For Discussion Purposes Only

Update of Bond Capacity – 2007 Bond Program



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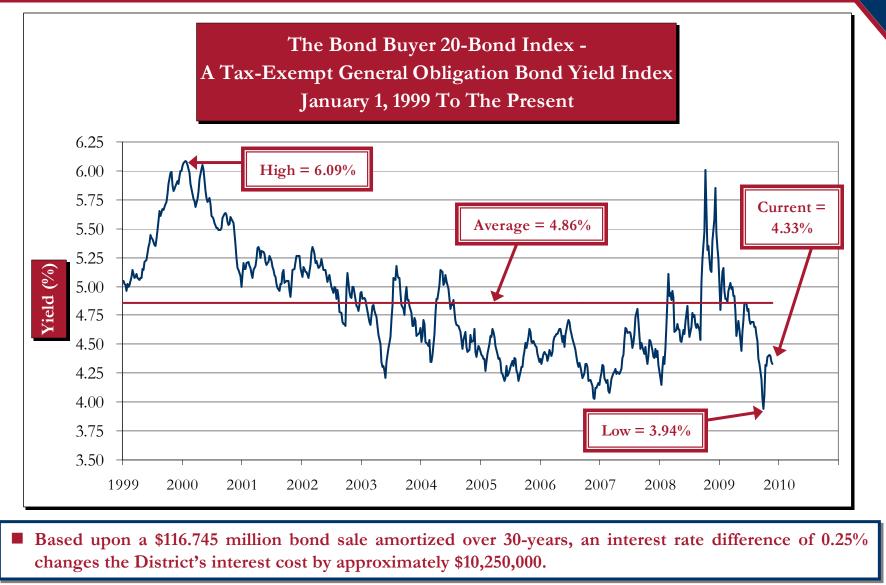
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Review of the District	s 2007 I	Bond	d Pro	gram		
Election F	Results and	l Statu	s of Bo	ond Sales		
On November 6, 2007, the voters of actual results from the bond election (t						
Bond Elect	ion Results	s — 2007	Bond	Program		
Purpose	Dollar A	mount	Votes	For Vot	tes Against	Approval Rate
Construction, Renovation, Acquisition A Equipment Of School Buildings In The Distr The Purchase Of Necessary Sites For Sch Buildings And The Purchase Of New School Bu	ool	0,000	4,0	02	2,759	59.19%
In January 2008, the District comple \$116,745,000 of remaining bonds to be	e sold.				2007 Bond	Program and h
Bond Sales	s Completed	1 – 2007	Bond I	rogram		
Series	Sale Date	Dol Amo		Interest Rate	Maximum Projected I&S Tax Rat	Dollar Amount te Remaining

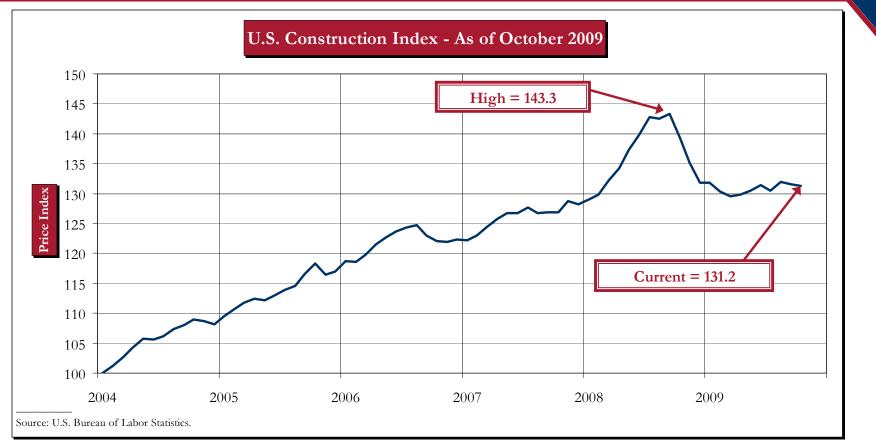


Current Market Review – Interest Rates





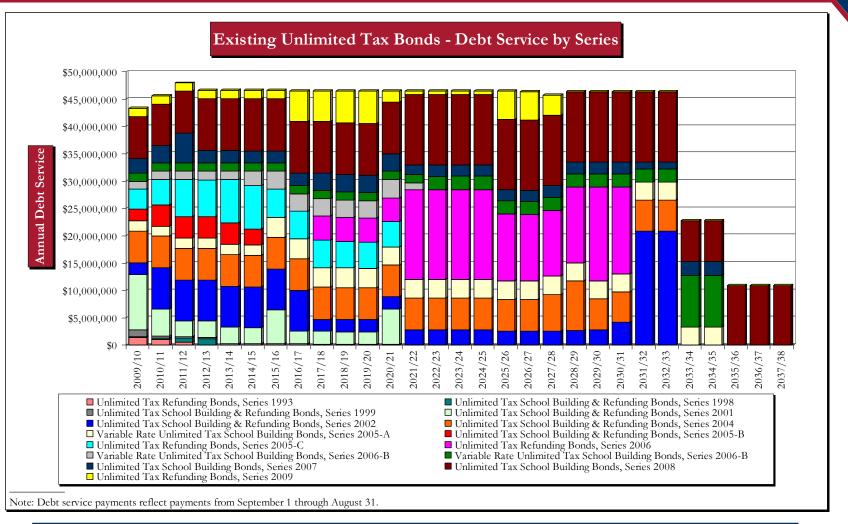
Current Market Review – Construction Costs



As evidenced by the U.S. Construction Index graph above, construction costs peaked in mid-year 2008 and have recently declined by 10-20% (depending upon the project) to cost levels experienced in year 2007. Historically, construction costs have correlated with the prevailing economic cycle and construction costs are likely to increase once the economy rebounds, but there remains a current opportunity to save significant dollars on authorized school construction projects.



Existing Unlimited Tax Bonds – Debt Service



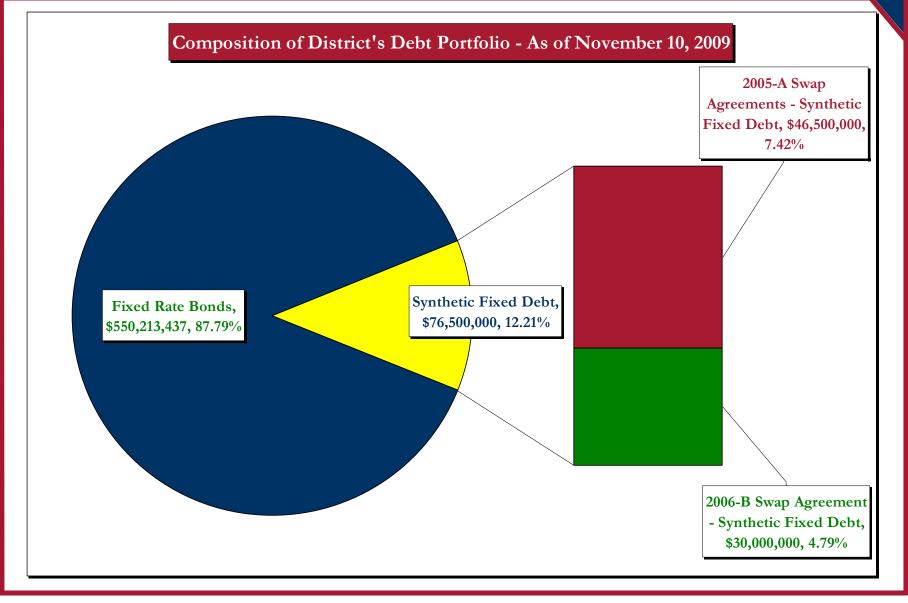
The District currently has an existing principal amount of bonds equal to \$626,713,437

Average Annual Debt Service = \$40,986,777

Maximum Annual Debt Service = \$47,891,475

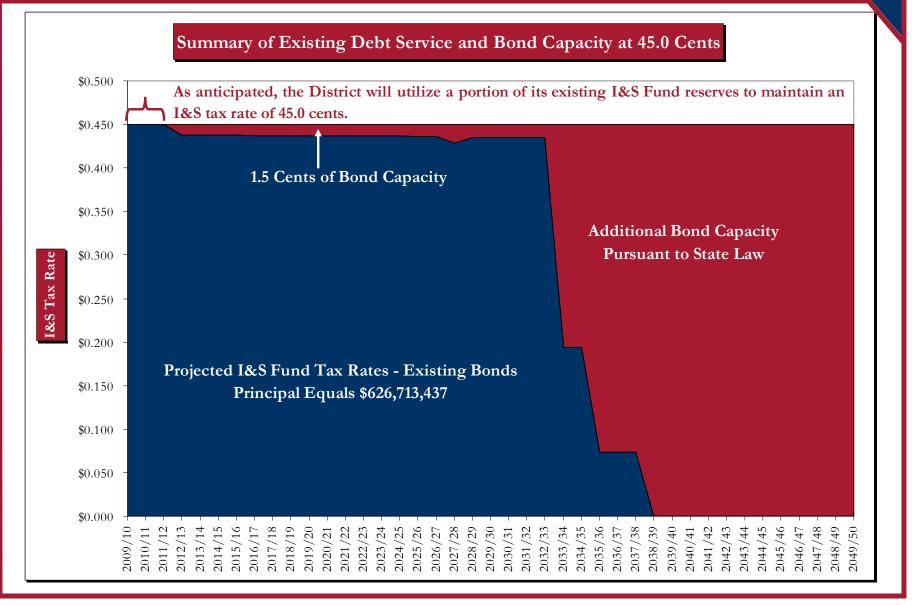


Composition of District's Current Debt Portfolio



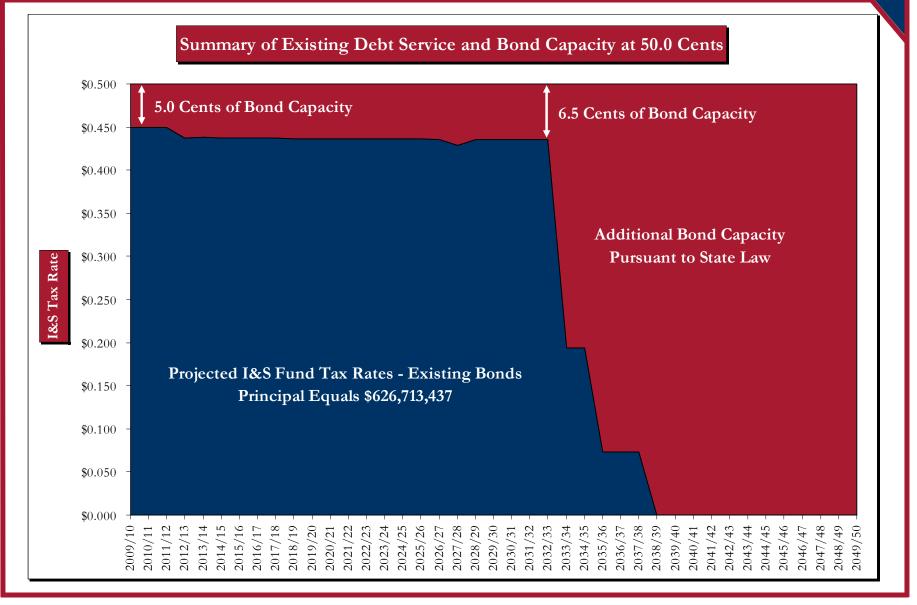


Summary of Existing Debt Service and Bond Capacity at 45.0 Cents





Summary of Existing Debt Service and Bond Capacity at 50.0 Cents





Factors Affecting Bond Capacity

I. Debt Limitations - Overview of "50.0 Cent Bond Test"

- "50.0 Cent Bond Test" The District may only issue additional bonds to the degree it can prove, prior to sale, its Interest & Sinking Fund ("I&S") tax rate will not exceed 50.0 cents, based upon its current taxable assessed valuation or a projection thereof.
- The District is able to pledge its Maintenance & Operations "Tier I" State funding to comply with the test.
- To the extent the District pledges its "Tier I" State funding to comply with the "50.0 Cent Bond Test," the District must utilize such revenues for the payment of debt service prior to increasing its I&S tax rate above 50.0 cents. As a result, since "Tier I" funds are used for operating expenditures the District's financing plan must be designed with a maximum I&S tax rate of 50.0 cents.
- The following is a representative listing of the school districts within the D/FW Metroplex that have an I&S tax rate currently above 45.0 cents:

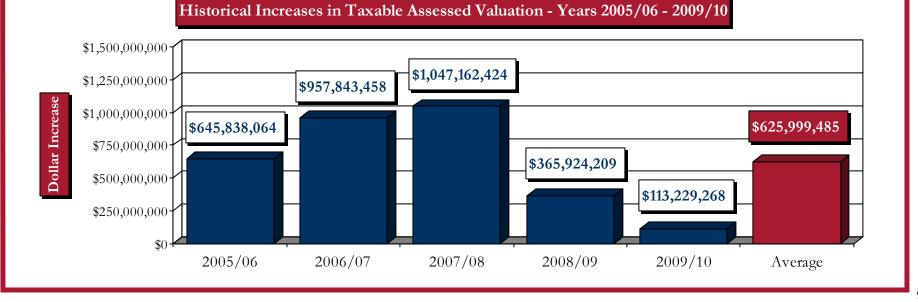
✤ Allen ISD	✤ Lake Dallas ISD
Anna ISD	✤ Lake Worth ISD
✤ Aubrey ISD	✤ Little Elm ISD
✤ Burleson ISD	🛠 Lovejoy ISD
✤ Celina ISD	McKinney ISD
 Crowley ISD 	Melissa ISD
✤ Eagle Mountain-Saginaw ISD	Prosper ISD
Forney ISD	White Settlement ISD



Factors Affecting Bond Capacity (Continued)

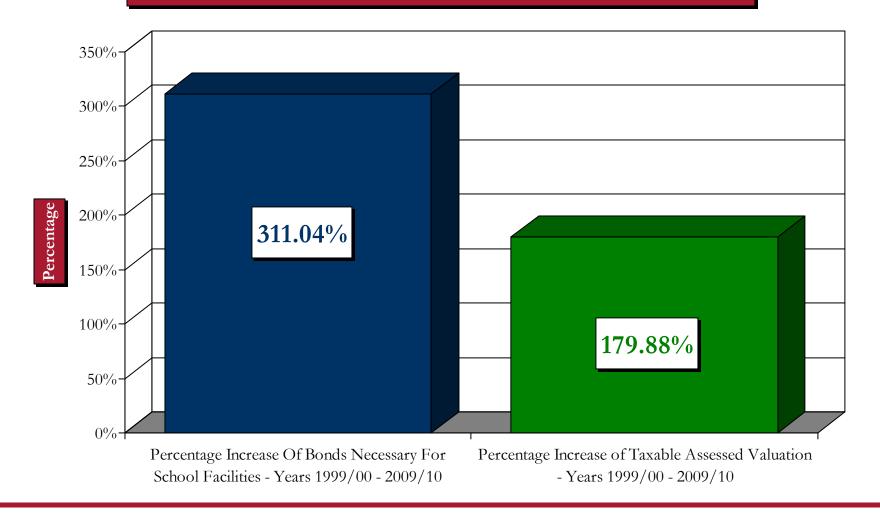
II. Taxable Assessed Valuation

- The value of the District's tax base directly impacts the dollar amount of bonds that may be issued for capital improvements, as this determines the annual revenues generated from the District's I&S tax rate for the repayment of bonds.
- The District's taxable assessed valuation is currently \$8,760,564,622.
 - Over the last 5-years, the District's tax base has increased by an average of \$625,999,485 per year.
 - The District's tax base increased \$113,229,268 in year 2009/10 or 18.09% of the District's 5year average.



Factors Affecting Bond Capacity (Continued)

Percentage Increase in the District's Taxable Assessed Valuation and Principal Amount of Bonds Outstanding - Years 1999/00 to 2009/10





Factors Affecting Bond Capacity (Continued)

III. State Funding Received for Payment of Bonds

Due to the District's current "Wealth Per Student," pursuant to current State funding regulations the District is not projected to receive any State funding assistance for the repayment of existing or new bonds.

IV. 40-Year Amortization Limitation

- Pursuant to State law, the maximum amortization period of any District bond sale is 40 years.
- The District's outstanding debt is currently amortized over 29-years.
- The following is a representative listing of school districts within the D/FW Metroplex that have a current bond amortization of 30-years or longer:

✤ Aledo ISD	✤ DeSoto ISD
✤ Allen ISD	✤ Eagle Mountain-Saginaw ISD
🛠 Anna ISD	Frisco ISD
✤ Argyle ISD	Grand Prairie ISD
✤ Aubrey ISD	✤ Lake Dallas ISD
✤ Bland ISD	✤ Little Elm ISD
✤ Burleson ISD	Prosper ISD
✤ Crowley ISD	White Settlement ISD

V. Interest Rate on Existing and Future Bond Sales



Scenarios Presented

- Scenario 1: Maximum Dollar Amount Of Bonds That May Be Issued In January 2010 And Maintain An I&S Tax Rate Of 45.0 Cents;
- Scenario 2: Issue \$116.745 Million Of Bonds In January 2010; and
- Scenario 3: Determine The Taxable Assessed Valuation Necessary To Issue \$116.745 Million Of Bonds In January 2010 And Maintain An I&S Tax Rate Of 45.0 Cents.



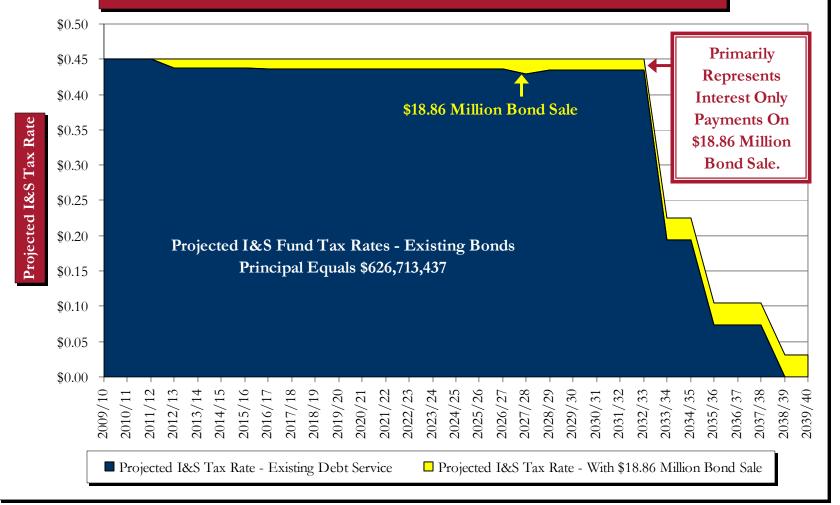


				Projected
				Average Annual
				Increase – Years
			2012/13 &	2010/11 - 2012/13
Fiscal Year	2010/11	2011/12	Thereafter	(3-Years)
Taxable Assessed Valuation	\$9,010,564,622	\$9,510,564,622	\$10,010,564,622	
Dollar Change	\$250,000,000	\$500,000,000	\$500,000,000	\$416,666,667

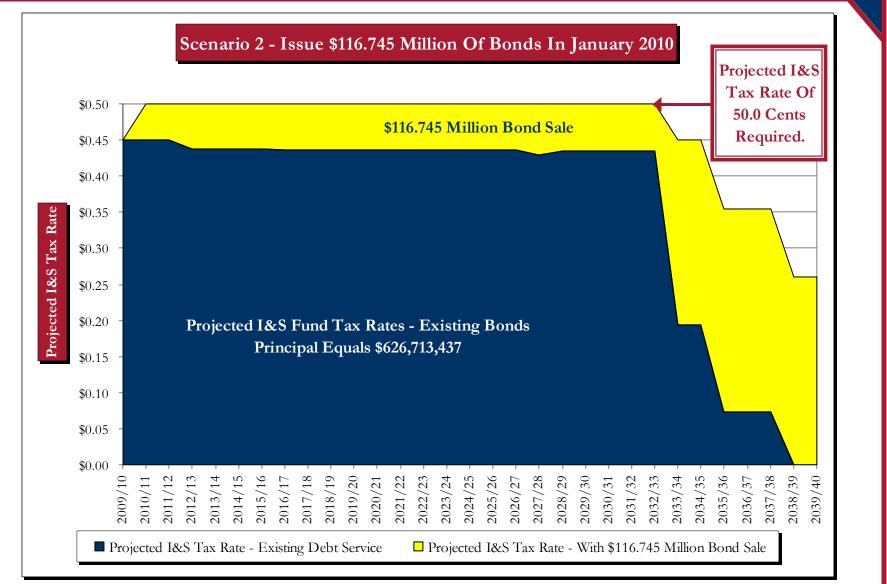
Source: Denton Central Appraisal District.



Scenario 1 - \$18.86 Million Bond Sale - Maximum Amount Of Bonds To Be Issued At This Time And Maintain An I&S Tax Rate Of 45.0 Cents

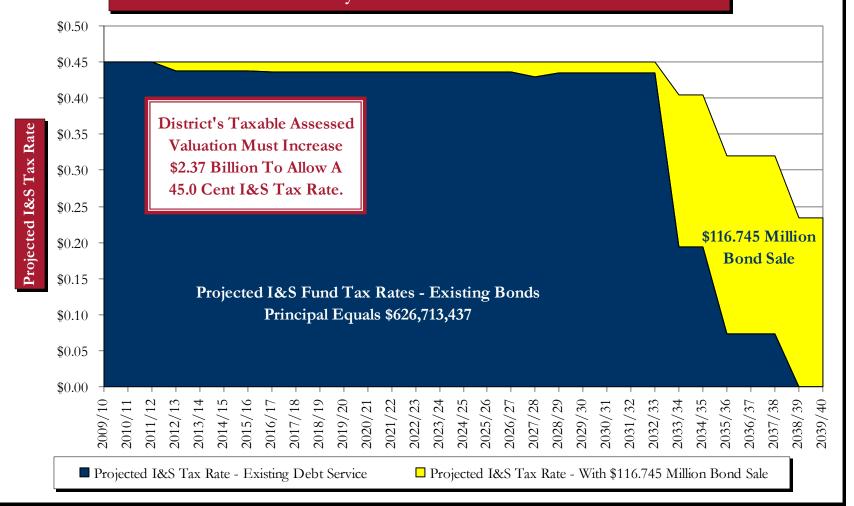








Scenario 3 - Issue \$116.745 Million Of Bonds - Determine Taxable Assessed Valuation Growth Necessary To Maintain An I&S Tax Rate Of 45.0 Cents





Comparison of Selected D/FW School Districts

School District	Principal Amount Of Bonds Outstanding & Authorized Bonds – As Of August 31, 2009	Year 2008/09 Taxable Assessed Valuation	Year 2008/09 Debt Per Taxable Assessed Valuation
 Prosper Independent School District Crowley Independent School District Eagle Mountain-Saginaw Independent School District Forney Independent School District White Settlement Independent School District 	\$861,514,031	\$1,549,832,333	55.59%
	651,734,531	4,562,745,283	14.28%
	789,227,505	5,633,208,893	14.01%
	298,461,439	2,254,462,360	13.24%
	180,294,122	1,418,545,388	12.71%
 6.) Royse City Independent School District 7.) Lovejoy Independent School District 8.) Little Elm Independent School District 9.) Frisco Independent School District 10.) Burleson Independent School District 	119,881,788	953,806,917	12.57%
	142,861,900	1,208,193,262	11.82%
	175,313,148	1,568,335,086	11.18%
	1,667,817,031	15,896,849,820	10.49%
	317,504,007	3,159,920,268	10.05%
 Grand Prairie Independent School District Allen Independent School District Mansfield Independent School District Wylie Independent School District 	464,110,913	5,023,550,670	9.24%
	598,997,217	6,561,806,907	9.13%
	740,112,835	8,345,981,827	8.87%
	232,669,808	2,927,993,068	7.95%
 Denton Independent School District Rockwall Independent School District DeSoto Independent School District Northwest Independent School District Keller Independent School District Lewisville Independent School District 	743,458,437 415,663,119 185,863,090 707,158,638 735,369,467 1,458,746,982	9,389,732,627 5,272,136,305 2,390,697,066 9,437,595,840 9,958,022,227 21,994,517,006	7.92% 7.88% 7.77% 7.49% 7.38% 6.63%
 Aledo Independent School District McKinney Independent School District Midlothian Independent School District Duncanville Independent School District Waxahachie Independent School District 	157,498,640	2,402,918,187	6.55%
	482,635,000	8,516,706,682	5.67%
	166,902,896	3,242,565,459	5.15%
	166,834,880	3,541,115,849	4.71%
	97,616,117	2,751,158,200	3.55%

 The average "Debt Per Taxable Assessed
 Valuation," a measure of "debt burden," among the selected D/FW school districts is 10.87%.

The District's "Debt Per Taxable Assessed Valuation" is 7.92%.

Note: Wylie ISD successfully approved \$24.94 million of bonds on November 3, 2009.



Comparison of Selected D/FW School Districts

School District	Final Bond Payment Due As Of August 31, 2009
1.) Eagle Mountain-Saginaw Independent School District	2048
2.) White Settlement Independent School District	2045
3.) Aledo Independent School District	2043
4.) Prosper Independent School District	2043
5.) Little Elm Independent School District	2042
6.) Frisco Independent School District	2041
7.) Burleson Independent School District	2040
8.) DeSoto Independent School District	2040
9.) Grand Prairie Independent School District	2040
10.) Crowley Independent School District	2039
11.) Denton Independent School District	2038
12.) Forney Independent School District	2038
13.) Lovejoy Independent School District	2038
14.) Rockwall Independent School District	2037
15.) Royse City Independent School District	2037
16.) Waxahachie Independent School District	2037
17.) Midlothian Independent School District	2036
18.) Wylie Independent School District	2036
19.) Keller Independent School District	2035
20.) Allen Independent School District	2034
21.) McKinney Independent School District	2034
22.) Northwest Independent School District	2034
23.) Duncanville Independent School District	2033
24.) Mansfield Independent School District	2033
25.) Lewisville Independent School District	2028

The median final bond amortization among the selected D/FW school districts is year 2038 or 29 years.

The District's current debt portfolio has a final maturity date of 2038 or 29 years.



Comparison of Selected D/FW School Districts

chool District	Year 2009/10 Interest & Sinking Fund Tax Rates	Interest & Sinking Fun rate among the selected D/FW school districts
) Allen Independent School District	\$0.5000	44.63 cents.
) Burleson Independent School District	0.5000	
) Little Elm Independent School District	0.5000	
) McKinney Independent School District	0.5000	The District's year 2009
) White Settlement Independent School District	0.5000	
) Crowley Independent School District	0.4950	Interest & Sinking Fund
) Prosper Independent School District	0.4900	\mathbf{C}
Lovejoy Independent School District	0.4750	rate is 45.00 cents.
Eagle Mountain-Saginaw Independent School District	0.4700	
Eagle Mountain-Saginaw Independent School District .) Forney Independent School District	0.4600	
) Denton Independent School District	0.4500	
) DeSoto Independent School District	0.4500	
) Keller Independent School District	0.4463	
.) Rockwall Independent School District	0.4300	
5.) Grand Prairie Independent School District	0.4250	
.) Wylie Independent School District	0.4200	
) Mansfield Independent School District	0.4100	
) Frisco Independent School District	0.3900	
.) Royse City Independent School District	0.3900	
.) Aledo Independent School District	0.3852	
.) Duncanville Independent School District	0.3780	
.) Lewisville Independent School District	0.3687	
) Midlothian Independent School District	0.3575	
Northwest Independent School District	0.3350	
5.) Waxahachie Independent School District	0.3200	

Note: Wylie ISD successfully approved \$24.94 million of bonds on November 3, 2009.