

RULE 15c2-12 FILING COVER SHEET

This cover sheet is sent with all submissions to the Municipal Securities Rulemaking Board (the Nationally Recognized Municipal Securities Information Repository) and any applicable State Information Depository pursuant to Securities and Exchange Commission (SEC) Rule 15c2-12 or any analogous state statute.

Issuer Name: Titus County, Texas

Issue(s):

- \$ 29,665,000 Unlimited Tax And Pass-Through Toll Revenue Bonds, Series 2007
- \$ 39,000,000 Unlimited Tax And Pass-Through Toll Revenue Bonds, Series 2009
- \$ 44,345,000 Pass-Through Toll Revenue And Limited Tax Bonds, Series 2012B
- \$ 36,680,000 Unlimited Tax and Pass-Through Toll Revenue Bonds, Series 2012A
- \$ 28,720,000 Unlimited Tax Refunding Bonds, Series 2016

Filing Format electronic ___ paper; If available on the Internet, give URL: _____

CUSIP Numbers to which the information filed relates (optional):

Nine-digit number(s) (see following page(s)):

___ Six-digit number if information filed relates to all securities of the issuer

* * *

Financial & Operating Data Disclosure Information

- Annual Financial Report or CAFR
- Financial Information & Operating Data
- ___ Other (describe) _____
- Fiscal Period Covered: FYE 2016
- ___ Monthly ___ Quarterly Annual ___ Other: _____

* * *

I hereby represent that I am authorized by the issuer or its agent to distribute this information publicly:

Signature: 

Name: Mr. Brian Lee Title: County Judge

Employer: Titus County, Texas

Voice Telephone Number: (903) 577-6791

Email Address: titusjudge@gmail.com

DESCRIPTION OF ISSUES COVERED BY THIS REPORT

Unlimited Tax And Pass-Through Toll Revenue Bonds, Series 2007

<u>Date</u>	<u>Principal</u>	<u>CUSIP</u>
03/01/18	\$ 1,160,000	888514EZ5
	<u>\$ 1,160,000</u>	

Unlimited Tax And Pass-Through Toll Revenue Bonds, Series 2009

<u>Date</u>	<u>Principal</u>	<u>CUSIP</u>
03/01/18	\$ 1,530,000	888514FR2
03/01/19	1,595,000	888514FS0
03/01/20	1,680,000	888514FT8
03/01/21	1,770,000	888514FU5
03/01/22	1,850,000	888514FV3
03/01/23	1,930,000	888514FW1
03/01/24	2,010,000	888514FX9
03/01/25	2,100,000	888514FY7
03/01/26	2,190,000	888514FZ4
03/01/27	2,290,000	888514GA8
03/01/28	2,400,000	888514GB6
03/01/29	2,515,000	888514GC4
	<u>\$ 23,860,000</u>	

Pass-Through Toll Revenue And Limited Tax Bonds, Series 2012B

<u>Date</u>	<u>Principal</u>	<u>CUSIP</u>
03/01/18	\$ 1,685,000	888514HB5
03/01/19	1,755,000	888514HC3
03/01/20	1,825,000	888514HD1
03/01/21	1,890,000	888514HE9
03/01/22	1,950,000	888514HF6
03/01/23	2,010,000	888514HG4
03/01/24	2,070,000	888514HH2
03/01/25	2,155,000	888514HJ8
03/01/26	2,270,000	888514HK5
03/01/27	2,385,000	888514HL3
03/01/28	2,485,000	888514HM1
03/01/34	17,160,000	888514HN9
	<u>\$ 39,640,000</u>	

Unlimited Tax and Pass-Through Toll Revenue Bonds, Series 2012A

<u>Date</u>	<u>Principal</u>	<u>CUSIP</u>
03/01/18	\$ 630,000	888514GH3
03/01/19	660,000	888514GJ9
03/01/20	960,000	888514GK6
03/01/21	1,000,000	888514GL4
03/01/22	1,050,000	888514GM2
03/01/23	1,090,000	888514GN0
03/01/24	1,145,000	888514GP5
03/01/25	1,200,000	888514GQ3
03/01/26	1,260,000	888514GR1
03/01/27	1,325,000	888514GS9
03/01/28	1,395,000	888514GT7
03/01/29	1,460,000	888514GU4
03/01/30	1,540,000	888514GV2
03/01/31	1,620,000	888514GX8
03/01/34	18,575,000	888514GW0
	<u>\$ 34,910,000</u>	

Unlimited Tax Refunding Bonds, Series 2016

<u>Date</u>	<u>Principal</u>	<u>CUSIP</u>
03/01/19	\$ 1,175,000	888514HT6
03/01/20	1,225,000	888514HU3
03/01/21	1,290,000	888514HV1
03/01/22	1,355,000	888514HW9
03/01/23	1,420,000	888514HX7
03/01/24	1,495,000	888514HY5
03/01/25	1,560,000	888514HZ2
03/01/26	1,615,000	888514JA5
03/01/27	1,680,000	888514JB3
03/01/28	1,745,000	888514JC1
03/01/29	1,820,000	888514JD9
03/01/30	4,520,000	888514JE7
03/01/31	4,705,000	888514JF4
03/01/32	2,705,000	888514JG2
	<u>\$ 28,310,000</u>	

CONTINUING DISCLOSURE REPORT
FOR THE
FISCAL YEAR ENDED SEPTEMBER 30, 2016

TITUS COUNTY, TEXAS

GENERAL OBLIGATION DEBT



FSC Continuing Disclosure Services
A Division of Hilltop Securities.

FINANCIAL STATEMENTS

The audited financial statements for the County for the fiscal year ended September 30, 2016 are being separately filed directly with the Nationally Recognized Municipal Securities Information Repository and any applicable State Information Depository, and are hereby incorporated by reference into this Annual Continuing Disclosure Report.

SIGNATURE OF ISSUER

The information set forth herein has been obtained from the County and other sources believed to be reliable, but such information is not guaranteed as to accuracy or completeness and is not to be construed as a promise or guarantee. This Annual Continuing Disclosure Report may contain, in part, estimates and matters of opinion which are not intended as statements of fact, and no representation is made as to the correctness of such estimates and opinions, or that they will be realized. The information and expressions of opinion contained herein are subject to change without notice, and the delivery of this Annual Continuing Disclosure Report will not, under any circumstances, create any implication that there has been no change in the affairs of the County or other matters described.

TITUS COUNTY, TEXAS



Mr. Brian Lee
County Judge

Approved for Submission:

3-20-17

Date

CERTIFICATE OF SUBMISSION OF ANNUAL REPORT

Subject to the continuing disclosure requirements of SEC Rule 15c2-12, this Annual Continuing Disclosure Report for the Titus County, Texas with respect to the issues listed on the report cover was submitted directly to the National Recognized Municipal Securities Information Repository ("NRMSIR") listed below as well as to any applicable State Information Depository ("SID").

NRMSIR

Municipal Securities Rulemaking Board ("MSRB")
via the Electronic Municipal Market Access ("EMMA") system

FSC Continuing Disclosure Services, A Division of Hilltop Securities Inc.

Signed by:

/s/ Abby Rodriguez

**SECONDARY DISCLOSURE UPDATE
PURSUANT TO RULE 15c2-12 FOR
FISCAL YEAR ENDING SEPTEMBER 30, 2016
TITUS COUNTY, TEXAS
SIX DIGIT CUSIP - 888514**

2016 ASSESSED VALUATION

TABLE 1

TOTAL MARKET VALUE: (100% of Actual)		\$ 3,375,368,943
Less Exemptions/Value Losses:		
Homestead Cap	\$ 136,245,095	
Total Exempt Property	257,874,478	
Productivity Loss	380,489,350	
Local Option Over 65	36,033,692	
Local Discount	8,962,787	
Disabled Veterans	11,147,659	
Pollution Control	131,135,570	
Freeport	52,371,738	
Abatements	29,268,224	
Other	6,626,296	
	\$ 1,050,154,889	
2016 NET TAXABLE VALUE ^(a) :		\$ 2,325,214,054

^(a) See "AD VALOREM TAX PROCEDURES" in the Official Statement description of the Issuer's taxation procedures.

Source: Titus County Appraisal District, Texas Municipal Reports and the Issuer

GENERAL OBLIGATION DEBT OUTSTANDING

TABLE 2

Unlimited Tax & Pass-Through Toll Rev Bonds, Series 2007		\$ 2,275,000
Unlimited Tax & Pass-Through Toll Rev Bonds, Series 2009		25,340,000
Limited Tax Refunding Bonds, Series 2011		760,000
Unlimited Tax & Pass-Through Toll Rev Bonds, Series 2012A		35,520,000
Pass-Through Toll Revenue & Limited Tax Bonds, Series 2012B		41,260,000
Unlimited Tax Refunding Bonds, Series 2016		28,720,000
Gross General Obligation Debt		\$ 133,875,000
Self Supported Debt ^(a) :		(103,500,000)
Net General Obligation Debt:		\$ 30,375,000

Ratio of Net General Obligation Debt to 2016 Net Taxable Value: 1.31%

Population: 1990 - 24,009; 2000 - 28,118; 2010 - 32,334 Current Estimate -	32,663
Per Capita 2016 Net Assessed Valuation -	\$71,188
Per Capita Net General Obligation Debt Principal -	\$930

(a) The County has an agreement with the Texas Department of Transportation which relates to the construction of thoroughfares in the County. Pursuant to this agreement, the County receives no less than \$4,215,000 in February and August of each year through August 2034. This represents approximately 77.14% of current debt service. Remaining contractual payments are capped at \$16,862,000 per year and \$168,620,000 over the life of the contract.

PROPERTY TAX RATES AND COLLECTIONS ^(a)

TABLE 3

Tax Year	Net Taxable Value	Tax Rate	Tax Levy	Percent (%) Collections		Fiscal Year Ending
				Current	Total ^(b)	
2012	\$ 2,374,498,190	0.3999	\$ 10,388,025	99.00%	99.58%	9/30/2013
2013	2,346,563,487	0.4152	9,498,900	100.00%	98.76%	9/30/2014
2014	2,417,879,113	0.4182	9,555,205	98.00%	98.56%	9/30/2015
2015	2,351,898,556	0.4475	10,311,241	86.51%	86.51%	9/30/2016
2016	2,325,214,054	0.45840		Not Yet Levied		9/30/2017

^(a) See "AD VALOREM TAX PROCEDURES - Levy and Collection of Taxes" in the body of the official statement for a complete discussion of the County's tax provisions.

^(b) Excludes penalties and interest.

^(c) Partial Collections as of 8/31/2016.

Source: The Issuer

TAX RATE DISTRIBUTION

TABLE 4

Fund	2016	2015	2014	2013	2012
Operating ⁽¹⁾	\$ 0.32820	\$ 0.32460	\$ 0.27440	\$ 0.27440	\$ 0.26940
Debt Service	0.13020	0.12290	0.14380	0.14080	0.13050
TOTAL	\$ 0.45840	\$ 0.44750	\$ 0.41820	\$ 0.41520	\$ 0.39990

⁽¹⁾ The operating tax rate represents taxes levied for the County's general fund and the additional Farm-to-Market road tax.

Source: Titus County Appraisal District

PRINCIPAL TAXPAYERS 2016

TABLE 5

Name	Description	2016 Assessed Value	% of Total 2016 Assessed Valuation
Luminant Generation Co LP*	Electric Generating	\$ 344,598,580	14.82%
Sabine Oil & Gas LLC (WI)	Minerals	246,345,240	10.59%
Tenaska Gateway Partners LTD	Electric Generating	92,362,790	3.97%
Luminant Mining Co	Lease Equipment	83,248,300	3.58%
Anadarko S&P Onshore LLC (WI)	Minerals	34,838,510	1.50%
Memorial Production Oper LLC	Minerals	27,158,450	1.17%
Energy Transfer Fuel Co	Utility	19,479,350	0.84%
Enbridge PL (E Tx) LP - Trnsmis	Pipeline	15,862,050	0.68%
Enbridge PL (E Tx) LP - Hend	Pipeline	14,316,672	0.62%
Enterprise Gathering LLC	Pipeline	14,160,850	0.61%
Total		\$ 892,370,792	38.38%

Based on a 2016 Net Taxable Assessed Valuation of \$ 2,325,214,054

Source: Titus County Appraisal District

*Luminant's parent company, Energy Future Holdings, filed for bankruptcy under Chapter 11 of the U.S. Bankruptcy Code on April 29, 2014. Luminant, which is Titus County's largest taxpayer, has filed a lawsuit against the Titus County Appraisal District claiming that its coal-fired power plant in Monticello, Titus County, is worth only \$50 million instead of the appraised value by the Titus County Appraisal District of \$341 million. The Titus County Appraisal District has historically valued the Monticello Plant on the basis of the cost of construction less depreciation; Luminant, however, argues that the appraisal methodology should be based on the income derived from operating the plant which, due to historical low energy prices, would reduce the taxable value of the Monticello Plant.

For the 2015-16 fiscal year, the Titus County Appraisal District valued the Monticello Plant at approximately \$341 million dollars. Luminant protested this value and argued that the value of the Monticello Plant should be approximately \$50 million. Subsequently, Luminant paid its property taxes for the 2015-16 fiscal year based upon the \$50 million valuation. For the 2016-17 fiscal year, Titus County Appraisal District valued the Monticello Plant at \$320 million; Luminant again protested this value and rendered the property valuation at \$50 million and intends to pay its 2016-17 property taxes, which are not yet due, based on the \$50 million valuation. In establishing its budget for the 2015-16 and 2016-17 fiscal years, the County budgeted as if Luminant would prevail in its lawsuit seeking a valuation of \$50 million for the Monticello plant.

Because the County has established its budget as if the Monticello Plant is worth only \$50 million in valuation, the County does not believe it will experience any material adverse effect on its financial operations as a result of Luminant disputing its property valuation.