

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

A PENSION TRUST FUND OF THE CITY OF POMPANO BEACH, FLORIDA

FINANCIAL STATEMENTS AND ACCOMPANYING INFORMATION

FOR THE YEAR ENDED SEPTEMBER 30, 2014

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

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Public Pension Coordinating Council

***Public Pension Standards Award
For Funding and Administration
2014***

Presented to

***Pompano Beach Police & Firefighters
Retirement System***

In recognition of meeting professional standards for
plan funding and administration as
set forth in the Public Pension Standards.

Presented by the Public Pension Coordinating Council, a confederation of

National Association of State Retirement Administrators (NASRA)
National Conference on Public Employee Retirement Systems (NCPERS)
National Council on Teacher Retirement (NCTR)

A handwritten signature in black ink that reads "Alan H. Winkle". The signature is written in a cursive style.

Alan H. Winkle
Program Administrator

INDEPENDENT AUDITORS' REPORT

INDEPENDENT AUDITORS' REPORT

To the Board of Trustees and Executive Director
Pompano Beach Police and Firefighters' Retirement System
Pompano Beach, Florida

Report on the Financial Statements

We have audited the accompanying financial statements of the Pompano Beach Police and Firefighters' Retirement System (the System), which comprise the statement of fiduciary net position as of September 30, 2014, and the statement of changes in fiduciary net position for the year then ended and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the System, as of September 30, 2014, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of a Matter

As discussed in Note 1 to the financial statements, the System implemented Governmental Accounting Standards Board (GASB) Statement No. 67, *Financial Reporting for Pension Plans*. Our opinion is not modified with respect to this matter.

Other Matters

Report on Comparative Information

We have previously audited the Pompano Beach Police and Firefighters' Retirement System's 2013 financial statements, and our report dated January 16, 2014, expressed an unmodified opinion on those financial statements. In our opinion, the comparative information presented herein as of and for the year ended September 30, 2013, is consistent, in all material respects, with the audited financial statements from which it has been derived.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, schedule of changes in the employer net pension liability and related ratios, schedule of employer and other entity contributions, and schedule of investment returns on pages 5–10 and 27–30 be presented to supplement the financial statements. Such information, although not a part of the financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the financial statements, and other knowledge we obtained during our audit of the financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements taken as a whole. The Schedule of Administrative and Investment Expenses is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. Such information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Other Information

The Public Pension Standard Award and the Schedules of Financial Information for Pompano Beach Investors, LLC are presented for purposes of additional analysis and are not a required part of the financial statements.

The Public Pension Standard Award and the Schedules of Financial Information for Pompano Beach Investor's LLC have not been subjected to the auditing procedures applied in the audit of the financial statements, and accordingly, we do not express an opinion or provide any assurance on it.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated January 20, 2015 on our consideration of the System's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the System's internal control over financial reporting and compliance.

Marcum LLP

Fort Lauderdale, FL
January 20, 2015

MANAGEMENT'S DISCUSSION AND ANALYSIS

MANAGEMENT'S DISCUSSION AND ANALYSIS

Our discussion and analysis of the financial activities of the Pompano Beach Police and Firefighters' Retirement System (the System) provides an overview of the financial statements by focusing on the System's financial performance during the years ended September 30, 2014 and 2013 and identifying significant changes in the financial position. Please read it in conjunction with the financial statements and notes to the financial statements which follow this discussion.

The System is responsible for administering a defined benefit public employee retirement system. It provides services to approximately 13 active police officers, 150 active firefighters and 395 benefit recipients.

Overview of Financial Statements

Financial Statements

The System presents select comparative financial statements as of and for the years ended September 30, 2014 and 2013. The financial statements are prepared using the accrual basis of accounting in accordance with the Governmental Accounting Standards Board (GASB) pronouncements. The two financial statements are the Statement of Fiduciary Net Position and the Statement of Changes in Fiduciary Net Position.

The Statement of Fiduciary Net Position presents information on all of the System's assets and deferred outflows, and liabilities and deferred inflows, with the difference between the two reported as net position restricted for pension benefits. This represents the value of net position held in trust to pay pension benefits. The system did not have any deferred outflows or inflows as of September 30, 2014.

By contrast, the Statement of Changes in Fiduciary Net Position presents information showing how the System's net position changed, on a comparative basis, with additions (revenue) and deductions (expenses) for the year.

Notes to Financial Statements

The Notes to Financial Statements are an integral part of the financial statements and provide additional information and schedules that are essential for a full understanding of the System provided in the financial statements. Among other things, information in the notes discloses the method used to value investments, a general description of the plan, recent plan amendments, contribution information and investment information.

Required Supplementary Information

Because of the long-term nature of a defined benefit plan, the System provides three required schedules of historical trends based on the actuarial valuations performed by the System's actuary and analysis of investment returns by the System's investment advisor.

Other Supplementary Information

Other schedules provided are a Schedule of Administrative and Investment Expenses (supplementary information) incurred by the System. Also, provided as other information are Schedules of Financial Information relating to the System's investment in Pompano Beach Investors, LLC (other information).

Financial Highlights

Fiscal Year 2014:

- Net position increased by \$14.2 million from \$218.8 million at September 30, 2013 to \$233.0 million at September 30, 2014, or 6.5%, due primarily to positive investment returns.
- The gain on investments was 9.97%, net of fees, on a market value basis, which significantly exceeded the assumed investment rate of return of 7.5%.
- At October 1, 2013, the System had a funded ratio of 68.5%, an increase of 2.4% from the previous year's level of 66.1%.
- The System received \$1.4 million in member contributions, \$9.7 million in employer contributions and \$2.2 million in revenue from the State of Florida during 2014. Employer contributions for 2014 were based on the revised October 1, 2012 actuarial valuation.
- At September 30, 2014, the net pension liability was approximately \$61 million.

Fiscal Year 2013:

- Net position increased by \$19.3 million from \$199.5 million at September 30, 2012 to \$218.8 million at September 30, 2013, or 9.6%, due primarily to positive investment returns.
- The gain on investments was 13.74%, net of fees, on a market value basis, which significantly exceeded the assumed investment rate of return of 7.7%.
- At October 1, 2012, the System had a funded ratio of 66.1%, a decrease of 2.9% from the previous year's level of 69.0%.
- The System received \$1.4 million in member contributions, \$8.1 million in employer contributions and \$2.2 million in revenue from the State of Florida during 2013. Employer contributions for 2013 were based on the revised October 1, 2011 actuarial valuation.

Financial Analysis

Fiduciary Net Position

The System's funding objective is to accumulate sufficient assets over time to meet long-term benefit obligations. To accumulate the funds needed to pay pension benefits, the System relies on contributions to the plan and investment earnings.

NET POSITION
AS OF SEPTEMBER 30, 2014 AND 2013

	2014	2013	Increase (Decrease)	
			2013 to 2014	
			Amount	Percent
Assets other than investments	\$ 6,576,700	\$ 1,797,171	\$ 4,779,529	265.9%
Investments, at fair value	<u>237,210,219</u>	<u>224,436,729</u>	<u>12,773,490</u>	5.7%
Total Assets	243,786,919	226,233,900	17,553,019	7.8%
Liabilities	<u>10,749,307</u>	<u>7,468,329</u>	<u>3,280,978</u>	43.9%
Net Position	<u>\$ 233,037,612</u>	<u>\$ 218,765,571</u>	<u>\$ 14,272,041</u>	6.5%

Net position restricted for pension totaled \$233.0 million at September 30, 2014 compared to \$218.8 million at September 30, 2013, an increase of \$14.2 million. Current and other assets, reflecting cash, amounts owed for pending trades due from brokers and receivables at September 30, 2014 were \$6.6 million. Investments totaled \$237.2 million, which is an increase of \$12.8 million or 5.7% from 2013. The increase is primarily attributable to investment gains for the year. The largest portion of the System's assets is invested in equities. At September 30, 2014, the System held \$131.6 million in equities, \$52.2 million in fixed income securities, \$39.1 million in hedge funds and private equity, \$2.6 million in Pompano Beach Investors, LLC, a real estate investment, and \$11.7 million in money market funds. Total liabilities as of September 30, 2014 were \$10.7 million, which included the amount owed to brokers for pending trades of over \$10.4 million, and accounts payable and accrued expenses of \$290,609. For 2014, liabilities increased by \$3.3 million from 2013 primarily due to amounts owed for pending trades due to brokers at September 30, 2014.

Revenues – Additions to Net Position Restricted for Pension Benefits

Additions to the Plan Net Position are used to finance current and future retirement benefits. The primary sources of revenue include contributions from active members, employers, premium tax revenue from the State of Florida and investment income.

ADDITIONS TO NET POSITION
YEARS ENDED SEPTEMBER 30, 2014 AND 2013

	2014	2013	Increase (Decrease)	
			2013 to 2014	
			Amount	Percent
Employer contributions	\$ 9,722,948	\$ 8,121,441	\$ 1,601,507	19.7%
Member contributions	1,422,685	1,434,802	(12,117)	-0.8%
State of Florida contributions	2,219,537	2,152,520	67,017	3.1%
Net investment income	<u>22,167,475</u>	<u>25,574,768</u>	<u>(3,407,293)</u>	-13.3%
Total Additions	<u>\$ 35,532,645</u>	<u>\$ 37,283,531</u>	<u>\$ (1,750,886)</u>	-4.7%

Contributions and net investment income totaled \$35.5 million in 2014, a decrease of \$1.7 million from 2013.

Employer contributions for 2014 were based on the rates from the revised October 1, 2012 actuarial valuation. Effective October 1, 2013, the method by which the employer contributions are paid changed from a percentage of payroll to a level dollar amount. Employer contributions increased \$1.6 million in 2014 compared to the previous year. Member contributions decreased \$12,117 in 2014 compared to the previous year primarily due to increases in police officers' retirements and firefighters' DROP participation. The State of Florida premium tax revenue increased \$67,017 compared to 2013.

The System incurred a positive return on the fair value of its investments in 2014. Net investment income of \$22.2 million was recognized in 2014, compared with net investment income of \$25.6 million in 2013. The net appreciation in the fair value of investments was \$19.1 million for 2014 compared to an appreciation of \$22.6 million in 2013. Interest, dividends and other investment income generated income of \$4.4 million for 2014, which was a 6.3% increase from the previous year.

Investment management fees are asset based and normally increase as the total assets increase. Investment expenses increased \$131,751 from 2013. Investment expenses are deducted from total investment income to determine the net investment income.

Expenses – Deductions from Net Position Restricted for Pension Benefits

The primary expenses for the System include benefit payments to retirees and beneficiaries plus cost-of-living adjustments, Deferred Retirement Option Plan (DROP) and Share Plan distributions. They also include refunds of contributions paid to members who terminated employment during the year and administrative expenses.

**DEDUCTIONS FROM NET POSITION
YEARS ENDED SEPTEMBER 30, 2014 AND 2013**

	2014	2013	Increase (Decrease)	
			2013 to 2014	
			Amount	Percent
Benefit payments	\$ 20,619,415	\$ 17,359,564	\$ 3,259,851	18.8%
Refund of contributions	59,422	148,497	(89,075)	-60.0%
Administrative expenses	581,767	568,792	12,975	2.3%
Total Deductions	\$ 21,260,604	\$ 18,076,853	\$ 3,183,751	17.6%

The largest expense was for benefits paid to retirees and beneficiaries. Benefit payments totaled approximately \$20.6 million for fiscal year 2014, an increase of \$3.3 million or 18.8% from 2013, attributable to the increase in the number of retirees, the annual 2% cost-of-living adjustment and DROP and Share Plan distributions. There was one refund of contributions to a terminating member in 2014, compared to three the previous year. For the year ended September 30, 2014, administrative expenses (not including investment management fees) were 0.25% of the System's net position.

Further analysis of benefit payments follows:

BENEFIT PAYMENTS
YEARS ENDED SEPTEMBER 30, 2014 AND 2013

	2014	2013	Increase (Decrease)	
			2013 to 2014	
			Amount	Percent
Normal retirement payments	\$ 13,591,493	\$ 12,738,414	\$ 853,079	6.7%
Disability pension payments	1,480,528	1,287,298	193,230	15.0%
Beneficiary payments	798,757	771,204	27,553	3.6%
Share plan payments	460,476	77,021	383,455	497.9%
DROP account withdrawals	<u>4,288,161</u>	<u>2,485,627</u>	<u>1,802,534</u>	72.5%
Total Benefit Payments	<u>\$ 20,619,415</u>	<u>\$ 17,359,564</u>	<u>\$ 3,259,851</u>	18.8%

Funding

An actuarial valuation of the System's assets and benefit obligations is performed annually. The latest actuarial valuation dated October 1, 2013, showed the System had a ratio of actuarially determined pension assets-to-liabilities or funded ratio of 68.5%, up 2.4% from 66.1% on October 1, 2012. At October 1, 2013, the System's actuarial accrued liability exceeded the actuarial value of assets by \$85.5 million. From 1997 through 2001, the System was more than 100% funded. The subsequent reduction in the funded ratio is the result of investment losses during the 2001 through 2005, 2008 and 2009 fiscal years, benefit improvements and the five-step incremental reduction in the assumed investment rate of return starting October 1, 2009 and concluding October 1, 2013. While the investment losses and lowering of the investment assumption rate have added to the required employer contribution, the change in payment methodology for years ending 2011-2013 helped to mitigate those rising costs. An experience study was undertaken in 2014 to ensure that actuarial assumptions are reasonable in the aggregate and represent a fair expectation of future experience. As a result of the study, changes to certain economic and demographic actuarial assumptions are expected to generate a significant decrease in employer contributions starting with the year commencing October 1, 2014.

Net Pension Liability

With the implementation of GASB Statement No. 67, a new measure of the accounting liability of the employer is referred to as the Net Pension Liability and is measured as of the Plan's year end and is presented in the required supplementary information.

Investment Activity

The System's net position has consistently increased over the last 37 years, with the exception of a few years during which there were downturns in the financial markets. For that 37-year period, the average compounded rate of return on an actuarial asset basis was 7.4% and 8.5% on a market value basis.

Investment losses during fiscal years 2001 and 2002 were the first substantial losses suffered by the System since its 1972 inception. However, in 2008 the System experienced another substantial loss due to a major downturn in the global financial markets. Commencing with the October 1, 2008 actuarial valuation, the System adopted a new policy of smoothing investment gains and losses over a five-year period to stabilize employer contribution rates from year to year. At that time, it was also decided that the investment return assumption would be lowered incrementally over a five-year period from 8.5% to 7.5%. The phase-in was completed on October 1, 2013.

The Board of Trustees oversees the System's investments, performance and investment managers. Long-term asset growth is essential to the System's current and continued financial stability. Therefore, the Board of Trustees has the fiduciary responsibility to act with prudence when making investment decisions. The foundation of all investment decisions is a realistic investment policy statement. The System's investment policy is continually monitored and revised to match the goals and risk tolerance of the System and provide enhanced criteria for measuring the performance of the investment managers. The current investment policy utilizes traditional asset classes such as Large Capitalization Value, Large Capitalization, Growth, Large Capitalization Core, Mid Capitalization Value, Small/Mid Capitalization Growth, International Value, and International Growth as well as alternative asset classes including Public & Private Real Estate, Funds of Hedge Funds and Private Equity in an effort to enhance the expected return of the System's portfolio while reducing risk. Periodic rebalancing of the total portfolio to the targets is done to insure diversification among the various asset classes, which is the key to reaching long-term goals. In addition, the Board constantly monitors the performance of all the managers and replaces those that have long-term underperformance (or other appropriate reasons as determined by the Board of Trustees) with managers believed to provide a better opportunity for the System to meet its investment objectives.

Requests for Information

This financial report is designed to provide plan participants, employers and other interested parties a general overview of the System's finances and to show the System's accountability for the funding it receives. Questions concerning information in this report or requests for additional financial information should be addressed to the Pompano Beach Police and Firefighters' Retirement System, 2335 East Atlantic Boulevard, Suite 400, Pompano Beach, Florida 33062.

FINANCIAL STATEMENTS

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

STATEMENT OF FIDUCIARY NET POSITION

**SEPTEMBER 30, 2014
(WITH COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2013)**

	2014	2013
Assets		
Cash	\$ 61,375	\$ 407
Due from brokers	5,773,280	1,266,933
Receivables:		
Accrued interest and dividends	408,610	384,945
Other receivables	291,195	98,013
Total Receivables	699,805	482,958
Investments, at Fair Value		
U. S. Government agency obligations	15,840,978	18,117,056
Mortgage backed securities	14,300,342	14,312,601
Municipal obligations	706,675	708,342
Corporate obligations	21,338,384	18,676,191
Equity securities	131,551,881	127,914,791
Hedge funds and private equity	39,152,051	31,977,060
Pompano Beach Investors LLC (real estate)	2,651,127	2,250,851
Money market funds	11,668,781	10,479,837
Total Investments	237,210,219	224,436,729
Property and equipment, net of accumulated depreciation of \$139,893 and \$97,653, respectively	42,240	46,873
Total Assets	243,786,919	226,233,900
Liabilities		
Accounts payable and accrued expenses	290,609	343,565
Due to brokers	10,458,698	6,701,103
Advance contribution from employer	--	423,661
Total Liabilities	10,749,307	7,468,329
Net Position Restricted for Pension Benefits	\$ 233,037,612	\$ 218,765,571

The accompanying notes are an integral part of these financial statements.

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

STATEMENT OF CHANGES IN FIDUCIARY NET POSITION

FOR THE YEAR ENDED SEPTEMBER 30, 2014

(WITH COMPARATIVE TOTALS FOR THE YEAR ENDED SEPTEMBER 30, 2013)

	2014	2013
Additions		
Contributions:		
City of Pompano Beach	\$ 4,987,315	\$ 4,372,008
Broward Sheriff's Office	4,735,633	3,749,433
Members	1,422,685	1,434,802
State of Florida	2,219,537	2,152,520
Total Contributions	13,365,170	11,708,763
Investment Income		
Net appreciation in fair value of investments	19,073,035	22,613,699
Interest and dividends	4,424,956	4,167,327
Miscellaneous investment income	17,738	10,245
	23,515,729	26,791,271
Less: investment expenses	(1,348,254)	(1,216,503)
Net Investment Income	22,167,475	25,574,768
Total Additions	35,532,645	37,283,531
Deductions		
Benefit payments	20,619,415	17,359,564
Refund of participant contributions	59,422	148,497
Administrative expenses	581,767	568,792
Total Deductions	21,260,604	18,076,853
Net Increase	14,272,041	19,206,678
Net Position Restricted for Pension Benefits		
Beginning of year	218,765,571	199,558,893
End of year	\$ 233,037,612	\$ 218,765,571

The accompanying notes are an integral part of these financial statements.

NOTES TO FINANCIAL STATEMENTS

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2014

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The accompanying financial statements of the Pompano Beach Police and Firefighters' Retirement System (the System) are prepared using the accrual basis of accounting. Contributions from the Plan's members are recognized as revenue in the period in which the contributions are due. Contributions from the City of Pompano Beach (the City) and the Broward Sheriff's Office (BSO), as calculated by the System's actuary, are recognized as revenue when due and when the entities have made a formal commitment to provide the contributions. Benefits and refunds are recognized when due and payable in accordance with the terms of the plan.

METHOD USED TO VALUE INVESTMENTS AND INVESTMENT INCOME RECOGNITION

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Short-term investments, which consist of money market funds, are reported at cost, which is fair value. Securities traded on national or international exchanges are valued at the last reported sales price or current exchange rates. Real estate investment is reported at its fair value based on an independent appraisal of underlying property. The System has investments in funds of hedge funds which hold a variety of different investment vehicles that do not have readily available market quotations. The System's fair value is based on its proportionate share of the value of the funds of hedge funds as determined by the fund managers. That value is based on what the hedge fund can reasonably expect to receive as its interest in the various investment vehicles based on input from fund managers, independent valuation consultants and independent auditors. Net appreciation in fair value of investments includes realized and unrealized gains and losses. Realized gains and losses are determined on the basis of specific cost. Interest and dividends are recorded as earned. Purchases and sales of investments are recorded on a trade date basis. Dividends are recorded on the ex-dividend date.

USE OF ESTIMATES

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2014

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

COMPARATIVE INFORMATION

The financial statements include certain prior-year comparative information. Such information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with the System's financial statements for the year ended September 30, 2013, from which the information was derived.

IMPLEMENTATION OF GOVERNMENTAL ACCOUNTING STANDARDS BOARD STATEMENTS

The Board implemented the following GASB Statement during the year ended September 30, 2014 that had an impact on the financial statements:

GASB Statement No. 67, *Financial Reporting for Pension Plans – An Amendment to GASB Statement No. 25*

For defined benefit pension plans, this Statement establishes standards of financial reporting for separately issued financial reports and specifies the required approach to measuring the pension liability of employers and non-employer contributing entities for benefit provided through the plan (net pension liability), about which information is required to be presented.

The Board implemented the following GASB Statements during the fiscal year ended September 30, 2014, which did not have a significant impact on the financial statements:

GASB Statement No. 65, *Items Previously Reported as Assets and Liabilities*

This Statement establishes accounting and financial reporting standards that reclassify, as deferred outflows of resources or deferred inflows of resources, certain items that were previously reported as assets and liabilities.

NOTE 2 – PLAN DESCRIPTION AND CONTRIBUTION INFORMATION

PLAN DESCRIPTION

The following brief description of the System is provided for general information purposes only. Participants should refer to City ordinances for more complete information.

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2014

NOTE 2 – PLAN DESCRIPTION AND CONTRIBUTION INFORMATION (CONTINUED)

PLAN DESCRIPTION (CONTINUED)

The Pompano Beach Police and Firefighters' Retirement System was established by ordinance of the City of Pompano Beach to account for the financial activity of the System. The System is administered by a nine member Board of Trustees comprised of three members appointed by the City Commission, three members elected by/from the Firefighter members, and three members elected by/from the Police members. The System is included as a pension trust fund in the City's financial statements.

The System is a defined benefit pension plan that covers all of the City's employees that are full-time sworn police officers and firefighters. In August 1999, the City contracted with the Broward Sheriff's Office whereby BSO would provide policing services in Pompano Beach. As a result, all of the City's police officers are employed by BSO. Participating police officers were given the option to either remain in the System or switch to BSO's retirement plan and the System was closed to new police officers.

The System provides retirement, death and disability benefits for its members. Benefit provisions are established and may be amended by the City of Pompano Beach, in conjunction with the members' collective bargaining units. A member may retire with normal benefits after reaching age 47 and accumulating 20 or more years of credited service or age 55 and accumulating 10 or more years of credited service. Pursuant to Ordinance 2014-61, firefighters hired on or after May 27, 2014, may retire with normal benefits after reaching age 50 and accumulating 20 or more years of credited service or age 55 and accumulating 10 or more years of credited service. Pursuant to Ordinance 2008-54, a police officer with 25 years of credited service may elect to purchase unreduced normal retirement benefits regardless of age. Normal retirement benefits are stipulated in Section 34.055 of the City's Code of Ordinances and are contingent upon a member's employment classification, separation date, length of service and average monthly earnings. In general, normal retirement benefits are the member's average monthly earnings times the number of years of service multiplied by a factor ranging from 2.0% to 4.0%. Members with 20 or more years of service may receive an early retirement benefit at age 47 or an immediate benefit at a reduced amount. Members who have attained age 50 and have completed 10 years of service are also eligible for an early retirement benefit.

Each October 1, an automatic cost of living adjustment (COLA) of 2% is provided to those retirees who have been retired at least 5 years. An additional increase of up to 1% may be paid to those same retirees under certain circumstances.

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2014

NOTE 2 – PLAN DESCRIPTION AND CONTRIBUTION INFORMATION (CONTINUED)

PLAN DESCRIPTION (CONTINUED)

A member attaining age 47 with 20 or more years of credited service is eligible for delayed retirement. These benefits begin upon application and are computed in the same manner as the normal retirement benefit.

Disability benefits for service related disabilities are paid to the member for at least 10 years or until recovery. Benefits are calculated as 75% of the member's final earnings in effect at the date the benefit is approved.

Disability benefits for non-service related disabilities for members with 10 or more years of credited service are paid to a member for at least 10 years or until recovery. Benefits are calculated as 3% of the member's average monthly earnings times the number of credited service years, up to a maximum of 60% of the member's salary, plus 2% of average monthly earnings times the number of credited service years in excess of 25 years.

Pre-retirement death benefits for service related deaths are payable to the member's surviving spouse until death or remarriage (for life if the member was killed in the line of duty). Benefits are calculated as a \$5,000 lump sum payment plus 75% of the member's final earnings. In addition, eligible children each receive 7.5% of the member's final earnings. If no eligible surviving spouse exists, eligible children each receive 15% of the member's final earnings not to exceed 50%.

Pre-retirement death benefits for non-service related deaths of members with more than 10 years of credited service are payable to a designated beneficiary. The designated beneficiary may elect to receive a return of the member's contribution plus interest or an accrued benefit payable at normal retirement or early retirement. In addition, the designated beneficiary may elect the pre-retirement death benefit for non-service related deaths of members with 5 to 10 years of credited service. Pre-retirement death benefits for non-service related deaths of members with 5 to 10 years of credited service are paid to the member's surviving spouse for life. Benefits are computed as a \$5,000 lump sum plus 65% of the member's accrued benefits at the date of death, subject to a minimum of 20% of the member's average monthly salary. In addition, eligible children each receive 7.5% of the member's final earnings. If no eligible surviving spouse exists, eligible children each receive 15% of the member's final earnings. The pre-retirement death benefit for members with 1 to 5 years of credited service is a \$5,000 lump sum payment to the member's designated beneficiary.

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2014

NOTE 2 – PLAN DESCRIPTION AND CONTRIBUTION INFORMATION (CONTINUED)

PLAN DESCRIPTION (CONTINUED)

Post retirement death benefits are payable to the member's beneficiary in accordance with the terms of the payment method selected.

A member with less than 10 years of credited service who terminates employment is refunded his or her contributions, plus interest of 3%. A member with 10 or more years who terminates employment may receive his or her accrued benefit payable at normal retirement date or early retirement date or a refund of contributions plus 3% interest.

Membership consisted of the following as of October 1, 2013, the date of the latest actuarial valuation:

Inactive plan members and beneficiaries currently receiving benefits	383
Inactive plan members entitled but not yet receiving benefits	1
Active plan members	<u>165</u>
 Total members	 <u>549</u>

DROP PROGRAM

Any member who is eligible to receive a normal retirement pension, prior to attaining 25 years of service, may elect to participate in a deferred retirement option program (DROP) while continuing his or her active employment as a police officer or firefighter. The maximum DROP participation period is five years for police officers and eight years for firefighters. A member with 25 years of credited service who is not yet eligible for normal retirement may elect to participate in the DROP upon reaching normal retirement. Upon participation in the DROP, the member becomes a retiree for all Plan purposes so that he or she ceases to accrue any further benefits under the pension Plan. Normal retirement payments that would have been payable to the member are accumulated and invested in the DROP program to be distributed to the member upon his or her termination of employment. At September 30, 2014 and 2013, there were 67 and 70, respectively, DROP participants at the end of each year.

As of September 30, 2014 and 2013, the balance in the DROP account was \$19,913,608 and \$19,653,308, respectively. These amounts are included in the total investment balance presented on the statement of fiduciary net position.

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2014

NOTE 2 – PLAN DESCRIPTION AND CONTRIBUTION INFORMATION (CONTINUED)

DROP LOAN PROGRAM

The Plan allows participants to borrow from their DROP account. The loan limit is up to 50% of participant's account balance, subject to a minimum of \$5,000 and a maximum of \$50,000. The interest rate charged is the “prime rate” in effect on the day of loan application; repayment schedule and maturity date are not to exceed five years. On September 30, 2014, the balance of DROP loans was \$81,971.

SHARE PLAN

A Supplemental Retirement Benefit Plan was established for firefighter members who were employed on October 1, 2010. Firefighters who were actively employed on that date were given a share, based on completed months of service, of the existing Chapter 175 reserves. Annually thereafter, Chapter 175 contributions exceeding \$821,230 are also allocated to members who are employed at the end of each fiscal year. In addition, earnings are posted to the share plan accounts each January 1. Firefighters become vested in their accounts at the rate of 50% after 10 years of service, 75% after 15 years of service and 100% after 20 years of service. As of September 30, 2014, the balance in the Share Plan account was \$4,098,621. This amount is included in the total investment balance presented on the statement of fiduciary net position.

CONTRIBUTIONS

Police officers are required to contribute 8.6% and firefighters 11.6% of their annual covered salary. Pursuant to Chapters 175 and 185 of the Florida Statutes, a premium tax on certain property and casualty insurance contracts written on Pompano Beach properties is collected by the State and is remitted to the System. The City and BSO are required to contribute the remaining amounts necessary to fund the benefits through periodic contributions at actuarially determined rates. Administrative costs are funded through investment earnings.

In accordance with Florida Statutes, additional premium tax revenues received by the System are reserved to provide future minimum or extra benefits and may not be used to reduce or offset the contribution requirements of the employers. As of the October 1, 2013 actuarial valuation, the cumulative balance of additional premium tax revenues reserved to provide future benefit improvements totals \$670,365 of which \$215,163 pertains to the police members (Chapter 185 funds) and \$455,202 pertains to the firefighter members (Chapter 175 funds). The firefighters’ reserves were allocated to the members’ Share Plan accounts on January 1, 2014.

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2014

NOTE 3 – INVESTMENTS

Investment authorization – The System's investment practices are governed by Chapters 175 (Firefighter Pensions), 185 (Municipal Police Pensions), 280 (Florida Security for Public Deposits Act) and 112 (Local Retirement Plan Investment Policies), Florida Statutes, City Code of Ordinances and the System's adopted investment policy. In addition to complying with System policy, the System applies the "Prudent Person Rule" when executing investment strategies. Investments are made with judgment and care, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the probable safety of their capital as well as the probable income derived.

Types of investments – Florida Statutes and Plan policy authorize the Board of Trustees to invest in marketable debt securities issued or guaranteed by either the United States Government or its agencies, domestic corporations (including industrial and utilities), Israel bonds, asset backed and commercial mortgage backed securities, domestic banks and other financial institutions, exchange traded funds, equity securities listed on the New York, American and principal regional and foreign (for foreign securities) exchanges, over the counter securities for which there is an active market maker regulated by National Association of Securities Dealers, American Depository Receipts, and real estate investment trusts (REIT) listed on the New York, American, and principal regional and foreign exchanges, Funds of Hedge Funds, and private real estate through institution vehicles or direct ownership.

The Plan's investment policy establishes asset classes and stipulates the following maximum portfolio percentages:

<u>Authorized Investments</u>	<u>Effective September 26, 2013</u>		<u>Prior to September 26, 2013</u>	
	<u>Allowable Range %</u>	<u>Target %</u>	<u>Allowable Range %</u>	<u>Target %</u>
Fixed income securities	20% - 30%	25.0%	20% - 30%	25.0%
Equity securities	45% - 60%	52.5%	47.5% - 62.5%	55.0%
Real estate	2.5% - 10%	7.5%	2.5% - 10%	7.5%
Funds of hedge funds	0% - 10%	10.0%	0% - 10%	10.0%
Private equity	0% - 7.5%	5.0%	0% - 5%	2.5%

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2014

NOTE 3 – INVESTMENTS (CONTINUED)

RATE OF RETURN

For the year ended September 30, 2014, the annual money-weighted rate of return on pension plan investments, net of pension plan investment expense, was 10.03%. The money-weighted rate of return expresses investment performance, net of investment manager and consultant expenses adjusted for the changing amounts actually invested. Inputs to the internal rate of return calculation are determined on a monthly basis.

INTEREST RATE RISK

As of September 30, 2014, the System had the following investments subject to interest rate risk in its portfolio:

	Fair Value	Remaining Maturity			
		Less Than 1 Year	1 - 5 Years	6-10 Years	Greater Than 10 Years
U.S. Treasuries, notes and bonds	\$ 14,047,120	\$ --	\$ 7,704,028	\$ 3,852,906	\$ 2,490,186
U.S. Federal agencies	582,141	--	582,141	--	--
U.S. Mortgage backed securities	10,851,129	48	5,312	1,574,163	9,271,606
U.S. Treasury Inflation Protected Securities	1,211,717	--	1,211,717	--	--
Municipal obligations	706,675	--	--	--	706,675
Foreign obligations	142,302	--	--	142,302	--
Corporate obligations	20,355,476	--	10,083,816	6,651,473	3,620,187
Bond mutual funds	840,606	840,606	--	--	--
Collateralized mortgage obligations	3,449,213	--	--	3,449,213	--
	<u>\$ 52,186,379</u>	<u>\$ 840,654</u>	<u>\$ 19,587,014</u>	<u>\$ 15,670,057</u>	<u>\$ 16,088,654</u>

Interest rate risk refers to the portfolio's exposure to fair value losses arising from increasing interest rates. As a means of limiting its exposure to fair value losses, the investment guidelines look to control impacts from interest rate risk in both rising and declining interest rate environments considering such factors as credit quality and duration for losses in rising rate environments, and credit quality in declining rate environments. The benchmarks are monitored and changed when warranted by investment market environment. Debt portfolios are structured and managed to produce returns based on risks inherent in the selected benchmarks.

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2014

NOTE 3 – INVESTMENTS (CONTINUED)

CREDIT RISK

This is the risk that a security or a portfolio will lose some or all of its value due to a real or perceived change in the ability of the issuer to repay its debt. This risk is generally measured by the assignment of a rating by a nationally recognized statistical rating organization. The System's investment policy requires all fixed income investments to hold a credit rating in one of the four highest classifications by a major rating service. Commercial paper, if used, must be of only the highest quality (rating of A-1 or P-1). Investments in fixed income securities with a rating of BBB are limited to 15% of the fixed income portfolio. The fixed income investments credit ratings for the fiscal year ended September 30, 2014 ranged between AAA and CCC and below ratings. All of the fixed income investments for the fiscal year ended September 30, 2014 met the ratings requirements of the investment policy or an approved exception thereto.

Credit Rating by Standard & Poor's	Fair Value	Corporate	Bond Fund	Foreign	Municipal	U.S. Government
U.S. Government guaranteed*	\$ 26,109,966	\$ --	\$ --	\$ --	\$ --	\$ 26,109,966
Credit risk debt securities:						
AAA	1,108,162	1,030,033	--	--	78,129	--
AA	3,682,467	2,531,028	--	--	569,298	582,141
A	8,736,662	8,628,456	--	48,958	59,248	--
BBB	8,624,163	8,530,819	--	93,344	--	--
BB	153,992	153,992	--	--	--	--
B	--	--	--	--	--	--
CCC and Below	103,011	103,011	--	--	--	--
Not Rated	3,667,956	2,827,350	840,606	--	--	--
Total credit risk debt securities	<u>26,076,413</u>	<u>23,804,689</u>	<u>840,606</u>	<u>142,302</u>	<u>706,675</u>	<u>582,141</u>
Total Fixed Income Securities	<u>\$ 52,186,379</u>	<u>\$ 23,804,689</u>	<u>\$ 840,606</u>	<u>\$ 142,302</u>	<u>\$ 706,675</u>	<u>\$ 26,692,107</u>

*Obligations are backed by the full faith and credit of the U.S. Government

CONCENTRATION OF CREDIT RISK

Concentration of credit risk is defined as the risk of loss attributed to the magnitude of an investment in a single issuer. Investments in any one issuer that represent 5% or more of plan net position require disclosure, excluding investments issued or explicitly guaranteed by the U.S. Government and investments in mutual funds. The System utilizes limitations on securities of a single issuer to manage this risk. The System's investment policy limits investments in the fixed income portion of the portfolio to 10% of a given issuer and limits equity investments in any one company to 10% of the equity portion of each portfolio manager (at market).

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2014

NOTE 3 – INVESTMENTS (CONTINUED)

CONCENTRATION OF CREDIT RISK (CONTINUED)

As of September 30, 2014, none of the System's investments were held with any single issuer that represents 5% or more of System's fiduciary net position.

CUSTODIAL CREDIT RISK

This is the risk that in the event of the failure of the counterparty, the System will not be able to recover the value of its investments or collateral securities that are held by the counterparty. The System has third party custodial arrangements with financial institutions to accept securities on a delivery versus payment basis for direct purchase agreements. All securities purchased by the System are designated as an asset of the System in the System's name and are held in safekeeping by the System's custodial bank or a third party custodial institution.

REAL ESTATE INVESTMENT

The System purchased a property located at 2335 East Atlantic Boulevard (purchased in 2007 for approximately \$4.4 million) within the City limits. The intent of the purchase was to generate rental income through leasing agreements for office space (see Note 7).

RISKS AND UNCERTAINTIES

The System invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statement of fiduciary net position. The System, through its investment advisor, monitors the System's investment and the risks associated therewith on a regular basis, which the System believes minimizes these risks.

System contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term could be material to the financial statements.

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2014

NOTE 4 – TAX STATUS

The Internal Revenue Service has determined and informed the trustees by a letter dated December 1, 2014 that the System is designed in accordance with applicable sections of the Internal Revenue Code (IRC). The most recent determination letter expires on January 31, 2016.

NOTE 5 – NET PENSION LIABILITY

The components of the net pension liability at September 30, 2014:

Total pension liability	\$ 294,329,522
Plan fiduciary net position	<u>(233,037,612)</u>
Net pension liability	<u>\$ 61,291,910</u>
Plan fiduciary net position as a percent of the total pension liability	79.18%

ACTUARIAL ASSUMPTIONS

The total pension liability was determined using the following actuarial assumptions:

Actuarial Cost Method	Entry Age Method
Asset Method	Market Value of Assets
Interest Rates	
Discount rate	7.50%
Expected long-term rate of return	7.50%
Municipal bond rate	N/A
Inflation	2.50%
Salary increases, including inflation	3%-11%

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2014

NOTE 5 – NET PENSION LIABILITY (CONTINUED)

ACTUARIAL ASSUMPTIONS (CONTINUED)

Measurement Date	September 30, 2014, based on a valuation date of September 30, 2013
Ad-hoc Cost of Living Increases	None
Mortality Rates	
Healthy	RP-2000 Mortality Table set forward 5 years, with fully generational mortality improvements.
Disabled	RP-2000 Mortality Table for Disabled Lives Table set forward 5 years, with fully generational mortality improvements.
Experience Study	The most recent experience study was completed in November 2013 taking into account 6 years of data experience.

LONG-TERM EXPECTED RATE OF RETURN

The long-term expected rate of return on pension plan investments was determined using a building-block method in which best-estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. Best estimates of arithmetic real rates of return for each major asset class included in the pension plan's target asset allocation as of September 30, 2014 are summarized in the following table:

Asset Class	Target Allocation	Long-Term Expected Real Rate of Return
Equity	52.5%	7.3%
Fixed income	25.0%	2.1%
Real estate	7.5%	5.8%
Hedge funds and private equity	15.0%	6.1%
Short-term investments	0.0%	0.0%
Cash	<u>0.0%</u>	0.0%
Total	<u>100.0%</u>	

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2014

NOTE 5 – NET PENSION LIABILITY (CONTINUED)

LONG-TERM EXPECTED RATE OF RETURN (CONTINUED)

Long-term expected rate of return is 7.50%.

DISCOUNT RATE

The discount rate used to measure the total pension liability was 7.50%. The projection of cash flows used to determine the discount rate assumed that plan member contributions will be made at the current contribution rate and that contributions will be made at rates equal to the difference between actuarially determined contribution rates and the member rate. Based on those assumptions, the pension plan’s fiduciary net position was projected to be available to make all projected future benefit payments of current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

SENSITIVITY OF THE NET PENSION LIABILITY TO CHANGES IN THE DISCOUNT RATE

The following presents the net pension liability, calculated using the discount rate of 7.50%, as well as what the net pension liability would be if it were calculated using a discount rate that is 1-percentage-point lower (6.50%) or 1-percentage-point higher (8.50%) than the current rate:

	1% Decrease (6.5%)	Current Discount Rate (7.50%)	1% Increase (8.5%)
Net pension liability	\$ 91,195,014	\$ 61,291,910	\$ 36,076,375

NOTE 6 – PLAN AMENDMENTS

During the years ended September 30, 2014 and 2013, the City Code of Ordinances providing for the creation and operation of the System was amended as follows:

Ordinance No. 2014-61

This ordinance modifies the pension retirement requirements for firefighters, by amending Section 34.057 “Disability”, in order to modify the calculation of disability benefits for firefighters. The ordinance also amends Section 34.0603 in order to allow firefighter participation in the DROP loan program. For firefighter members hired on or after May 27, 2014, the ordinance amends Section 34.053 “Normal Retirement Date” and Section 34.055 “Normal Retirement Benefit”.

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2014

NOTE 6 – PLAN AMENDMENTS (CONTINUED)

Ordinance No. 2013-56

This ordinance enacted technical changes required by the Internal Revenue Service as a condition of its issuance of the January 31, 2013 qualification letter. This ordinance was adopted May 14, 2013.

NOTE 7 – INVESTMENT IN POMPANO BEACH INVESTORS, LLC

The System owns a one hundred percent ownership interest in Pompano Beach Investors, LLC (the LLC) a Florida limited liability company. The LLC had entered into an agreement to purchase commercial real estate in Pompano Beach, Florida for operating facilities and investment purposes. The purchase price stated in the contract was \$4.4 million. The purchase agreement was completed in March 2007.

The member's equity of the LLC as of September 30, 2014 is \$4,790,425 as reported on the LLC's balance sheet (see page 31), however, as required by the accounting standards, the investment in the LLC is reported at fair value on the statement of fiduciary net position of the System as an investment in real estate. The fair value of this investment as of September 30, 2014 is \$2,651,127 as compared to \$2,250,851 as of September 30, 2013. The net loss of the LLC for the period ended September 30, 2014 of \$34,330 is included in net appreciation in fair value of investments in the statement of changes in fiduciary net position. There was also a \$54,605 capital contribution from the System.

REQUIRED SUPPLEMENTARY INFORMATION

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

REQUIRED SUPPLEMENTARY INFORMATION

**SCHEDULE OF CHANGES IN THE
EMPLOYER NET PENSION LIABILITY AND RELATED RATIOS**

	2014
Total Pension Liability	
Service cost	\$ 3,645,948
Interest	21,340,649
Changes of benefit terms	--
Differences between expected and actual experience	(1,213,699)
Changes of assumptions	--
Benefit payments, including refunds of member contributions	(20,678,837)
Net Change in Total Pension Liability	3,094,061
Total Pension Liability - Beginning	291,235,461
Total Pension Liability - Ending (a)	294,329,522
Plan Fiduciary Net Position	
Contributions - employer	9,722,948
Contributions - member	1,422,685
Contributions - nonemployer contributing member	2,219,537
Net investment income	22,149,737
Benefit payments, including refunds of member contributions	(20,678,837)
Administrative expenses	(581,767)
Other	17,738
Net Change in Plan Fiduciary Net Position	14,272,041
Plan Fiduciary Net Position - Beginning	218,765,571
Plan Fiduciary Net Position - Ending (b)	\$ 233,037,612
Net Pension Liability - Ending (a) - (b)	\$ 61,291,910
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability	79.18%
Covered-Employee Payroll	\$ 12,948,557
Net Pension Liability as Percentage of Covered-Employee Payroll	473.35%

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

REQUIRED SUPPLEMENTARY INFORMATION

SCHEDULE OF EMPLOYER AND OTHER CONTRIBUTING ENTITY CONTRIBUTIONS

	<u>2014</u>	<u>2013</u>	<u>2012</u>	<u>2011</u>	<u>2010</u>
Actuarially determined contribution	\$ 9,722,948	\$ 8,121,441	\$ 5,527,605	\$ 6,085,623	\$ 6,828,542
Contributions in relation to the actuarially determined contribution	<u>9,722,948</u>	<u>8,121,441</u>	<u>5,527,605</u>	<u>6,085,623</u>	<u>6,828,542</u>
Contribution deficiency (excess)	<u>\$ --</u>				
Covered-employee payroll	\$ 12,948,557	\$ 13,137,295	\$ 14,432,987	\$ 15,514,029	\$ 16,804,153
Contributions as a percentage of covered-employee payroll	75.09%	61.82%	38.30%	39.23%	40.64%
	<u>2009</u>	<u>2008</u>	<u>2007</u>	<u>2006</u>	<u>2005</u>
Actuarially determined contribution	\$ 6,321,557	\$ 6,541,199	\$ 6,742,158	\$ 6,092,213	\$ 4,551,843
Contributions in relation to the actuarially determined contribution	<u>6,321,557</u>	<u>6,541,199</u>	<u>6,742,158</u>	<u>6,092,213</u>	<u>4,551,843</u>
Contribution deficiency (excess)	<u>\$ --</u>				
Covered-employee payroll	\$ 18,187,155	\$ 18,938,141	\$ 19,202,844	\$ 18,681,923	\$ 18,639,317
Contributions as a percentage of covered-employee payroll	34.76%	34.54%	35.11%	32.61%	24.42%

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

**NOTES TO THE SCHEDULE OF EMPLOYER AND
OTHER CONTRIBUTING ENTITY CONTRIBUTIONS**

Valuation Date:

Actuarially determined contribution rates are calculated as of October 1, two years prior to the end of the fiscal year (actuarial valuation dated October 1, 2012) in which contributions are reported.

Methods and assumptions used to determine contribution rates:

Actuarial Cost Method	Entry Age Normal Cost Method
Amortization Method	All new bases are to be amortized over 30 years from date established.
Remaining Amortization Period	30 years
Asset Valuation Method	20% Phase-In Method: Actuarial value of asserts is equal to expected value phase in the difference between the expected investment earnings and actual investment earnings at the rate of 20% per year. The result cannot be greater than 120% of market value or less than 80% of market value.
Investment Discount/ Investment Return	7.7% compounded annually, net of investment expenses, reducing 0.2% to the Board's 7.5% goal for the October 1, 2013 and subsequent Actuarial Valuations.
Salary Increases	3.5% compounded annually for inflation plus a seniority/merit scale ranging from 0.5% to 8.5%.
Mortality:	1983 Group Annuity Mortality (GAM) table for males and females, with no provision for future mortality improvement.
Disabled Mortality:	1983 Group Annuity Mortality (GAM) table for males and females, set forward 5 years.

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

SCHEDULE OF INVESTMENT RETURNS

	<u>2014</u>
Annual Money-Weighted Rate of Return, Net of Investment Expense	10.03%

SUPPLEMENTARY INFORMATION

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

SCHEDULE OF ADMINISTRATIVE AND INVESTMENT EXPENSES

FOR THE YEAR ENDED SEPTEMBER 30, 2014

(WITH COMPARATIVE TOTALS FOR THE YEAR ENDED SEPTEMBER 30, 2013)

SUPPLEMENTARY INFORMATION

	2014	2013
Administrative Expenses		
Salaries and payroll taxes	\$ 250,094	\$ 227,634
Legal fees	70,890	60,000
Office expenses	47,475	46,321
DROP administration fees	40,522	51,820
Trustee expenses	35,833	40,672
Insurance	32,096	33,276
Actuarial fees	25,612	33,626
Accounting and payroll fees	22,202	28,234
Employer retirement plan contribution 401(a)	21,630	15,739
Depreciation expense	8,630	10,592
Physical examinations	8,545	3,382
Repairs and maintenance	8,494	788
Telephone	2,861	2,711
Office equipment	2,825	2,776
Office supplies	1,726	3,240
Postage	946	1,265
Computer support fees	720	6,189
Death audits	400	400
Publications	266	127
Total Administrative Expenses	\$ 581,767	\$ 568,792
Investment Expenses		
Investment advisory fees	\$ 1,195,770	\$ 1,077,354
Performance measurement	82,311	79,931
Custodial fees	70,173	59,218
Total Investment Expenses	\$ 1,348,254	\$ 1,216,503

OTHER INFORMATION (UNAUDITED)

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

POMPANO BEACH INVESTORS, LLC

BALANCE SHEET

SEPTEMBER 30, 2014

OTHER INFORMATION (UNAUDITED)

Assets

Cash and cash equivalents	\$ 55,307
Prepaid expenses and other assets	18,563
Property and equipment, net	<u>4,809,562</u>

Total Assets \$ 4,883,432

Liabilities and Member's Equity

Accounts payable	<u>\$ 93,007</u>
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Total Liabilities 93,007

Member's Equity 4,790,425

Total Liabilities and Member's Equity \$ 4,883,432

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

POMPANO BEACH INVESTORS, LLC

SCHEDULE OF INCOME AND MEMBER'S EQUITY

FOR THE YEAR ENDED SEPTEMBER 30, 2014

OTHER INFORMATION (UNAUDITED)

Rental Revenue	\$ 384,736
Operating Expenses	<u>419,314</u>
Loss from Operations	(34,578)
Other Income	
Interest income	<u>248</u>
Net Loss	(34,330)
Member's Equity - Beginning of Year	4,770,150
Capital contribution received	<u>54,605</u>
Member's Equity - End of Year	<u><u>\$ 4,790,425</u></u>

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

POMPANO BEACH INVESTORS, LLC

SCHEDULE OF OPERATING EXPENSES

FOR THE YEAR ENDED SEPTEMBER 30, 2014

OTHER INFORMATION (UNAUDITED)

	Amount	% of Rental Revenue
Depreciation expense	\$ 110,574	28.7%
Real estate taxes, net of refunds	70,886	18.4%
Electricity	55,436	14.4%
Property and liability insurance	32,133	8.4%
Repair and maintenance - HVAC Contract	23,688	6.2%
Janitorial contract - tenant spaces	21,555	5.6%
Management fee - third party	14,400	3.7%
Repair and maintenance - building general repairs	13,816	3.6%
Amortization deferred leasing and marketing costs	11,438	3.0%
Landscaping contract	8,927	2.3%
Legal fees	7,769	2.0%
Water and sewer	7,432	1.9%
Trash removal	4,648	1.2%
Maintenance Reimbursements	4,500	1.2%
Repair and maintenance - elevator contract /maintenance	3,674	1.0%
Fire prevention	3,607	0.9%
Non-Passthrough Expenses	3,493	0.9%
Miscellaneous Overhead	3,441	0.9%
Sales Tax	3,062	0.8%
Interior plant service	2,717	0.7%
Professional Fees	2,641	0.7%
Pest control	2,340	0.6%
Repair and maintenance - Plumbing	2,108	0.5%
Parking lot cleaning and sweeping	1,170	0.3%
Appraisal fees	1,100	0.3%

(Continued)

**POMPANO BEACH POLICE AND FIREFIGHTERS'
RETIREMENT SYSTEM**

POMPANO BEACH INVESTORS, LLC

SCHEDULE OF OPERATING EXPENSES (CONTINUED)

FOR THE YEAR ENDED SEPTEMBER 30, 2014

OTHER INFORMATION (UNAUDITED)

	<u>Amount</u>	<u>% of Rental Revenue</u>
Repair and maintenance - window cleaning	950	0.2%
Repair and maintenance - Sign repair	526	0.1%
Trash recycle	492	0.1%
Locks and keys	355	0.1%
Repair and maintenance - electrical maintenance and support	253	0.1%
Licenses, fees and permits	122	0.0%
Bank fees	<u>61</u>	<u>0.0%</u>
Total Operating Expenses	<u><u>\$ 419,314</u></u>	<u><u>109.0%</u></u>

REPORTING SECTION

**INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL OVER
FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED
ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN
ACCORDANCE WITH *GOVERNMENT AUDITING STANDARDS***

To the Board of Trustees and Executive Directors
Pompano Beach Police and Firefighters' Retirement System
Pompano Beach, Florida

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of Pompano Beach Police and Firefighters' Retirement System (the System), as of and for the year ended September 30, 2014, and the related notes to the financial statements, and have issued our report thereon dated January 20, 2015.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the System's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the System's internal control. Accordingly, we do not express an opinion on the effectiveness of the System's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the System's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations and contracts, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Marcum LLP

Miami, FL
January 20, 2015