,261	\$ 1,146,600	\$ 2,518,650	\$ 1,182,011
2015	4,845,916	1,148,000	2,517,075	1,180,841
2016	4,856,341	1,149,200	2,526,500	1,180,641
2017	4,864,691	1,150,200	2,534,850	1,179,641
2018	2,328,841	1,151,000	-	1,177,841
2019	2,325,666	1,150,425	-	1,175,241
2020	2,327,866	1,151,025	-	1,176,841
2021	2,323,616	1,146,175	-	1,177,441
2022	2,318,066	1,146,025	-	1,172,041
2023	2,326,266	1,150,425	-	1,175,841
2024	2,322,666	1,149,225	-	1,173,441
2025	2,321,729	1,147,575	-	1,174,154
2026	2,323,391	1,149,763	-	1,173,629
2027	2,325,754	1,149,850	-	1,175,904
2028	2,325,616	1,148,925	-	1,176,691
2029	2,322,929	1,146,938	-	1,175,991
2030	2,322,691	1,148,888	-	1,173,804
2031	2,321,416	1,146,288	-	1,175,129
2032	2,327,441	1,147,688	-	1,179,754
2033	2,324,856	1,147,888	-	1,176,969
2034	2,325,825	1,149,138	-	1,176,688
2035	2,327,825	1,148,388	-	1,179,438
2036	1,150,638	1,150,638	-	-
2037	1,148,513	1,148,513	-	-
2038	1,149,944	1,149,944	-	-
2039	1,149,725	1,149,725	-	-
2040	1,146,588	1,146,588	-	-
2041	1,146,750	1,146,750	-	-
	\$ 68,148,829	\$ 32,161,781	\$ 10,097,075	\$ 25,889,973

\$20,000,000

CITY OF FORT LAUDERDALE, FLORIDA

GENERAL OBLIGATION BONDS, SERIES 2011A (FIRE-RESCUE FACILITIES)

Dated: September 28, 2011

Purpose

The Series 2011A Bonds were issued to provide funds to pay (i) a portion of the cost of the acquisition, design, construction, development, improvement, equipping and furnishing of certain new and existing fire-rescue facilities and (ii) the costs of issuance of the Series 2011A Bonds.

Security

The Series 2011A Bonds constitute general obligations of the City and the full faith, credit and taxing power of the City are irrevocably pledged for the payment of principal of and the interest on the Series 2011A Bonds.

Form

\$20,000,000 General Obligation Bonds, Series 2011A (Fire-Rescue Facilities) due July 1, 2041. The Series 2011A Bonds were issued in book-entry only form and purchasers of the Series 2011A Bonds did not receive certificates representing their interest in the Series 2011A Bonds purchased. Interest on the Series 2011A Bonds is payable semi-annually on each January 1 and July 1.

Bondholder: Public Offering

Credit Enhancement: None

Agents

Bond Registrar: Regions Bank, Jacksonville, Florida

Paying Agent: Regions Bank, Jacksonville, Florida

Ratings: as of September 30, 2013

Moody's: Aa1

Standard & Poor's: AA

Optional Redemption

The Series 2011A Bonds maturing prior to July 1, 2022 are not subject to redemption prior to maturity. The Series 2011A Bonds maturing on or after July 1, 2022 are subject to redemption at the option of the City prior to their respective dates of maturity on or after July 1, 2021, in whole or in part at any time, in any order of maturity selected by the City and by lot within a maturity, at a redemption price equal to one hundred percent (100%) of the principal amount of the Series 2011A Bonds to be redeemed, together with accrued interest from the most recent interest payment date to the date fixed for redemption.

Mandatory Sinking Fund Redemption

The Series 2011A Bonds maturing on July 1, 2035 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of amortization requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on July 1 of each year in the following amounts and years specified:

<u>Due (July 1)</u>	Amortization Requirement
2033	\$775,000
2034	815,000
2035 (Final Maturity)	855,000

The Series 2011A Bonds maturing on July 1, 2038 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of amortization requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on July 1 of each year in the following amounts and years specified:

<u>Due (July 1)</u>	Amortization Requirement
2036	\$900,000
2037	935,000
2038 (Final Maturity)	975,000

The Series 2011A Bonds maturing on July 1, 2041 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of amortization requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on July 1 of each year in the following amounts and years specified:

<u>Due (July 1)</u>	Amortization Requirement
2039	\$1,015,000
2040	1,055,000
2041 (Final Maturity)	1,100,000

The City may at any time use money held in the Principal and Interest Account for the payment of amortization requirements to purchase any Series 2011A Bonds that are Term Bonds, or portions thereof, whether or not such Term Bonds or portions thereof shall then be subject to redemption, at the most advantageous price obtainable with reasonable diligence, which price shall not exceed the redemption price for such Term Bonds on the next redemption date if such Term Bonds or portions thereof should be called for redemption on such date. The principal amount of any Term Bonds so purchased shall be credited toward the next amortization installment. However, if by the application of moneys in the Principal and Interest Account the City shall purchase or call for redemption in any year Term Bonds in excess of the amortization installments due for such year, such excess Term Bonds so purchased or redeemed shall be credited in such manner and at such times as the Director of Finance for the City shall determine over the remaining payment dates.

Notice of Redemption

Mailing of Notice of Redemption: Notice of redemption shall be given by deposit in the U.S. mails of a copy of a redemption notice, postage prepaid, at least thirty (30) days before the redemption date to all registered owners of Series 2011A Bonds or portions of the Series 2011A Bonds to be redeemed at their addresses as they appear on the registration books to be maintained in accordance with the provisions of the Resolution. Failure to mail any such notice to a registered owner of a Series 2011A Bond, or any defect therein, shall not affect the validity of the proceedings for redemption shall not affect the validity of the proceedings for redemption of any Series 2011A Bond or portion thereof with respect to which no failure or defect occurred. Such notice shall set forth the date fixed for redemption, the rate of interest borne by each Series 2011A Bond being redeemed, the date of publication, if any, of a notice of redemption, the name and address of the Bond Registrar and the Paying Agent, the redemption price to be paid and, if less than all of the Series 2011A Bonds then outstanding shall be called for redemption, the distinctive numbers and letters, including

CUSIP numbers of such Series 2011A Bonds to be redeemed and, in case of the Series 2011A Bonds to be redeemed in part only, the portion of the principal amount thereof to be redeemed. If any Series 2011A Bond is to be redeemed in part only, the notice of redemption which relates to such Series 2011A Bond shall also state that on or after the redemption date, upon surrender of such Series 2011A Bond, a new Series 2011A Bond or Series 2011A Bonds in a principal amount equal to the unredeemed portion of such Series 2011A Bond will be issued. If the optional redemption of any of the Series 2011A Bonds is conditioned upon the receipt of sufficient moneys as described in the Series 2011A Resolution, the notice of redemption which relates to such Series 2011A Bonds shall also state that the redemption is so conditioned.

Any notice of redemption that is mailed in accordance with the provisions of the Resolution shall be conclusively presumed to have been duly given, whether or not the owner of the Series 2011A Bond called for redemption receives such notice. The Bond Registrar shall not be required to transfer or exchange any Series 2011A Bond after the mailing of a notice of redemption nor during the period of fifteen (15) days next preceding the mailing of a notice of redemption.

As long as a book-entry system maintained by the Depositor Trust Company (DTC) is used for determining beneficial ownership of Series 2011A Bonds, notice of redemption will be sent to DTC. DTC will be responsible for notifying the DTC Participants, which will in turn be responsible for notifying the Beneficial Owners. Any failure of DTC to notify any DTC Participant, or of any DTC Participant to notify the Beneficial Owner of any such notice, will not affect the validity of the redemption of the Series 2011A Bonds.

Effect of Redemption: Notice having been given in the manner and under the conditions described above, the Series 2011A Bonds or portions of Series 2011A Bonds so called for redemption shall, on the redemption date designated in such notice, become and be due and payable at the redemption price provided for redemption of such Series 2011A Bonds or portions of Series 2011A Bonds on such date; provided, however, that Series 2011A Bonds or portions of Series 2011A Bonds called for optional redemption and which redemption is conditioned upon the receipt of sufficient moneys, shall not become due and payable on the redemption date if sufficient moneys to pay the redemption price of such Series 2011A Bonds or portions of such series 2011A Bonds have not been received by the Paying Agent (other than the City) on or prior to the redemption date. On the date so designated for redemption, moneys for payment of the redemption price being held in separate accounts by the Paying Agent in trust for the registered owners of the Series 2011A Bonds or portions thereof to be redeemed, interest on the Series 2011A Bonds or portions of Series 2011A Bonds so called for redemption shall cease to accrue, such Series 2011A Bonds and portions of Series 2011A Bonds shall cease to be entitled to any lien, benefit or security under the Bond Resolution and shall be deemed paid thereunder, and the registered owners of such Series 2011A Bonds or portions of Series 2011A Bonds shall have no right in respect thereof except to receive payment of the redemption price thereof and, to the extent provided in the Bond Resolution, to receive Series 2011A Bonds for any unredeemed portions of the Series 2011A Bonds.

\$20,000,000

**CITY OF FORT LAUDERDALE, FLORIDA
GENERAL OBLIGATION BONDS,
SERIES 2011A (FIRE-RESCUE FACILITIES)**

Summary of Remaining Debt Service Requirements

Bond Year Ending July 1	Interest Rate	Principal	Interest	Total
2014	2.000%	\$ 430,000	\$ 716,600	\$ 1,146,600
2015	2.000	440,000	708,000	1,148,000
2016	2.000	450,000	699,200	1,149,200
2017	2.000	460,000	690,200	1,150,200
2018	2.250	470,000	681,000	1,151,000
2019	3.000	480,000	670,425	1,150,425
2020	3.000	495,000	656,025	1,151,025
2021	3.000	505,000	641,175	1,146,175
2022	3.000	520,000	626,025	1,146,025
2023	3.000	540,000	610,425	1,150,425
2024	3.000	555,000	594,225	1,149,225
2025	3.125	570,000	577,575	1,147,575
2026	3.375	590,000	559,763	1,149,763
2027	4.250	610,000	539,850	1,149,850
2028	4.250	635,000	513,925	1,148,925
2029	4.250	660,000	486,938	1,146,938
2030	4.000	690,000	458,888	1,148,888
2031	4.000	715,000	431,288	1,146,288
2032	4.000	745,000	402,688	1,147,688
2033	5.000	775,000	372,888	1,147,888
2034	5.000	815,000	334,138	1,149,138
2035	5.000	855,000	293,388	1,148,388
2036	4.125	900,000	250,638	1,150,638
2037	4.125	935,000	213,513	1,148,513
2038	4.125	975,000	174,944	1,149,944
2039	4.250	1,015,000	134,725	1,149,725
2040	4.250	1,055,000	91,588	1,146,588
2041	4.250	1,100,000	46,750	1,146,750
		\$ 18,985,000	\$ 13,176,781	\$ 32,161,781

\$13,980,000

**CITY OF FORT LAUDERDALE, FLORIDA
GENERAL OBLIGATION REFUNDING BONDS, SERIES 2011B**

Dated: September 28, 2011

Purpose

The Series 2011B Bonds were issued to (i) provide for the current refunding of all of the City's outstanding General Obligation Refunding Bonds, Series 2002, which Series 2002 Bonds, immediately prior to issuance of the Series 2011B Bonds, were outstanding in the aggregate principal amount of \$14,345,000; and (ii) pay certain costs of issuance of the Series 2011B Bonds.

Security

The Series 2011B Bonds constitute general obligations of the City and the full faith, credit and taxing power of the City are irrevocably pledged for the payment of principal of and the interest on the Series 2011B Bonds.

Form

\$13,980,000 General Obligation Refunding Bonds, Series 2011B due July 1, 2017. The Series 2011B Bonds were issued in book-entry only form and purchasers of the Series 2011B Bonds did not receive certificates representing their interest in the Series 2011B Bonds purchased. Principal of and interest on the Series 2011B Bonds are payable semi-annually on each January 1 and July 1.

Bondholder: Public Offering

Credit Enhancement: None

Agents

Bond Registrar: Regions Bank, Jacksonville, Florida

Paying Agent: Regions Bank, Jacksonville, Florida

Escrow Agent: Regions Bank, Jacksonville, Florida

Ratings: as of September 30, 2013

Moody's: Aa1

Standard & Poor's: AA

Optional Redemption

The Series 2011B Bonds are not subject to redemption prior to maturity.

\$13,980,000

**CITY OF FORT LAUDERDALE, FLORIDA
GENERAL OBLIGATION REFUNDING BONDS,
SERIES 2011B**

Summary of Remaining Debt Service Requirements

Bond Year					
Ending July 1	Interest Rate	Principal	Interest	Total	
2014	2.000%	\$ 2,280,000	\$ 238,650	\$ 2,518,650	
2015	3.000	2,330,000	187,075	2,517,075	
2016	3.000	2,410,000	116,500	2,526,500	
2017	(1)	2,485,000	49,850	2,534,850	
		\$ 9,505,000	\$ 592,075	\$ 10,097,075	

(1) 1/1/17 Interest Rate: 2.000%; 7/1/17 Interest Rate: 3.000%

\$20,000,000

CITY OF FORT LAUDERDALE, FLORIDA

GENERAL OBLIGATION BONDS, SERIES 2005 (FIRE-RESCUE FACILITIES)

Dated: June 16, 2005

Purpose

The Series 2005 Bonds were issued to provide funds to pay (i) a portion of the cost of the acquisition, design, construction, development, improvement, equipping and furnishing of certain new and existing fire-rescue facilities and (ii) the costs of issuance of the Series 2005 Bonds, including the premium for issuing the financial guaranty insurance policy securing the Series 2005 Bonds.

Security

The Series 2005 Bonds constitute general obligations of the City and the full faith, credit and taxing power of the City are irrevocably pledged for the payment of principal of and the interest on the Series 2005 Bonds.

Form

\$20,000,000 General Obligation Bonds, Series 2005 (Fire-Rescue Facilities) due July 1, 2035. The Series 2005 Bonds were issued in book-entry only form and purchasers of the Series 2005 Bonds did not receive certificates representing their interest in the Series 2005 Bonds purchased. Interest on the Series 2005 Bonds is payable semi-annually on each January 1 and July 1.

Bondholder: Public Offering

Credit Enhancement: MBIA Insurance Corporation

Agents

Bond Registrar and Paying Agent: The City's Director of Finance

Ratings: as of September 30, 2013

Moody's: Aa1 (underlying)

Standard & Poor's: AA (underlying)

Optional Redemption

The Series 2005 Bonds maturing prior to July 14, 2014 are not subject to redemption prior to maturity. The Series 2005 Bonds maturing on or after July 1, 2014 are subject to redemption at the option of the City prior to their respective dates of maturity on or after July 1, 2013, in whole or in part at any time, in any order of maturity selected by the City and by lot within a maturity, at a redemption price equal to one hundred percent (100%) of the principal amount of the Series 2005 Bonds to be redeemed, together with accrued interest from the most recent interest payment date to the date fixed for redemption.

Mandatory Sinking Fund Redemption

The Series 2005 Bonds maturing on July 1, 2035 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of amortization requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on July 1 of each year in the following amounts and years specified:

<u>Due (July 1)</u>	<u>Amortization Requirement</u>
2033	\$1,035,000
2034	1,080,000
2035 (Final Maturity)	1,130,000

The City may at any time use money held in the Principal and Interest Account for the payment of amortization requirements to purchase any Series 2005 Bonds that are Term Bonds, or portions thereof, whether or not such Term Bonds or portions thereof shall then be subject to redemption, at the most advantageous price obtainable with reasonable diligence, which price shall not exceed the redemption price for such Term Bonds on the next redemption date if such Term Bonds or portions thereof should be called for redemption on such date. The principal amount of any Term Bonds so purchased shall be credited toward the next amortization installment. However, if by the application of moneys in the Principal and Interest Account the City shall purchase or call for redemption in any year Term Bonds in excess of the amortization installments due for such year, such excess Term Bonds so purchased or redeemed shall be credited in such manner and at such times as the Director of Finance for the City shall determine over the remaining payment dates.

Notice of Redemption

Mailing of Notice of Redemption: Notice of redemption shall be given by deposit in the U.S. mails of a copy of a redemption notice, postage prepaid, at least thirty (30) days before the redemption date to all registered owners of Series 2005 Bonds or portions of the Series 2005 Bonds to be redeemed at their addresses as they appear on the registration books to be maintained in accordance with the provisions of the Resolution. Failure to mail any such notice to a registered owner of a Series 2005 Bond, or any defect therein, shall not affect the validity of the proceedings for redemption shall not affect the validity of the proceedings for redemption of any Series 2005 Bond or portion thereof with respect to which no failure or defect occurred. Such notice shall set forth the date fixed for redemption, the rate of interest borne by each Series 2005 Bond being redeemed, the date of publication, if any, of a notice of redemption, the name and address of the Bond Registrar and the Paying Agent, the redemption price to be paid and, if less than all of the Series 2005 Bonds then outstanding shall be called for redemption, the distinctive numbers and letters, including CUSIP numbers of such Series 2005 Bonds to be redeemed and, in case of the Series 2005 Bonds to be redeemed in part only, the notice of redemption which relates to such Series 2005 Bond shall also state that on or after the redemption date, upon surrender of such Series 2005 Bond, a new Series 2005 Bond or Series 2005 Bonds in a principal amount equal to the unredeemed portion of such Series 2005 Bond will be issued. If the optional redemption of any of the Series 2005 Bonds is conditioned upon the receipt of sufficient moneys as described in the Resolution, the notice of redemption which relates to such Series 2005 Bonds shall also state that the redemption is so conditioned.

Any notice of redemption that is mailed in accordance with the provisions of the Resolution shall be conclusively presumed to have been duly given, whether or not the owner of the Series 2005 Bond called for redemption receives such notice. The Bond Registrar shall not be required to transfer or exchange any Series 2005 Bond after the mailing of a notice of redemption nor during the period of fifteen (15) days next preceding the mailing of a notice of redemption.

As long as a book-entry system maintained by DTC is used for determining beneficial ownership of Series 2005 Bonds, notice of redemption will be sent to DTC. DTC will be responsible for notifying the DTC Participants, which will in turn be responsible for notifying the Beneficial Owners. Any failure of DTC to notify any DTC Participant, or of any DTC Participant to notify the Beneficial Owner of any such notice, will not affect the validity of the redemption of the Series 2005 Bonds.

Effect of Redemption: Notice having been given in the manner and under the conditions described above, the Series 2005 Bonds or portions of Series 2005 Bonds so called for redemption shall, on the redemption date designated in such notice, become and be due and payable at the redemption price provided for redemption of such Series 2005 Bonds or portions of Series 2005 Bonds on such date; provided, however, that Series 2005 Bonds or portions of Series 2005 Bonds called for optional redemption and which redemption is conditioned upon the receipt of sufficient moneys, shall not become due and payable on the redemption date if sufficient moneys to pay the redemption price of such Series 2005 Bonds or portions of such series 2005 Bonds have not been received by the Paying Agent (other than the City) on or prior to the redemption date. On the date so designated for redemption, moneys for payment of the redemption price being held in separate accounts by the Paying Agent in trust for the registered owners of the Series 2005 Bonds or portions thereof to be redeemed, interest on the Series 2005 Bonds or portions of Series 2005 Bonds so called for redemption shall cease to accrue, such Series 2005 Bonds and portions of Series 2005 Bonds shall cease to be entitled to any lien, benefit or security under the Bond Resolution and shall be deemed paid thereunder, and the registered owners of such Series 2005 Bonds or portions of Series 2005 Bonds shall be deemed paid thereunder, and the registered owners of such Series 2005 Bonds or portions of Series 2005 Bonds shall have no right in respect thereof except to receive payment of the redemption price thereof and, to the extent provided in the Bond Resolution, to receive Series 2005 Bonds for any unredeemed portions of the Series 2005 Bonds.

\$20,000,000
CITY OF FORT LAUDERDALE, FLORIDA
GENERAL OBLIGATION BONDS,
SERIES 2005 (FIRE-RESCUE FACILITIES)

Summary of Remaining Debt Service Requirements

Bond Year Ending July 1	Interest Rate	Principal	Interest	Total
2014	(1)	490,000	692,011	1,182,011
2015	(2)	505,000	675,841	1,180,841
2016	4.000%	525,000	655,641	1,180,641
2017	4.000	545,000	634,641	1,179,641
2018	4.000	565,000	612,841	1,177,841
2019	4.000	585,000	590,241	1,175,241
2020	4.000	610,000	566,841	1,176,841
2021	4.000	635,000	542,441	1,177,441
2022	4.000	655,000	517,041	1,172,041
2023	4.000	685,000	490,841	1,175,841
2024	(3)	710,000	463,441	1,173,441
2025	4.125	740,000	434,154	1,174,154
2026	(4)	770,000	403,629	1,173,629
2027	4.250	805,000	370,904	1,175,904
2028	4.250	840,000	336,691	1,176,691
2029	4.250	875,000	300,991	1,175,991
2030	4.250	910,000	263,804	1,173,804
2031	4.250	950,000	225,129	1,175,129
2032	(5)	995,000	184,754	1,179,754
2033	(6)	1,035,000	141,969	1,176,969
2034	4.375	1,080,000	96,688	1,176,688
2035	4.375	1,130,000	49,438	1,179,438
		\$ 16,640,000	\$ 9,249,973	\$ 25,889,973

- (1) 1/1/14 Interest Rate: 3.200%; 7/1/14 Interest Rate: 3.300%
- (2) 1/1/15 Interest Rate: 3.300%; 7/1/15 Interest Rate: 4.000%
- (3) 1/1/24 Interest Rate: 4.000%; 7/1/24 Interest Rate: 4.125%
- (4) 1/1/26 Interest Rate: 4.125%; 7/1/26 Interest Rate: 4.250%
- (5) 1/1/32 Interest Rate: 4.250%; 7/1/32 Interest Rate: 4.300%
- (6) 1/1/33 Interest Rate: 4.300%; 7/1/33 Interest Rate: 4.375%



THIS PAGE INTENTIONALLY LEFT BLANK

TAXABLE SPECIAL OBLIGATION BONDS

TAXABLE SPECIAL OBLIGATION BONDS CITY OF FORT LAUDERDALE, FLORIDA CONSOLIDATED DEBT SERVICE

Summary of Remaining Debt Service Requirements

Bond Year			\$337,755,000
Ending January 1		Total	Series 2012
2014	\$	26,360,973	\$ 26,360,973
2015		26,359,882	26,359,882
2016		26,358,764	26,358,764
2017		26,360,004	26,360,004
2018		26,357,124	26,357,124
2019		26,482,711	26,482,711
2020		26,876,114	26,876,114
2021		28,186,916	28,186,916
2022		28,188,933	28,188,933
2023		28,197,153	28,197,153
2024		25,861,778	25,861,778
2025		23,191,515	23,191,515
2026		21,565,188	21,565,188
2027		20,982,808	20,982,808
2028		20,891,001	20,891,001
2029		22,878,232	22,878,232
2030		16,909,721	16,909,721
2031		14,104,815	14,104,815
2032		14,242,053	14,242,053
	\$	450,355,684	\$ 450,355,684

\$337,755,000
CITY OF FORT LAUDERDALE, FLORIDA
TAXABLE SPECIAL OBLIGATION BONDS, SERIES 2012
(PENSION FUNDING PROJECT)

Dated: October 3, 2012

Purpose

The Series 2012 Bonds are being issued for the purpose of providing funds to pay (i) the cost of funding a portion of the current unfunded actuarial accrued liability of the Pension Plans (determined as of the most recent valuation date for each of the Pension Plans) (the "UAAL"), including, without limitation, a partial repayment to the City of its contribution to the PFRS to prefund the City's UAAL portion of its Annual Required Contribution to the PFRS for Fiscal Year 2013 (collectively, the "Project"); and (ii) certain costs of issuance of the Series 2012 Bonds.

Security

Payment of the principal of and interest on the Series 2012 Bonds is secured equally and ratably by a lien on and pledge of the Pledged Funds. Pledged Funds consist of (i) the Designated Revenues, (ii) any Non-Ad Valorem Revenues actually deposited into the Principal and Interest Account of the Debt Service Fund to cure a Debt Service Funding Deficiency, and (iii) all investment income in the funds and accounts established under the Resolution, except for the Rebate Fund; provided, however, that amounts on deposit in or to the credit of a Reserve Account within the Reserve Fund shall constitute Pledged Funds for, and secure, only the particular Series of Bonds for which such Reserve Account is established. Notwithstanding anything herein to the contrary, Non-Ad Valorem Revenues shall only become Pledged Funds if (i) Designated Revenues are determined to be insufficient to meet the Principal and Interest Requirements coming due and payable during any Fiscal Year; (ii) the City's covenant to budget and appropriate Non-Ad Valorem Revenues to pay principal of and interest on Bonds has not been released pursuant to the terms of the Resolution; and (iii) the City actually budgets, appropriates and deposits Non-Ad Valorem Revenues into the Principal and Interest Account of the Debt Service Fund to cure a Debt Service Funding Deficiency.

Form

\$337,755,000 Taxable Special Obligation Bonds, Series 2012 (Pension Funding Project) due January 1, 2032. The Series 2012 Bonds were issued only in fully registered form. Interest on the Series 2012 Bonds is payable semi-annually on each January 1 and July 1.

Bondholder: Public Offering

Credit Enhancement: None

Agents

Bond Registrar: Regions Bank, Jacksonville, Florida

Paying Agent: Regions Bank, Jacksonville, Florida

Ratings: as of September 30, 2013

Moody's: A1

Standard & Poor's: AA-

Optional Redemption

The Series 2012 Bonds maturing on or after January 1, 2024 are subject to redemption at the option of the City prior to their respective dates of maturity on or after January 1, 2023, in whole or in part at any time, and if in part, in accordance with the procedures described in this section below under "Partial Redemption," at a redemption price equal to one hundred percent (100%) of the principal amount of the

Series 2012 Bonds or portion of the Series 2012 Bonds to be redeemed, together with accrued interest from the most recent interest payment date as of which interest has been paid to the date fixed for redemption.

Make-Whole Optional Redemption

The Series 2012 Bonds are subject to redemption prior to their maturity dates at the option of the City, in whole or in part, on any date prior to January 1, 2023, and if in part, in accordance with the procedures described in this section below under "Partial Redemption," at a redemption price equal to the greater of:

- (1) 100% of the principal amount of the Series 2012 Bonds to be redeemed; or
- (2) the sum of the present value of the remaining scheduled payments of principal and interest to the maturity date of the Series 2012 Bonds to be redeemed, not including any portion of those payments of interest accrued and unpaid as of the date on which the Series 2012 Bonds are to be redeemed, discounted to the date on which the Series 2012 Bonds are to be redeemed on a semi-annual basis, assuming a 360-day year consisting of twelve 30-day months, at the Treasury Rate, plus thirty-five (35) basis points,

plus, in each case, accrued and unpaid interest on the Series 2012 Bonds to be redeemed to the redemption date.

"Treasury Rate" shall mean, as of any redemption date for a particular Series 2012 Bond, the yield to maturity as of such redemption date of United States Treasury securities with a constant maturity (as compiled and published in the most recent Federal Reserve Statistical Release H.15 (519) that has become publicly available at least two (2) Business Days, but not more than forty-five (45) calendar days, prior to the redemption date (excluding inflation indexed securities) or, if such Statistical Release is no longer published, any publicly available source of similar market data) most nearly equal to the period from the redemption date to the maturity date of the Series 2012 Bond to be redeemed; provided, however, that if the period from the redemption date to such maturity date is less than one year, the weekly average yield on actually traded United States Treasury securities adjusted to a constant maturity of one year will be used.

Notwithstanding the foregoing, prior to the optional redemption of the Series 2012 Bonds at par on or after January 1, 2023, pursuant to the provisions of the Resolution, the City may elect to legally defease all or a portion of the Series 2012 Bonds until their optional redemption on January 1, 2023. Such legal defeasance of all or a portion of the Series 2012 Bonds shall not constitute a "make-whole optional redemption." The provisions set forth above relating to a make-whole optional redemption shall apply only in the event the City elects to redeem the Series 2012 Bonds on any date prior to January 1, 2023, but not if the City elects only to legally defease all or any portion of the Series 2012 Bonds prior to January 1, 2023. Also, see "TAX MATTERS - General" herein concerning certain tax consequences that may result from a legal defeasance of the Series 2012 Bonds.

Mandatory Sinking Fund Redemption

The Series 2012 Bonds maturing on January 1, 2032 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof plus accrued interest to the redemption date, on January 1 of each year in the following amounts and years specified:

<u>Due (January 1)</u>	<u>Amortization Requirement</u>	<u>Due (January 1)</u>	<u>Amortization Requirement</u>
2028	\$ 17,245,000	2031	\$ 13,055,000
2029	20,195,000	2032	13,885,000
2030	15,135,000		

*Final Maturity

Partial Redemption

If less than all of the Series 2012 Bonds are to be redeemed, the Bond Registrar, upon written instructions from the City, shall select the Series 2012 Bonds for redemption from such maturity dates and in such amounts as are selected by the City, and, so long as the Series 2012 Bonds constitute Book-Entry Bonds held by DTC, shall select such Series 2012 Bonds within such selected maturities on a "Pro Rata Pass-Through Distribution of Principal" basis in accordance with DTC procedures; provided that so long as such Series 2012 Bonds are held under the Book-Entry System, the selection for redemption of such Series 2012 Bonds shall be made in accordance with the operational arrangements of DTC then in effect and, if the DTC operational arrangements do not allow for redemption on a "Pro Rata Pass-Through Distribution of Principal" basis, such Series 2012 Bonds shall be selected for redemption within each such maturity in such manner as the Bond Registrar shall determine and in accordance with DTC procedures. In any event, the portion of the Series 2012 Bond to be redeemed in part shall be in the principal amount of \$5,000 or any integral multiple in excess thereof.

With regard to the foregoing, it is the City's intent that redemption allocations made by DTC, its Participants or such other intermediaries that may exist between the City and the Beneficial Owners be made pro rata. However, the City can provide no assurance that DTC, its Participants or any other intermediaries will allocate redemptions of Series 2012 Bonds on a pro rata basis.

If the Series 2012 Bonds are no longer held under a Book-Entry System and less than all of the Series 2012 Bonds are to be redeemed, the Holder of Series 2012 Bonds to be redeemed, or such Holder's attorney or legal representative, shall present and surrender such Series 2012 Bond to the Bond Registrar for payment of the principal amount thereof so called for redemption and the redemption premium, if any, on such principal amount. Upon such presentation and surrender, the City shall execute and the Bond Registrar shall authenticate and deliver to or upon the order of such Holder or such Holder's legal representative, without charge therefor, for the unredeemed portion of the principal amount of the Series 2012 Bond so surrendered, a new Series 2012 Bond of the same maturity and bearing interest at the same rate.

Notice of Redemption

Mailing of Notice of Redemption. At least thirty (30) days, but not more than sixty (60) days, before the redemption date of any Series 2012 Bonds, whether such redemption be in whole or in part, the City shall cause a notice of such redemption, signed by the Finance Director to be mailed, first class postage prepaid, to all Holders owning Series 2012 Bonds to be redeemed in whole or in part and to any Fiduciaries, at their addresses as they appear on the registration books maintained by the Bond Registrar but any defect in such notice or failure to mail such notice to any Holder of any Series 2012 Bonds shall not affect the validity of the proceedings for the redemption of any other Series 2012 Bonds. Each such notice shall set forth the name of the Series 2012 Bonds or portions thereof to be redeemed, the date fixed for redemption, the redemption price to be paid, the Series, and if less than all the Series 2012 Bonds shall be called for redemption, the maturities of the Series 2012 Bonds to be redeemed, the CUSIP numbers, the name and address (including contact person and phone number) of the Fiduciary to which Series 2012 Bonds called for redemption are to be delivered and, if less than all of the Series 2012 Bonds of any one maturity then Outstanding shall

be called for redemption, the distinctive numbers and letters, if any, of such Series 2012 Bonds to be redeemed and, in the case of Series 2012 Bonds to be redeemed in part only, the portion of the principal amount thereof to be redeemed. If any Series 2012 Bond is to be redeemed in part only, the notice of redemption shall also state that on or after the redemption date, upon sun-ender of such Series 2012 Bond, a new Series 2012 Bond in principal amount equal to the unredeemed portion of such Series 2012 Bond, and of the same Series and maturity and bearing the same interest rate, will be issued. Any notice as provided herein shall be conclusively presumed to have been duly given, whether or not the owner of the Series 2012 Bond receives such notice.

In the case of an optional redemption, any notice of redemption may state that (i) it is conditioned upon the deposit of moneys, in an amount equal to the amount necessary to effect the redemption, with the Bond Registrar, Paying Agent or a Fiduciary acting as escrow agent no later than the redemption date or (ii) the City retains the right to rescind such notice on or prior to the scheduled redemption date (in either case, a "Conditional Redemption"), and such notice and optional redemption shall be of no effect if such moneys are not so deposited or if the notice is rescinded as described herein. Any such notice of Conditional Redemption shall be captioned "Conditional Notice of Redemption." Any Conditional Redemption may be rescinded at any time prior to the redemption date if the Finance Director delivers a written direction to the Bond Registrar directing the Bond Registrar to rescind the redemption notice. The Bond Registrar shall give prompt notice of such rescission to the affected Bondholders. Any Series 2012 Bonds subject to Conditional Redemption where redemption has been rescinded shall remain Outstanding, and neither the rescission nor the failure by the City to make such funds available shall constitute an event of default under the Resolution. The Bond Registrar shall give immediate notice to the securities information repositories and the affected Bondholders that the redemption did not occur and that the Series 2012 Bonds called for redemption and not so paid remain Outstanding.

Effect of Redemption. On the date fixed for redemption, notice having been mailed in the manner and under the conditions described above, provided that such notice of redemption has not been rescinded as described above, the Series 2012 Bonds or portions thereof called for redemption shall be due and payable at the redemption price provided therefor, plus accrued interest to such redemption date. If on the date fixed for redemption money or Defeasance Obligations, or a combination of both, sufficient to pay the redemption price of the Series 2012 Bonds to be redeemed, plus accrued interest thereon to the date fixed for redemption, are held by a Depository in trust for the Holders of Series 2012 Bonds to be redeemed, interest on the Series 2012 Bonds called for redemption shall cease to accrue after the date fixed for redemption. Such Series 2012 Bonds shall cease to be entitled to any benefits or security under the Resolution or to be deemed Outstanding and the Holders of such Series 2012 Bonds shall have no rights in respect thereof except to receive payment of the redemption price thereof plus accrued interest to the date of redemption, provided the notice of redemption for such Series 2012 Bonds has not been rescinded, as described above.

If a portion of an Outstanding Series 2012 Bond shall be selected for redemption, the Holder thereof or such Holder's attorney or legal representative, shall present and surrender such Series 2012 Bond to the Bond Registrar for payment of the principal amount thereof so called for redemption. The City shall execute and the Bond Registrar shall authenticate and deliver to or upon the order of such registered owner or such owner's legal representative, without charge therefor, for the unredeemed portion of the principal amount of the Series 2012 Bond so surrendered, a Series 2012 Bond of the same maturity and bearing interest at the same rate.

As long as a book-entry system is used for determining beneficial ownership of Series 2012 Bonds, notice of redemption will be sent to DTC. DTC will be responsible for notifying the DTC Participants, which will in tum be responsible for notifying the Beneficial Owners. Any failure of

DTC to notify any DTC Participant, or of any DTC Participant to notify the Beneficial Owner of any such notice, will not affect the validity of the redemption of the Series 2012 Bonds.

\$337,755,000

CITY OF FORT LAUDERDALE, FLORIDA
TAXABLE SPECIAL OBLIGATION BONDS, SERIES 2012
(PENSION FUNDING PROJECT)

Summary of Remaining Debt Service Requirements

Bond Year Ending January 1	Interest Rate	Principal	Interest	Total
2014	0.720	15,070,000	11,290,973	26,360,973
2015	1.403	15,230,000	11,129,882	26,359,882
2016	1.736	15,470,000	10,888,764	26,358,764
2017	2.086	15,770,000	10,590,004	26,360,004
2018	2.460	16,130,000	10,227,124	26,357,124
2019	2.710	16,680,000	9,802,711	26,482,711
2020	3.024	17,565,000	9,311,114	26,876,114
2021	3.224	19,455,000	8,731,916	28,186,916
2022	3.424	20,115,000	8,073,933	28,188,933
2023	3.574	20,840,000	7,357,153	28,197,153
2024	3.824	19,245,000	6,616,778	25,861,778
2025	4.074	17,295,000	5,896,515	23,191,515
2026	4.324	16,375,000	5,190,188	21,565,188
2027	4.520	16,520,000	4,462,808	20,982,808
2028	5.143	17,245,000	3,646,001	20,891,001
2029	5.143	20,195,000	2,683,232	22,878,232
2030	5.143	15,135,000	1,774,721	16,909,721
2031	5.143	13,055,000	1,049,815	14,104,815
2032	5.143	13,885,000	357,053	14,242,053
		\$ 321,275,000	\$ 129,080,684	\$ 450,355,684



THIS PAGE INTENTIONALLY LEFT BLANK

WATER AND SEWER SYSTEM

History

The Water System. Approximately one year after the City's incorporation in 1911, the City's water system (the "Water System") began operations, serving less than 100 people. The original Water System was replaced with a larger well, pumping station and treatment plant in 1919. In 1926 construction of the Dixie Water Treatment Plant (now known as the Walter E. Peele-Dixie Water Treatment Plant) (the "Peele-DixieWTP") began and such facility was enlarged in 1939 to a capacity of 14 million gallons per day ("mgd"). The number of customer accounts served by the Water System nearly doubled between 1935 and 1945 and again by 1950, growing from 2,365 in 1935 to 5,721 in 1945, and to 11,577 by 1950. In 1950 the City purchased the Fiveash Water Treatment Plant (the "Fiveash WTP") and increased its capacity from 8 mgd to 16 mgd in 1958. By the early 1970s, the capacity of the Peele-Dixie WTP was increased to 20 mgd, and the Fiveash WTP to 40 mgd. Together these water treatment plants provided service to approximately 35,700 customers. The Fiveash WTP was expanded by an additional 24 mgd of design capacity in the early 1980s as the Water System neared capacity.

In 1953 the City began providing water service to other nearby communities when the City entered into a contract with the Town of Lauderdale-by-the-Sea. Prior to 2008, Lauderdale-by-the-Sea owned the water lines within its boundaries and the City of Fort Lauderdale maintained those lines and otherwise provided retail water service to the residents of that community. In 2008, the City purchased the water lines it previously leased from Lauderdale-by-the-Sea. The City continues to provide retail water service to the residents of the Town of Lauderdale-by-the-Sea.

Other entities also purchase water from the City under similar arrangements, including the Village of Sea Ranch Lakes and parts of unincorporated Broward County. Together, the Town of Lauderdale-by-the-Sea and the Village of Sea Ranch Lakes comprise less than four percent (4%) of the total population served by the Water System. The number of retail customers that the City serves in unincorporated Broward County also comprises a small percentage of the total population served by the Water System.

Several other entities purchase water from the City on a wholesale or bulk user basis through a master meter or have emergency interconnects. These entities include the cities of Oakland Park and Wilton Manors and, portions of the City of Tamarac, the Town of Davie, unincorporated Broward County and Broward County's Port Everglades. The agreements for water supply between these entities and the City all have 30-year terms, except for the agreement with the City of Wilton Manors, which has a 25-year term. Such contracts collectively represent 18.2% of the City's total water production. Set forth below is a listing of such contracts, their current expiration dates and the percentage of total consumption of the Water System represented by each contract.

Water User Contracts

<u>Large User</u>	<u>Effective Dates of Agreement</u>	<u>% of Total Water System Consumption⁽¹⁾</u>
Broward County	1994 – 2024	0.30%
Town of Davie	1987 – 2017	0.35
City of Oakland Park	1994 – 2024	9.75
Broward County's Port Everglades ⁽²⁾	2002 – 2032	2.98
City of Tamarac	1994 – 2024	0.55
City of Wilton Manors	2005 – 2030	<u>4.26</u>
TOTAL		<u>18.19%</u>

Source: The City's Public Works Department.

- (1) Total metered consumption in Fiscal Year 2013 amounted to approximately 11.841 billion gallons.
 (2) Since 2004, the City has provided retail water service to some tenants at Broward County's Port Everglades but continues also to provide wholesale water service at Port Everglades.

The Sewer System. Prior to construction of the G. T. Lohmeyer Wastewater Treatment Plant (the "Lohmeyer WWTP") in the 1970s, the Sewer System of the City (the "Sewer System") was comprised of numerous small sewer treatment facilities housed at various locations around the City. The construction of the Sewer System began in 1927 but, due to the impacts of a hurricane and local economic downturn, was not completed until 1937. In the 1940s and 1950s, the population of the City grew more rapidly than the Sewer System. As a result, new developments were often served by septic systems. By the late 1950s, the City began to expand the Sewer System to serve all areas of the City. Most new developments subsequent to 1950 were required to install sanitary sewers as well.

Expansion of the wastewater collection system was limited until 1957, when the City began expanding the Sewer System into unserved areas, beginning from the beach area and extending west. However, expansion of the gravity wastewater system slowed considerably in the late 1970s and 1980s, as available capital funds were used to consolidate and upgrade the wastewater treatment plants of the Sewer System. Currently, almost all of the City's residents are connected, or have access, to the Sewer System.

Construction of the Lohmeyer WWTP began in the mid-1970s. The Lohmeyer WWTP was designed to serve the entire City, as well as the City of Oakland Park, the City of Wilton Manors, Broward County's Port Everglades, portions of the Town of Davie and portions of the City of Tamarac. The City has negotiated contractual agreements with each of these large regional Sewer System users. All of these contracts were amended in 2001 and are now scheduled to expire in 2021. After constructing the Lohmeyer WWTP, the City closed all of the smaller wastewater treatment facilities that had previously been used to operate the Sewer System. The Lohmeyer WWTP has a permitted capacity of 56.6 mgd.

Organizational Structure

Organization and Management. Operation of the Water System and the Sewer System is the responsibility of the City's Public Works Department (the "Public Works Department"). In addition, the Public Works Department manages the operation of the City's stormwater drainage system and solid waste collection system. The Public Works Department currently employs approximately 416 full-time equivalent staff and is composed of the following nine divisions:

- Customer Operations
- Distribution and Collection
- Water and Wastewater Treatment
- Environmental Services
- Stormwater Operations
- Utilities Engineering
- Sustainability
- Engineering
- Office of Director (Administration and Finance)

Set forth below is a description of the nine divisions of the Public Works Department:

- The Customer Operations Division is responsible for customer contacts, data control and meter reading services. The division also operates a 24 hour customer call center. The Customer Service Division has a staff of approximately 34 people.

- Operation and maintenance of the potable water distribution facilities for the Water System, and the collection and pumping facilities for the Wastewater System is the responsibility of the Distribution and Collection Division. The division employs approximately 162 personnel.

- The Peele-Dixie WTP, the Fiveash WTP and the Lohmeyer WWTP are operated by the Water and Wastewater Treatment Division. The laboratories section of this division provides inspection and monitoring services as well as chemical and microbiological analysis for the Water System, the Sewer System and the Stormwater Drainage System. The Process Control Subdivision is responsible for technology-related matters of the Public Works Department, including office automation and computer automation in the treatment facilities and wellfields. The Water and Wastewater Treatment Division has a staff of approximately 95 people.

- The Environmental Services Division coordinates environmental resources and related compliance programs for the Public Works Department and the City. The division is also responsible for stormwater management, including enforcement of NPDES (hereinafter defined) requirements through inspections of construction projects, performing proactive inspections and responding to customer complaints. The Environmental Services Division has a staff of approximately 7 people.

- Stormwater Operations is responsible for the operations and maintenance of the municipal storm sewer system which is a publicly-owned system comprised of ditches, curbs, catch basins, storm drains, and underground pipes that collect or transport stormwater and discharge it to the state's surface waters. The Division has approximately 21 people.

- The Utilities Engineering Division is responsible for planning, design, construction management and inspection of the CIP. The Utilities Engineering Division has a staff of approximately 8 people.

- The Sustainability Division is responsible for solid waste collection and disposal, sustainability efforts and related compliance programs for the Public Works Department and City, as well as, recycling and Fleet. The division has a staff of approximately 21 people.
- The Engineering Division is responsible for the planning, design and construction of City capital projects, to include roadways, parks, etc. The division has a staff of approximately 58 people.
- The Administration and Finance Division provides clerical, record keeping, personnel services, finance, inventory and other managerial and administrative services to other divisions of the Public Works Department. The Administration Division has a staff of approximately 21 people.

Training Programs and Certifications. The City has an active training program for its field crews and operations and maintenance staff, including monthly safety meetings and quarterly courses on various safety related subjects. All of the operators of the Water System, the Sewer System and the Stormwater Drainage System must be licensed or certified by the State of Florida as a condition of their employment with recent changes in the Florida Administrative Code that require all distribution and collection field crew leaders to be certified by the State. The City's distribution and collection field crew leaders, and staff wishing to be eligible for promotion to such positions must participate in training to meet State of Florida certification requirements. The City is currently rotating staff to ensure that a licensed crew member is assigned to each job or project of the Water and Sewer System. The City is also requiring that vacancies be filled by licensed operators to provide a more permanent solution to the certification requirement. The City's environmental laboratories are certified by the Florida Department of Environmental Protection ("FDEP") and by the Florida Department of Health for collecting environmental water samples and conducting water quality analyses.

Government Regulations

The Water and Sewer System are subject to federal, state, regional and local regulation. Federal regulatory jurisdiction is vested in the United States Environmental Protection Agency (the "EPA"). The Water System must comply with the Federal Safe Drinking Water Act, however, the EPA has delegated the primary responsibility for enforcement of drinking water standards to the State of Florida. The Sewer System must comply with the Federal Water Pollution Control Act and the Clean Water Act. The EPA has retained jurisdiction over the enforcement of the federal laws and the National Pollution Discharge Elimination System ("NPDES").

The State, acting through the Florida Department of Environmental Protection (FDEP), has its own system of operational permits which govern the Water System and the Sewer System. On a regional level, the South Florida Water Management District ("SFWMD") controls groundwater withdrawals through consumptive use permits, which stipulate the maximum annual and maximum month withdrawals for 20 years. Locally, Broward County Environmental Protection and Growth Management (EPGMD) has its own licensing system for wastewater plants and the Broward County Health Department has jurisdiction over the treatment of potable water.

**WATER AND SEWER REVENUE
BONDS CITY OF FORT
LAUDERDALE, FLORIDA
CONSOLIDATED DEBT
SERVICE**

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Total	\$64,585,000 Series 2012	\$82,300,000 Series 2010	\$155,000,000 Series 2008	\$100,000,000 Series 2006
2014	\$ 26,179,582	\$ 4,998,088	\$ 5,195,313	\$ 10,100,669	\$ 5,885,513
2015	26,197,119	5,000,938	5,194,513	10,100,456	5,901,213
2016	26,209,644	4,997,938	5,192,138	10,101,356	5,918,213
2017	26,207,519	5,002,363	5,193,038	10,101,156	5,910,963
2018	26,212,226	5,012,788	5,196,538	10,099,856	5,903,044
2019	26,199,810	5,018,288	5,191,738	10,100,619	5,889,166
2020	26,192,126	5,021,413	5,193,638	10,101,175	5,875,900
2021	26,165,976	5,024,838	5,196,938	10,101,675	5,842,525
2022	26,149,466	5,032,288	5,191,438	10,100,841	5,824,900
2023	26,152,682	5,035,113	5,192,238	10,103,806	5,821,525
2024	26,148,113	5,047,738	5,194,038	10,099,188	5,807,150
2025	26,146,326	5,055,863	5,191,538	10,097,525	5,801,400
2026	26,148,863	5,059,263	5,194,838	10,100,863	5,793,900
2027	26,154,547	5,065,538	5,198,438	10,099,363	5,791,209
2028	26,161,126	5,077,038	5,194,513	10,097,738	5,791,838
2029	26,165,994	5,087,331	5,191,388	10,100,113	5,787,163
2030	26,158,095	5,099,663	5,196,657	10,105,488	5,756,288
2031	26,129,964	5,101,713	5,192,101	10,102,988	5,733,163
2032	26,631,601	-	5,195,101	10,101,988	11,334,513
2033	26,652,007	-	5,194,851	10,101,488	11,355,669
2034	26,672,351	-	5,195,351	10,100,488	11,376,513
2035	26,665,426	-	5,194,726	10,097,988	11,372,713
2036	15,297,489	-	5,193,601	10,103,888	-
2037	5,193,913	-	5,193,913	-	-
2038	5,195,213	-	5,195,213	-	-
	\$ 603,387,175	\$ 90,738,194	\$ 129,853,797	\$ 232,320,709	\$ 150,474,475

\$64,585,000

**CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE REFUNDING BONDS, SERIES 2012**

Dated: May 16, 2012

Purpose

The Series 2012 Bonds were issued to provide funds, together with other legally available funds of the City, to (i) advance refund \$68,935,000 in aggregate principal amount of the City's outstanding Water and Sewer Revenue Bonds, Series 2003, which were originally issued to pay a portion of the cost of improvements to the Water and Sewer System and (ii) pay the costs of issuing the Series 2012 Bonds.

Security

The Series 2012 Bonds are secured by a lien on and pledge of the Net Revenues derived from the City's ownership and operation of the Water and Sewer System and certain other moneys held under the Resolution of the City authorizing issuance of the Series 2012 Bonds.

Form

\$64,585,000 Water and Sewer Revenue Refunding Bonds, Series 2012 due September 1, 2031. The Series 2012 Bonds were issued in book-entry only form and purchasers of the Series 2012 Bonds did not receive certificates representing their interest in the Series 2012 Bonds purchased. Principal of and interest on the Series 2012 Bonds are payable semi-annually on each March 1 and September 1.

Bondholder: Public Offering

Credit Enhancement: None

Agents

Bond Registrar: Regions Bank, Jacksonville, Florida

Paying Agent: Regions Bank, Jacksonville, Florida

Escrow Agent: Regions Bank, Jacksonville, Florida

Ratings: as of September 30, 2013

Moody's: Aa1

Standard & Poor's: AA+

Optional Redemption

The Series 2012 Bonds maturing on or prior to September 1, 2021 are not subject to redemption prior to maturity. The Series 2012 Bonds maturing on or after March 1, 2022 are subject to redemption at the option of the City prior to their respective dates of maturity on or after September 1, 2021, in whole or in part at any time, in any order of maturity selected by the City and by lot within a maturity, at a redemption price equal to one hundred percent (100%) of the principal amount of the Series 2012 Bonds to be redeemed, together with accrued interest from the most recent interest payment date to the date fixed for redemption.

Mandatory Sinking Fund Redemption

The Series 2012 Bonds maturing on September 1, 2026 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2026	\$2,015,000
September 1, 2026 (Final Maturity)	2,050,000

The Series 2012 Bonds maturing on September 1, 2029 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2029	\$2,305,000
September 1, 2029 (Final Maturity)	2,350,000

The Series 2012 Bonds maturing on September 1, 2030 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2030	\$2,390,000
September 1, 2030 (Final Maturity)	2,430,000

The Series 2012 Bonds maturing on September 1, 2031 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2031	\$2,470,000
September 1, 2031 (Final Maturity)	2,510,000

Notice of Redemption

Mailing of Notice of Redemption: At least thirty (30), but not more than sixty (60), days before the date set for redemption of any Series 2012 Bonds, either in whole or in part, a notice of such redemption, signed by the Finance Director, shall be (a) filed with the Bond Registrar and (b) mailed, first class mail, postage prepaid, to all registered owners of Series 2012 Bonds to be redeemed at their addresses as they appear on the registration books maintained by the Bond Registrar, but failure to mail any such notice shall not affect the validity of the proceedings for such redemption. Each such notice shall specify the redemption date, the redemption price and the place or places where amounts due upon such redemption will be payable and, if less than all of the Series 2012 Bonds are to be redeemed, the numbers or other distinguishing marks of such Series 2012 Bonds to be redeemed in part only, and the respective portions thereof to be redeemed. Such notice shall further state that on the redemption date there shall become due and payable upon each of the Series 2012 Bonds to be redeemed the redemption price or the specified portions thereof, in the case

of Series 2012 Bonds to be redeemed in part only, together with interest accrued to the redemption date, and that from and after such date interest shall cease to accrue and be payable on such Series 2012 Bonds or portions thereof so redeemed.

In the case of an optional redemption of the Series 2012 Bonds, any notice of redemption may state that (i) it is conditioned upon the deposit of moneys with the Paying Agent or an escrow agent, no later than the redemption date, in an amount equal to the amount necessary to effect the redemption; or (ii) the City retains the right to rescind such notice of redemption on or prior to the scheduled redemption date (in either case, a "Conditional Redemption"), and such notice and optional redemption shall be of no effect if such moneys are not so deposited or if the notice is rescinded as described herein. Any notice of Conditional Redemption shall be captioned "Conditional Notice of Redemption." Any Conditional Redemption may be rescinded at any time prior to the redemption date if the Finance Director delivers a written direction to the Paying Agent directing the Paying Agent to rescind the redemption notice. The Paying Agent shall give prompt notice of such rescission to the affected Bondholders. Any Series 2012 Bonds subject to Conditional Redemption where redemption has been rescinded shall remain Outstanding, and neither the rescission nor the failure by the City to make such funds available shall constitute an Event of Default. The Paying Agent shall give immediate notice to the securities information repositories and the affected Bondholders that the redemption did not occur and that the Series 2012 Bonds called for redemption and not so paid remain Outstanding.

In the event that only part of the principal sum of any Series 2012 Bond shall be called for redemption or prepaid, payment of the amount to be redeemed or prepaid shall be made only upon surrender of such Series 2012 Bond to the Bond Registrar. Upon surrender of such Series 2012 Bond, the Bond Registrar shall execute and deliver to the registered owner thereof, at the designated office of the Bond Registrar, new duly executed Series 2012 Bonds, of authorized principal sums equal in aggregate principal amount to, and of the same maturity and interest rate as, the unredeemed portion of the Series 2012 Bond surrendered.

Effect of Redemption. On the date so designated for redemption, notice having been mailed and filed in the manner and under the conditions described in the Resolution pursuant to which the Series 2012 Bonds were issued, the Series 2012 Bonds so called for redemption shall become and be due and payable at the redemption price provided for redemption of such Series 2012 Bonds on such redemption date and, moneys for payment of the redemption price being held in separate accounts by the Bond Registrar or by a separate financial institution designated as escrow agent in trust for the Holders of the Series 2012 Bonds to be redeemed, interest on the Series 2012 Bonds so called for redemption shall cease to accrue, such Series 2012 Bonds shall cease to be entitled to any lien, benefit or security under the Resolution pursuant to which the Series 2012 Bonds were issued, and the Holders or registered owners of the Series 2012 Bonds shall have no rights in respect thereof except to receive payment of the redemption price thereof and accrued interest thereon.

As long as a book-entry system is used for determining beneficial ownership of Series 2012 Bonds, notice of redemption will be sent to DTC. DTC will be responsible for notifying the DTC Participants, which will in turn be responsible for notifying the Beneficial Owners. Any failure of DTC to notify any DTC Participant, or of any DTC Participant to notify the Beneficial Owner of any such notice, will not affect the validity of the redemption of the Series 2012 Bonds.

\$64,585,000
CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE REFUNDING BONDS, SERIES 2012

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Interest Rate	Principal	Interest	Total
2014	3.000%	\$ 2,350,000	\$ 2,648,088	\$ 4,998,088
2015	4.000	2,430,000	2,570,938	5,000,938
2016	4.000	2,525,000	2,472,938	4,997,938
2017	(1)	2,625,000	2,377,363	5,002,363
2018	5.000	2,755,000	2,257,788	5,012,788
2019	5.000	2,900,000	2,118,288	5,018,288
2020	5.000	3,050,000	1,971,413	5,021,413
2021	4.000	3,200,000	1,824,838	5,024,838
2022	(2)	3,345,000	1,687,288	5,032,288
2023	5.000	3,500,000	1,535,113	5,035,113
2024	5.000	3,690,000	1,357,738	5,047,738
2025	5.000	3,885,000	1,170,863	5,055,863
2026	3.000	4,065,000	994,263	5,059,263
2027	5.000	4,215,000	850,538	5,065,538
2028	5.000	4,440,000	637,038	5,077,038
2029	3.250	4,655,000	432,331	5,087,331
2030	3.250	4,820,000	279,663	5,099,663
2031	3.250	4,980,000	121,713	5,101,713
		\$ 63,430,000	\$ 27,308,194	\$ 90,738,194

(1) 3/1/17 Interest Rate: 3.000%; 9/1/17 Interest Rate: 5.000%

(2) 3/1/22 Interest Rate: 5.000%; 9/1/22 Interest Rate: 4.000%

\$82,300,000
CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE BONDS, SERIES 2010

Dated: June 10, 2010

Purpose

The Series 2010 Bonds were issued to provide funds to (i) pay a portion of the cost of improvements to the Water and Sewer System, (ii) make a deposit to the Reserve Account to provide the additional amount needed upon issuance of the Series 2010 Bonds to satisfy the Reserve Account Requirement and (iii) pay the cost of issuing the Series 2010 Bonds.

Security

The Series 2010 Bonds are secured by a lien on and pledge of the Net Revenues derived from the City's ownership and operation of the Water and Sewer System and certain other moneys held under the Resolution of the City authorizing issuance of the Series 2010 Bonds.

Form

\$82,300,000 Water and Sewer Revenue Bonds, Series 2010 due September 1, 2038. The Series 2010 Bonds were issued in book-entry only form and purchasers of the Series 2010 Bonds did not receive certificates representing their interest in the Series 2010 Bonds purchased. Principal of and interest on the Series 2010 Bonds are payable semi-annually on each March 1 and September 1.

Bondholder: Public Offering

Credit Enhancement: None

Agents

Bond Registrar: Regions Bank, Jacksonville, Florida

Paying Agent: Regions Bank, Jacksonville, Florida

Ratings: as of September 30, 2013

Moody's: Aa1

Standard & Poor's: AA+

Optional Redemption

The Series 2010 Bonds maturing on or prior to September 1, 2019 are not subject to redemption prior to maturity. The Series 2010 Bonds maturing on or after March 1, 2020 are subject to redemption at the option of the City prior to their respective dates of maturity on or after September 1, 2019, in whole at any time or in part on the first business day of any month, in any order of maturity selected by the City and by lot within a maturity, at a redemption price equal to one hundred percent (100%) of the principal amount of the Series 2010 Bonds to be redeemed, together with accrued interest from the most recent interest payment date to the date fixed for redemption.

Mandatory Sinking Fund Redemption

The Series 2010 Bonds maturing on September 1, 2032 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2031	\$1,775,000
September 1, 2031	1,820,000
March 1, 2032	1,865,000
September 1, 2032 (Final Maturity)	1,915,000

The Series 2010 Bonds maturing on September 1, 2036 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
September 1, 2033	\$2,005,000
March 1, 2034	2,055,000
September 1, 2034	2,105,000
March 1, 2035	2,160,000
September 1, 2035	2,210,000
March 1, 2036 (Final Maturity)	2,265,000

The Series 2010 Bonds maturing on September 1, 2038 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
September 1, 2036	\$2,325,000
March 1, 2037	2,375,000
September 1, 2037	2,430,000
March 1, 2038	2,485,000
September 1, 2038 (Final Maturity)	2,540,000

Notice of Redemption

Mailing of Notice of Redemption: At least thirty (30), but not more than sixty (60), days before the date set for redemption of any Series 2010 Bonds, either in whole or in part, a notice of such redemption, signed by the Finance Director, shall be (a) filed with the Bond Registrar and (b) mailed, first class mail, postage prepaid, to all registered owners of Series 2010 Bonds to be redeemed at their addresses as they appear on the registration books maintained by the Bond Registrar, but failure to mail any such notice shall not affect the validity of the proceedings for such redemption. Each such notice shall specify the redemption date, the redemption price and the place or places where amounts due upon such redemption will be payable and, if less than all of the Series 2010 Bonds are to be redeemed, the numbers or other distinguishing marks of such Series 2010 Bonds to be redeemed in part only, and the respective portions thereof to be redeemed. Such notice shall further state that on the redemption date there shall become due and payable upon each of the Series 2010 Bonds to be redeemed the redemption price or the specified portions thereof, in the case of Series 2010 Bonds to be redeemed in part only, together with interest accrued to the redemption date, and that from and after such date interest shall cease to accrue and be payable on such Series 2010 Bonds or portions thereof so redeemed.

In the case of an optional redemption of the Series 2010 Bonds, any notice of redemption may state that (i) it is conditioned upon the deposit of moneys with the Paying Agent or an escrow agent, no later than the redemption date, in an amount equal to the amount necessary to effect the redemption; or (ii) the City retains the right to rescind such notice of redemption on or prior to the scheduled redemption date (in either case, a "Conditional Redemption"), and such notice and optional redemption shall be of no effect if such moneys are not so deposited or if the notice is rescinded as described herein. Any notice of Conditional Redemption shall be captioned "Conditional Notice of Redemption." Any Conditional Redemption may be rescinded at any time prior to the redemption date if the Finance Director delivers a written direction to the Paying Agent directing the Paying Agent to rescind the redemption notice. The Paying Agent shall give prompt notice of such rescission to the affected Bondholders. Any Series 2010 Bonds subject to Conditional Redemption where redemption has been rescinded shall remain Outstanding, and neither the rescission nor the failure by the City to make such funds available shall constitute an Event of Default. The Paying Agent shall give immediate notice to the securities information repositories and the affected Bondholders that the redemption did not occur and that the Series 2010 Bonds called for redemption and not so paid remain Outstanding.

In the event that only part of the principal sum of any Series 2010 Bond shall be called for redemption or prepaid, payment of the amount to be redeemed or prepaid shall be made only upon surrender of such Series 2010 Bond to the Bond Registrar. Upon surrender of such Series 2010 Bond, the Bond Registrar shall execute and deliver to the registered owner thereof, at the designated office of the Bond Registrar, new duly executed Series 2010 Bonds, of authorized principal sums equal in aggregate principal amount to, and of the same maturity and interest rate as, the unredeemed portion of the Series 2010 Bond surrendered.

Effect of Redemption: On the date so designated for redemption, notice having been mailed and filed in the manner and under the conditions described in the Resolution pursuant to which the Series 2010 Bonds were issued, the Series 2010 Bonds so called for redemption shall become and be due and payable at the redemption price provided for redemption of such Series 2010 Bonds on such redemption date and, moneys for payment of the redemption price being held in separate accounts by the Finance Director or by the Paying Agent in trust for the Holders of the Series 2010 Bonds to be redeemed, interest on the Series 2010 Bonds so called for redemption shall cease to accrue, such Series 2010 Bonds shall cease to be entitled to any lien, benefit or security under the Resolution pursuant to which the Series 2010 Bonds were issued, and the Holders or registered owners of the Series 2010 Bonds shall have no rights in respect thereof except to receive payment of the redemption price thereof and accrued interest thereon.

As long as a book-entry system is used for determining beneficial ownership of Series 2010 Bonds, notice of redemption will be sent to DTC. DTC will be responsible for notifying the DTC Participants, which will in turn be responsible for notifying the Beneficial Owners. Any failure of DTC to notify any DTC Participant, or of any DTC Participant to notify the Beneficial Owner of any such notice, will not affect the validity of the redemption of the Series 2010 Bonds.

\$82,300,000

CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE BONDS, SERIES 2010

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Interest Rate	Principal	Interest	Total
2014	3.000%	\$ 1,845,000	\$ 3,350,313	\$ 5,195,313
2015	3.000	1,900,000	3,294,513	5,194,513
2016	3.000	1,955,000	3,237,138	5,192,138
2017	(1)	2,020,000	3,173,038	5,193,038
2018	4.000	2,100,000	3,096,538	5,196,538
2019	4.000	2,180,000	3,011,738	5,191,738
2020	4.000	2,270,000	2,923,638	5,193,638
2021	4.000	2,365,000	2,831,938	5,196,938
2022	4.000	2,455,000	2,736,438	5,191,438
2023	4.000	2,555,000	2,637,238	5,192,238
2024	4.000	2,660,000	2,534,038	5,194,038
2025	4.000	2,765,000	2,426,538	5,191,538
2026	4.000	2,880,000	2,314,838	5,194,838
2027	4.000	3,000,000	2,198,438	5,198,438
2028	5.000	3,125,000	2,069,513	5,194,513
2029	5.000	3,280,000	1,911,388	5,191,388
2030	4.250	3,445,000	1,751,657	5,196,657
2031	5.000	3,595,000	1,597,101	5,192,101
2032	5.000	3,780,000	1,415,101	5,195,101
2033	(2)	3,965,000	1,229,851	5,194,851
2034	5.000	4,160,000	1,035,351	5,195,351
2035	5.000	4,370,000	824,726	5,194,726
2036	(3)	4,590,000	603,601	5,193,601
2037	4.500	4,805,000	388,913	5,193,913
2038	4.500	5,025,000	170,213	5,195,213
		\$ 77,090,000	\$ 52,763,797	\$ 129,853,797

(1) 3/1/17 Interest Rate: 4.000%; 9/1/17 Interest Rate: 3.500%

(2) 3/1/33 Interest Rate: 4.375%; 9/1/33 Interest Rate: 5.000%

(3) 3/1/36 Interest Rate: 5.000%; 9/1/36 Interest Rate: 4.500%

\$155,000,000
CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE BONDS, SERIES 2008

Dated: March 6, 2008

Purpose

The Series 2008 Bonds were issued to provide funds to (i) pay a portion of the cost of improvements to the Water and Sewer System, (ii) make a deposit to the Reserve Account to provide the additional amount needed upon issuance of the Series 2008 Bonds to satisfy the Reserve Account Requirement and (iii) pay the cost of issuing the Series 2008 Bonds.

Security

The Series 2008 Bonds are secured by a lien on and pledge of the Net Revenues derived from the City's ownership and operation of the Water and Sewer System and certain other moneys held under the Resolution of the City authorizing issuance of the Series 2008 Bonds.

Form

\$155,000,000 Water and Sewer Revenue Bonds, Series 2008 due September 1, 2036. The Series 2008 Bonds were issued in book-entry only form and purchasers of the Series 2008 Bonds did not receive certificates representing their interest in the Series 2008 Bonds purchased. Principal of and interest on the Series 2008 Bonds are payable semi-annually on each March 1 and September 1.

Bondholder: Public Offering

Credit Enhancement: None

Agents

Bond Registrar: Regions Bank, Jacksonville, Florida

Paying Agent: Regions Bank, Jacksonville, Florida

Ratings: as of September 30, 2013

Moody's: Aa1

Standard & Poor's: AA+

Optional Redemption

The Series 2008 Bonds maturing on or prior to September 1, 2017 are not subject to redemption prior to maturity. The Series 2008 Bonds maturing on or after March 1, 2018 are subject to redemption at the option of the City prior to their respective dates of maturity on or after September 1, 2017, in whole at any time or in part on the first business day of any month, in any order of maturity selected by the City and by lot within a maturity, at a redemption price equal to one hundred percent (100%) of the principal amount of the Series 2008 Bonds to be redeemed, together with accrued interest from the most recent interest payment date to the date fixed for redemption.

Mandatory Sinking Fund Redemption

The Series 2008 Bonds maturing on September 1, 2032 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2029	\$3,410,000
September 1, 2029	3,495,000
March 1, 2030	3,585,000
September 1, 2030	3,675,000
March 1, 2031	3,765,000
September 1, 2031	3,860,000
March 1, 2032	3,955,000
September 1, 2032 (Final Maturity)	4,055,000

The Series 2008 Bonds maturing on September 1, 2035 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2033	\$4,155,000
September 1, 2033	4,260,000
March 1, 2034	4,365,000
September 1, 2034	4,475,000
March 1, 2035	4,485,000
September 1, 2035 (Final Maturity)	4,700,000

The Series 2008 Bonds maturing on September 1, 2036 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2036	\$4,820,000
September 1, 2036 (Final Maturity)	4,935,000

Notice of Redemption

Mailing of Notice of Redemption: At least thirty (30), but not more than sixty (60), days before the date set for redemption of any Series 2008 Bonds, either in whole or in part, a notice of such redemption, signed by the Finance Director, shall be (a) filed with the Bond Registrar and (b) mailed, first class mail, postage prepaid, to all registered owners of Series 2008 Bonds to be redeemed at their addresses as they appear on the registration books maintained by the Bond Registrar, but failure to mail any such notice shall not affect the validity of the proceedings for such redemption. Each such notice shall specify the redemption date, the redemption price and the place or places where amounts due upon such redemption will be payable and, if less than all of the Series 2008 Bonds are to be redeemed, the numbers or other distinguishing marks of such Series 2008 Bonds to be redeemed in part only, and the respective portions thereof to be redeemed. Such notice shall further state that on the redemption date there shall become due and payable upon each of the

Series 2008 Bonds to be redeemed the redemption price or the specified portions thereof, in the case of Series 2008 Bonds to be redeemed in part only, together with interest accrued to the redemption date, and that from and after such date interest shall cease to accrue and be payable on such Series 2008 Bonds or portions thereof so redeemed.

In the case of an optional redemption of the Series 2008 Bonds, any notice of redemption may state that (i) it is conditioned upon the deposit of moneys with the Paying Agent or an escrow agent, no later than the redemption date, in an amount equal to the amount necessary to effect the redemption; or (ii) the City retains the right to rescind such notice of redemption on or prior to the scheduled redemption date (in either case, a "Conditional Redemption"), and such notice and optional redemption shall be of no effect if such moneys are not so deposited or if the notice is rescinded as described herein. Any notice of Conditional Redemption shall be captioned "Conditional Notice of Redemption." Any Conditional Redemption may be rescinded at any time prior to the redemption date if the Finance Director delivers a written direction to the Paying Agent directing the Paying Agent to rescind the redemption notice. The Paying Agent shall give prompt notice of such rescission to the affected Bondholders. Any Series 2008 Bonds subject to Conditional Redemption where redemption has been rescinded shall remain Outstanding, and neither the rescission nor the failure by the City to make such funds available shall constitute an Event of Default. The Paying Agent shall give immediate notice to the securities information repositories and the affected Bondholders that the redemption did not occur and that the Series 2008 Bonds called for redemption and not so paid remain Outstanding.

In the event that only part of the principal sum of any Series 2008 Bond shall be called for redemption or prepaid, payment of the amount to be redeemed or prepaid shall be made only upon surrender of such Series 2008 Bond to the Bond Registrar. Upon surrender of such Series 2008 Bond, the Bond Registrar shall execute and deliver to the registered owner thereof, at the designated office of the Bond Registrar, new duly executed Series 2008 Bonds, of authorized principal sums equal in aggregate principal amount to, and of the same maturity and interest rate as, the unredeemed portion of the Series 2008 Bond surrendered.

Effect of Redemption: On the date so designated for redemption, notice having been mailed and filed in the manner and under the conditions described in the Resolution pursuant to which the Series 2008 Bonds were issued, the Series 2008 Bonds so called for redemption shall become and be due and payable at the redemption price provided for redemption of such Series 2008 Bonds on such redemption date and, moneys for payment of the redemption price being held in separate accounts by the Finance Director or by the Paying Agent in trust for the Holders of the Series 2008 Bonds to be redeemed, interest on the Series 2008 Bonds so called for redemption shall cease to accrue, such Series 2008 Bonds shall cease to be entitled to any lien, benefit or security under the Resolution pursuant to which the Series 2008 Bonds were issued, and the Holders or registered owners of the Series 2008 Bonds shall have no rights in respect thereof except to receive payment of the redemption price thereof and accrued interest thereon.

As long as a book-entry system is used for determining beneficial ownership of Series 2008 Bonds, notice of redemption will be sent to DTC. DTC will be responsible for notifying the DTC Participants, which will in turn be responsible for notifying the Beneficial Owners. Any failure of DTC to notify any DTC Participant, or of any DTC Participant to notify the Beneficial Owner of any such notice, will not affect the validity of the redemption of the Series 2008 Bonds.

\$155,000,000
CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE BONDS, SERIES 2008

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Interest Rate	Principal	Interest	Total
2014	3.500%	\$ 3,560,000	\$ 6,540,669	\$ 10,100,669
2015	4.000	3,690,000	6,410,456	10,100,456
2016	4.000	3,840,000	6,261,356	10,101,356
2017	4.000	3,995,000	6,106,156	10,101,156
2018	4.000	4,155,000	5,944,856	10,099,856
2019	4.125	4,325,000	5,775,619	10,100,619
2020	(1)	4,510,000	5,591,175	10,101,175
2021	4.500	4,710,000	5,391,675	10,101,675
2022	4.625	4,925,000	5,175,841	10,100,841
2023	4.750	5,160,000	4,943,806	10,103,806
2024	4.875	5,405,000	4,694,188	10,099,188
2025	4.875	5,670,000	4,427,525	10,097,525
2026	5.000	5,955,000	4,145,863	10,100,863
2027	5.000	6,255,000	3,844,363	10,099,363
2028	5.000	6,570,000	3,527,738	10,097,738
2029	5.000	6,905,000	3,195,113	10,100,113
2030	5.000	7,260,000	2,845,488	10,105,488
2031	5.000	7,625,000	2,477,988	10,102,988
2032	5.000	8,010,000	2,091,988	10,101,988
2033	5.000	8,415,000	1,686,488	10,101,488
2034	5.000	8,840,000	1,260,488	10,100,488
2035	5.000	9,285,000	812,988	10,097,988
2036	4.750	9,755,000	348,888	10,103,888
		\$ 138,820,000	\$ 93,500,709	\$ 232,320,709

(1) 3/1/20 Interest Rate: 4.500%; 9/1/20 Interest Rate: 4.250%

\$100,000,000
CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE BONDS, SERIES 2006

Dated: October 4, 2006

Purpose

The Series 2006 Bonds were issued to provide funds to (i) pay a portion of the cost of improvements to the Water and Sewer System, (ii) make a deposit to the Reserve Account to provide the additional amount needed upon issuance of the Series 2006 Bonds to satisfy the Reserve Account Requirement and (iii) pay the cost of issuing the Series 2006 Bonds, including the premium for issuing the financial guaranty insurance policy securing the Series 2006 Bonds.

Security

The Series 2006 Bonds are secured by a lien on and pledge of the Net Revenues derived from the City's ownership and operation of the Water and Sewer System and certain other moneys held under the Resolution of the City authorizing issuance of the Series 2006 Bonds.

Form

\$100,000,000 Water and Sewer Revenue Bonds, Series 2006 due September 1, 2035. The Series 2006 Bonds were issued in book-entry only form and purchasers of the Series 2006 Bonds did not receive certificates representing their interest in the Series 2006 Bonds purchased. Principal of and interest on the Series 2006 Bonds are payable semi-annually on each March 1 and September 1.

Bondholder: Public Offering

Credit Enhancement: MBIA Insurance Corporation

Agents

Bond Registrar: Regions Bank, Jacksonville, Florida

Paying Agent: Regions Bank, Jacksonville, Florida

Ratings: as of September 30, 2013

Moody's: Aa1 (underlying)

Standard & Poor's: AA+ (underlying)

Optional Redemption

The Series 2006 Bonds maturing on or prior to September 1, 2016 are not subject to redemption prior to maturity. The Series 2006 Bonds maturing on or after March 1, 2017 are subject to redemption at the option of the City prior to their respective dates of maturity on or after September 1, 2016, in whole at any time or in part on the first business day of any month, in any order of maturity selected by the City and by lot within a maturity, at a redemption price equal to one hundred percent (100%) of the principal amount of the Series 2006 Bonds to be redeemed, together with accrued interest from the most recent interest payment date to the date fixed for redemption.

Mandatory Sinking Fund Redemption

The Series 2006 Bonds maturing on September 1, 2031 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2029	\$1,720,000
September 1, 2029	1,760,000
March 1, 2030	1,795,000
September 1, 2030	1,830,000
March 1, 2031	1,870,000
September 1, 2031 (Final Maturity)	1,915,000

The Series 2006 Bonds maturing on September 1, 2033 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2032	\$4,760,000
September 1, 2032	4,870,000
March 1, 2033	4,975,000
September 1, 2033 (Final Maturity)	5,090,000

The Series 2006 Bonds maturing on September 1, 2035 are subject to mandatory sinking fund redemption in part prior to maturity by lot through the application of Amortization Requirements, at a redemption price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the redemption date, on March 1 and September 1 of each year in the following amounts and years specified:

<u>Due</u>	Amortization Requirement
March 1, 2034	\$5,205,000
September 1, 2034	5,320,000
March 1, 2035	5,435,000
September 1, 2035 (Final Maturity)	5,565,000

Notice of Redemption

Mailing of Notice of Redemption: At least thirty (30), but not more than sixty (60), days before the date set for redemption of any Series 2006 Bonds, either in whole or in part, a notice of such redemption, signed by the Finance Director, shall be (a) filed with the Bond Registrar and (b) mailed, first class mail, postage prepaid, to all registered owners of Series 2006 Bonds to be redeemed at their addresses as they appear on the registration books maintained by the Bond Registrar, but failure to mail any such notice shall not affect the validity of the proceedings for such redemption. Each such notice shall specify the redemption date, the redemption price and the place or places where amounts due upon such redemption will be payable and, if less than all of the Series 2006 Bonds are to be redeemed, the numbers or other distinguishing marks of such Series 2006 Bonds to be redeemed in part only, and the respective portions thereof to be redeemed. Such notice shall further state that on the redemption date there shall become due and payable upon each of the Series 2006 Bonds to be redeemed the redemption price or the specified portions thereof, in the case of Series 2006 Bonds to be redeemed in part only, together with interest accrued to the redemption date, and that from and after such date interest shall cease to accrue and be payable on such Series 2006 Bonds or portions thereof so redeemed.

In the case of an optional redemption of the Series 2006 Bonds, any notice of redemption may state that (i) it is conditioned upon the deposit of moneys with the Paying Agent or an escrow agent, no later than the redemption date, in an amount equal to the amount necessary to effect the redemption; or (ii) the City retains the right to rescind such notice of redemption on or prior to the scheduled redemption date (in either case, a "Conditional Redemption"), and such notice and optional redemption shall be of no effect if such moneys are not so deposited or if the notice is rescinded as described herein. Any notice of Conditional Redemption shall be captioned "Conditional Notice of Redemption." Any Conditional Redemption may be rescinded at any time prior to the redemption date if the Finance Director delivers a written direction to the Paying Agent directing the Paying Agent to rescind the redemption notice. The Paying Agent shall give prompt notice of such rescission to the affected Bondholders. Any Series 2006 Bonds subject to Conditional Redemption where redemption has been rescinded shall remain Outstanding, and neither the rescission nor the failure by the City to make such funds available shall constitute an Event of Default. The Paying Agent shall give immediate notice to the securities information repositories and the affected Bondholders that the redemption did not occur and that the Series 2006 Bonds called for redemption and not so paid remain Outstanding.

In the event that only part of the principal sum of any Series 2006 Bond shall be called for redemption or prepaid, payment of the amount to be redeemed or prepaid shall be made only upon surrender of such Series 2006 Bond to the Bond Registrar. Upon surrender of such Series 2006 Bond, the Bond Registrar shall execute and deliver to the registered owner thereof, at the designated office of the Bond Registrar, new duly executed Series 2006 Bonds, of authorized principal sums equal in aggregate principal amount to, and of the same maturity and interest rate as, the unredeemed portion of the Series 2006 Bond surrendered.

Effect of Redemption: On the date so designated for redemption, notice having been mailed and filed in the manner and under the conditions described in the Resolution pursuant to which the Series 2006 Bonds were issued, the Series 2006 Bonds so called for redemption shall become and be due and payable at the redemption price provided for redemption of such Series 2006 Bonds on such redemption date and, moneys for payment of the redemption price being held in separate accounts by the Finance Director or by the Paying Agent in trust for the Holders of the Series 2006 Bonds to be redeemed, interest on the Series 2006 Bonds so called for redemption shall cease to accrue, such Series 2006 Bonds shall cease to be entitled to any lien, benefit or security under the Resolution pursuant to which the Series 2006 Bonds were issued, and the Holders or registered owners of the Series 2006 Bonds shall have no rights in respect thereof except to receive payment of the redemption price thereof and accrued interest thereon.

As long as a book-entry system is used for determining beneficial ownership of Series 2006 Bonds, notice of redemption will be sent to DTC. DTC will be responsible for notifying the DTC Participants, which will in turn be responsible for notifying the Beneficial Owners. Any failure of DTC to notify any DTC Participant, or of any DTC Participant to notify the Beneficial Owner of any such notice, will not affect the validity of the redemption of the Series 2006 Bonds.

\$100,000,000
CITY OF FORT LAUDERDALE, FLORIDA
WATER AND SEWER REVENUE BONDS, SERIES 2006

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Interest Rate	Principal	Interest	Total
2014	4.000%	\$ 1,835,000	\$ 4,050,513	\$ 5,885,513
2015	4.000	1,925,000	3,976,213	5,901,213
2016	4.000	2,020,000	3,898,213	5,918,213
2017	4.125	2,095,000	3,815,963	5,910,963
2018	4.250	2,175,000	3,728,044	5,903,044
2019	4.375	2,255,000	3,634,166	5,889,166
2020	5.000	2,345,000	3,530,900	5,875,900
2021	5.000	2,430,000	3,412,525	5,842,525
2022	5.000	2,535,000	3,289,900	5,824,900
2023	5.000	2,660,000	3,161,525	5,821,525
2024	5.000	2,780,000	3,027,150	5,807,150
2025	5.000	2,915,000	2,886,400	5,801,400
2026	5.000	3,055,000	2,738,900	5,793,900
2027	4.125	3,200,000	2,591,209	5,791,209
2028	4.250	3,335,000	2,456,838	5,791,838
2029	5.000	3,480,000	2,307,163	5,787,163
2030	5.000	3,625,000	2,131,288	5,756,288
2031	5.000	3,785,000	1,948,163	5,733,163
2032	4.250	9,630,000	1,704,513	11,334,513
2033	4.250	10,065,000	1,290,669	11,355,669
2034	4.500	10,525,000	851,513	11,376,513
2035	4.500	11,000,000	372,713	11,372,713
		\$ 89,670,000	\$ 60,804,475	\$ 150,474,475



THIS PAGE INTENTIONALLY LEFT BLANK

BANK LOANS

SPECIAL OBLIGATION BONDS CITY OF FORT LAUDERDALE, FLORIDA CONSOLIDATED DEBT SERVICE

Summary of Remaining Debt Service Requirements

Fiscal Year*	Total	\$7,218,000 Series 2011A	\$2,546,000 Series 2011B	\$14,015,000 Series 2010A	\$10,095,000 Series 2010B
2014	\$ 3,412,306	\$ 596,619	\$ 395,858	\$ 1,430,300	\$ 989,530
2015	3,411,777	596,550	395,283	1,430,397	989,548
2016	3,412,494	597,108	395,499	1,430,375	989,512
2017	3,411,618	596,294	395,496	1,430,319	989,509
2018	3,413,189	597,093	396,259	1,430,313	989,524
2019	3,290,055	596,489	395,790	1,308,236	989,541
2020	2,894,262	596,483	-	1,308,236	989,543
2021	1,586,559	597,045	-	-	989,514
2022	1,585,715	596,175	-	-	989,540
2023	596,858	596,858	-	-	-
2024	597,064	597,064	-	-	-
2025	596,793	596,793	-	-	-
2026	597,030	597,030	-	-	-
2027	596,761	596,761	-	-	-
	\$ 29,402,480	\$ 8,354,361	\$ 2,374,184	\$ 9,768,175	\$ 8,905,761

* Series 2011A and 2011B: Bond year ending November 1; Series 2010A and 2010B: Bond year ending September 1

\$7,218,000

**CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION BOND, SERIES 2011A**

Dated: September 9, 2011

Purpose

The Series 2011A Bond was issued to provide funds to (i) finance a portion of the cost of the acquisition, construction, renovation, improvement and equipping of certain capital improvements within the City and (ii) pay the cost of issuance of the Series 2011A Bond.

Security

The Series 2011A Bond is secured by a pledge of the City's legally available non-ad valorem tax revenues and by the City's covenant to budget and appropriate.

Form

\$7,218,000 Special Obligation Bond, Series 2011A due November 1, 2026. The Series 2011A Bond was issued only in fully registered form. Interest on the Series 2011A Bond is payable semi-annually on each May 1 and November 1.

Bondholder: Pinnacle Public Finance, Inc.

Credit Enhancement: None

Agents

Bond Registrar and Paying Agent: The City's Director of Finance

Ratings: Not Rated

Optional Redemption

The Series 2011A Bond is subject to optional prepayment by the City upon ten (10) days prior notice to the bondholder, in whole, but not in part, on any scheduled payment date at the prepayment price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the date fixed for prepayment.

Mandatory Sinking Fund Redemption

The Series 2011A Bond is subject to mandatory sinking fund prepayment in part prior to maturity through the application of Amortization Requirements set forth below, at a prepayment price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the prepayment date, on November 1 of each year in the amount of the Amortization Requirement for each year specified below:

<u>Due (November 1)</u>		<u>Amortization Requirement</u>	<u>Due (November 1)</u>		<u>Amortization Requirement</u>
2013	\$	399,000	2020	\$	492,000
2014		411,000	2021		506,000
2015		424,000	2022		522,000
2016		436,000	2023		538,000
2017		450,000	2024		554,000
2018		463,000	2025		571,000
2019		477,000	2026*		588,000

*Final Maturity

\$7,218,000
CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION BOND, SERIES 2011A

Summary of Remaining Debt Service Requirements

Bond Year Ending November 1	Interest Rate	Principal	Interest	Total
2013	2.980%	\$ 399,000	\$ 197,619	\$ 596,619
2014	2.980	411,000	185,550	596,550
2015	2.980	424,000	173,108	597,108
2016	2.980	436,000	160,294	596,294
2017	2.980	450,000	147,093	597,093
2018	2.980	463,000	133,489	596,489
2019	2.980	477,000	119,483	596,483
2020	2.980	492,000	105,045	597,045
2021	2.980	506,000	90,175	596,175
2022	2.980	522,000	74,858	596,858
2023	2.980	538,000	59,064	597,064
2024	2.980	554,000	42,793	596,793
2025	2.980	571,000	26,030	597,030
2026	2.980	588,000	8,761	596,761
		\$ 6,831,000	\$ 1,523,361	\$ 8,354,361

\$2,546,000

**CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION BOND, SERIES 2011B**

Dated: September 9, 2011

Purpose

The Series 2011B Bond was issued to provide funds to (i) finance a portion of the cost of the replacement of the City's 800MHz Public Safety/Public Services Radio Communication System and (ii) pay the cost of issuance of the Series 2011B Bond.

Security

The Series 2011B Bond is secured by a pledge of the City's legally available non-ad valorem tax revenues and by the City's covenant to budget and appropriate.

Form

\$2,546,000 Special Obligation Bond, Series 2011B due November 1, 2018. The Series 2011B Bond was issued only in fully registered form. Interest on the Series 2011B Bond is payable semi-annually on each May 1 and November 1.

Bondholder: Pinnacle Public Finance, Inc.

Credit Enhancement: None

Agents

Bond Registrar and Paying Agent: The City's Director of Finance.

Ratings: Not Rated

Optional Redemption

The Series 2011B Bond is subject to optional prepayment by the City upon ten (10) days prior notice to the bondholder, in whole, but not in part, on any scheduled payment date at the prepayment price equal to one hundred percent (100%) of the principal amount thereof plus accrued interest to the date fixed for prepayment.

Mandatory Sinking Fund Redemption

The Series 2011B Bond is subject to mandatory sinking fund prepayment in part prior to maturity through the application of Amortization Requirements set forth below, at a prepayment price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the prepayment date, on November 1 of each year in the amount of the Amortization Requirement for each year specified below:

<u>Due (November 1)</u>	<u>Amortization Requirement</u>	<u>Due (November 1)</u>	<u>Amortization Requirement</u>
2013	\$ 346,000	2016	\$ 372,000
2014	354,000	2017	382,000
2015	363,000	2018*	391,000

*Final Maturity

\$2,546,000

**CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION BOND, SERIES 2011B**

Summary of Remaining Debt Service Requirements

Bond Year Ending November 1	Interest Rate	Principal	Interest	Total
2013	2.450%	\$ 346,000	\$ 49,858	\$ 395,858
2014	2.450	354,000	41,283	395,283
2015	2.450	363,000	32,499	395,499
2016	2.450	372,000	23,496	395,496
2017	2.450	382,000	14,259	396,259
2018	2.450	391,000	4,790	395,790
		\$ 2,208,000	\$ 166,184	\$ 2,374,184

\$14,015,000
CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION REFUNDING BOND, SERIES 2010A

Dated: October 29, 2010

Purpose

The Series 2010A Bond was issued to provide funds, together with any other moneys that may be legally available for such purpose, to (i) prepay in full the City's Special Obligation Refunding Bond, Series 2008A and (ii) pay the costs of issuance of the Series 2010A Bond.

Security

The Series 2010A Bond is secured by a pledge of the City's legally available non-ad valorem tax revenues and by the City's covenant to budget and appropriate.

Form

\$14,015,000 Special Obligation Refunding Bond, Series 2010A due September 1, 2020. The Series 2010A Bond was issued only in fully registered form. Interest on the Series 2010A Bond is payable semi-annually on each March 1 and September 1.

Bondholder: Branch Banking & Trust Company

Credit Enhancement: None

Agents

Bond Registrar and Paying Agent: The City's Director of Finance.

Ratings: Not Rated

Optional Redemption

The Series 2010A Bond is subject to optional prepayment by the City upon ten (10) days prior notice to the bondholder, in whole, but not in part, on any scheduled payment date at the prepayment price equal to one hundred one percent (101%) of the principal amount thereof or the portion thereof to be redeemed, plus accrued interest to the date fixed for prepayment.

Mandatory Sinking Fund Redemption

The Series 2010A Bond is subject to mandatory sinking fund prepayment in part prior to maturity through the application of Amortization Requirements set forth below, at a prepayment price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the prepayment date, on September 1 of each year in the amount of the Amortization Requirement for each year specified below:

<u>Due</u> <u>(September 1)</u>	<u>Amortization</u> <u>Requirement</u>	<u>Due</u> <u>(September 1)</u>	<u>Amortization</u> <u>Requirement</u>
2014	\$ 1,214,100	2018	\$ 1,336,500
2015	1,243,700	2019	1,246,900
2016	1,273,900	2020*	1,277,200
2017	1,304,800		

*Final Maturity

\$14,015,000
CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION REFUNDING BOND, SERIES 2010A

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Interest Rate	Principal	Interest	Total
2014	2.430%	\$ 1,214,100	\$ 216,200	\$ 1,430,300
2015	2.430	1,243,700	186,697	1,430,397
2016	2.430	1,273,900	156,475	1,430,375
2017	2.430	1,304,800	125,519	1,430,319
2018	2.430	1,336,500	93,813	1,430,313
2019	2.430	1,246,900	61,336	1,308,236
2020	2.430	1,277,200	31,036	1,308,236
		\$ 8,897,100	\$ 871,075	\$ 9,768,175

\$10,095,000
CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION REFUNDING BOND, SERIES 2010B

Dated: October 29, 2010

Purpose

The Series 2010B Bond was issued to (i) provide funds, together with any other moneys that may be legally available for such purpose, to refinance and pay at maturity the principal of and interest on the City's Special Obligation Note, Series 2008B and (ii) pay the costs of issuance of the Series 2010B Bond.

Security

The Series 2010B Bond is secured by a pledge of the City's legally available non-ad valorem tax revenues and by the City's covenant to budget and appropriate.

Form

\$10,095,000 Special Obligation Refunding Bond, Series 2010B due September 1, 2022. The Series 2010B Bond was issued only in fully registered form. Interest on the Series 2010B Bond is payable semi-annually on each March 1 and September 1.

Bondholder: Branch Banking & Trust Company

Credit Enhancement: None

Agents

Bond Registrar and Paying Agent: The City's Director of Finance.

Ratings: Not Rated

Optional Redemption

The Series 2010B Bond is subject to optional prepayment by the City upon ten (10) days prior notice to the bondholder, in whole, but not in part, on any scheduled payment date at the prepayment price equal to one hundred one percent (101%) of the principal amount thereof or the portion thereof to be redeemed, plus accrued interest to the date fixed for prepayment.

Mandatory Sinking Fund Redemption

The Series 2010B Bond is subject to mandatory sinking fund prepayment in part prior to maturity through the application of Amortization Requirements set forth below, at a prepayment price equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to the prepayment date, on September 1 of each year in the amount of the Amortization Requirement for each year specified below:

<u>Due (September 1)</u>	<u>Amortization Requirement</u>	<u>Due (September 1)</u>	<u>Amortization Requirement</u>
2014	\$ 781,300	2019	\$ 890,900
2015	802,100	2020	914,600
2016	823,400	2021	938,900
2017	845,300	2022*	936,900
2018	867,800		

*Final Maturity

\$10,095,000

**CITY OF FORT LAUDERDALE, FLORIDA
SPECIAL OBLIGATION REFUNDING BOND, SERIES 2010B**

Summary of Remaining Debt Service Requirements

Bond Year Ending September 1	Interest Rate	Principal	Interest	Total
2014	2.660%	\$ 781,300	\$ 208,230	\$ 989,530
2015	2.660	802,100	187,448	989,548
2016	2.660	823,400	166,112	989,512
2017	2.660	845,300	144,209	989,509
2018	2.660	867,800	121,724	989,524
2019	2.660	890,900	98,641	989,541
2020	2.660	914,600	74,943	989,543
2021	2.660	938,900	50,614	989,514
2022	2.660	963,900	25,640	989,540
		\$ 7,828,200	\$ 1,077,561	\$ 8,905,761

OTHER DEBT FINANCING

State Revolving Fund Loans

In addition to the issuance of Bonds, in connection with improvements to the Water and Sewer System, the City has borrowed funds from the State of Florida revolving loan program (the "SRF"). Although not currently contemplated, the City may obtain additional SRF loans for capital needs in the future. Such SRF loans have not been incurred by the City, and are not expected to be incurred by the City in the future, as Additional Bonds or Alternative Parity Debt under the Resolution authorizing the issuance of Bonds for the Water and Sewer System. As a result, such SRF loans are currently, and if obtained in the future are expected to be, payable from and secured by Net Revenues on a basis that is junior and subordinate to the pledge of and lien on Net Revenues in favor of the Bonds or Alternative Parity Debt issued, or to be issued, under the Resolution authorizing the issuance of Bonds for the Water and Sewer System.

The City began borrowing funds through the SRF loan program in 2003. The SRF program has lending rates that are approximately fifty-five percent (55%) of the average for the municipal bond cost index. The below market rate makes this financing source attractive though there are additional administrative costs associated with the SRF loan program. The SRF source of funding has been limited because of demand and other circumstances beyond the City's control. The City maximized its use of this funding source, which is projected to result in reduced costs of approximately \$30 million over the life of the loans when compared to revenue bonds. The City has executed SRF loan agreements totaling almost \$104 million, with approximately \$102 million available for capital improvement funding, of which nearly all available funds have been expended. An average annual debt service of approximately \$6.0 million for the total SRF loans outstanding is payable by the City through FY 2028.



THIS PAGE INTENTIONALLY LEFT BLANK

APPENDIX A – GLOSSARY

"Amortization Requirements" shall mean the amounts required to be deposited in the Redemption Subaccount for any Series of Bonds for the purpose of redeeming prior to their maturity and paying at their maturity the Term Bonds of any Series, the specific amounts and times of such deposits to be determined by the City Commission in a Series Resolution relating to such Series of Bonds.

"Bond Registrar" shall mean either the City or a bank or trust company, either within or without the State of Florida, designated as such by the City Commission in the Series Resolution relating to a Series of Bonds, which shall perform such functions as Bond Registrar and paying agent as required by the Bond Resolution.

"Bondholders" or "Holders" shall mean the registered owners of the Bonds.

"City" shall mean the City of Fort Lauderdale, Florida.

"City Commission" shall mean the City Commission of the City or any successor commission, council, board or body in which the general legislative power of the City shall be vested.

"City Manager" shall mean the City Manager of the City or his or her designee or the officer succeeding to his or her principal functions.

"DAC" acts as disclosure dissemination agent for issuers of municipal bonds, electronically posting and transmitting information to repositories and investors alike.

"DTC" shall mean The Depository Trust Company, New York, New York.

"Fiscal Year" shall mean the period commencing on the first day of October and ending on the last day of September of the following year, as the same may be amended from time to time to conform to the fiscal year of the City.

"Fitch" shall mean Fitch Ratings, Inc., a corporation organized and existing under the laws of the State of New York, its successors and their assigns, and, if such corporation shall for any reason no longer perform the functions of a securities rating agency, "Fitch" shall be deemed to refer to any other nationally recognized securities rating agency designated by the City.

"Mayor" shall mean the Mayor of the City, or in his or her absence, the Vice Mayor of the City, or the officer succeeding to his or her principal functions.

"Moody's Investors Service" or "Moody's" shall mean Moody's Investors Service, Inc., a corporation organized and existing under the laws of the State of Delaware, its successors and their assigns, and, if for any reason such corporation shall no longer perform the functions of a securities rating agency, "Moody's Investors Services" shall be deemed to refer to any other nationally recognized securities rating agency designated by the City.

"Net Revenues" for any particular period shall mean the amount of the excess of the Revenues for such period over the Current Expenses for such period.

"OPEB" shall mean Other Post-Employment Benefits.

"Rating Agencies" shall mean each of Moody's Investors Service, Standard & Poor's and Fitch, to the extent that Moody's Investors Service, Standard & Poor's and Fitch then have ratings issued and outstanding in respect of any Bonds.

"Reserve Account Insurance Policy" shall mean an insurance policy, surety bond or other acceptable evidence of insurance, if any, maintained by the City in lieu of or in partial substitution for cash or securities on deposit in the Reserve Account for any Bonds, provided that the entity providing such facility is, at the time of so providing, of sufficient credit quality to entitle debt backed by its facility to be rated in one of the two highest rating categories (without regard to any gradations within such categories) by each of the Rating Agencies.

"Reserve Account Letter of Credit" shall mean an irrevocable, transferable letter of credit, if any, maintained by the City in lieu of or in partial substitution for cash or securities on deposit in the Reserve Account for any Bonds, provided that the entity providing such facility is, at the time of so providing, of sufficient credit quality to entitle debt backed by its facility to be rated in one of the two highest rating categories (without regard to any gradations within such categories) by each of the Rating Agencies.

"Reserve Account Requirement" shall mean an amount equal to the lesser of (i) the Maximum Principal and Interest Requirements for all Outstanding Bonds, (ii) 125% of the average annual Principal and Interest Requirements for all Outstanding Bonds and (iii) 10% of the original proceeds (within the meaning of the Code) of all Series of Bonds Outstanding; provided that, if the Series Resolution corresponding to a Series of Bonds provides for the establishment of a separate subaccount in the Reserve Account to secure only such Series of Bonds (with such Series of Bonds having no claim on the other moneys deposited to the credit of the Reserve Account), the Reserve Account Requirement for such Series of Bonds shall be calculated as set forth in the corresponding Series Resolution. The City shall be permitted to provide all or a portion of the Reserve Account Requirement by the execution and delivery of a Reserve Account Insurance Policy or a Reserve Account Letter of Credit or other similar arrangement which, after its issuance and delivery, will permit the Bond Registrar to receive the full amount covered by such arrangement without further conditions, financial or otherwise.

"Standard & Poor's" shall mean Standard & Poor's Ratings Services, a Division of McGraw-Hill Corporation Investors Services, a corporation organized and existing under the laws of the State of New York, its successors and their assigns, and, if such corporation shall for any reason no longer perform the functions of a securities rating agency, "Standard & Poor's" shall be deemed to refer to any other nationally recognized securities rating agency designated by the City.

"State Revolving Fund" shall mean the state revolving loan fund established by the State of Florida under the Federal Clean Water Act.

"Term Bonds" shall mean the Bonds of a Series so designated in the Series Resolution for such Bonds.

"Water and Sewer System" shall mean the combined water and sewer system for the supply, treatment and distribution of water and for the collection, transmission, treatment and disposal of sewage, owned and/or operated by the City or on its behalf, together with any Separate Systems consolidated with the Water and Sewer System.



FORT LAUDERDALE CITY COMMISSION

Mayor John P. "Jack" Seiler

Vice Mayor Romney Rogers, District IV

Commissioner Bruce G. Roberts, District I

Commissioner Dean J. Trantalis, District II

Commissioner Bobby B. DuBose, District III

Lee R. Feldman, City Manager

If you would like this publication in an alternate format (large print or audio tape), please contact the Public Information Office at (954) 828-4746 or webmaster@fortlauderdale.gov.