

INVESTMENT POLICY

I. SCOPE

This policy is developed in accordance with the Public Funds Investment Act of 1987 as amended (the Act). This investment policy applies to all investment activities of the City of Midland. This policy serves to satisfy the statutory requirements to define and adopt a formal investment policy. This policy is to be used in conjunction with the Act to prescribe the investment activities of the City of Midland.

FUNDS INCLUDED:

All financial assets of all funds of the City of Midland, Texas at the present time and any funds to be created in the future shall be administered in accordance with the provisions of the Act and this policy. For investment purposes, all funds of the City shall be combined in a common pool, placed in a segregated fund, or placed with external manager(s), except as provided by applicable federal or state statute, City ordinance, or other law. In the common pool(s), investment earnings (losses) shall be proportionately allocated according to the source of funds.

FUNDS EXCLUDED:

None

II. STRATEGY AND OBJECTIVES

The following objectives apply to both the common pool or discrete funds. The primary investment strategy for segregation of funds from the common pool is to further insure liquidity, i.e. bond funds for capital projects. Other funds with reduced liquidity needs may be segregated for longer term investments, i.e. for bond reserve funds. Separate fund segregation may be done to satisfy other ordinance or statute provisions.

The basic strategy, to be reviewed not less than quarterly, is to concentrate the portfolio(s) with shorter average maturity in periods of rising rates and consider longer maturities as rates fall.

The strategy to maintain most of the total portfolio in the common fund is to provide greater investment flexibility and enhance liquidity compared to small individual funds.

SUITABILITY and the PUBLIC TRUST:

All participants in the investment process shall act responsibly as custodians of the public trust, and they shall avoid any transactions that might impair public confidence. Investments shall be made not for speculation but for safety of capital, liquidity, as well as the probable income to be derived, taking not only the individual transaction but the portfolio as a whole into consideration.

SAFETY:

The primary objective of the City's investment policy is the preservation of capital. Each investment transaction shall seek to avoid capital losses from securities defaults and/or

INVESTMENT POLICY (continued)

II. STRATEGY AND OBJECTIVES (continued)

SAFETY: (continued)

erosion of market value. The market value of each investment shall be determined monthly based upon the last market day of the month from the Wall Street Journal or Bloomberg service where required. These valuations will be a part of the quarterly reports submitted annually to an independent auditor.

LIQUIDITY AND MARKETABILITY:

The City's investment portfolio(s) will remain sufficiently liquid to enable the City to meet operating requirements that might be reasonably anticipated. Liquidity shall be achieved by matching investment maturities with forecasted cash flow requirements. Liquidity and marketability will be ensured by investing in securities with active secondary markets.

DIVERSIFICATION:

The City's investment portfolio(s) shall be diversified by type of investment and maturities to reduce risks resulting from undue investment concentration.

Funds held for future capital projects shall be invested in securities that can be reasonably expected to produce sufficient income to offset inflationary construction cost increases. However, such funds shall never be exposed to market price risks or default risks that would jeopardize the assets available to accomplish their stated objective, or be invested in a manner inconsistent with applicable federal and state regulations.

YIELD:

The City's investment portfolio shall be structured with the objective of equaling or exceeding the rate of return on three month U.S. Treasury Bills. The investment program shall seek to augment returns above this threshold consistent with the Strategy and Objectives and Eligible Investments identified herein.

ACTIVE PORTFOLIO MANAGEMENT:

The City intends to pursue a moderately active versus a passive portfolio management philosophy. Securities may be sold before they mature if market conditions present an opportunity for the City to benefit from the transaction.

DELEGATION:

Management responsibility for the investment program is hereby delegated to the Treasurer of the City of Midland, or in his absence, Assistant Treasurer, or such other person specifically designated by the Treasurer. Day-to-day securities transactions will be done by the Investments Manager with coordination of the Treasurer. To insure internal control and integrity of each investment made under this policy, the City Manager, Deputy City Manager, or the City Attorney, shall review investment transactions within seven days.

INVESTMENT POLICY (continued)

III. RESPONSIBILITY AND CONTROL (continued)

DELEGATION (continued)

The Finance and Audit Committee, composed of at least two City Council Members, the Treasurer, and the City Manager, shall meet, as a minimum, quarterly to review general investment strategies and investment results. The Finance and Audit Committee shall provide and keep minutes of its meetings relating to this investment policy. The Finance and Audit Committee shall include in its deliberations such topics as: economic outlook, portfolio diversification, maturity structure, potential risk to the City's funds, authorized brokers and dealers, and the target rate of return on the investment portfolio.

QUARTERLY REPORTS:

The Treasurer shall submit quarterly an investment report on the investment portfolio to the City Manager and Council in accordance with the Act. The report shall present the portfolio's investments including rate of return, beginning market value, additions and changes, and ending market value, and include an appendix that discloses all transactions during the past quarter.

ANNUAL REPORTS:

The Treasurer shall present an annual report of the investment program and investment activity to Council. The annual report shall include a detail of the portfolio, transactions for the year, and recommendations regarding the policy.

CONFLICTS OF INTEREST:

Officers and employees involved in the investment process shall refrain from personal business activity that could conflict with proper execution of the investment program, or which could impair their ability to make impartial investment decisions. Employees and investment officials shall disclose to the City Manager any material financial interest in financial institutions that conduct business within this jurisdiction, and they shall further disclose any large personal financial/investment positions that could be related to the performance of the City's portfolio. Officers and employees shall subordinate their personal investment transactions to those of this jurisdiction, particularly with regard to the timing of purchases and sales.

IV. INVESTMENTS

ELIGIBLE INVESTMENTS:

Assets of funds of the government of the City of Midland may be invested with final stated maturities not to exceed ten years with no more than 30% exceeding seven years, except upon concurrence and written approval of the Director of Finance and City Manager in which case assets with final stated maturities of more than seven years may not exceed 50%, and dollar weighted average portfolio maturity not to exceed five years in:

INVESTMENT POLICY (continued)

IV. INVESTMENTS (continued)

ELIGIBLE INVESTMENTS: (continued)

1. Obligations of the United States or its agencies and instrumentalities:
 - A. United States of America Treasury Securities;
 - B. Farmers Home Administration ("FmHA") obligations backed by the full faith and credit of the United States;
 - C. Federal Home Loan Bank ("FHLBs") obligations;
 - D. Federal National Mortgage Association ("Fannie Mae" or "FNMA") obligations;
 - E. Farm Credit System Obligations;
 - F. Federal Home Loan Mortgage Corporation ("Freddie Mac" or "FHLMC") obligations, i.e. discount notes or debentures;
2. Direct obligations of the State of Texas or its agencies:

Texas State, City, County, or School District General Obligation Bonds with a remaining maturity of ten years or less having been rated as to investment quality by Moody's or Standard and Poor's (nationally recognized investment rating firms) and having received a rating of no less than "A" or its equivalent;
3. Certificates of Deposit issued by state and national banks domiciled in this state:

Certificates of Deposit issued by state and national banks domiciled in this state that are:

 - (1) guaranteed or insured by the Federal Deposit Insurance Corporation, or its successor; or
 - (2) secured by obligations that are described in V.T.C.A., Local Government Code Sections 105.001 et seq;
4. Fully collateralized repurchase agreements having a defined termination date:

Fully collateralized direct repurchase agreements and reverse repurchase agreements having a defined termination date of no more than ninety (90) days from the date such investment is purchased, and secured by obligations of the United States or its agencies and instrumentalities which have a market value of not less than the amount of the funds disbursed and held by a custodian for the City. Repurchase agreements must be purchased through a primary government securities dealer, as defined by the Federal Reserve, or a bank domiciled in Texas; any investments made with funds resulting from a reverse repurchase agreement must mature within the period of the reverse repurchase agreement.

INVESTMENT POLICY (continued)

IV. INVESTMENTS (continued)

ELIGIBLE INVESTMENTS: (continued)

5. Investment Pools and Money Market Mutual Funds:

- A. Investment Pools of public or private sponsorship as provided in the Act and approved by Council;
- B. Money Market Mutual Funds as authorized by the Act of both public and private sponsorship and approved by Council;

6. Other securities or obligations:

Other such securities or obligations as authorized by State statute and approved by the City Council.

RATINGS

Any investment requiring a minimum rating from one of the recognized rating agencies shall be monitored for negative changes in rating that may affect the suitability of that investment for the City. Monitoring shall consist of quarterly reviews of changes in ratings by nationally recognized rating agencies. Should such an investment be negatively impacted by a change in rating to one lower than specified, such investment will be liquidated in accordance with PFIA Section 2256.021

V. SELECTION OF BANKS AND DEALERS

SELECTION PROCESS:

The City depository shall be selected through the City's banking services procurement process and in compliance with state law.

INSURABILITY:

Banks seeking to establish eligibility for the City's competitive certificate of deposit purchase program shall submit audited financial statements, evidence of Federal Insurance and other information as required by the Treasurer.

PRIMARY DEALERS AND APPROVED LIST:

For brokers and dealers, the Treasurer shall select only those dealers reporting to the Market Reports Division of the Federal Reserve Bank of New York ("Primary Government Security Dealers") and certain "secondary" dealers possessing adequate financial condition to conduct public business. All brokers and dealers must have the ability to consummate each transaction on a delivery vs. payment or equivalent basis. All brokers and dealers must be authorized by the Finance and Audit Committee, and the complete list will be reviewed and approved annually by the Committee. All brokers and dealers must comply with provisions of the Act prior to any transaction with the City.

INVESTMENT POLICY (continued)

VI. SAFEKEEPING AND CUSTODY

INSURANCE OR COLLATERAL:

All deposits and investments of City funds in bank accounts, certificates of deposit, and repurchase agreements shall be secured by pledged collateral with a market value equal to no less than 100% of the deposits or investments less amounts insured by the FDIC.

Evidence of the pledged collateral shall be maintained by the Treasurer or a third party financial institution. Repurchase or reverse repurchase agreements shall be limited to those brokers or dealers that have executed an agreement with the Treasurer. All repurchase or reverse repurchase agreements shall be executed on a delivery vs. payment basis, or held by a custodian for the City.

SAFEKEEPING AGREEMENT:

All safekeeping arrangements shall be in accordance with a safekeeping agreement approved by the City of Midland. The agreement shall include and clearly define the procedural steps for gaining access to the collateral should the City of Midland determine that the City's funds are in jeopardy. The safekeeping institution, or Trustee, shall be the Federal Reserve Bank or an entity not affiliated with the firm pledging the collateral. The safekeeping agreement shall include the signature of the City of Midland, the firm pledging the collateral, and the Trustee.

COLLATERAL DEFINED:

The City of Midland shall accept only the following securities as collateral:

- A. FDIC insurance coverage.
- B. Securities allowed under V.T.C.A., Local Government Code Sections 105.001 et seq., shall be eligible to be pledged as collateral.

DELIVERY VERSUS PAYMENT:

Obligations of the United States or its agencies and instrumentalities or other securities of Section IV shall be purchased using the delivery vs. payment method. Pursuant to such method, funds shall not be wired or paid until verification has been obtained that the correct security has been received by the City of Midland or its designated Trustee. The security shall be held in the name of the City. The Trustee's records shall reflect that the City owns such securities. In the event that the security is held by Trustee, the safekeeping receipts shall be delivered to the City Treasurer.

VII. MANAGEMENT AND INTERNAL CONTROLS

The Treasurer shall establish a system of internal controls which shall be periodically reviewed by an independent auditor. Such controls shall be designed to safeguard the City's funds from fraud, employee error, misrepresentation by third parties, unanticipated changes in financial markets, or imprudent actions by employees.

INVESTMENT POLICY (continued)

VII. MANAGEMENT AND INTERNAL CONTROLS (continued)

The Finance and Audit Committee will review this policy at least annually and recommend changes as needed to the Council. Council will review and approve the policy annually.

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