

CREDIT OPINION

9 April 2019



Contacts

Grayson Nichols +1.214.979.6851

VP-Senior Analyst

grayson.nichols@moodys.com

Roger S Brown +1.214.979.6840 VP-Senior Analyst/Manager roger.brown@moodys.com

CLIENT SERVICES

Americas 1-212-553-1653
Asia Pacific 852-3551-3077
Japan 81-3-5408-4100
EMEA 44-20-7772-5454

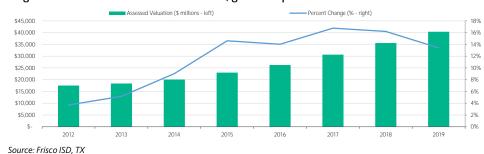
Frisco Independent School District, TX

Update to credit analysis

Summary

<u>Frisco ISD</u>'s (Aa1 stable) credit profile benefits from its large and diverse tax base located in the Dallas-Fort Worth metro area that continues to expand at a rapid pace, strong wealth and resident income indices, as well as healthy reserve position after a trend of surplus operations driven by strong management and conservative budgeting. Challenges of the profile include a high debt burden with additional borrowing plans, which are both attributable to ongoing rapid student enrollment growth.

Large tax base has doubled since fiscal 2014; growth expected to continue



Credit strengths

- » Large, affluent tax base in rapidly growing Dallas-Fort Worth metropolitan area
- » Healthy reserves after long trend of surplus operations
- » Strong management and conservative budgeting

Credit challenges

- » High debt burden
- » Significant additional borrowing plans
- » Slow principal amortization

Rating outlook

The stable outlook reflects the expectation that the district's financial operations and reserves will remain healthy over the next several years given strong proactive management.

In addition, continued growth is expected in the district's tax base given new development, an affluent population, and its location within a growing metropolitan area.

Factors that could lead to an upgrade

- » Substantial decrease in debt burden
- » Continuing trend of materially improved reserves alongside a growing budget

Factors that could lead to a downgrade

- » Additional borrowing without corresponding tax base growth
- » Significant tax base contraction
- » Erosion of available reserves

Key indicators

Exhibit 2

Frisco Independent School District, TX	2014	2015	2016	2017	2018
Economy/Tax Base					
Total Full Value (\$000)	\$20,072,774	\$23,005,772	\$26,230,140	\$30,621,651	\$35,570,550
Population	184,480	195,013	206,200	229,282	256,078
Full Value Per Capita	\$108,807	\$117,970	\$127,207	\$133,555	\$138,905
Median Family Income (% of US Median)	175.9%	179.6%	179.6%	179.6%	179.6%
Finances					
Operating Revenue (\$000)	\$447,819	\$486,700	\$565,925	\$616,707	\$674,449
Fund Balance (\$000)	\$162,526	\$171,878	\$208,748	\$239,859	\$299,879
Cash Balance (\$000)	\$199,257	\$207,235	\$232,099	\$282,430	\$343,940
Fund Balance as a % of Revenues	36.3%	35.3%	36.9%	38.9%	44.5%
Cash Balance as a % of Revenues	44.5%	42.6%	41.0%	45.8%	51.0%
Debt/Pensions					
Net Direct Debt (\$000)	\$1,589,668	\$1,846,898	\$1,937,849	\$1,996,272	\$1,993,666
3-Year Average of Moody's ANPL (\$000)	\$213,259	\$238,368	\$292,135	\$362,072	\$416,700
Net Direct Debt / Full Value (%)	7.9%	8.0%	7.4%	6.5%	5.6%
Net Direct Debt / Operating Revenues (x)	3.5x	3.8x	3.4x	3.2x	3.0x
Moody's - adjusted Net Pension Liability (3-yr average) to Full Value (%)	1.1%	1.0%	1.1%	1.2%	1.2%
Moody's - adjusted Net Pension Liability (3-yr average) to Revenues (x)	0.5x	0.5x	0.5x	0.6x	0.6x

Operating Revenues, Fund Balance, and Cash Balance are the General and Debt Service Funds Combined Source: Frisco ISD, TX; Moody's Investors Service

Profile

Frisco Independent School District is located approximately 25 miles north of the <u>City of Dallas</u> (A1 stable), in <u>Collin</u> and <u>Denton</u> counties (each Aaa stable) and mainly serves the <u>City of Frisco</u> (Aaa stable). The district provides comprehensive education for students from pre-kindergarden through 12th grade. Fiscal 2019 enrollment is 60,581 students.

This publication does not announce a credit rating action. For any credit ratings referenced in this publication, please see the ratings tab on the issuer/entity page on www.moodys.com for the most updated credit rating action information and rating history.

Detailed credit considerations

Economy and tax base: favorable Dallas metroplex location and corporate presence fuels rapid growth

The district's tax base is expected to continue to experience strong growth over the medium term given ongoing development and its favorable location. Growing corporate presence and access to employment centers throughout the metroplex has fueled rapid tax base growth. Taxable assessed values (TAV) have doubled since fiscal 2014 to \$40.4 billion in fiscal 2019. While growth slowed down during the most recent recession, taxable values increased an average of 15% annually over the last five years, with 13.4% growth in fiscal 2019. Taxpayer concentration is modest, with the top ten taxpayers accounting for 4.8% of taxable values.

Annual tax base growth is expected to continue at a slower, but still strong pace over the medium term because of continued commercial and residential development. The recent completion of the new Dallas Cowboys corporate headquarters and relocation of Toyota Motor Corporation's (Aa3 stable) North American headquarters to the City of Plano (Aaa stable) will continue to spur additional commercial development in the area. In addition, the district will benefit from the near-term relocation of the Professional Golfers' Association of America's headquarters. The relocation is expected to be accompanied by multiple golf courses, a 500 room hotel and conference center, as well as other mixed-used developments.

Per the US Census, the district's population has grown 323% in one decade to 163,063 in 2010. By 2018, population was estimated to have reached 285,933, or a significant 75.3% increase since the last census. The district's residential income indices are strong with the 2017 median family income equivalent to 178.9% of the nation (American Community Survey). The district's rapid enrollment growth (5.7% five-year average annual growth rate), attributed to the large population inflow, is expected to continue in the near term. In fiscal 2019, enrollment grew by 3.6% to 60,581 students and management expects to add roughly 1,800 students annually over the next several years. Ongoing enrollment growth is expected to continue the trend of significant capital needs and debt issuances over the medium term.

Financial operations and reserves: stable operations and healthy reserves

Strong financial management demonstrated by a trend of surplus operations and robust budgeting and planning will continue supporting the district's healthy financial position. The district recently increased its target for minimum general fund reserves to 20% from 15% of annual expenditures. Despite increasing costs from rapid enrollment growth, the district has consistently exceeded the 20% target.

Since fiscal 2012, the district has favorably generated seven consecutive operating surpluses adding roughly \$120 million to total general fund balance. Fiscal year 2018 audited statements exhibited a sizeable \$29.6 million surplus, increasing the total general fund balance to \$162.8 million, or a healthy 32% of revenues. The surplus was driven by additional state-aid revenues driven by strong student enrollment and positive expenditure variances. Fiscal 2018 general fund operations were primarily funded by local property taxes (76.3%) and state revenues (23.2%). Inclusive of the district's debt service fund, operating fund balance totaled \$240.8 million, or a healthy 39% of total revenues.

After a successful tax ratification election in November 2018, the district anticipates a sizable surplus in fiscal 2019 similar to the prior year given the additional tax revenue. The increase in the maintenance and operations levy to \$11.70 per \$1,000 of assessed value, which is the statutory limit, boosted tax revenues by approximately \$45 million. The district expects to net roughly \$30 million of that increase with the remaining \$15 million being recaptured by the state. If realized, the surplus would increase total general fund balance to roughly \$197 million, or a solid 36.6% of budgeted revenues.

Given the district's strong wealth-per-student trajectory, chapter 41 (or wealth recapture) payments are expected to increase to approximately \$50 million for fiscal 2020, which reduces some of the district's financial flexibility. Despite this growing pressure, management plans to adopt balanced budgets, and we anticipate the district to maintain healthy reserves in line within targeted amounts over the long term.

LIQUIDITY

At the end of fiscal 2018, general fund cash of \$206.9 million represented 40.7% of revenues. Inclusive of the district's debt service fund, liquidity totaled \$343.9 million, or a strong 51% of total revenues. No significant draws or decreases in liquidity are anticipated in the near-term, and cash levels will likely remain healthy over the near term.

Debt and pensions: high debt burden with additional capital needs

Given plans for additional near term borrowing and slow principal amortization, the district's debt burden will remain high as enrollment growth continues to drive the district's capital needs. Inclusive of the current issuance, the district's very high net direct debt burden (5% of fiscal 2019 TAV) reflects the rapid enrollment growth which has required consistent debt issuances to finance the construction and expansion of district facilities. The district's \$2.70 per \$1,000 of AV tax rate as well as Tax Increment Financing revenues are projected to be sufficient to service the district's current debt service levels.

Post sale, the district will have \$711 million in authorized, unissued debt. Management reports plans to continue to issue annually, but will reevaluate plans if enrollment growth subsides. Future reviews will focus on the relationship between outstanding debt and assessed value as both grow. Significant additional borrowing absent corresponding growth in full value, or debt structures with significantly ascending debt service schedules, could negatively affect the district's credit quality.

DEBT STRUCTURE

All of the district's \$2 billion in debt is fixed rate and amortizes over the long term. Principal amortization is slow with only 30% retired in the next ten years.

DEBT-RELATED DERIVATIVES

The district is not party to any interest rate swaps or other derivative agreements.

PENSIONS AND OPEB

The district participates in the Texas Teachers Retirement System (TRS) pension plan, where the State of Texas makes the majority of the employer pension contributions on behalf of districts annually. Given this support, budgetary pressure associated with the plan is expected to remain minimal in the near term despite a recent reduction of the plan's assumed rate of investment return to 7.25% from 8.00%. Discount rate reductions typically signal future contribution increases, which can lead to potential budgetary pressure (see "Lower investment return assumption for Texas' teacher pensions is positive, but signals likely cost hikes" for more information).

Moody's adjusted net pension liability (ANPL) for the district, under our methodology for adjusting reported pension data, is \$455 million. This liability is equal to a manageable 0.7 times annual operating revenues in fiscal 2018, including the general and debt service funds. The three-year average of the district's ANPL to operating revenues is 0.6 times and 1.2% of the district's full valuation.

Moody's ANPL reflects certain adjustments we make to improve comparability of reported pension liabilities. The adjustments are not intended to replace the district's reported contribution information, or the reported liability information of the state-wide cost-sharing plans, but to improve comparability with other rated entities.

Total fixed costs including debt service, pension contributions, and OPEB were an elevated 22.1% of fiscal 2018 operating revenues. Annual debt service expenditures alone represented a significant 20.2% of operating revenues. The fixed cost burden would increase slightly to 22.4% of revenues if the district were to make its "tread water" payment, which highlights the district's underfunding of pension contributions of 0.3% of operating revenues (\$1.5 million) in fiscal 2018. The "tread water" indicator measures the annual government contributions required to prevent reported net pension liabilities from growing, under reported assumptions.

Management and governance: conservative management team

The district is governed by a seven-member board of trustees. The board performs policy- making and supervisory functions and delegates administrative responsibilities to the superintendent of schools, who is the chief administrative officer of the district. The district benefits from strong financial management reflected in consistent operating surpluses, conservative budgeting and robust reserves.

Texas School Districts have an Institutional Framework score of Aa, which is high compared to the nation. Institutional Framework scores measure a sector's legal ability to increase revenues and decrease expenditures. Property taxes, one of the sector's major revenue sources is subject to a cap of \$10.40 per 1,000 of assessed value, which can be overriden at the local level to \$11.70 (with voter approval). The voter approved levy override provides for additional revenue-raising flexibility. Unpredictable revenue fluctuations tend to be minor, or under 5% annually. Across the sector, fixed and mandated costs are generally greater than 25% of expenditures. Texas is a Right to Work state, providing significant expenditure-cutting ability. Unpredictable expenditure fluctuations tend to be minor, under 5% annually.

© 2019 Moody's Corporation, Moody's Investors Service, Inc., Moody's Analytics, Inc. and/or their licensors and affiliates (collectively, "MOODY'S"). All rights reserved.

CREDIT RATINGS ISSUED BY MOODY'S INVESTORS SERVICE, INC. AND ITS RATINGS AFFILIATES ("MIS") ARE MOODY'S CURRENT OPINIONS OF THE RELATIVE FUTURE CREDIT RISK OF ENTITIES, CREDIT COMMITMENTS, OR DEBT-LIKE SECURITIES, AND MOODY'S PUBLICATIONS MAY INCLUDE MOODY'S CURRENT OPINIONS OF THE RELATIVE FUTURE CREDIT RISK OF ENTITIES, CREDIT COMMITMENTS, OR DEBT-LIKE SECURITIES, MOODY'S DEFINES CREDIT RISK AS THE RISK THAT AN ENTITY MAY NOT MEET ITS CONTRACTUAL FINANCIAL OBLIGATIONS AS THEY COME DUE AND ANY ESTIMATED FINANCIAL LOSS IN THE EVENT OF DEFAULT OR IMPAIRMENT. SEE MOODY'S RATING SYMBOLS AND DEFINITIONS PUBLICATION FOR INFORMATION ON THE TYPES OF CONTRACTUAL FINANCIAL OBLIGATIONS ADDRESSED BY MOODY'S RATINGS. CREDIT RATINGS DO NOT ADDRESS ANY OTHER RISK, INCLUDING BUT NOT LIMITED TO: LIQUIDITY RISK, MARKET VALUE RISK, OR PRICE VOLATILITY. CREDIT RATINGS AND MOODY'S OPINIONS INCLUDED IN MOODY'S PUBLICATIONS ARE NOT STATEMENTS OF CURRENT OR HISTORICAL FACT. MOODY'S PUBLICATIONS MAY ALSO INCLUDE QUANTITATIVE MODEL-BASED ESTIMATES OF CREDIT RISK AND RELATED OPINIONS OR COMMENTARY PUBLISHED BY MOODY'S ANALYTICS, INC. CREDIT RATINGS AND MOODY'S PUBLICATIONS ON ON TON STITUTE OR PROVIDE INVESTMENT OR FINANCIAL ADVICE, AND CREDIT RATINGS AND MOODY'S PUBLICATIONS ARE NOT AND DO NOT PROVIDE RECOMMENDATIONS TO PURCHASE, SELL, OR HOLD PARTICULAR SECURITIES. NEITHER CREDIT RATINGS NOR MOODY'S PUBLICATIONS WITH THE EXPECTATION AND UNDERSTANDING THAT EACH INVESTOR WILL, WITH DUE CARE, MAKE ITS OWN STUDY AND EVALUATION OF EACH SECURITY THAT IS UNDER CONSIDERATION FOR PURCHASE, HOLDING, OR SALE.

MOODY'S CREDIT RATINGS AND MOODY'S PUBLICATIONS ARE NOT INTENDED FOR USE BY RETAIL INVESTORS AND IT WOULD BE RECKLESS AND INAPPROPRIATE FOR RETAIL INVESTORS TO USE MOODY'S CREDIT RATINGS OR MOODY'S PUBLICATIONS WHEN MAKING AN INVESTMENT DECISION. IF IN DOUBT YOU SHOULD CONTACT YOUR FINANCIAL OR OTHER PROFESSIONAL ADVISER. ALL INFORMATION CONTAINED HEREIN IS PROTECTED BY LAW, INCLUDING BUT NOT LIMITED TO, COPYRIGHT LAW, AND NONE OF SUCH INFORMATION MAY BE COPIED OR OTHERWISE REPRODUCED, REPACKAGED, FURTHER TRANSMITTED, TRANSFERRED, DISSEMINATED, REDISTRIBUTED OR RESOLD, OR STORED FOR SUBSEQUENT USE FOR ANY SUCH PURPOSE, IN WHOLE OR IN PART, IN ANY FORM OR MANNER OR BY ANY MEANS WHATSOEVER, BY ANY PERSON WITHOUT MOODY'S PRIOR WRITTEN CONSENT.

CREDIT RATINGS AND MOODY'S PUBLICATIONS ARE NOT INTENDED FOR USE BY ANY PERSON AS A BENCHMARK AS THAT TERM IS DEFINED FOR REGULATORY PURPOSES AND MUST NOT BE USED IN ANY WAY THAT COULD RESULT IN THEM BEING CONSIDERED A BENCHMARK.

All information contained herein is obtained by MOODY'S from sources believed by it to be accurate and reliable. Because of the possibility of human or mechanical error as well as other factors, however, all information contained herein is provided "AS IS" without warranty of any kind. MOODY'S adopts all necessary measures so that the information it uses in assigning a credit rating is of sufficient quality and from sources MOODY'S considers to be reliable including, when appropriate, independent third-party sources. However, MOODY'S is not an auditor and cannot in every instance independently verify or validate information received in the rating process or in preparing the Moody's publications.

To the extent permitted by law, MOODY'S and its directors, officers, employees, agents, representatives, licensors and suppliers disclaim liability to any person or entity for any indirect, special, consequential, or incidental losses or damages whatsoever arising from or in connection with the information contained herein or the use of or inability to use any such information, even if MOODY'S or any of its directors, officers, employees, agents, representatives, licensors or suppliers is advised in advance of the possibility of such losses or damages, including but not limited to: (a) any loss of present or prospective profits or (b) any loss or damage arising where the relevant financial instrument is not the subject of a particular credit rating assigned by MOODY'S.

To the extent permitted by law, MOODY'S and its directors, officers, employees, agents, representatives, licensors and suppliers disclaim liability for any direct or compensatory losses or damages caused to any person or entity, including but not limited to by any negligence (but excluding fraud, willful misconduct or any other type of liability that, for the avoidance of doubt, by law cannot be excluded) on the part of, or any contingency within or beyond the control of, MOODY'S or any of its directors, officers, employees, agents, representatives, licensors or suppliers, arising from or in connection with the information contained herein or the use of or inability to use any such information.

NO WARRANTY, EXPRESS OR IMPLIED, AS TO THE ACCURACY, TIMELINESS, COMPLETENESS, MERCHANTABILITY OR FITNESS FOR ANY PARTICULAR PURPOSE OF ANY CREDIT RATING OR OTHER OPINION OR INFORMATION IS GIVEN OR MADE BY MOODY'S IN ANY FORM OR MANNER WHATSOEVER.

Moody's Investors Service, Inc., a wholly-owned credit rating agency subsidiary of Moody's Corporation ("MCO"), hereby discloses that most issuers of debt securities (including corporate and municipal bonds, debentures, notes and commercial paper) and preferred stock rated by Moody's Investors Service, Inc. have, prior to assignment of any rating, agreed to pay to Moody's Investors Service, Inc. for ratings opinions and services rendered by it fees ranging from \$1,000 to approximately \$2,700,000. MCO and MIS also maintain policies and procedures to address the independence of MIS's ratings and rating processes. Information regarding certain affiliations that may exist between directors of MCO and rated entities, and between entities who hold ratings from MIS and have also publicly reported to the SEC an ownership interest in MCO of more than 5%, is posted annually at www.moodys.com under the heading "Investor Relations — Corporate Governance — Director and Shareholder Affiliation Policy."

Additional terms for Australia only: Any publication into Australia of this document is pursuant to the Australian Financial Services License of MOODY'S affiliate, Moody's Investors Service Pty Limited ABN 61 003 399 657AFSL 336969 and/or Moody's Analytics Australia Pty Ltd ABN 94 105 136 972 AFSL 383569 (as applicable). This document is intended to be provided only to "wholesale clients" within the meaning of section 761G of the Corporations Act 2001. By continuing to access this document from within Australia, you represent to MOODY'S that you are, or are accessing the document as a representative of, a "wholesale client" and that neither you nor the entity you represent will directly or indirectly disseminate this document or its contents to "retail clients" within the meaning of section 761G of the Corporations Act 2001. MOODY'S credit rating is an opinion as to the creditworthiness of a debt obligation of the issuer, not on the equity securities of the issuer or any form of security that is available to retail investors.

Additional terms for Japan only: Moody's Japan K.K. ("MJKK") is a wholly-owned credit rating agency subsidiary of Moody's Group Japan G.K., which is wholly-owned by Moody's Overseas Holdings Inc., a wholly-owned subsidiary of MCO. Moody's SF Japan K.K. ("MSFJ") is a wholly-owned credit rating agency subsidiary of MJKK. MSFJ is not a Nationally Recognized Statistical Rating Organization ("NRSRO"). Therefore, credit ratings assigned by MSFJ are Non-NRSRO Credit Ratings. Non-NRSRO Credit Ratings are assigned by an entity that is not a NRSRO and, consequently, the rated obligation will not qualify for certain types of treatment under U.S. laws. MJKK and MSFJ are credit rating agencies registered with the Japan Financial Services Agency and their registration numbers are FSA Commissioner (Ratings) No. 2 and 3 respectively.

MJKK or MSFJ (as applicable) hereby disclose that most issuers of debt securities (including corporate and municipal bonds, debentures, notes and commercial paper) and preferred stock rated by MJKK or MSFJ (as applicable) have, prior to assignment of any rating, agreed to pay to MJKK or MSFJ (as applicable) for ratings opinions and services rendered by it fees ranging from JPY125,000 to approximately JPY250,000,000.

MJKK and MSFJ also maintain policies and procedures to address Japanese regulatory requirements.

REPORT NUMBER

1169313

U.S. PUBLIC FINANCE MOODY'S INVESTORS SERVICE

Contacts

Grayson Nichols VP-Senior Analyst grayson.nichols@moodys.com +1.214.979.6851

Roger S Brown VP-Senior Analyst/ Manager roger.brown@moodys.com

+1.214.979.6840

Americas 1-212-553-1653 Asia Pacific 852-3551-3077

EMEA

CLIENT SERVICES

Japan

44-20-7772-5454

81-3-5408-4100

