

**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, 2016

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

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Public Pension Coordinating Council

***Public Pension Standards Award
For Funding and Administration
2016***

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 cursive script that reads "Alan H. Winkle".

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

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, 2016, 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, 2016, 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.

Other Matters

Prior Year Comparative Information

We have previously audited the Pompano Beach Police and Firefighters' Retirement System's 2015 financial statements, and our report dated January 19, 2016, expressed an unmodified opinion on those financial statements. In our opinion, the summarized comparative information presented herein as of and for the year ended September 30, 2015, 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 30–33 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 is presented for purposes of additional analysis and is not a required part of the financial statements.

The Public Pension Standard Award has 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 17, 2017 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 17, 2017

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 or the Plan) provides an overview of the financial statements by focusing on the System's financial performance during the years ended September 30, 2016 and 2015 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 5 active police officers, 157 active firefighters and 402 benefit recipients.

Overview of Financial Statements

Financial Statements

The System presents summarized comparative financial statements as of and for the years ended September 30, 2016 and 2015. 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, 2016.

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 two 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.

Financial Highlights

Fiscal Year 2016

- Net position increased by \$4.6 million from \$219.2 million at September 30, 2015 to \$223.8 million at September 30, 2016, or 2.1%, primarily due to positive investment returns.
- The gain on investments was 7.74%, net of fees, on a market value basis, which exceeded the assumed investment rate of return of 7.5%.
- At September 30, 2016, the System's fiduciary net position as a percent of the total pension liability was 67.40%, representing a decrease of 5.49% from the prior year due to now measuring liabilities using the Florida Retirement System's mortality tables.
- The System received \$1.5 million in member contributions, \$8.2 million in employer contributions and \$2.3 million in revenue from the State of Florida during 2016.
- At September 30, 2016, the net pension liability of the employer(s) was approximately \$108.3 million.

Fiscal Year 2015

- Net position decreased by \$13.8 million from \$233.0 million at September 30, 2014 to \$219.2 million at September 30, 2015, or -5.9%, primarily due to lower than expected investment returns as a result of volatile market conditions during the year.
- The loss on investments was -1.63%, net of fees, on a market value basis, which prevented the System from obtaining its assumed rate of investment return of 7.5% for the year.
- At September 30, 2015, the System's fiduciary net position as a percent of the total pension liability was 72.89%.
- The System received \$1.4 million in member contributions, \$8.1 million in employer contributions and \$2.3 million in revenue from the State of Florida during 2015.
- At September 30, 2015, the net pension liability of the employer(s) was approximately \$81.5 million.

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, 2016 AND 2015

	2016	2015	Increase (Decrease)	
			2015 to 2016	
			Amount	Percent
Assets other than investments	\$ 2,837,867	\$ 1,745,811	\$ 1,092,056	62.6%
Investments, at fair value	222,474,039	220,102,771	2,371,268	1.1%
Total Assets	225,311,906	221,848,582	3,463,324	1.6%
Liabilities	1,440,393	2,592,281	(1,151,888)	-44.4%
Net Position	\$ 223,871,513	\$ 219,256,301	\$ 4,615,212	2.1%

Net position restricted for pension totaled \$223.8 million at September 30, 2016 compared to \$219.2 million at September 30, 2015. Current and other assets, reflecting cash, amounts owed for pending trades due from brokers, prepaid benefits and receivables at September 30, 2016 were \$2.8 million. For 2016, other assets increased by \$1.09 million, or 62.6%, primarily due to the custodian bank's new benefit processing system which requires that monthly benefits be funded in advance of the settlement date. Investments totaled \$222.5 million, which is an increase of \$2.4 million or 1.1% from 2015. 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, 2016, the System held \$118.9 million in equities, \$48.7 million in fixed income securities, \$44.2 million in hedge funds and private equity, \$3.0 million in Pompano Beach Investors, LLC, a real estate investment, and \$7.7 million in money market funds. Total liabilities as of September 30, 2016 were \$1.4 million, which included the amount owed to brokers for pending trades of over \$1.2 million, and accounts payable and accrued expenses of \$247,925. For 2016, liabilities decreased by \$1.2 million from 2015 primarily due to amounts owed for pending trades due to brokers at September 30, 2016.

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 net investment income (loss).

ADDITIONS TO NET POSITION
YEARS ENDED SEPTEMBER 30, 2016 AND 2015

	2016	2015	Increase (Decrease)	
			2015 to 2016	
			Amount	Percent
Employer contributions	\$ 8,154,934	\$ 8,129,211	\$ 25,723	0.3%
Member contributions	1,492,330	1,453,342	38,988	2.7%
State of Florida contributions	2,273,774	2,255,095	18,679	0.8%
Net investment income (loss)	16,244,754	(3,886,237)	20,130,991	-518.0%
Total Additions	\$ 28,165,792	\$ 7,951,411	\$ 20,214,381	254.2%

Contributions and net investment income totaled \$28.1 million in 2016, an increase of \$20.2 million from 2015.

Employer contributions increased \$25,723 in 2016 compared to 2015. Member contributions increased by \$38,988 in 2016 compared to the previous year primarily due to new-hires and salary increases. The State of Florida premium tax revenue increased \$18,679 compared to 2015.

The System incurred a positive return on the fair value of its investments in 2016. Net investment income of \$16.2 million was recognized in 2016, compared with net investment loss of \$3.9 million in 2015. The net appreciation in the fair value of investments was \$13.0 million for 2016 compared to a net depreciation of \$7.1 million in 2015. Interest, dividends and other investment income generated income of \$4.6 million for 2016, which was a 1.9% decrease from the previous year.

Investment management fees decreased \$71,156 from 2015. 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, 2016 AND 2015**

	2016	2015	Increase (Decrease)	
			2015 to 2016	
			Amount	Percent
Benefit payments	\$ 22,942,359	\$ 21,071,626	\$ 1,870,733	8.9%
Refund of contributions	3,761	73,060	(69,299)	-94.9%
Administrative expenses	604,460	588,036	16,424	2.8%
Total Deductions	\$ 23,550,580	\$ 21,732,722	\$ 1,817,858	8.4%

The largest expense was for benefits paid to retirees and beneficiaries. Benefit payments totaled approximately \$23.0 million for fiscal year 2016, an increase of \$1.9 million, or 8.9% from 2015, attributable to the increase in the number of retirees and the annual 2% cost-of-living adjustment. There was one refund of contributions to a terminating member in 2016, compared to five the previous year. For the year ended September 30, 2016, administrative expense (not including investment management fees) was 0.27% of the System's net position.

Further analysis of benefit payments follows:

BENEFIT PAYMENTS
YEARS ENDED SEPTEMBER 30, 2016 AND 2015

	2016	2015	Increase (Decrease)	
			2015 to 2016	
			Amount	Percent
Normal retirement payments	\$ 14,654,814	\$ 14,191,932	\$ 462,882	3.3%
Disability pension payments	1,743,551	1,639,917	103,634	6.3%
Beneficiary payments	892,237	828,010	64,227	7.8%
Share plan payments	483,293	270,971	212,322	78.4%
DROP account withdrawals	5,168,464	4,140,796	1,027,668	24.8%
Total Benefit Payments	\$ 22,942,359	\$ 21,071,626	\$ 1,870,733	8.9%

Funding

An actuarial valuation of the System's assets and benefit obligations is performed annually. The latest actuarial valuation dated October 1, 2015, showed the System had a ratio of actuarially determined pension asset-to-liabilities or funded ratio of 72.0%, up 1.3% from 70.7% on October 1, 2014. At October 1, 2015, the System's actuarial accrued liability exceeded the actuarial value of assets by \$78.9 million. From 1997 through 2001, the System was more than 100% funded. The subsequent reduction in the funded ratio was the result of investment losses during the 2001 through 2005, 2008 and 2009 fiscal years, benefit improvements, and a five-step incremental reduction in the assumed investment rate of return starting on October 1, 2009 and concluding October 1, 2013. While the funded ratio has improved over the past three years, it is expected to be negatively impacted due to new Florida legislation that requires Plans to adopt the Florida Retirement System's mortality tables with the October 1, 2016 actuarial valuation.

Investment Activity

A phase-in to incrementally lower the System's investment return assumption from 8.5% to 7.5% over a five-year period was completed on October 1, 2013. For the past 39-year period, the System's average compounded rate of return on an actuarial basis was 7.5% and 8.3% on a market value basis.

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, Mid Capitalization Value, Small/Mid Capitalization Growth, International Value, International Growth, Fixed Income, as well as alternative asset classes including Public & Private Real Estate, Funds of Hedge Funds, Private Equity and Master Limited Partnerships 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, 2016

(WITH COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2015)

	2016	2015
Assets		
Cash	\$ 41,404	\$ 74,968
Due from brokers	583,208	867,247
Receivables:		
Accrued interest and dividends	348,107	402,820
Other receivables	304,286	365,776
Total Receivables	652,393	768,596
Investments, at Fair Value		
Money market funds	7,696,123	9,575,447
U. S. Government agency obligations	14,240,363	17,795,050
Mortgage backed securities	14,449,431	9,949,063
Municipal obligations	950,062	961,128
Corporate obligations	19,008,035	23,027,684
Equity securities	118,890,349	113,146,938
Hedge funds and private equity	44,239,676	42,647,461
Pompano Beach Investors LLC	3,000,000	3,000,000
Total Investments	222,474,039	220,102,771
Prepayments and other assets	1,533,066	--
Property and equipment, net of accumulated depreciation of \$112,960 and \$105,756, respectively	27,796	35,000
Total Assets	225,311,906	221,848,582
Liabilities		
Accounts payable and accrued expenses	247,925	254,945
Due to brokers	1,192,468	2,337,336
Total Liabilities	1,440,393	2,592,281
Net Position Restricted for Pension Benefits	\$ 223,871,513	\$ 219,256,301

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, 2016

(WITH COMPARATIVE TOTALS FOR THE YEAR ENDED SEPTEMBER 30, 2015)

	2016	2015
Additions		
Contributions:		
City of Pompano Beach	\$ 4,139,731	\$ 3,979,817
Broward Sheriff's Office	4,015,203	4,149,394
Members	1,492,330	1,453,342
State of Florida	2,273,774	2,255,095
Total Contributions	11,921,038	11,837,648
Investment Income (Loss)		
Net appreciation (depreciation) in fair value of investments	13,050,965	(7,098,065)
Interest and dividends	4,609,209	4,665,224
Miscellaneous investment income	10,775	43,955
	17,670,949	(2,388,886)
Less: investment expenses	(1,426,195)	(1,497,351)
Net Investment Income (Loss)	16,244,754	(3,886,237)
Total Additions	28,165,792	7,951,411
Deductions		
Benefit payments	22,942,359	21,071,626
Refund of participant contributions	3,761	73,060
Administrative expenses	604,460	588,036
Total Deductions	23,550,580	21,732,722
Net Increase (Decrease)	4,615,212	(13,781,311)
Net Position Restricted for Pension Benefits		
Beginning of year	219,256,301	233,037,612
End of year	\$ 223,871,513	\$ 219,256,301

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, 2016

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 or the Plan) 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. Net appreciation (depreciation) 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. For more detail regarding the methods used to measure the fair value of investments refer to the fair value hierarchy in Note 3.

USE OF ESTIMATES

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (U.S. GAAP) 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, 2016

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, 2015, from which the information was derived.

IMPLEMENTATION OF GOVERNMENTAL ACCOUNTING STANDARDS BOARD STATEMENTS

GASB Statement No. 72, Fair Value Measurement and Application

This Statement addresses accounting and financial reporting issues related to fair value measurements of assets and liabilities. The Statement also provides guidance for applying fair value to certain investments and disclosures related to all fair value measurements. The adoption of GASB 72 results in increased disclosures related to the fair value measurement of investments.

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.

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.

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

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2016

NOTE 2 – PLAN DESCRIPTION AND CONTRIBUTION INFORMATION (CONTINUED)

PLAN DESCRIPTION (CONTINUED)

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.

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.

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

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2016

NOTE 2 – PLAN DESCRIPTION AND CONTRIBUTION INFORMATION (CONTINUED)

PLAN DESCRIPTION (CONTINUED)

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.

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.

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

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2016

NOTE 2 – PLAN DESCRIPTION AND CONTRIBUTION INFORMATION (CONTINUED)

PLAN DESCRIPTION (CONTINUED)

Membership consisted of the following as of October 1, 2015, the date of the latest actuarial valuation:

Inactive plan members and beneficiaries currently receiving benefits	397
Inactive plan members entitled but not yet receiving benefits	3
Active plan members	<u>160</u>
Total Members	<u><u>560</u></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, 2016 and 2015, there were 60 and 73, respectively, DROP participants at the end of each year.

As of September 30, 2016 and 2015, the balance in the DROP account was \$17,286,429 and \$18,534,093, respectively. These amounts are included in the total investment balance presented on the statement of fiduciary net position.

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, 2016, the balance of DROP loans outstanding was \$213,216.

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

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2016

NOTE 2 – PLAN DESCRIPTION AND CONTRIBUTION INFORMATION (CONTINUED)

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, 2016, the balance in the Share Plan account was \$4,565,781. 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, 2015 actuarial valuation, the cumulative balance of additional premium tax revenues reserved to provide future benefit improvements totals \$433,458. This balance pertains to the firefighter members (Chapter 175 funds) and was allocated to the members' Share Plan accounts on January 1, 2016. In compliance with new legislation under Florida Chapters 175 and 185, the cumulative balance totaling \$215,163 of additional premium tax revenues pertaining to police members (Chapter 185 funds), was allocated as 50% to the Plan's unfunded liability and 50% set aside to fund a members' Share Plan.

POMPANO BEACH POLICE AND FIREFIGHTERS' RETIREMENT SYSTEM

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2016

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:

Authorized Investments	Effective June 15, 2015		Prior to June 15, 2015	
	Allowable Range %	Target %	Allowable Range %	Target %
Fixed income securities	17.5% - 27.5%	22.5%	20% - 30%	25.0%
Equity securities	42.5% - 57.5%	50.0%	45% - 60%	52.5%
Real estate	2.5% - 10%	7.5%	2.5% - 10%	7.5%
Funds of hedge funds	0% - 10%	10.0%	0% - 10%	10.0%
Master limited partnerships	0% - 7.5%	5.0%	0	0.0%
Private equity	0% - 7.5%	5.0%	0% - 7.5%	5.0%

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

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2016

NOTE 3 – INVESTMENTS (CONTINUED)

RATE OF RETURN

For the year ended September 30, 2016, the annual money-weighted rate of return on pension plan investments, net of pension plan investment expense, was 7.68%. 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, 2016, the System had the following investments subject to interest rate risk in its portfolio:

	Remaining Maturity				
	Fair Value	Less Than 1 Year	1 - 5 Years	6-10 Years	Greater Than 10 Years
U.S. Treasuries, notes and bonds	\$ 13,600,906	\$ 89,996	\$ 7,809,393	\$ 2,938,850	\$ 2,762,667
U.S. Federal agencies	296,097	--	296,097	--	--
U.S. Treasury inflation protected securities	343,360	--	--	96,120	247,240
Total US government agency obligations	<u>14,240,363</u>	<u>89,996</u>	<u>8,105,490</u>	<u>3,034,970</u>	<u>3,009,907</u>
Mortgage backed securities	12,309,559	621	35,570	100,000	12,173,368
Collateralized mortgage obligations	2,139,872	--	--	--	2,139,872
Total mortgage backed securities	<u>14,449,431</u>	<u>621</u>	<u>35,570</u>	<u>100,000</u>	<u>14,313,240</u>
Municipal obligations	950,062	--	268,898	--	681,164
Corporate obligations	18,058,470	589,432	7,468,423	5,969,837	4,030,778
Foreign obligations	97,556	--	--	97,556	--
Bond mutual funds	852,009	852,009	--	--	--
Total corporate obligations	<u>19,008,035</u>	<u>1,441,441</u>	<u>7,468,423</u>	<u>6,067,393</u>	<u>4,030,778</u>
Totals	<u>\$ 48,647,891</u>	<u>\$ 1,532,058</u>	<u>\$ 15,878,381</u>	<u>\$ 9,202,363</u>	<u>\$ 22,035,089</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, 2016

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 year ended September 30, 2016 ranged between AAA and CCC and below ratings. All of the fixed income investments for the year ended September 30, 2016 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*	\$ 23,979,898	\$ --	\$ --	\$ --	\$ --	\$ 23,979,898
Credit risk debt securities:						
AAA	757,999	671,309	--	--	86,690	--
AA	5,479,590	1,944,943	--	--	594,474	2,940,173
A	6,752,152	6,752,152	--	--	--	--
BBB	8,810,881	8,444,427	--	97,556	268,898	--
BB	53,785	53,785	--	--	--	--
CCC and Below	39,300	39,300	--	--	--	--
Not Rated	2,774,286	1,922,277	852,009	--	--	--
Total credit risk debt securities	<u>24,667,993</u>	<u>19,828,193</u>	<u>852,009</u>	<u>97,556</u>	<u>950,062</u>	<u>2,940,173</u>
Total Fixed Income Securities	<u>\$ 48,647,891</u>	<u>\$ 19,828,193</u>	<u>\$ 852,009</u>	<u>\$ 97,556</u>	<u>\$ 950,062</u>	<u>\$ 26,920,071</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, 2016

NOTE 3 – INVESTMENTS (CONTINUED)

CONCENTRATION OF CREDIT RISK (CONTINUED)

As of September 30, 2016, the Invesco Core Real Estate U.S.A. LP investment is 6.86% of the System's net position restricted for pension benefits, and United States Treasury Notes and Bonds are 5.06% of net position restricted for pension benefits.

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.

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 total pension liability is reported based on certain assumptions pertaining to investment returns, 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.

FAIR VALUE HIERARCHY

Fair value is defined as 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. The Plan categorizes its fair value measurements with the fair value hierarchy established by generally accepted accounting principles. The fair value hierarchy categorizes the inputs to valuation techniques used to measure fair value into three levels based on the extent to which inputs used in measuring fair value are observable in the market.

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

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2016

NOTE 3 – INVESTMENTS (CONTINUED)

Level 1 – Investments' fair values based on prices quoted in active markets for identical assets

Level 2 – Investments' fair values based on observable inputs for the assets either directly or indirectly, other than those considered Level 1 inputs, which may include quoted prices for identical assets in markets that are not considered to be active, and quoted prices of similar assets in active or inactive markets.

Level 3 – Investments' fair values based upon unobservable inputs.

The following is a description of the fair value techniques for the Plan's investments. Level 1 and 2 prices are obtained from various pricing sources by the Plan's custodian bank:

Short-term investments, which consist of money market funds, are reported at cost which is fair value.

Equity securities traded on national or international exchanges are valued at the last reported sales price or current exchange rates (Level 1). This includes common stock, American depository receipts, foreign stock, mutual fund equities and REITS.

Debt securities are valued using pricing inputs that reflect the assumptions market participants would use to price an asset or liability and are developed based on market data obtained from sources independent of the reporting entity (Level 2). This includes U.S. Treasury bonds and notes, inflation-indexed bonds, U.S. federal agencies, mortgage backed and collateralized securities, municipal bonds, mutual bond funds and corporate obligations, including asset backed, foreign bonds and notes, private placements.

The Plan has investments in alternative asset classes including funds of hedge funds, private equity fund of funds and a core real estate fund which hold a variety of investment vehicles that do not have readily available market quotations. These investments are measured at net asset value based on their proportionate share of the value of the investments as determined by the fund managers and are valued according to methodologies which include pricing models, discounted cash flow models and similar techniques.

The following is a summary of the fair value hierarchy of the fair value of investments as of September 30, 2016:

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

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2016

NOTE 3 – INVESTMENTS (CONTINUED)

Investment Instruments Measured at Fair Value

	9/30/2016	Fair Value Measurements Using		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investments by fair value level				
Debt securities				
US Government agency obligations	\$ 14,240,363	\$ -	\$14,240,363	\$ -
Mortgage backed securities	14,449,431	-	14,449,431	-
Municipal obligations	950,062	-	950,062	-
Corporate obligations	19,008,035	-	19,008,035	-
Total debt securities	<u>48,647,891</u>	<u>-</u>	<u>48,647,891</u>	<u>-</u>
Equity securities				
Common stock	69,693,644	69,693,644	-	-
ADR's	28,034,608	28,034,608	-	-
Partnerships publicly traded	9,105,494	-	9,105,494	-
Foreign stock	6,477,897	6,477,897	-	-
Mutual fund equities	4,944,848	4,944,848	-	-
REITS	633,858	633,858	-	-
Total equity securities	<u>118,890,349</u>	<u>109,784,855</u>	<u>9,105,494</u>	<u>-</u>
Pompano Beach Investors, LLC	<u>3,000,000</u>	<u>-</u>	<u>3,000,000</u>	<u>-</u>
Total Investments by fair value	<u>170,538,240</u>	<u>\$ 109,784,855</u>	<u>\$60,753,385</u>	<u>\$ -</u>
Investments measured at the net asset value (NAV)*				
Fund of hedge funds	19,861,633			
Real estate fund	14,698,169			
Private equity fund of funds	<u>9,679,874</u>			
Total investments measured at NAV	<u>44,239,676</u>			
Money market funds (exempt)	<u>7,696,123</u>			
Total investments	<u>\$ 222,474,039</u>			

* As required by GAAP, certain investments that are measured at net asset value have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the total investment line item in the Statement of Fiduciary Net Position.

The following table summarizes investments for which fair value is measured using the net asset value per share practical expedient, including their related unfunded commitments and redemption restrictions.

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

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2016

NOTE 3 – INVESTMENTS (CONTINUED)

Investments Measured at the NAV	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency (if Currently Eligible)</u>	<u>Redemption Notice Period</u>
Fund of Hedge Funds - Multi Strategy ¹	\$ 10,369,688	\$ -	Semi-Annual	95 Days
Fund of Hedge Funds - Multi Strategy ²	9,491,945	-	Quarterly	95 Days
Core Real Estate Fund ³	14,698,169	-	Quarterly	45 Days
Private Equity Fund of Funds ⁴	3,818,636	1,725,000	N/A	N/A
Private Equity Fund of Funds ⁴	1,575,053	1,485,000	N/A	N/A
Private Equity Fund of Funds ⁵	2,607,421	427,245	N/A	N/A
Private Equity Fund of Funds ⁶	1,678,764	817,080	N/A	N/A
Total investments measured at NAV	<u>\$ 44,239,676</u>			

- 1 *Multi-strategy fund of hedge fund.* Aims to pursue varying strategies in order to diversify risks and reduce volatility. This fund is a diversified portfolio of relative value, equity market neutral and low net equity, event driven and distressed and credit securities. This investment is valued at NAV and is redeemable on a semi-annual basis.
- 2 *Multi-strategy fund of hedge fund.* Aims to pursue varying strategies in order to diversify risks and reduce volatility. This fund is a diversified portfolio of relative value and event driven hedge funds with a focus on credit strategies. This investment is valued at NAV and is redeemable on a quarterly basis.
- 3 *Core real estate fund.* This fund is an open-end core real estate fund with a diversified portfolio of income producing institutional properties throughout the US. This investment is valued at NAV and is redeemable on a quarterly basis.
- 4 *Private equity fund of funds.* These two funds are globally diversified private equity programs that invest in large, mid and small-cap buyouts, venture and growth capital, and special situations. These investments are valued at NAV.
- 5 *Private equity fund of fund.* This fund seeks to find undervalued opportunities in a differentiated platform of private equity, real estate, credit, hedge fund solutions and secondary solutions. This investment is valued at NAV.
- 6 *Private equity fund of fund.* The fund seeks to acquire and structure private equity portfolios of private equity partnerships and underlying portfolio companies across leveraged buyout, credit, distressed, growth capital, real assets and venture capital strategies. This investment is valued at NAV.

NOTE 4 – TAX STATUS

The Internal Revenue Service has determined and informed the Board of 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, 2019.

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

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2016

NOTE 5 – NET PENSION LIABILITY OF THE EMPLOYER

The components of the net pension liability at September 30, 2016:

Total pension liability	\$ 332,155,565
Plan fiduciary net position	<u>223,871,513</u>
Net Pension Liability	<u>\$ 108,284,052</u>
Plan fiduciary net position as a percent of the total pension liability	67.40%

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%
Reporting Date	September 30, 2016, based on a valuation date of October 1, 2015
Ad-hoc Cost of Living Increases	None
Mortality Rates	
Healthy	Florida Retirement System special risk mortality projected with scale BB generationally
Disabled	Florida Retirement System disabled mortality (no projection scale)
Experience Study	The most recent experience study was completed in November 2013 taking into account 6 years of data experience.

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

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2016

NOTE 5 – NET PENSION LIABILITY OF THE EMPLOYER (CONTINUED)

LONG-TERM EXPECTED RATE OF RETURN

The long-term expected rate of return on 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, 2016 are summarized in the following table:

Asset Class	Target Allocation	Long-Term Expected Real Rate of Return
Equity securities	50.0%	7.4%
Fixed income securities	22.5%	2.4%
Real estate	7.5%	3.7%
Hedge funds and private equity	15.0%	5.2%
Master Limited Partnerships	5.0%	6.4%
Short-term investments	0.0%	1.6%
Cash	<u>0.0%</u>	1.0%
Total	<u>100.0%</u>	

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 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 Plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

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

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2016

NOTE 5 – NET PENSION LIABILITY OF THE EMPLOYER (CONTINUED)

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	<u>\$ 144,670,506</u>	<u>\$ 108,284,052</u>	<u>\$ 75,490,063</u>

NOTE 6 – PLAN AMENDMENTS

During the years ended September 30, 2016 and 2015, the City Code of Ordinances providing for the creation and operation of the System was amended as follows:

Ordinance No. 2015-45

This ordinance amends Section 34.0571 to comply with the Internal Revenue Code in connection with a favorable determination letter dated December 1, 2014.

Ordinance No. 2015-19

This ordinance rescinds ordinance 2014-61 to make necessary technical corrections.

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 intent of the purchase was to generate rental income through leasing agreements for office space.

On February 29, 2015, the LLC sold the commercial real estate property in exchange for a purchase price of \$3.7 million and approximately \$486,000 in reimbursement fees. For value received, the LLC holds a promissory note in the principal amount of \$3 million, which accrues interest at 4.25% per annum, and matures on March 1, 2020.

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

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED SEPTEMBER 30, 2016

NOTE 7 – INVESTMENT IN POMPANO BEACH INVESTORS, LLC (CONTINUED)

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. The fair value of this investment as of September 30, 2016 is \$3 million. During the year ended September 30, 2016, the LLC received \$138,125 in interest income and incurred \$12 in fees. These funds were transferred to the System.

NOTE 8 – DEFINED CONTRIBUTION PLAN

The Plan, as a single-employer, contributed to the Pompano Beach Police/Fire Retirement Plan which is a defined contribution plan (DCP) created in accordance with Internal Revenue Code Section 401(a). The Plan is administered by a third party administrator. The DCP is available to all full-time employees of the Plan. The Plan contributes 10% of the participant earnings and employees participating in the DCP are required to contribute 10% of their earnings, excluding bonuses.

Total employer contributions into the DCP were \$20,302 for the year ended September 30, 2016. Amendments to the DCP must be authorized by the Board of Trustees of the Plan.

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**

	2016	2015	2014
Total Pension Liability			
Service cost	\$ 3,703,207	\$ 3,645,948	\$ 3,645,948
Interest	21,977,143	21,555,235	21,340,649
Changes of benefit terms	--	(6,900)	--
Differences between expected and actual experience	(983,846)	2,419,307	(1,213,699)
Changes of assumptions	29,606,755	--	--
Benefit payments, including refunds of member contributions	<u>(22,946,120)</u>	<u>(21,144,686)</u>	<u>(20,678,837)</u>
Net Change in Total Pension Liability	31,357,139	6,468,904	3,094,061
Total Pension Liability - Beginning	<u>300,798,426</u>	<u>294,329,522</u>	<u>291,235,461</u>
Total Pension Liability - Ending (a)	<u>332,155,565</u>	<u>300,798,426</u>	<u>294,329,522</u>
Plan Fiduciary Net Position			
Contributions - employer	8,154,934	8,129,211	9,722,948
Contributions - member	1,492,330	1,453,342	1,422,685
Contributions - nonemployer contributing member	2,273,774	2,255,095	2,219,537
Net investment income (loss)	16,233,979	(3,955,004)	22,149,737
Benefit payments, including refunds of member contributions	(22,946,120)	(21,144,686)	(20,678,837)
Administrative expenses	(604,460)	(563,224)	(581,767)
Other	<u>10,775</u>	<u>43,955</u>	<u>17,738</u>
Net Change in Plan Fiduciary Net Position	4,615,212	(13,781,311)	14,272,041
Plan Fiduciary Net Position - Beginning	<u>219,256,301</u>	<u>233,037,612</u>	<u>218,765,571</u>
Plan Fiduciary Net Position - Ending (b)	<u>\$ 223,871,513</u>	<u>\$ 219,256,301</u>	<u>\$ 233,037,612</u>
Net Pension Liability - Ending (a) - (b)	\$ 108,284,052	\$ 81,542,125	\$ 61,291,910
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability	67.40%	72.89%	79.18%
Covered-Employee Payroll	\$ 13,061,612	\$ 13,065,752	\$ 12,948,557
Net Pension Liability as Percentage of Covered-Employee Payroll	829.03%	624.09%	473.35%

This schedule is presented as required by accounting principles generally accepted in the United States of America, however, until a full 10-year trend is compiled, information is presented for those years available.

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

REQUIRED SUPPLEMENTARY INFORMATION

SCHEDULE OF EMPLOYER AND OTHER CONTRIBUTING ENTITY CONTRIBUTIONS

	2016	2015	2014	2013	2012
Actuarially determined contribution	\$ 8,154,934	\$ 8,129,211	\$ 9,722,948	\$ 8,121,441	\$ 5,527,605
Contributions in relation to the actuarially determined contribution	<u>8,154,934</u>	<u>8,129,211</u>	<u>9,722,948</u>	<u>8,121,441</u>	<u>5,527,605</u>
Contribution deficiency (excess)	<u>\$ --</u>	<u>\$ --</u>	<u>\$ --</u>	<u>\$ --</u>	<u>\$ --</u>
Covered-employee payroll	\$ 13,061,612	\$ 13,065,752	\$ 12,948,557	\$ 13,137,295	\$ 14,432,987
Contributions as a percentage of covered-employee payroll	62.43%	62.22%	75.09%	61.82%	38.30%
	2011	2010	2009	2008	2007
Actuarially determined contribution	\$ 6,085,623	\$ 6,828,542	\$ 6,321,557	\$ 6,541,199	\$ 6,742,158
Contributions in relation to the actuarially determined contribution	<u>6,085,623</u>	<u>6,828,542</u>	<u>6,321,557</u>	<u>6,541,199</u>	<u>6,742,158</u>
Contribution deficiency (excess)	<u>\$ --</u>	<u>\$ --</u>	<u>\$ --</u>	<u>\$ --</u>	<u>\$ --</u>
Covered-employee payroll	\$ 15,514,029	\$ 16,804,153	\$ 18,187,155	\$ 18,938,141	\$ 19,202,844
Contributions as a percentage of covered-employee payroll	39.23%	40.64%	34.76%	34.54%	35.11%

See Notes to Schedule

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

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

Valuation Date:

Actuarially determined contribution rates for the year ended September 30, are calculated as of October 1, two years prior to the end of the year 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 assets 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	7.5% compounded annually, net of investment expenses.
Salary Increases	2.5% compounded annually for inflation plus a seniority/merit scale ranging from 0.5% to 8.5%.
Mortality:	RP-2000 Combined Mortality table for males and females set forward 5 years, with fully generational Scale AA mortality improvements.
Disabled Mortality:	RP-2000 Disabled Mortality table for males and females, set forward 5 years, with fully generational Scale AA mortality improvements.

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

SCHEDULE OF INVESTMENT RETURNS

	<u>2016</u>	<u>2015</u>	<u>2014</u>
Annual Money-Weighted Rate of Return, Net of Investment Expense	7.68%	-1.48%	10.03%

This schedule is presented as required by accounting principles generally accepted in the United States of America, however, until a full 10-year trend is compiled, information is presented for those years available.

SUPPLEMENTARY INFORMATION

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

SCHEDULE OF ADMINISTRATIVE AND INVESTMENT EXPENSES

FOR THE YEAR ENDED SEPTEMBER 30, 2016

(WITH COMPARATIVE TOTALS FOR THE YEAR ENDED SEPTEMBER 30, 2015)

SUPPLEMENTARY INFORMATION

	2016	2015
Administrative Expenses		
Salaries	\$ 218,008	\$ 239,175
Legal fees	122,108	79,455
Employee benefits	55,037	38,767
Office lease	33,335	31,098
DROP administration fees	28,471	26,259
Educational expense	25,472	37,969
Actuarial fees	23,165	22,930
Accounting and payroll fees	21,128	31,501
Insurance expense	20,533	20,248
Payroll taxes	18,682	22,163
Depreciation expense	7,204	8,557
Physical examinations	7,000	8,699
Repairs and maintenance	4,974	4,579
Office equipment	3,708	4,206
Computer support fees	3,081	593
Telephone and internet	2,940	3,086
Memberships and publications	2,632	2,845
Miscellaneous expense	2,627	2,843
Office supplies	2,368	1,857
Postage	1,587	806
Death audits	400	400
Total Administrative Expenses	\$ 604,460	\$ 588,036
Investment Expenses		
Investment advisory fees	1,284,409	\$ 1,348,811
Performance measurement	81,170	82,097
Custodial fees	60,616	66,443
Total Investment Expenses	\$ 1,426,195	\$ 1,497,351

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 Director
Pompano Beach Police and Firefighters' Retirement System

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, 2016, and the related notes to the financial statements, and have issued our report thereon dated January 17, 2017.

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

Fort Lauderdale, FL
January 17, 2017