COUNTY OF LOS ANGELES
TREASURER AND TAX COLLECTOR

JOSEPH KELLY
TREASURER AND TAX COLLECTOR

KENNETH HAHN HALL OF ADMINISTRATION
500 WEST TEMPLE STREET, ROOM 437
LOS ANGELES, CALIFORNIA 90012
TELEPHONE: (213) 974-2101 FAX: (213) 626-1812

HOME PAGE
TTC.LACOUNTY.GOV

PROPERTY TAX PORTAL
LACOUNTYPROPERTYTAX.COM

February 16, 2016

The Honorable Board of Supervisors
County of Los Angeles
383 Kenneth Hahn Hall of Administration
500 West Temple Street
Los Angeles, California 90012

The Honorable Board of Directors
Los Angeles County Public Works
Financing Authority
383 Kenneth Hahn Hall of Administration
500 West Temple Street
Los Angeles, CA 90012

ADOPTED

BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

1-F February 16, 2016

PATRICK OGAWA
ACTING EXECUTIVE OFFICER

Dear Supervisors:

ISSUANCE AND SALE OF
LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY
LEASE REVENUE BONDS, 2016 SERIES D
(ALL DISTRICTS) (4 VOTES)

SUBJECT

The Treasurer and Tax Collector (the "Treasurer") is requesting authorization to issue the Los Angeles County Public Works Financing Authority Lease Revenue Bonds, 2016 Series D (the "2016 Series D Bonds"), in an aggregate principal amount not to exceed $300 million. Proceeds from the sale of the 2016 Series D Bonds will be utilized to redeem outstanding commercial paper notes used to finance the renovation of the inpatient tower and several other buildings located at the Martin Luther King, Jr. Community Hospital (the "MLK Hospital").

IT IS RECOMMENDED THAT THE BOARD:

1. Adopt the resolution authorizing: a) the issuance and sale of the 2016 Series D Bonds on a tax-exempt basis with a not to exceed par amount of $300 million to finance the redemption of

outstanding commercial paper notes issued to fund the capital improvements for the new MLK Hospital facility; and b) the execution and delivery of various legal documents required to issue the 2016 Series D Bonds and complete the proposed transaction.

2. Ratify the public hearing related to the issuance of the 2016 Series D Bonds held by the Treasurer and Tax Collector on January 13, 2016 in accordance with Section 6586.5 of the California Government Code.

3. Ratify the public hearing related to the issuance of the 2016 Series D Bonds held by the Treasurer and Tax Collector on January 13, 2016 in accordance with Section 147(f) of the United States Federal Government Internal Revenue Code of 1986.

IT IS RECOMMENDED THAT YOUR BOARD, ACTING AS THE BOARD OF DIRECTORS OF THE LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY:

1. Adopt the resolution authorizing: a) the issuance and sale of the 2016 Series D Bonds on a tax-exempt basis with a not to exceed par amount of $300 million to finance the redemption of outstanding commercial paper notes issued to fund the capital improvements for the new MLK Hospital facility; and b) the execution and delivery of various legal documents required to issue the 2016 Series D Bonds and complete the proposed transaction.

PURPOSE/JUSTIFICATION OF RECOMMENDED ACTION

Approval of the above recommendations will authorize the issuance of the 2016 Series D Bonds and the execution and delivery of all related documents. The proceeds from the sale of the 2016 Series D Bonds will be used to redeem approximately $284 million of outstanding commercial paper notes used to finance capital expenditures related to the renovation of the inpatient tower and several other buildings located at the new MLK Hospital facility.

Capital Financing Strategy

The issuance of commercial paper as the initial financing vehicle for the MLK Hospital illustrates a key component of the County's capital financing strategy. The initial funding for capital facilities during the construction phase of a project is financed with cost-effective short-term notes issued through the $600 million Los Angeles County Capital Asset Leasing Corporation (LACCAL) Lease Revenue Note Program (the "Note Program"). Upon completion of a capital project initially financed through the Note Program, the County will issue long-term lease revenue bonds, with the proceeds from the sale of the bonds used to redeem the outstanding short-term notes. The issuance of short-term notes as the initial financing vehicle allows the County to avoid the cost of capitalized interest during the construction phase, which can add up to 20% to the total cost of a project. The corresponding issuance of long-term bonds upon completion of a project enables the County to more effectively align the debt service cost of the project with the estimated useful life of the capital facility. Based on the current capacity and utilization of the Note Program, upon redemption of the $284 million of commercial paper notes used to finance the MLK Hospital, the County will have approximately $496 million of remaining capacity in the Note Program that can be allocated to finance new capital projects.

Martin Luther King, Jr. Community Hospital

In February 2010, in preparation for the eventual reopening of the MLK Hospital, the County began a multi-year renovation project to upgrade the capital facilities. As part of the renovation project, several buildings within the MLK Hospital facility underwent major restorations including the Hospital Inpatient Tower, Ancillary Building, Central Plant, Hawkins Building, Main Lobby & Admitting Building, Old MACC Building and Hospital Support Building. In addition, a pedestrian tunnel and several utility tunnels were also renovated as part of the project. The total cost of the multi-year renovation project financed through the Note Program is approximately $284 million. The new MLK Hospital, which reopened to the public in July of 2015, features 120 acute care beds, a 21-bed emergency department, and an intensive care unit. The MLK Hospital also offers maternity, radiology, laboratory, and pharmacy services, as well as other hospital-based services for patients.

The new MLK Hospital is operated by the Martin Luther King, Jr. Los Angeles Healthcare Corporation (the “MLK-LA”), a 501(c)(3) non-profit entity, under a 40-year operating lease with the County which commenced in April 2014. The County continues to separately operate the Martin Luther King, Jr. Outpatient Center and the Augustus Hawkins Mental Health Center, which are located on the MLK Hospital campus.

Implementation of Strategic Plan Goals

This action supports Strategic Plan Goal #1: Operational Effectiveness/Fiscal Sustainability by providing cost-effective financing for the County’s capital facilities.

FISCAL IMPACT/FINANCING

Based on current market conditions, the County expects to issue the 2016 Series D Bonds with a par amount of approximately $246 million and generate an additional $43 million of proceeds through bond premium. The total proceeds will be used to redeem approximately $284 million of outstanding commercial paper notes, with the remaining proceeds used to establish a debt service reserve fund and to pay the costs of issuance for this financing.

Estimated Borrowing Costs

The Resolutions being presented to your Board require the 2016 Series D Bonds to be issued at a true interest cost not to exceed 6.0 percent. Given the current interest rate environment, it is expected that actual borrowing costs will be significantly lower and should result in a true interest cost to the County of approximately 4.0 percent. The Treasurer is recommending the 2016 Series D Bonds to be structured with level debt service payments over a 30-year period commencing in December 2016, with the final maturity in December 2045. Based on the County’s strong credit profile and current market conditions, the proposed structure will result in average annual debt service payments of approximately $16 million, or total debt service costs of $480 million over the 30-year term. The actual debt service payments for the 2016 Series D Bonds will depend on market conditions on the day of pricing. The expected annual debt service for the 2016 Series D Bonds is less than the $18 million annual rent payment paid by MLK-LA to the County under the terms of their 40-year operating lease with the County.

County Financial Support

To assist with the opening of the MLK Hospital, the County has provided MLK-LA with $50 million of coordination start-up funds, $39.1 million of grant funding, and $82 million of long-term loan funding, which includes a 30-year loan in the amount of $50 million, a 10-year revolving line of credit in the amount of $20 million, and a 2-year loan in the amount of $12 million. On January 5, 2016, your Board approved an additional short-term revolving loan in the amount of $40 million to assist MLK-LA with post-hospital opening expenses. The short-term revolving loan is due and payable to the County by June 30, 2016. In addition, the Department of Health Services has committed to make ongoing annual payments of $18 million for indigent care support, and $50 million of intergovernmental transfers for the benefit of the new MLK Hospital.

FACTS AND PROVISIONS/LEGAL REQUIREMENTS

The 2016 Series D Bonds are being issued pursuant to the Marks-Roos Local Bond Pooling Act of 1985, constituting Section 6584 et seq. of the California Government Code. The County intends to issue the 2016 Series D Bonds through the Authority using a standard lease revenue structure. Under the lease revenue structure, the County leases the pledged assets to the Authority through a lease agreement, and the Authority leases the same pledged assets back to the County through a sublease agreement. The 2016 Series D Bonds will be secured by annual base rental payments from the County to the Authority, which are subject to annual appropriation by your Board.

The 2016 Series D Bonds will be issued pursuant to a new Master Indenture and Master Lease structure established in February 2015 in connection with the issuance of the Los Angeles County Public Works Financing Authority Lease Revenue Bonds, 2015 Series A (the "2015 Series A Bonds"). The Master Indenture was amended in August 2015 in connection with the issuance of the Los Angeles County Public Works Financing Authority Lease Revenue Refunding Bonds, 2015 Series B and 2015 Series C (the "2015 Series B and C Refunding Bonds"). To facilitate the issuance of the 2016 Series D Bonds under the new Master Lease structure, the County will execute amendments to the Master Indenture, Master Site Lease and Master Sublease and execute various other financing documents related to the financing. The amendments to the Master Site Lease and Master Sublease will allow the County to pledge the MLK Hospital as an additional real property asset to secure the repayment of the 2015 Series A Bonds, the 2015 Series B and C Refunding Bonds and the 2016 Series D Bonds.

The MLK Hospital facilities that will be pledged as additional collateral to support the issuance of the 2016 Series D Bonds is comprised of five separate assets, which include the In-Patient Tower, Healing Garden, Main Lobby & Admitting Building, Hospital Services Building and Ancillary Building. In addition to the MLK Hospital, the other real property assets pledged as collateral under the Master Lease to secure the repayment of the 2015 Series A Bonds, the 2015 Series B and C Refunding Bonds and the 2016 Series D Bonds include the following properties:

- Civic Center Heating & Refrigeration Plant
- Internal Services Department Headquarters
- Manhattan Beach Library
- Zev Yaroslavsky Family Support Center
- Lost Hills Sheriff Station
- LAX Courthouse
- Chatsworth Courthouse
- Michael D. Antonovich Courthouse

Financing Team

Given the relative complexity of a lease revenue bond financing, the Treasurer is recommending that the sale of the Bonds be conducted on a negotiated basis. J.P. Morgan has been selected as the senior managing underwriter, with Citibank and RBC Capital Markets appointed as co-senior managers for this transaction. Public Resources Advisory Group has been appointed as the financial advisor for this transaction, with Hawkins Delafield & Wood selected by County Counsel to serve as bond counsel.

IMPACT ON CURRENT SERVICES (OR PROJECTS)

There is no impact on current services or projects.

CONCLUSION

Upon approval of the attached Resolutions, it is requested that the Acting Executive Officer of the Board return two originally executed copies to the Treasurer and Tax Collector (Office of Public Finance).

Respectfully submitted,

Joseph Kelly

Joseph Kelly
Treasurer and Tax Collector

JK:DB:JP:pabPb/br
dltr/2015PWFA080
415

Enclosures

c: Chief Executive Officer
Auditor-Controller
County Counsel
Acting Executive Officer, Board of Supervisors

RESOLUTION OF THE BOARD OF SUPERVISORS OF THE COUNTY OF LOS ANGELES AUTHORIZING THE EXECUTION AND DELIVERY BY THE COUNTY OF A SECOND AMENDMENT TO MASTER SITE LEASE, A SECOND AMENDMENT TO MASTER SUBLEASE, A SECOND SUPPLEMENTAL INDENTURE, A BOND PURCHASE AGREEMENT AND A CONTINUING DISCLOSURE CERTIFICATE IN CONNECTION WITH THE ISSUANCE OF LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY LEASE REVENUE BONDS, 2016 SERIES D, APPROVING THE ISSUANCE OF SUCH BONDS IN THE AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED $300,000,000, AUTHORIZING THE DISTRIBUTION OF AN OFFICIAL STATEMENT IN CONNECTION THEREWITH AND AUTHORIZING THE EXECUTION OF NECESSARY DOCUMENTS AND CERTIFICATES AND RELATED ACTIONS

WHEREAS, the Los Angeles County Capital Asset Leasing Corporation (the "Corporation") has issued its Lease Revenue Obligation Commercial Paper Notes (the "Commercial Paper Notes") from time to time for, among other purposes, the financing of a portion of the costs of the acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the community hospital located at 12021 South Wilmington Avenue, Los Angeles, California 90059, commonly known as Martin Luther King, Jr. Community Hospital (the "MLK Hospital"), including the interim financing of the capital improvement projects described on Exhibit A hereto and incorporated herein (the "Project"); and

WHEREAS, the County of Los Angeles desires to provide long-term financing for a portion of the Project by refinancing all of the outstanding Commercial Paper Notes with proceeds of lease revenue bonds to be issued by the Los Angeles County Public Works Financing Authority (the "Authority"); and

WHEREAS, the Authority previously issued certain lease revenue bonds (the "Prior Bonds"), pursuant to a Master Indenture, dated as of February 1, 2015, as supplemented by a First Supplemental Indenture, dated as of September 1, 2015 (collectively, the "Master Indenture"), each by and among the Authority, the County and Zions Bank, a division of ZB, National Association, formerly known as Zions First National Bank (the "Trustee"); and

WHEREAS, in connection with the issuance of the Prior Bonds, the County leased certain real property owned by the County (the "Original Property") to the Authority pursuant to a Master Site Lease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Site Lease, dated as of September 1, 2015 (collectively, the "Master Site Lease"), each by and between the County and the Authority; and

WHEREAS, the County subleased the Original Property back from the Authority pursuant to a Master Sublease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Sublease, dated as of September 1, 2015 (collectively, the "Master Sublease"), each by and between the County and the Authority; and

WHEREAS, the Master Indenture provides that, subject to the conditions set forth therein, the County, the Authority and the Trustee, may by execution of a supplemental indenture, without the consent of the Owners of the Prior Bonds, provide for the issuance of Additional Bonds (as defined in the Master Indenture); and

WHEREAS, the County and the Authority have determined that it would be in the best interests of the County and the Authority to provide the funds necessary to pay the Commercial Paper Notes through the issuance of Additional Bonds designated "Los Angeles County Public Works Financing Authority Lease Revenue Bonds, 2016 Series D" (the "Bonds"); and

WHEREAS, the Master Site Lease provides that the Master Site Lease may be amended only in accordance with the provisions of the Master Sublease; and

WHEREAS, the Master Sublease provides that the Master Sublease and the Master Site Lease and the rights and obligations of the Authority and the County thereunder may be amended at any time by an amendment thereof which shall become binding upon execution by the Authority and the County, without the written consents of any Owners of the Prior Bonds, in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture; and

WHEREAS, the Authority and the County desire to enter into a Second Amendment to Master Site Lease (the "Second Site Lease Amendment") to add certain real property, consisting of the MLK Hospital, to the Original Property (the Original Property as so modified being referred to herein as the "Property"), and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Site Lease as so amended being referred to herein as the "Site Lease"); and

WHEREAS, the Authority and the County desire to enter into a Second Amendment to Master Sublease (the "Second Sublease Amendment") to substitute the Property for the Original Property, to increase the amount of base rental payments payable thereunder and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Sublease as so amended being referred to herein as the "Sublease"); and

WHEREAS, the Authority and the County desire that the Trustee enter into a Second Supplemental Indenture (the "Second Supplemental Indenture") in order to provide for the issuance of the Bonds and to expressly provide that all rights to receive the Base Rental Payments, including the increased amounts thereof provided for in the Second Sublease Amendment, have been assigned without recourse by the Authority to the Trustee; and

WHEREAS, the Bonds will be issued pursuant to the Marks-Roos Local Bond Pooling Act of 1985 (the "Act"), commencing with Section 6584 of the California Government Code; and

WHEREAS, J.P. Morgan Securities LLC, on behalf of itself, Citigroup Global Markets Inc., RBC Capital Markets, LLC and such other co-underwriters as may be selected by the Treasurer and Tax Collector of the County and the Treasurer of the Authority prior to the sale of the Bonds (collectively, the "Underwriter"), has submitted to the Authority and the County a proposal to purchase the Bonds in the form of a Bond Purchase Agreement (the "Bond Purchase Agreement"); and

WHEREAS, a form of the Preliminary Official Statement (the "Preliminary Official Statement") to be distributed in connection with the public offering of the Bonds has been prepared; and

WHEREAS, Rule 15c2-12 promulgated under the Securities Exchange Act of 1934 (as amended, "Rule 15c2-12") requires that, in order to be able to purchase or sell the Bonds, the underwriters thereof must have reasonably determined that the County has undertaken in a written agreement or contract for the benefit of the holders of the Bonds to provide disclosure of certain financial information and certain enumerated events on an ongoing basis; and

WHEREAS, in order to cause such requirement to be satisfied, the County desires to execute and deliver a Continuing Disclosure Certificate (the "Continuing Disclosure Certificate"); and

WHEREAS, the County is a member of the Authority and the Project is located within the territorial limits and boundaries of the County; and

WHEREAS, the Project is used by the Martin Luther King, Jr.-Los Angeles (MLK-LA) Healthcare Corporation, a California non-profit public benefit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), for the purposes of providing health services; and

WHEREAS, pursuant to Section 147(f) of the Code, the issuance of the Bonds by the Authority must be approved by the County; and

WHEREAS, the Board of Supervisors (the "Board of Supervisors") is the elected legislative body of the County and is one of the "applicable elected representatives" required to approve the issuance of the Bonds under Section 147(f) of the Code; and

WHEREAS, on January 13, 2016, the Office of the Treasurer and Tax Collector of the County held a public hearing on the financing of the Project in accordance with Section 6586.5 of the Act and Section 147(f) of the Code, which hearing commenced at 9:30 a.m. and was held at the Treasurer and Tax Collector Executive Conference Room, Room 437, located at the Kenneth Hahn Hall of Administration, 500 West Temple Street, Los Angeles, California, and all persons desiring to be heard have been heard; and

WHEREAS, in accordance with Section 6586.5 of the Act and Section 147(f) of the Code, notice of such hearing was published at least 14 days prior to the hearing in the Daily News, a newspaper of general circulation in the County; and

WHEREAS, the County desires to approve the issuance of the Bonds by the Authority in order to satisfy the public approval requirements of Section 147(f) of the Code; and

WHEREAS, the Board of Supervisors of the County (the "Board of Supervisors") has been presented with the form of each document referred to herein relating to the financing contemplated hereby, and the Board of Supervisors has examined and approved each document and desires to authorize and direct the execution of such documents and the consummation of such financing; and

WHEREAS, all acts, conditions and things required by the Constitution and laws of the State of California to exist, to have happened and to have been performed precedent to and in connection with the consummation of such financing authorized hereby do exist, have happened and have been performed in regular and due time, form and manner as required by law, and the County is now duly authorized and empowered, pursuant to each and every requirement of law, to consummate such financing for the purpose, in the manner and upon the terms herein provided;

NOW, THEREFORE, THE BOARD OF SUPERVISORS OF THE COUNTY OF LOS ANGELES, DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

Section 1. All of the recitals herein contained are true and correct and the Board of Supervisors so finds.

Section 2. The form of the Second Site Lease Amendment, on file with the Executive Officer-Clerk of the Board of Supervisors, is hereby approved, and the Chair of the Board of Supervisors, and such other member of the Board of Supervisors as the Chair may designate, the Treasurer and Tax Collector of the County or deputy or assistant thereof, and such other officers of the County as the Treasurer and Tax Collector of the County may designate (each an "Authorized Officer" and collectively the "Authorized Officers"), are each hereby authorized and directed, for and in the name and on behalf of the County, to execute and deliver the Second Site Lease Amendment in substantially said form, with such changes, insertions and omissions therein as the Authorized Officer executing the same may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 3. The form of the Second Sublease Amendment, on file with the Executive Officer-Clerk of the Board of Supervisors, is hereby approved, and the Authorized Officers are each hereby authorized and directed, for and in the name and on behalf of the County, to execute and deliver the Second Sublease Amendment in substantially said form, with such changes, insertions and omissions therein as the Authorized Officer executing the same may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof; provided, however, that the aggregate amount of the principal components of the Base Rental Payments relating to the Bonds shall not exceed $300,000,000, and the true interest cost applicable to the interest components of the Base Rental Payments relating to the Bonds shall not exceed six percent (6%) per annum.

Section 4. The form of Second Supplemental Indenture, on file with the Executive Officer-Clerk of the Board of Supervisors, is hereby approved, and the Authorized Officers are each hereby authorized and directed, for and in the name and on behalf of the County, to execute and deliver the Second Supplemental Indenture in substantially said form, with such changes, insertions and omissions therein as the Authorized Officer executing the same may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof;

provided, however, that the aggregate principal amount of the Bonds shall not exceed $300,000,000, the final maturity date of the Bonds shall be no later than December 1, 2047, and the true interest cost applicable to the Bonds shall not exceed six percent (6%) per annum.

Section 5. The form of the Bond Purchase Agreement, submitted to and on file with the Executive Officer-Clerk, is hereby approved, and the Authorized Officers are each hereby authorized and directed, for and in the name and on behalf of the County, to execute and deliver the Bond Purchase Agreement in substantially said form, with such changes, insertions and omissions therein as the Authorized Officer executing the same may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof; provided, however, that the underwriter's discount for the sale of the Bonds shall not exceed six-tenths of one percent (0.6%) of the aggregate principal amount.

Section 6. The form of Preliminary Official Statement, on file with the Executive Officer-Clerk, with such changes, insertions and omissions therein as may be approved by an Authorized Officer, is hereby approved, and the use of the Preliminary Official Statement in connection with the offering and sale of the Bonds is hereby authorized and approved. The Authorized Officers are each hereby authorized to certify on behalf of the County that the Preliminary Official Statement is deemed final as of its date, within the meaning of Rule 15c2-12 (as amended, "Rule 15c2-12") (except for the omission of certain final pricing, rating and related information as permitted by Rule 15c2-12).

Section 7. The preparation and delivery of an Official Statement, and its use in connection with the offering and sale of the Bonds, are hereby authorized and approved. The Official Statement shall be in substantially the form of the Preliminary Official Statement with such changes, insertions and omissions as may be approved by an Authorized Officer, such approval to be conclusively evidenced by the delivery thereof.

Section 8. The form of Continuing Disclosure Certificate, on file with the Executive Officer-Clerk, is hereby approved, and the Authorized Officers are each hereby authorized and directed, for and in the name and on behalf of the County, to execute and deliver the Continuing Disclosure Certificate in substantially said form, with such changes, insertions and omissions therein as the Authorized Officer executing the same may require or approve, such approval to be conclusively evidenced to the execution and delivery thereof.

Section 9. The Board of Supervisors hereby approves the plan of finance for the Project and the issuance of the Bonds by the Authority. It is the purpose and intent of the Board of Supervisors that this Resolution constitute approval of the plan of finance for the Project and the issuance of the Bonds for the purposes of Section 147(f) of the Code by the applicable elected representative of the governmental unit having jurisdiction over the area in which the Project is to be located, in accordance with said Section 147(f).

Section 10. The Authorized Officers are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable in order to consummate the transactions herein authorized and otherwise to carry out, give effect to and comply with the terms and intent of this Resolution, including, without limitation, obtaining additional title insurance with respect to the Property and entering into an agreement to indemnify and hold the insurance company providing the same harmless with respect to encumbrances recorded against the Property between the last title continuation as set forth in such agreement and the recording of the documents (or notice thereof) herein approved.

Section 11. All actions heretofore taken by the officers, employees and agents of the County with respect to the transactions set forth above are hereby approved, confirmed and ratified.

Section 12. This Resolution shall take effect from and after its date of adoption.

The foregoing Resolution was on the 16th day of February, 2016, adopted by the Board of Supervisors of the County of Los Angeles and *ex officio* the governing body of all other special assessment and taxing district agencies and authorities for which the Board so acts.

COUNTY OF LOS ANGELES CALIFORNIA

PATRICK OGAWA,
Acting Executive Officer-Clerk of the Board of Supervisors of the County of Los Angeles

By:______________________
Deputy

APPROVED AS TO FORM:

MARY C. WICKHAM
County Counsel

By:______________________
Principal Deputy County Counsel

EXHIBIT A

DESCRIPTION OF THE PROJECT

The Project consists of various capital improvements to the community hospital located at 12021 South Wilmington Avenue, Los Angeles, California 90059 (commonly known as Martin Luther King, Jr. Community Hospital), including improvements to the main lobby and admitting building, in-patient tower building, hospital service building, ancillary building and healing garden.

TO BE RECORDED AND WHEN RECORDED RETURN TO:
Hawkins Delafield & Wood LLP
333 South Grand Avenue, 36th Floor
Los Angeles, CA 90071
Attention: Diane K. Quan, Esq.

THIS TRANSACTION IS EXEMPT FROM CALIFORNIA DOCUMENTARY TRANSFER TAX PURSUANT TO SECTION 11921 OF THE CALIFORNIA REVENUE AND TAXATION CODE. THIS DOCUMENT IS EXEMPT FROM RECORDING FEES PURSUANT TO SECTION 27383 OF THE CALIFORNIA GOVERNMENT CODE.

SECOND AMENDMENT TO MASTER SITE LEASE

by and between

COUNTY OF LOS ANGELES

and

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

Dated as of March 1, 2016

TABLE OF CONTENTS

SECOND AMENDMENT TO
MASTER SITE LEASE

THIS SECOND AMENDMENT TO MASTER SITE LEASE (this "Second Amendment") executed and entered into as of March 1, 2016, is by and between the COUNTY OF LOS ANGELES, a political subdivision of the State of California (the "County"), and the LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY, a joint exercise of powers entity organized and existing under and by virtue of the laws of the State of California (the "Authority").

RECITALS

WHEREAS, the Los Angeles County Capital Asset Leasing Corporation (the "Corporation") has issued its Lease Revenue Obligation Commercial Paper Notes (the "Commercial Paper Notes") from time to time for, among other purposes, the financing of a portion of the costs of the acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the community hospital located at 12021 South Wilmington Avenue, Los Angeles, California 90059, commonly known as Martin Luther King, Jr. Community Hospital (the "MLK Hospital"), including the interim financing of the capital improvement projects described on Exhibit A hereto and incorporated herein (the "Project"); and

WHEREAS, the County of Los Angeles desires to provide long-term financing for a portion of the Project by refinancing all of the outstanding Commercial Paper Notes with proceeds of lease revenue bonds to be issued by the Los Angeles County Public Works Financing Authority (the "Authority"); and

WHEREAS, the Authority previously issued certain lease revenue bonds (the "Prior Bonds"), pursuant to a Master Indenture, dated as of February 1, 2015, as supplemented by a First Supplemental Indenture, dated as of September 1, 2015 (collectively, the "Master Indenture"), each by and among the Authority, the County and Zions Bank, a division of ZB, National Association, a national banking association organized and existing under the laws of the United States of America, formerly known as Zions First National Bank, as trustee (the "Trustee"); and

WHEREAS, in connection with the issuance of the Prior Bonds, the County leased certain real property owned by the County (the "Original Property") to the Authority pursuant to a Master Site Lease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Site Lease, dated as of September 1, 2015 (collectively, the "Master Site Lease"), each by and between the County and the Authority; and

WHEREAS, the County subleased the Original Property back from the Authority pursuant to a Master Sublease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Sublease, dated as of September 1, 2015 (collectively, the "Master Sublease"), each by and between the County and the Authority; and

WHEREAS, the Master Indenture provides that, subject to the conditions set forth therein, the County, the Authority and the Trustee, may by execution of a supplemental

indenture, without the consent of the Owners of the Prior Bonds, provide for the issuance of Additional Bonds (as defined in the Master Indenture); and

WHEREAS, the County and the Authority have determined that it would be in the best interests of the County and the Authority to provide the funds necessary to pay the Commercial Paper Notes through the issuance of Additional Bonds designated “Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series A” (the “Series 2016D Bonds”); and

WHEREAS, the Master Site Lease provides that the Master Site Lease may be amended only in accordance with the provisions of the Master Sublease; and

WHEREAS, the Master Sublease provides that the Master Sublease and the Master Site Lease and the rights and obligations of the Authority and the County thereunder may be amended at any time by an amendment thereof which shall become binding upon execution by the Authority and the County, without the written consents of any Owners of the Prior Bonds, in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture; and

WHEREAS, the Authority and the County desire to enter into a Second Amendment to Master Site Lease (the “Second Site Lease Amendment”) to add certain real property, consisting of the MLK Hospital, to the Original Property (the Original Property as so modified being referred to herein as the “Property”), and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Site Lease as so amended being referred to herein as the “Site Lease”); and

WHEREAS, the Authority and the County desire to enter into a Second Amendment to Master Sublease (the “Second Sublease Amendment”) to substitute the Property for the Original Property, to increase the amount of base rental payments payable thereunder and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Sublease as so amended being referred to herein as the “Sublease”); and

WHEREAS, the Authority and the County desire that the Trustee enter into a Second Supplemental Indenture dated the date hereof (the “Second Supplemental Indenture”) in order to provide for the issuance of the Series 2016D Bonds and to expressly provide that all rights to receive the base rental payments, including the increased amounts thereof provided for in the Second Sublease Amendment, have been assigned without recourse by the Authority to the Trustee; and

WHEREAS, all acts, conditions and things required by law to exist, to have happened and to have been performed precedent to and in connection with the execution and entering into of this Second Amendment do exist, have happened and have been performed in regular and due time, form and manner as required by law, and the parties hereto are now duly authorized to execute and enter into this Second Amendment;

NOW, THEREFORE, in consideration of the mutual covenants hereinafter contained, the parties hereto agree as follows:

PART 1

AMENDMENTS TO MASTER SITE LEASE

Part 1.1 Amendments to Section 2.02. Section 2.02 of the Master Site Lease is hereby amended to include the following paragraph immediately following the first paragraph thereof:

> The Authority shall pay to the County as and for rental of the Property hereunder, an additional sum of not to exceed $[Net Purchase Price] in connection with the issuance of the Series 2016D Bonds (the "2016A Site Lease Payment"). The 2016A Site Lease Payment shall be paid from the proceeds of the Series 2016D Bonds; provided, however, that in the event the available proceeds of the Series 2016D Bonds are not sufficient to enable the Authority to pay such amount in full, the remaining amount of the 2016A Site Lease Payment shall be reduced to an amount equal to the amount of such available proceeds.

Part 1.2 Amendments to Exhibit A. Exhibit A of the Master Site Lease is hereby replaced with Exhibit A of this Second Amendment.

PART 2

MISCELLANEOUS

Part 2.1 Effect of Second Amendment. This Second Amendment and all of the terms and provisions herein contained shall form part of the Master Site Lease as fully and with the same effect as if all such terms and provisions had been set forth in the Master Site Lease. The Master Site Lease is hereby ratified and confirmed and shall continue in full force and effect in accordance with the terms and provisions thereof, as heretofore amended and supplemented, and as amended and supplemented hereby. If there shall be any conflict between the terms of this Second Amendment and the terms of the Master Site Lease (as in effect on the day prior to the effective date of this Second Amendment), the terms of this Second Amendment shall prevail.

Part 2.2 Execution in Counterparts. This Second Amendment may be executed in several counterparts, each of which shall be deemed an original, and all of which shall constitute but one and the same instrument.

Part 2.3 Effective Date. This Second Amendment shall become effective upon the Series 2016D Closing Date.

IN WITNESS WHEREOF, the County and the Authority have caused this Second Amendment to be executed by their respective officers thereunto duly authorized, all as of the day and year first above written.

COUNTY OF LOS ANGELES

By: ________________________________

Joseph Kelly,
Treasurer and Tax Collector

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

By: ________________________________

Joseph Kelly,
Treasurer

EXHIBIT A

DESCRIPTION OF THE PROPERTY

All that real property situated in the County of Los Angeles, State of California, described as follows, and any improvements thereto:

CERTIFICATE OF ACCEPTANCE

In accordance with Section 27281 of the California Government Code, this is to certify that the interest in the real property conveyed by the Master Site Lease, dated as of February 1, 2015, as supplemented by the First Amendment to Master Site Lease, dated as of September 1, 2015 and the Second Amendment to Master Site Lease, dated as of March 1, 2016 (collectively, the "Master Site Lease"), each by and between the County of Los Angeles, a political subdivision of the State of California (the "County"), and the Los Angeles County Public Works Financing Authority, a joint powers authority organized and existing under the laws of the State of California (the "Authority"), from the County to the Authority, is hereby accepted by the undersigned on behalf of the Authority pursuant to authority conferred by resolution of the Board of Directors of the Authority adopted on February __, 2016, and the Authority consents to recordation thereof by its duly authorized officer.

Dated: [Closing Date]

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

By: ______________________________

Joseph Kelly,
Treasurer

[Signature Page to Certificate of Acceptance]

HDW – 1/28/16 Draft

TO BE RECORDED AND WHEN RECORDED RETURN TO:
Hawkins Delafield & Wood LLP
333 South Grand Avenue, 36th Floor
Los Angeles, CA 90071
Attention: Diane K. Quan, Esq.

THIS TRANSACTION IS EXEMPT FROM CALIFORNIA DOCUMENTARY TRANSFER TAX PURSUANT TO SECTION 11921 OF THE CALIFORNIA REVENUE AND TAXATION CODE. THIS DOCUMENT IS EXEMPT FROM RECORDING FEES PURSUANT TO SECTION 27383 OF THE CALIFORNIA GOVERNMENT CODE.

SECOND AMENDMENT TO MASTER SUBLEASE

by and between

COUNTY OF LOS ANGELES

and

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

Dated as of March 1, 2016

TABLE OF CONTENTS

Page

SECOND AMENDMENT TO MASTER SUBLEASE

THIS SECOND AMENDMENT TO MASTER SUBLEASE (this “Second Amendment”) executed and entered into as of March 1, 2016, is by and between the COUNTY OF LOS ANGELES, a political subdivision of the State of California (the “County”), and the LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY, a joint exercise of powers entity organized and existing under and by virtue of the laws of the State of California (the “Authority”).

RECITALS

WHEREAS, the Los Angeles County Capital Asset Leasing Corporation (the “Corporation”) has issued its Lease Revenue Obligation Commercial Paper Notes (the “Commercial Paper Notes”) from time to time for, among other purposes, the financing of a portion of the costs of the acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the community hospital located at 12021 South Wilmington Avenue, Los Angeles, California 90059, commonly known as Martin Luther King, Jr. Community Hospital (the “MLK Hospital”), including the interim financing of the capital improvement projects described on Exhibit A hereto and incorporated herein (the “Project”); and

WHEREAS, the County of Los Angeles desires to provide long-term financing for a portion of the Project by refinancing all of the outstanding Commercial Paper Notes with proceeds of lease revenue bonds to be issued by the Los Angeles County Public Works Financing Authority (the “Authority”); and

WHEREAS, the Authority previously issued certain lease revenue bonds (the “Prior Bonds”), pursuant to a Master Indenture, dated as of February 1, 2015, as supplemented by a First Supplemental Indenture, dated as of September 1, 2015 (collectively, the “Master Indenture”), each by and among the Authority, the County and Zions Bank, a division of ZB, National Association, a national banking association organized and existing under the laws of the United States of America, formerly known as Zions First National Bank, as trustee (the “Trustee”); and

WHEREAS, in connection with the issuance of the Prior Bonds, the County leased certain real property owned by the County (the “Original Property”) to the Authority pursuant to a Master Site Lease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Site Lease, dated as of September 1, 2015 (collectively, the “Master Site Lease”), each by and between the County and the Authority; and

WHEREAS, the County subleased the Original Property back from the Authority pursuant to a Master Sublease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Sublease, dated as of September 1, 2015 (collectively, the “Master Sublease”), each by and between the County and the Authority; and

WHEREAS, the Master Indenture provides that, subject to the conditions set forth therein, the County, the Authority and the trustee thereunder may by execution of a supplemental

indenture, without the consent of the Owners of the Prior Bonds, provide for the issuance of Additional Bonds (as defined in the Master Indenture); and

WHEREAS, the County and the Authority have determined that it would be in the best interests of the County and the Authority to provide the funds necessary to pay the Commercial Paper Notes through the issuance of Additional Bonds designated "Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D" (the "Series 2016D Bonds"); and

WHEREAS, the Master Site Lease provides that the Master Site Lease may be amended only in accordance with the provisions of the Master Sublease; and

WHEREAS, the Master Sublease provides that the Master Sublease and the Master Site Lease and the rights and obligations of the Authority and the County thereunder may be amended at any time by an amendment thereof which shall become binding upon execution by the Authority and the County, without the written consents of any Owners of the Prior Bonds, in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture; and

WHEREAS, the Authority and the County desire to enter into a Second Amendment to Master Site Lease (the "Second Site Lease Amendment") to add certain real property, consisting of the MLK Hospital, to the Original Property (the Original Property as so modified being referred to herein as the "Property"), and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Site Lease as so amended being referred to herein as the "Site Lease"); and

WHEREAS, the Authority and the County desire to enter into a Second Amendment to Master Sublease (the "Second Sublease Amendment") to add the MLK Hospital to the Original Property, to increase the amount of base rental payments payable thereunder and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Sublease as so amended being referred to herein as the "Sublease"); and

WHEREAS, the Authority and the County desire that the Trustee, enter into a Second Supplemental Indenture (the "Second Supplemental Indenture") in order to provide for the issuance of the Series 2016D Bonds and to expressly provide that all rights to receive the base rental payments, including the increased amounts thereof provided for in this Second Amendment, have been assigned without recourse by the Authority to the Trustee; and

WHEREAS, all acts, conditions and things required by law to exist, to have happened and to have been performed precedent to and in connection with the execution and entering into of this Second Amendment do exist, have happened and have been performed in regular and due time, form and manner as required by law, and the parties hereto are now duly authorized to execute and enter into this Second Amendment;

NOW, THEREFORE, in consideration of the mutual covenants hereinafter contained, the parties hereto agree as follows:

PART 1

AMENDMENTS TO MASTER SUBLEASE

Part 1.1 Amendments to Section 1.01. (a) Section 1.01 of the Master Sublease is hereby amended by modifying the following terms:

> **"Base Rental Deposit Date"** means the first Business Day next preceding each Interest Payment Date.
>
> **"Closing Date"** means, as appropriate to the context, the Series 2015A Closing Date, the Series 2015B/C Closing Date, the Series 2016D Closing Date and/or the closing date(s) for any series of Additional Bonds.

(b) Section 1.01 of the Master Sublease is hereby amended by adding the following definitions:

> **"Series 2016D Closing Date"** means the date upon which the Series 2016D Bonds are delivered to the Series 2016D Bonds Original Purchaser thereof, being [Closing Date].
>
> **"Series 2016D Bonds"** means the Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D, issued under the Indenture.
>
> **"Series 2016D Bonds Original Purchaser"** means J.P. Morgan Securities LLC, on behalf of itself and on behalf of RBC Capital Markets, LLC, [co-managers to be selected], the original purchasers of the Series 2016D Bonds from the Authority.

Part 1.2 Amendments to Section 3.01(b). (a) Section 3.01(b) of the Master Sublease is hereby amended in full to be as follows:

> (b) *Base Rental Payments.* Subject to the provisions of Section 3.06 hereof, the County shall, on each Base Rental Deposit Date, pay to the Authority a Base Rental Payment in an amount equal to the principal of, and interest on, the Bonds, including the Series 2015 Bonds, the Series 2015B Bonds, the Series 2015C Bonds and the Series 2016D Bonds, due and payable on the next succeeding Principal Payment Date or Interest Payment Date, as applicable, including any such principal due and payable by reason of mandatory sinking fund redemption of the Bonds; provided, however, that the amount of such Base Rental Payment shall be reduced by the amount, if any, available in the Payment Fund, the Principal Account or the Interest Account on such Base Rental Deposit Date to pay such principal of, or interest on, the Bonds.

Part 1.3 Amendments to Section 6.02(a). (a) Section 6.02(a) of the Master Sublease is hereby amended in full to be as follows:

(a) The County shall have the right to cause the Bonds to be redeemed pursuant to, and in accordance with the provisions of, Section 3.02, Sections 11.05(a), 12.05(a) or 13.05(a) of the Indenture by providing the Trustee with funds sufficient for such purpose (which funds may be derived by the County from any source) and giving notice of the County's exercise of such right as provided in subsection (b) of this Section.

Part 1.4 Amendments to Exhibit A. Exhibit A of the Master Sublease is replaced with Exhibit A of this Second Amendment.

PART 2

MISCELLANEOUS

Part 2.1 Effect of Second Amendment. This Second Amendment and all of the terms and provisions herein contained shall form part of the Master Sublease as fully and with the same effect as if all such terms and provisions had been set forth in the Master Sublease. The Master Sublease is hereby ratified and confirmed and shall continue in full force and effect in accordance with the terms and provisions thereof, as heretofore amended and supplemented, and as amended and supplemented hereby. If there shall be any conflict between the terms of this Second Amendment and the terms of the Master Sublease (as in effect on the day prior to the effective date of this Second Amendment), the terms of this Second Amendment shall prevail.

Part 2.2 Execution in Counterparts. This Second Amendment may be executed in several counterparts, each of which shall be deemed an original, and all of which shall constitute but one and the same instrument.

Part 2.3 Effective Date. This Second Amendment shall become effective upon the Series 2016D Closing Date.

IN WITNESS WHEREOF, the Authority and the County have caused this Second Amendment to be executed by their respective officers thereunto duly authorized, all as of the day and year first above written.

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

By: ___________________________________
Joseph Kelly,
Treasurer

COUNTY OF LOS ANGELES

By: ___________________________________
Joseph Kelly,
Treasurer and Tax Collector

[Signature Page to Second Amendment to Master Sublease]

EXHIBIT A

DESCRIPTION OF THE PROPERTY

All that real property situated in the County of Los Angeles, State of California, described as follows, and any improvements thereto:

CERTIFICATE OF ACCEPTANCE

In accordance with Section 27281 of the California Government Code, this is to certify that the interest in the real property conveyed by the Master Sublease, dated as of February 1, 2015, as supplemented by the First Amendment to Master Sublease, dated as of September 1, 2015 and the Second Amendment to Master Sublease, dated as of March 1, 2016 (collectively, the “Master Sublease”), each by and between the County of Los Angeles, a political subdivision of the State of California (the “County”), and the Los Angeles County Public Works Financing Authority, a joint powers authority organized and existing under the laws of the State of California (the “Authority”), from the Authority to the County, is hereby accepted by the undersigned on behalf of the County pursuant to authority conferred by resolution of the Board of Supervisors of the County adopted on February __, 2016, and the County consents to recordation thereof by its duly authorized officer.

Dated: [Closing Date]

COUNTY OF LOS ANGELES

By: ______________________________________
Joseph Kelly,
Treasurer and Tax Collector

HDW – 2/1/16 Draft

SECOND SUPPLEMENTAL INDENTURE

by and among

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

and

COUNTY OF LOS ANGELES

and

ZIONS BANK,
A DIVISION OF ZB, NATIONAL ASSOCIATION

Dated as of March 1, 2016

Relating to

Los Angeles County Public Works Financing Authority
Lease Revenue Bonds
(MLK Hospital Project), 2016 Series D

TABLE OF CONTENTS

Page

SECOND SUPPLEMENTAL INDENTURE

THIS SECOND SUPPLEMENTAL INDENTURE (this "Second Supplemental Indenture"), is made and entered into as of March 1, 2016, by and among the LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY, a joint exercise of powers entity organized and existing under and by virtue of the laws of the State of California (the "Authority"), the COUNTY OF LOS ANGELES, a political subdivision of the State of California (the "County"), and ZIONS BANK, A DIVISION OF ZB, NATIONAL ASSOCIATION, a national banking association duly organized and existing under and by virtue of the laws of the United States of America, formerly known as Zions First National Bank, as trustee (the "Trustee").

W I T N E S S E T H:

WHEREAS, the Los Angeles County Capital Asset Leasing Corporation (the "Corporation") has issued its Lease Revenue Obligation Commercial Paper Notes (the "Commercial Paper Notes") from time to time for, among other purposes, the financing of a portion of the costs of the acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the community hospital located at 12021 South Wilmington Avenue, Los Angeles, California 90059, commonly known as Martin Luther King, Jr. Community Hospital (the "MLK Hospital"), including the interim financing of the capital improvement projects described on Exhibit B hereto and incorporated herein (the "Project"); and

WHEREAS, the County of Los Angeles desires to provide long-term financing for a portion of the Project by refinancing all of the outstanding Commercial Paper Notes with proceeds of lease revenue bonds to be issued by the Los Angeles County Public Works Financing Authority (the "Authority"); and

WHEREAS, the Authority previously issued certain lease revenue bonds (the "Prior Bonds"), pursuant to a Master Indenture, dated as of February 1, 2015, as supplemented by a First Supplemental Indenture, dated as of September 1, 2015 (collectively, the "Master Indenture"), each by and among the Authority, the County and the trustee; and

WHEREAS, in connection with the issuance of the Prior Bonds, the County leased certain real property owned by the County (the "Original Property") to the Authority pursuant to a Master Site Lease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Site Lease, dated as of September 1, 2015 (collectively, the "Master Site Lease"), each by and between the County and the Authority; and

WHEREAS, the County subleased the Original Property back from the Authority pursuant to a Master Sublease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Sublease, dated as of September 1, 2015 (collectively, the "Master Sublease"), each by and between the County and the Authority; and

WHEREAS, the Master Indenture provides that, subject to the conditions set forth therein, in addition to the Prior Bonds, the County, the Authority and the Trustee may by execution of a supplemental indenture, without the consent of the Owners of the Prior Bonds, provide for the issuance of Additional Bonds (as defined in the Master Indenture); and

WHEREAS, the County and the Authority have determined that it would be in the best interests of the County and the Authority to provide the funds necessary to pay the Commercial Paper Notes through the issuance of Additional Bonds, designated "Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D" (the "Series 2016D Bonds"); and

WHEREAS, the Master Site Lease provides that the Master Site Lease may be amended only in accordance with the provisions of the Master Sublease; and

WHEREAS, the Master Sublease provides that the Master Sublease and the Master Site Lease and the rights and obligations of the Authority and the County thereunder may be amended at any time by an amendment thereof which shall become binding upon execution by the Authority and the County, without the written consents of any Owners of the Prior Bonds, in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture; and

WHEREAS, the Authority and the County desire to enter into a Second Amendment to Master Site Lease (the "Second Site Lease Amendment") in order to amend the Master Site Lease so as to add certain real property, consisting of the MLK Hospital, to the Original Property (the Original Property as so modified being referred to herein as the "Property"), and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Site Lease as so amended being referred to herein as the "Site Lease"); and

WHEREAS, the Authority and the County also desire to enter into a Second Amendment to Master Sublease (the "Second Sublease Amendment") in order to amend the Master Sublease to add the MLK Hospital to the Original Property, to increase the amount of base rental payments payable thereunder and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Sublease as so amended being referred to herein as the "Sublease"); and

WHEREAS, the Trustee, the Authority and the County are entering into this Second Supplemental Indenture in order to provide for the issuance of the Series 2016D Bonds and to expressly provide that all rights to receive the base rental payments, including the increased amounts thereof provided for in the Second Sublease Amendment, have been assigned without recourse by the Authority to the Trustee; and

WHEREAS, all acts, conditions and things required by law to exist, to have happened and to have been performed precedent to and in connection with the execution and entering into of this Second Supplemental Indenture do exist, have happened and have been performed in regular and due time, form and manner as required by law, and the parties hereto are now duly authorized to execute and enter into this Second Supplemental Indenture;

NOW, THEREFORE, in consideration of the premises and of the mutual agreements and covenants contained herein and for other valuable consideration, the parties do hereby agree as follows:

PART 1

PARTICULAR AMENDMENTS

Part 1.1. Amendments to Section 1.01. (a) Section 1.01 of the Master Indenture is hereby amended by modifying the following terms:

> **"Closing Date"** means, as appropriate to the context, the Series 2015A Closing Date, the Series 2015B/C Closing Date, the Series 2016D Closing Date and/or the closing date(s) for any series of Additional Bonds.
>
> **"Interest Payment Date"** means, (a) with respect to the Series 2015 Bonds, each June 1 and December 1, commencing December 1, 2015, (b) with respect to the Series 2015B Bonds and the Series 2015C Bonds, each June 1 and December 1, commencing December 1, 2015, and (c) with respect to the Series 2016D Bonds, each June 1 and December 1, commencing [First Interest Payment Date].
>
> **"Original Purchaser"** means (a) with respect to the Series 2015 Bonds, Barclays Capital Inc., on behalf of itself and on behalf of J.P. Morgan Securities LLC, Siebert Brandford Shank & Co., L.L.C. and Edward Jones, the original purchasers of the Series 2015 Bonds from the Authority, (b) with respect to the Series 2015B Bonds and the Series 2015C Bonds, Goldman, Sachs & Co., on behalf of itself and on behalf of Morgan Stanley & Co. LLC, Raymond James & Associates, Inc., Backstrom McCarley Berry & Co., LLC and KeyBanc Capital Markets Inc., the original purchasers of the Series 2015B Bonds and the Series 2015C Bonds from the Authority and (c) with respect to the Series 2016D Bonds, J.P. Morgan Securities LLC, on behalf of itself and on behalf of Citigroup Global Markets Inc., RBC Capital Markets, LLC, [co-managers to be selected].
>
> **"Rebate Requirement"** has the meaning ascribed thereto in the Tax Certificate, the Tax Certificate (Series 2015B Bonds) or the Tax Certificate (Series 2016D Bonds), as applicable.

(b) Section 1.01 of the Master Indenture is hereby amended by adding thereto the following definitions:

> **"Continuing Disclosure Certificate (Series 2016D Bonds)"** means the Continuing Disclosure Certificate, dated [Closing Date], executed by the County, as originally executed and as it may be amended from time to time in accordance with the terms thereof.
>
> **"Participating Underwriter (Series 2016D Bonds)"** has the meaning ascribed thereto in the Continuing Disclosure Certificate (Series 2016D Bonds).

"Series 2016D Bonds" means the Los Angeles County Public Works Public Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D, issued under the Indenture.

"Series 2016D Closing Date" means the date upon which the Series 2016D Bonds are delivered to the Original Purchaser thereof, being [Closing Date].

"**Tax Certificate (Series 2016D Bonds)**" means the Tax Certificate executed by the Authority and the County at the time of issuance of the Series 2016D Bonds relating to the requirements of Section 148 of the Code, as originally executed and as it may from time to time be amended in accordance with the provisions thereof.

Part 1.2. Amendment to Section 4.01. Section 4.01 of the Master Indenture is hereby amended and supplemented amending the second paragraph thereof to read as follows:

In order to secure the pledge of the Lease Revenues contained in this Section, the Authority hereby sells, assigns and transfers to the Trustee, irrevocably and absolutely, without recourse, for the benefit of the Owners, all of its right, title and interest in and to the Site Lease (as heretofore amended and as same shall be amended from time to time) and the Sublease (as heretofore amended and as same shall be amended from time to time), including, without limitation, the right to receive Base Rental Payments and the right to exercise any remedies provided in the Sublease in the event of a default by the County thereunder; provided, however, that the Authority shall retain the rights to indemnification and to payment or reimbursement of its reasonable costs and expenses under the Sublease. The Trustee hereby accepts said assignment for the benefit of the Owners, subject to the provisions of this Indenture.

PART 2

ADDITION OF ARTICLE XIII

Part 2.1. Addition of Article XIII. The Master Indenture is hereby amended and supplemented by adding thereto an additional Article as follows:

ARTICLE XIII

SERIES 2016D BONDS

Section. 13.01 Issuance of Series 2016D Bonds. The Authority may, at any time, execute the Series 2016D Bonds, in the aggregate principal amount of $[Principal Amount], for issuance hereunder and deliver the same to the Trustee. The Trustee shall authenticate the Series 2016D Bonds and deliver the Series 2016D Bonds to the original purchaser thereof upon receipt of a Written Request of the Authority and upon receipt of the purchase price therefor.

Section. 13.02 Terms of Series 2016D Bonds; Interest Computation. (a) The Series 2016D Bonds shall be designated the "Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D." The aggregate principal amount of Series 2016D Bonds that may be issued and Outstanding under this Indenture shall not exceed $[Principal Amount], except as may be otherwise provided in Section 2.11 hereof.

(b) The Series 2016D Bonds shall be issued in fully registered form without coupons in Authorized Denominations, so long as no Series 2016D Bond shall have more than one maturity date. The Series 2016D Bonds shall be dated the Series 2016D Closing Date, shall be issued in the aggregate principal amount of $[Principal Amount], shall mature on December 1 of each year and shall bear interest (calculated on the basis of a 360-day year comprised of twelve 30-day months) at the rates per annum as follows:

Maturity Date (December 1)	**Principal Amount**	**Interest Rate**

(c) Interest on the Series 2016D Bonds shall be payable from the Interest Payment Date next preceding the date of authentication thereof unless (i) a Series 2016D Bond is authenticated on or before an Interest Payment Date and after the close of business on the preceding Record Date, in which event it shall bear interest from such Interest Payment Date, (ii) a Series 2016D Bond is authenticated on or before the first Record Date, in which event interest thereon shall be payable from the dated date thereof, or (iii) interest on any Series 2016D Bond is in default as of the date of authentication thereof, in which event interest thereon shall be payable from the date to which interest has been paid in full, payable on each Interest Payment Date. Interest shall be paid in lawful money of the United States on each Interest Payment Date to the Persons in whose names the ownership of the Series 2016D Bonds is registered on the Registration Books at the close of business on the immediately preceding Record Date, except as provided below. Interest shall be paid by wire or check of the Trustee mailed by first class mail, postage prepaid, on each Interest Payment Date to the Series 2016D Bond Owners at their respective addresses shown on the Registration Books as of the close of business on the preceding Record Date.

(d) The principal and premium, if any, of the Series 2016D Bonds shall be payable in lawful money of the United States of America upon presentation and surrender thereof upon maturity or earlier redemption at the Office of the Trustee.

(e) The Series 2016D Bonds shall be subject to redemption as provided in Section 13.05.

(f) The Series 2016D Bonds shall initially be issued as Book-Entry Bonds.

(g) The Series 2016D Bonds shall constitute Common Reserve Bonds.

Section. 13.03 Form of Series 2016D Bonds. The Series 2016D Bonds shall be in substantially the form set forth in Exhibit A hereto, with appropriate or necessary insertions, omissions and variations as permitted or required hereby.

Section. 13.04 Deposit of Proceeds of Series 2016D Bonds. On the Series 2016D Closing Date, the proceeds received from the sale of the Series 2016D Bonds shall be deposited by the Trustee as follows:

(1) The Trustee shall deposit in the Costs of Issuance Fund the amount of $[COI Deposit], which the Trustee shall reopen and reestablish in connection with the issuance of the Series 2016D Bonds. On the date that is six months after the Series 2016D Closing Date, the Trustee shall transfer any amounts then remaining in the Costs of Issuance Fund to the Project Fund, and upon such transfer the Costs of Issuance Fund shall be closed.

(2) The Trustee shall deposit the amount of $[Reserve Fund Deposit] in an account designated the "2016 Series D Common Reserve Account," which the Trustee shall establish and maintain within the Reserve Fund. Such amount is equal to the Reserve Requirement.

(3) The Trustee shall deposit the amount of $[CP Take Out Amount] in a fund designated the "Refunded Commercial Paper Note Fund," which the Trustee shall establish and maintain. On the Closing Date, the Trustee shall transfer all amounts in such fund to the Commercial Paper Note Issuing and Paying Agent for payment of the Commercial Paper Notes and, upon such transfer, the Refunded Commercial Paper Note Fund shall be closed.

Section. 13.05 Redemption of Series 2016D Bonds. The Series 2016D Bonds shall be subject to redemption as follows:

(a) *Optional Redemption.* The Series 2016D Bonds maturing on or before December 1, 20__, are not subject to optional redemption prior to their respective stated maturity dates. The Series 2016D Bonds maturing on or after December 1, 20__, are subject to optional redemption prior to their respective stated maturity dates, on any date on or after December 1, 20__, in whole or in part, in Authorized Denominations, from (i) amounts received from the County in connection with the County's exercise of its right pursuant to Section 6.02 of the Sublease to cause Bonds to be optionally redeemed, or (ii) any other source of available funds, at a redemption price equal to the principal amount thereof, plus accrued interest thereon to the date fixed for redemption, without premium.

(b) The Series 2016D Bonds maturing December 1, 20__ shall be subject to mandatory sinking fund redemption, in part, on December 1 in each year, commencing December 1, 20__, at a redemption price equal to the principal amount thereof, plus accrued interest thereon to the date fixed for redemption, without premium, in the aggregate respective principal amounts in the respective years as follows:

Sinking Fund Redemption Date (December 1)	Principal Amount to be Redeemed

(maturity)

If some but not all of the Series 2016D Bonds maturing on December 1, 20__ are redeemed pursuant to Section 3.01 of the Master Indenture, the principal amount of Series 2016D Bonds maturing on December 1, 20__ to be redeemed pursuant to this Section shall be reduced by the aggregate principal amount of the Series 2016D Bonds maturing on December 1, 20__ so redeemed pursuant to Section 3.01 of the Master Indenture, such reduction to be allocated among redemption dates as nearly as practicable on a pro rata basis, in amounts equal to Authorized Denominations, as determined by the Trustee, notice of which determination shall be given by the Trustee to the Authority and the County. If some but not all of the Series 2016D Bonds maturing on December 1, 20__ are redeemed pursuant to Section 13.05(a) hereof, the principal amount of Series 2016D Bonds maturing on December 1, 20__ to be redeemed pursuant to this Section shall be reduced by the aggregate principal amount of the Series 2016D Bonds maturing on December 1, 20__ so redeemed pursuant to Section 13.05(a) hereof, such reduction to be allocated among redemption dates in Authorized Denominations, as designated by the County in a Written Certificate of the County.

(c) *Selection.* If some but not all of the Series 2016D Bonds are redeemed pursuant to Section 13.05(a) hereof, the Trustee shall select the Series 2016D Bonds to be redeemed as directed in a Written Certificate of the County.

Section. 13.06 <u>Tax Covenants</u>. (a) Neither the Authority nor the County will take any action, or fail to take any action, if such action or failure to take such action would adversely affect the exclusion from gross income of interest on the Series 2016D Bonds under Section 103 of the Code. Without limiting the generality of the foregoing, the Authority and the County will comply with the requirements of the Tax Certificate (Series 2016D Bonds), which is incorporated herein as if fully set forth herein. This covenant shall survive payment in full or defeasance of the Series 2016D Bonds.

(b) In the event that at any time the Authority is of the opinion that for purposes of this Section it is necessary or helpful to restrict or limit the yield on the investment of any moneys held by the Trustee in any of the funds or accounts established hereunder, the Authority shall so instruct the Trustee in writing, and the Trustee shall take such action as may be necessary in accordance with such instructions.

(c) Notwithstanding any provisions of this Section, if the Authority shall provide to the Trustee an Opinion of Counsel to the effect that any specified action required under this Section is no longer required or that some further or different action is required to maintain the exclusion from federal income tax of interest on the Series 2016D Bonds, the Trustee may conclusively rely on such opinion in complying with the requirements of this Section and of the Tax Certificate (Series 2016D Bonds), and the covenants hereunder shall be deemed to be modified to that extent.

Section. 13.07 **Rebate Fund.** (a) There shall be deposited in the Rebate Fund such amounts as are required to be deposited therein pursuant to the Tax Certificate (Series 2016D Bonds). All money at any time deposited in the Rebate Fund shall be held by the Trustee in trust, to the extent required to satisfy the Rebate Requirement (as defined in the Tax Certificate (Series 2016D Bonds)), for payment to the United States of America. Notwithstanding defeasance of the Series 2016D Bonds pursuant to Article XIII hereof or anything to the contrary contained herein, all amounts required to be deposited into or on deposit in the Rebate Fund with respect to the Series 2016D Bonds shall be governed exclusively by this Section and by the Tax Certificate (Series 2016D Bonds) (which is incorporated herein by reference). The Trustee shall be deemed conclusively to have complied with such provisions if it follows the written directions of the Authority, and shall have no liability or responsibility to enforce compliance by the Authority with the terms of the Tax Certificate (Series 2016D Bonds). The Trustee may conclusively rely upon the Authority's determinations, calculations and certifications required by the Tax Certificate (Series 2016D Bonds). The Trustee shall have no responsibility to independently make any calculation or determination or to review the Authority's calculations.

(b) Any funds remaining in the Rebate Fund with respect to the Series 2016D Bonds after payment in full of all of the Series 2016D Bonds and after payment of any amounts described in this Section, shall, upon receipt by the Trustee of a Written Request of the County, be withdrawn by the Trustee and remitted to the County.

Section. 13.08 **Continuing Disclosure.** The County shall comply with and carry out all of the provisions of the Continuing Disclosure Certificate (Series 2016D Bonds). Notwithstanding any other provision of this Indenture, failure of the County to comply with the Continuing Disclosure Certificate (Series 2016D Bonds) shall not constitute an event of default hereunder; provided, however, that the Trustee may (and, at the written direction of any Participating Underwriter (Series 2016D Bonds) or the holders of at least 25% of the aggregate principal evidenced by Outstanding Series 2016D Bonds, and upon indemnification of the Trustee to its reasonable satisfaction, shall) or any holder or beneficial owner of the Series 2016D Bonds may take such actions as may be necessary and appropriate to compel performance, including seeking mandate or specific performance by court order.

PART 3

MISCELLANEOUS

Part 3.1. **Effect of Second Supplemental Indenture.** This Second Supplemental Indenture and all of the terms and provisions herein contained shall form part of the Indenture as fully and with the same effect as if all such terms and provisions had been set forth in the Indenture. The Indenture is hereby ratified and confirmed and shall continue in full force and effect in accordance with the terms and provisions thereof, as heretofore amended and supplemented, and as amended and supplemented hereby. If there shall be any conflict between the terms of this Second Supplemental Indenture and the terms of the Indenture (as in effect on the day prior to the effective date of this Second Supplemental Indenture), the terms of this Second Supplemental Indenture shall prevail.

Part 3.2. Execution in Counterparts. This Second Supplemental Indenture may be executed in several counterparts, each of which shall be deemed an original, and all of which shall constitute but one and the same instrument.

Part 3.3. Governing Law. This Second Supplemental Indenture shall be construed and governed in accordance with the laws of the State of California.

Part 3.4. Effective Date. This Second Supplemental Indenture shall become effective upon Series 2016D Closing Date.

IN WITNESS WHEREOF, the parties hereto have executed this Second Supplemental Indenture by their officers thereunto duly authorized as of the day and year first written above.

ZIONS BANK, A DIVISION OF ZB, NATIONAL ASSOCIATION, as Trustee

By: ________________________________
Authorized Officer

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

By: ________________________________
Joseph Kelly,
Treasurer

COUNTY OF LOS ANGELES

By: ________________________________
Joseph Kelly,
Treasurer and Tax Collector

[Signature Page to Second Supplemental Indenture]

EXHIBIT A

FORM OF SERIES 2016D BOND

No. $____________

LOS ANGELES PUBLIC WORKS FINANCING AUTHORITY
LEASE REVENUE BOND
(MLK HOSPITAL PROJECT), 2016 SERIES D

INTEREST RATE	MATURITY DATE	DATED DATE	CUSIP
%	December 1, 20__	March __, 2015	________

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT: ____________________________ DOLLARS

The Los Angeles County Public Works Financing Authority (the "Authority"), for value received, hereby promises to pay, solely from the Lease Revenues as provided in the Indenture (as hereinafter defined) or amounts in certain funds and accounts held under the Indenture, to the Registered Owner identified above or registered assigns (the "Registered Owner"), on the Maturity Date identified above or on any earlier redemption date, the Principal Amount identified above in lawful money of the United States of America; and to pay interest thereon at the Rate of Interest identified above in like lawful money from the date hereof payable semiannually on June 1 and December 1 in each year, commencing [First Interest Payment Date] (the "Interest Payment Dates"), until payment of such Principal Amount in full. This Bond shall bear interest from the Interest Payment Date next preceding the date of authentication of this Bond (unless this Bond is authenticated on or before an Interest Payment Date and after the fifteenth calendar day of the month preceding such Interest Payment Date, whether or not such day is a business day, in which event it shall bear interest from such Interest Payment Date, or unless this Bond is authenticated on or prior to ________ 15, 2016, in which event it shall bear interest from the Dated Date identified above; provided, however, that if, at the time of authentication of this Bond, interest is in default on this Bond, this Bond shall bear interest from the Interest Payment Date to which interest hereon has previously been paid or duly provided for). The Principal Amount hereof is payable upon surrender hereof upon maturity or earlier redemption at the Office of the Trustee (as hereinafter defined). Interest hereon is payable by wire or check of Zions Bank, a division of ZB, National Association, as trustee for the Owners of the herein referenced Series 2016D Bonds (the "Trustee"), mailed by first class mail on each Interest Payment Date to the Registered Owner hereof at the address of the Registered Owner as it appears on the Registration Books of the Trustee as of the close of business on the fifteenth calendar day of the month preceding such Interest Payment Date. "Office of the Trustee" means the principal corporate trust office of the Trustee in Los Angeles, California, or such other office as may be specified to the Authority by the Trustee in writing.

This Bond is one of a series of a duly authorized issue of bonds issued for the purpose of refinancing the construction of certain public facilities, and is one of the series of bonds designated "Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D" (the "Series 2016D Bonds") in the aggregate principal amount of $[Principal Amount]. The Series 2016D Bonds are issued pursuant to the Master Indenture, dated as of February 1, 2015, as supplemented by the First Supplemental Indenture, dated as of September 1, 2015, and the Second Supplemental Indenture, dated as of March 1, 2016 (collectively, the "Indenture"), each by and among the Authority, the County of Los Angeles (the "County") and the Trustee. This reference incorporates the Indenture herein, and by acceptance hereof the owner of this Bond assents to said terms and conditions. The Series 2016D Bonds are on a parity with the Los Angeles County Public Works Financing Authority Lease Revenue Bonds (Multiple Capital Projects), 2015 Series A (the "Series 2015A Bonds"), the Los Angeles County Public Works Financing Authority Lease Revenue Refunding Bonds, 2015 Series B (Tax-Exempt) and the Los Angeles County Public Works Financing Authority Lease Revenue Refunding Bonds, 2015 Series C (Federally Taxable) (collectively, the "Prior Bonds"), previously issued pursuant to the terms of the Indenture. Pursuant to and as more particularly provided in the Indenture, additional bonds ("Additional Bonds") may be issued by the Authority secured by a lien on a parity with the lien securing the Prior Bonds and the Series 2016D Bonds. The Prior Bonds, the Series 2016D Bonds and any Additional Bonds are collectively referred to as the "Bonds". The Indenture is entered into, and this Bond is issued under, the Marks-Roos Local Bond Pooling Act of 1985 (the "Act") and the laws of the State of California. Capitalized undefined terms used herein have the meanings ascribed thereto in the Indenture.

Reference is hereby made to the Indenture and to any and all amendments thereof and supplements thereto for a description of the agreements, conditions, covenants and terms securing the Bonds, for the nature, extent and manner of enforcement of such agreements, conditions, covenants and terms, for the rights, duties and immunities of the Trustee, for the rights and remedies of the Owners of the Bonds with respect thereto and for the other agreements, conditions, covenants and terms upon which the Bonds are issued thereunder, to all of which provisions the Registered Owner by acceptance hereof, assents and agrees.

The Bonds are special obligations of the Authority, payable solely from the Lease Revenues and the other assets pledged therefor under the Indenture. Neither the faith and credit nor the taxing power of the Authority, the County or the State of California, or any political subdivision thereof, is pledged to the payment of the Bonds. The Lease Revenues consist of all Base Rental Payments payable by the County pursuant to the Master Sublease, dated as of February 1, 2015, as supplemented by the First Amendment to Master Sublease, dated as of September 1, 2015, and the Second Amendment to Master Sublease, dated as of March 1, 2016 (collectively, the "Sublease"), each by and between the County, as lessee, and the Authority, as lessor, including any prepayments thereof, any Net Proceeds and any amounts received by the Trustee as a result of or in connection with the Trustee's pursuit of remedies under the Sublease upon a Lease Default Event. Subject only to the provisions of the Indenture permitting the application thereof for the purposes and on the terms and conditions set forth therein, all of the Lease Revenues and all amounts on deposit from time to time in the funds and accounts established under the Indenture (other than the Rebate Fund) are pledged to the payment of the principal of and interest on the Bonds as provided therein, and the Lease Revenues shall not be used for any other purpose while any of the Bonds remain Outstanding. Said pledge constitutes a first lien on such assets. In order to secure such pledge of the Lease Revenues, the Authority has sold assigned and transferred to the Trustee, irrevocably and absolutely, without recourse, for the benefit of the Owners, all of its right, title and interest in and to the Site Lease and the Sublease, including, without limitation, the right to receive Base Rental Payments and the right to exercise any remedies provided in the Sublease in the event of a default by the County thereunder; provided, however, that the Authority has retained the rights to indemnification and to payment or reimbursement of its reasonable costs and expenses under the Sublease.

The Series 2016D Bonds are authorized to be issued in the form of fully registered bonds in denominations of $5,000 or any integral multiple thereof ("Authorized Denominations").

The Series 2016D Bonds are subject to redemption at the times, in the manner, at the redemption prices and upon notice as specified in the Indenture.

Any Bond may, in accordance with its terms, be transferred upon the Registration Books by the Person in whose name it is registered, in person or by his duly authorized attorney, upon surrender of such Bond for cancellation, accompanied by delivery of a written instrument of transfer, duly executed in a form acceptable to the Trustee. Whenever any Bond or Bonds shall be surrendered for transfer, the Authority shall execute and the Trustee shall authenticate and shall deliver a new Bond or Bonds of the same Series and maturity in a like aggregate principal amount, in any Authorized Denomination. The Trustee shall require the Owner requesting such transfer to pay any tax or other governmental charge required to be paid with respect to such transfer. The Bonds may be exchanged at the Office of the Trustee for a like aggregate principal amount of Bonds of the same Series and maturity of other Authorized Denominations. The Trustee shall require the payment by the Owner requesting such exchange of any tax or other governmental charge required to be paid with respect to such exchange.

To the extent and in the manner permitted by the terms of the Indenture, the provisions of the Indenture may be amended or supplemented by the parties thereto.

The Indenture contains provisions permitting the Authority to make provision for the payment of interest on, and the principal and premium, if any, of any of the Bond so that such Bonds shall no longer be deemed to be outstanding under the terms of the Indenture.

This Bond shall not be entitled to any benefit, protection or security under the Indenture or become valid or obligatory for any purpose until the certificate of authentication and registration hereon endorsed shall have been executed and dated by an authorized signatory of the Trustee.

Unless this Bond is presented by an authorized representative of The Depository Trust Company to the Trustee for registration of transfer, exchange or payment, and any Bond issued is registered in the name of Cede & Co. or such other name as requested by an authorized representative of The Depository Trust Company and any payment is made to Cede & Co., ANY TRANSFER, PLEDGE OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL since the registered owner hereof, Cede & Co., has an interest herein.

It is hereby certified that all acts, conditions and things required by law to exist, to have happened and to have been performed precedent to and in the issuance of the Bonds do exist, have happened and have been performed in due time, form and manner as required by law.

IN WITNESS WHEREOF, the Authority has caused this Bond to be signed in its name and on its behalf by the manual or facsimile signature of its Chairman of the Authority, attested by the manual or facsimile signature of the Secretary, all as of the Dated Date identified above.

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

By: ________________________________
Chairman

Attest:

____
Secretary

FORM OF TRUSTEE'S CERTIFICATE OF AUTHENTICATION

This is one of the Series 2016D Bonds described in the within-mentioned Indenture and registered on the Registration Books.

Date:____________________

ZIONS BANK, A DIVISION OF ZB, NATIONAL ASSOCIATION

By: ________________________________
Authorized Signatory

ASSIGNMENT

For value received the undersigned hereby sells, assigns and transfers unto ________________________________ whose address and social security or other tax identifying number is ___________________, the within-mentioned Bond and hereby irrevocably constitute(s) and appoint(s) ____________________________ attorney, to transfer the same on the registration books of the Trustee with full power of substitution in the premises.

Dated: ___________

Signature Guaranteed:

____

Note: Signature(s) must be guaranteed by an eligible guarantor.

____

Note: The signature(s) on this Assignment must correspond with the name(s) as written on the face of the within Bond in every particular without alteration or enlargement or any change whatsoever.

EXHIBIT B

THE PROJECT

1. Main Lobby and Admitting Building (the "MLA Building"). The MLA Building will occupy approximately 8,402 square feet and includes a lobby, conference rooms, cashiers stations, gift shop, vending area and a waiting room. Improvements to the existing MLA Building include removal and replacement of the roof, and pre-casting concrete exterior wall panels, gypsum-board wall and metal studs and the exterior window system.

2. In-Patient Tower Building (the "IPT Building"). Improvements to the existing IPT Building include improvements to allow the building to serve as a 185,706 square-foot licensed community hospital with 120 acute care beds, demolition and renovation of interior spaces on all floors including the roof and penthouse level, construction of treatment rooms, ultra-sound, radiology, electrical rooms and medical gas room.

3. Hospital Service Building (the "HSB Building"). Improvements to the existing 29,067 square-foot concrete HSB Building include structural seismic upgrade, tenant improvement upgrade to allow the building to provide 'back-of-house' services to the affiliated new 120-bed acute care facility, demolition of the existing stairs, existing loading dock and interior spaces on both levels, construction of a kitchen, linen storage, waste management, mail room, storage, a reception area, staff offices and an electrical room.

4. Ancillary Building (the "Ancillary Building"). This component of the Project entails construction of a new 25,917 square-foot building to house a kitchen and outdoor cafeteria, lobby, meeting rooms, and offices. The Ancillary Building includes a basement that will house the mechanical room, passenger and freight elevators, electrical and storage rooms.

5. Healing Garden (the "Healing Garden"). Improvements to an existing courtyard to construct an artist-inspired Healing Garden.

$[_________]
LOS ANGELES COUNTY
PUBLIC WORKS FINANCING AUTHORITY
Lease Revenue Bonds
(MLK Hospital Project), 2016 Series A

BOND PURCHASE AGREEMENT

___________, 2016

Los Angeles County Public Works Financing Authority
Los Angeles, California

Board of Supervisors
County of Los Angeles, California
Los Angeles, California

Ladies and Gentlemen:

The undersigned, J.P. Morgan Securities LLC, as Representative (the "Representative") on behalf of itself and the other underwriters set forth on Exhibit A hereto (the "Underwriters"), offers to enter into this Bond Purchase Agreement (the "Bond Purchase Agreement") with the Los Angeles County Public Works Financing Authority (the "Authority") and the County of Los Angeles (the "County"), a political subdivision of the State of California (the "State"), which, upon acceptance of this offer by the Authority and the County, will be binding upon the Authority, the County and the Underwriters. This offer made is subject to receipt by the Underwriters of the documents referred to in Section 9 hereof and to acceptance by the Authority and the County by execution and delivery of this Bond Purchase Agreement to the Underwriters at or prior to 8:00 P.M., California time, on the date first above written, and if not so accepted will be subject to withdrawal by the Underwriters upon notice delivered to the Authority and the County at any time prior to the acceptance hereof by the Authority and the County. Capitalized terms in this Bond Purchase Agreement that are not otherwise defined herein shall have the meanings given to such terms in the Indenture.

1. Purchase and Sale. Upon the terms and conditions and upon the basis of the representations, warranties, covenants and agreements hereinafter set forth, the Underwriters hereby agree to purchase from the Authority to offer to the public, and the Authority hereby agrees to cause, Zions First National Bank, as Trustee ("the Trustee"), to deliver to the Underwriters for such purpose, all (but not less than all), in the manner provided herein, of the Authority's (a) $[___________] aggregate principal amount of Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project) 2016 Series A (the "Series 2016A Bonds"). The Series 2016A Bonds are being issued pursuant to the Master Indenture, dated as of February 1, 2015 (the "Original Indenture"), by and among the County, the Authority and the Trustee, as amended and supplemented by the Second Supplemental Indenture, dated as of [March 1, 2016], by and among the County, the Authority and the Trustee (the Original Indenture, as so amended and supplemented, the "Indenture").

The Series 2016A Bonds shall be delivered in fully registered form in denominations of $5,000 or any integral multiple thereof. The Series 2016A Bonds shall be dated their date of delivery and mature on the dates and in the principal amounts, and shall be computed at the interest rates, all as shown in Exhibit B. Interest on the Series 2016A Bonds will be payable semiannually each June 1 and December 1, commencing on [June/December] 1, 2016. The Series 2016A Bonds shall otherwise be as described in the Official Statement (as defined herein) with respect to the Series 2016A Bonds, dated [_________], 2016 (as further defined below), and be subject to redemption as provided therein.

The aggregate purchase price of the Series 2016A Bonds shall be $[_________] representing the aggregate principal amount of the Series 2016A Bonds, [plus][less] a [net] original issue [premium][discount] of $[__________] and less underwriters' discount of $[__________].

The Authority and the County acknowledge and agree that: (a) the purchase and sale of the Series 2016A Bonds pursuant to this Bond Purchase Agreement is an arm's-length commercial transaction between (i) the Authority and the County and (ii) the Underwriters; (b) the Underwriters are acting solely as underwriters and principals in connection with the matters contemplated by and all communications under this Bond Purchase Agreement, and are not acting as the agents or fiduciaries or Municipal Advisors (as defined in Section 15B of the Securities and Exchange Act of 1934) of the Authority or the County and their advisors in connection with the matters contemplated by this Bond Purchase Agreement; (c) the Underwriters have financial and other interests that differ from those of the Authority and the County; and (d) in connection with the purchase and sale of the Series 2016A Bonds, the Authority and the County have consulted their own financial and other advisors to the extent they have deemed appropriate. The Authority and the County also acknowledge that they previously received from each of the Underwriters a letter regarding Municipal Securities Rulemaking Board ("MSRB") Rule G-17 Disclosures, and that they have provided to the Underwriters acknowledgements of such letters.

2. The Series 2016A Bonds. The Series 2016A Bonds shall be issued in accordance with Article 4, Chapter 5, Division 7, Title 1 (commencing with Section 6584) of the California Government Code (the "Act"), the Indenture, a Resolution of the Authority approving the issuance of the Series 2016A Bonds and certain matters relating thereto (the "the Authority Resolution"), and a Resolution of the County approving the issuance of the Series 2016A Bonds and certain matters relating thereto (the "County Resolution").

The Series 2016A Bonds are special obligations of the Authority that are secured and payable solely from Lease Revenues (as that term is defined in the Indenture), including Base Rental Payments (as that term is defined in the Indenture) payable by the County pursuant to that certain Master Sublease Agreement, dated as of February 1, 2015, as supplemented by a First Amendment to Master Sublease, dated as of September 1, 2015 (the "Original Sublease"), by and between the County and the Authority, as amended and supplemented by the Second Amendment to Sublease, dated as of March 1, 2016, by and between the County and the Authority (the Original Sublease, as so amended and supplemented, the "Sublease"), relating to certain real properties and improvements located thereon (the "Property"), and the other assets pledged thereafter under the Indenture. In connection therewith, the County and the Authority have entered into a Master Site Lease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Site Lease, dated as of September 1, 2015 (the "Original Site Lease"), as amended and supplemented by the Second Amendment to Site Lease, dated as of March 1, 2016 (the Original Site Lease, as so amended and supplemented, the "Site Lease"), providing for the lease of the Property by the County to the Authority. The Sublease provides for the sublease of the Property from the Authority back to the County. Pursuant to the Original Indenture, the Authority has assigned to the Trustee certain of its rights, title and interest in and to the Original Site Lease and the Original Sublease and will further assign to the Trustee certain of its rights, title and interest in and to the Site Lease and the Sublease, as amended.

3. Purpose of the Series 2016A Bonds. The proceeds of the Series 2016A Bonds will be used to (a) finance and refinance certain capital improvement projects described in the Official Statement,

including payment of certain Lease Revenue Obligation Commercial Paper Notes issued by the Los Angeles County Capital Asset Leasing Corporation for, among other purposes, the financing of a portion of the costs of the acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the community hospital located at 12021 South Wilmington Avenue, Los Angeles, California, commonly known as Martin Luther King, Jr. Community Hospital, (b) fund a portion of the Common Reserve Account established under the Indenture for the lease revenue bonds previously issued by the Authority and the Series 2016A Bonds, and (c) pay certain costs of issuance incurred in connection with the issuance of the Series 2016A Bonds.

4. Offering. (a) It shall be a condition to the Authority's obligation to sell and issue the Series 2016A Bonds to the Underwriters and to the Underwriters' obligations to purchase, to accept delivery of and to pay for Series 2016A Bonds that the entire aggregate principal amount of the Series 2016A Bonds referred to in Section 1 shall be issued by the Authority and purchased, accepted and paid for by the Underwriters at Closing (as defined herein). The Underwriters agree to make an initial public offering of all of the Series 2016A Bonds at the public offering prices (or yields) set forth on Exhibit B attached hereto and incorporated herein by reference. Subsequent to the initial public offering, the Underwriters reserve the right to change the public offering prices (or yields) as the Underwriters deem necessary in connection with the marketing of the Series 2016A Bonds, provided that the Underwriters shall not change the interest rates set forth on Exhibit B. The Series 2016A Bonds may be offered and sold to certain dealers (including dealers depositing the Series 2016A Bonds into investment trusts) at prices lower than such initial public offering prices. The County and the Authority hereby authorize the use by the Underwriters of this Bond Purchase Agreement, the Indenture, the Sublease, the Site Lease, the Authority Resolution, the County Resolution, the Continuing Disclosure Certificate (hereinafter defined), and the Official Statement, and any supplements or amendments thereto, and the information contained in each of such documents, in connection with the public offering and sale of the Series 2016A Bonds (each as defined herein and, collectively, the "Legal Documents").

(b) The Underwriters agree as follows:

(i) to file, on or before the date of Closing, a copy of the Official Statement, including any supplements thereto, with the MSRB through its Electronic Municipal Market Access system; and

(ii) to comply with rules of the Securities & Exchange Commission and the MSRB which are applicable to the Underwriters governing the offering, sale and delivery of the Series 2016A Bonds to the ultimate purchasers.

5. Official Statement. Upon the Authority's and the County's acceptance of this offer, the Authority and the County shall be deemed to have ratified, approved and confirmed the Preliminary Official Statement dated [_________], 2016 (together with any appendices thereto, any documents incorporated therein by reference and any supplements or amendments thereto and as disseminated in its printed physical form or in electronic form in all respects materially consistent with such physical form, the "Preliminary Official Statement") with respect to the Series 2016A Bonds, in connection with the public offering and sale of the Series 2016A Bonds by the Underwriters. The Authority shall deliver the Official Statement to the Underwriters (a) in "designated electronic format" (as defined in Rule G-32 of the Municipal Securities Rulemaking Board) and (b) in printed form in such quantities as the Underwriters shall reasonably request, dated the date hereof, substantially in the form of the Preliminary Official Statement, with only such changes as shall have been accepted by the Representative (said document, including its cover page, inside cover page and appendices, as the same may be amended and supplemented in accordance with this Bond Purchase Agreement and as disseminated in its printed physical form or in electronic form in all respects materially consistent with such physical form, the

"Official Statement"), approved for distribution pursuant to the Authority Resolution and the County Resolution. The Authority shall, as soon as practicable, but not later than seven (7) business days from the date hereof, deliver to the Underwriters such copies of the Official Statement and, in the event the date of Closing is less than seven (7) business days after the date hereof, upon request of the Representative, in sufficient time to accompany any confirmation requesting payment from any customers of any Underwriter and not later than three (3) business days prior to Closing; provided, however, that the failure of the County to comply with this requirement due to any circumstance outside of the control of the County shall not constitute cause for a failure of or refusal by the Underwriters to accept delivery of, or pay for, the Series 2016A Bonds.

6. Representations, Warranties and Agreements of the County. The County hereby represents, warrants and agrees with the Underwriters as follows:

(a) the County is, and will be on the date of Closing, a political subdivision of the State organized and operating pursuant to the Constitution and laws of the State with the full power and authority to execute and deliver the Legal Documents to be executed by it and to own its properties and to carry on its business as presently conducted;

(b) by official action of the County, prior to or concurrently with the acceptance hereof, the County has duly authorized and approved the execution and delivery of, and the performance by the County of the obligations on its part contained in, the Legal Documents to be executed by it and the consummation by it of all other transactions contemplated by the Legal Documents;

(c) this Bond Purchase Agreement, the Preliminary Official Statement and the Official Statement have been, as of the date hereof, and the other Legal Documents will have been as of the date of Closing, duly authorized, executed and delivered by the County and constitute legal, valid and binding agreements of the County, enforceable in accordance with their respective terms, except as enforcement thereof may be limited by bankruptcy, insolvency or other laws affecting enforcement of creditors' rights generally and by the application of equitable principles if equitable remedies are sought;

(d) to the best knowledge of the County, the execution and delivery of the Legal Documents by the County and compliance with the provisions on the County's part contained herein and therein, will not in any material respect conflict with or constitute a breach of or default under any law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument to which the County is a party or to which the County or any of the Property or its assets is otherwise subject, nor will any such execution, delivery, adoption or compliance result in the creation or imposition of any lien, charge or other security interest or encumbrance of any nature whatsoever upon any of the properties or assets of the County under the terms of any such law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument, except as provided in the Legal Documents executed by the County;

(e) to the best knowledge of the County, the County is not in breach of or default under any applicable law or administrative regulation of the State or any applicable judgment or decree or any loan agreement, indenture, bond, note, resolution, agreement or other instrument to which the County is a party or is otherwise subject, which breach or default would materially adversely affect the County's ability to enter into or perform its obligations under the Legal Documents to be executed by it, and, no event has occurred and is continuing which, with the passage of time or the giving of notice, or both, would constitute such a breach or default;

(f) to the best knowledge of the County, and except as disclosed in the Preliminary Official Statement and in the Official Statement, there is no action, suit, proceeding, inquiry or investigation, at law or in equity, before or by any court, governmental agency, public board or body, pending in which service of process has been completed against the County or threatened against the County in any material respect affecting the existence of the County or the titles of its officers to their respective offices or seeking to prohibit, restrain or enjoin the adoption of the County Resolution or the payment of Base Rental Payments as required under the Sublease or in any way contesting or affecting the validity or enforceability of the Act or the Legal Documents or contesting the powers of the County or its authority to enter into, adopt or perform its obligations under any of the foregoing, or contesting in any way the completeness or accuracy of the Preliminary Official Statement or the Official Statement, or any amendment or supplement thereto, wherein an unfavorable decision, ruling or finding would materially adversely affect the validity or enforceability of the Legal Documents to be executed by the County or this Bond Purchase Agreement or that could have a material adverse impact upon the ability of the County to enter into or perform its obligations under such documents or that may result in any material adverse change in the business, properties, assets or the financial condition of the County or in any way contesting the existence or powers of the County;

(g) the County will furnish such information, execute such instruments and take such other actions in cooperation with the Representative as the Representative may reasonably request in order (i) to qualify the Series 2016A Bonds for offer and sale under the blue sky or other securities laws and regulations of such states and other jurisdictions of the United States as the Representative may designate and (ii) to determine the eligibility of the Series 2016A Bonds for investment under the laws of such states and other jurisdictions, and will use its best efforts to continue such qualification in effect so long as required for distribution of the Series 2016A Bonds; provided, however, that in no event shall the County be required to qualify to do business or consent to service of process in any jurisdiction without its approval;

(h) the information contained in the Preliminary Official Statement was, as of the date thereof, and is, as of the date hereof (excluding any information permitted to be omitted pursuant to Rule 15c2-12 of the Securities and Exchange Commission ("Rule 15c2-12")), and the information contained in the Official Statement will be, as of the date of Closing, true and correct in all material respects and such information did not, does not and will not, as applicable, contain any untrue or misleading statement of a material fact or omit to state any material fact necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading;

(i) if between the date hereof and the date which is 25 days after the End of the Underwriting Period for the Series 2016A Bonds, an event occurs which might or would cause the information contained in the Official Statement, as then supplemented or amended, to contain an untrue statement of a material fact or to omit to state a material fact necessary to make such information therein, in the light of the circumstances under which it was presented, not misleading, the County will notify the Representative, and, if in the reasonable opinion of the Representative, such event requires the preparation and publication of a supplement or amendment to the Official Statement, the County shall cooperate with the Authority in preparing and furnishing to the Underwriters (at the expense of the County) a reasonable number of copies of an amendment of or supplement to the Official Statement (in form and substance satisfactory to counsel for the Underwriters) that will amend or supplement the Official Statement so that it will not contain an untrue statement of a material fact or omit to state a material fact necessary in order to make the statements therein, in the light of the circumstances existing at the time the Official Statement is delivered to prospective purchasers, not misleading; provided that, for the purposes of this subsection, between the date hereof and the date that is 25 days after the End of the Underwriting Period for the Series 2016A Bonds, the County will furnish such information with respect to itself as the Representative may from time to time reasonably request; provided, further, as used in this Bond Purchase Agreement, the term "End of the Underwriting Period" for the Series 2016A Bonds shall mean the earlier of (i) the date of Closing unless the County and the Authority shall have been notified in writing to the contrary by the Representative on or prior to said date or (ii) the date on which the End of the Underwriting Period for the Series 2016A Bonds has occurred under Rule 15c2-12, provided, however, that the County and the Authority may treat as the End of the Underwriting Period for the Series 2016A Bonds as the date specified as such in a notice from the Representative stating the date that is the End of the Underwriting Period;

(j) if the information contained in the Official Statement is amended or supplemented pursuant to the terms hereof, at the time of each supplement or amendment thereto and (unless subsequently again supplemented or amended pursuant to such subparagraph) at all times subsequent thereto up to and including the date which is 25 days after the End of the Underwriting Period for the Series 2016A Bonds, the County will further amend or supplement the Official Statement so that the Official Statement, as supplemented or amended (including any financial and statistical data contained therein), will not contain any untrue statement of a material fact or omit to state a material fact necessary to make such information therein, in the light of the circumstances under which it was presented, not misleading;

(k) except as may be required under blue sky or other securities laws of any state, no consent, approval, authorization or order of any State court or governmental body is required for the consummation by the County of the transactions contemplated by the Official Statement, except such as have been obtained and except such as may be required under state securities or blue sky laws in connection with the purchase and distribution of the Series 2016A Bonds by the Underwriters;

(l) after the date of Closing, the County will not participate in the issuance of any amendment of or supplement to the Official Statement to which, after being furnished with a copy, the Representative shall reasonably object in writing or which shall be disapproved by counsel for the Underwriters;

(m) except as set forth in the Official Statement, the County has not within the last five years failed to comply in any material respect with any continuing disclosure undertakings with regard to Rule 15c2-12;

(n) the financial statements of, and other financial information regarding, the County contained in the Official Statement fairly present the financial position and results of the operations of the County as of the dates and for the periods therein set forth, and, to the best of the County's knowledge, (i) the audited financial statements have been prepared in accordance with generally accepted accounting principles consistently applied, and (ii) the other financial information has been determined on a basis substantially consistent with that of the County's audited financial statements included in the Official Statement;

(o) any certificate signed by an Authorized County Representative and delivered to the Representative pursuant to this Bond Purchase Agreement shall be deemed a representation and warranty by the County to each of the Underwriters as to the truth of the statements therein made; and

(p) the exceptions set forth in the preliminary title report with respect to the Property, subject to permitted encumbrances, do not, and the exceptions set forth in the policy or policies of title insurance will not, materially impair the value of the Property, the existing facilities thereon or the sites thereof, nor materially impair the County's enjoyment of the same for any purposes for which they are, or may reasonably be expected to be, used.

7. Representations, Warranties and Agreements of the Authority. The Authority represents, warrants and agrees with the Underwriters as follows:

(a) the Authority is, and will be on the date of Closing, a joint exercise of powers authority duly organized and operating pursuant to Chapter 5, Division 7, Title 1 of the California Government Code with the full power and authority to issue the Series 2016A Bonds, execute and deliver the Legal Documents to be executed by it and own its properties and carry on its business as presently conducted;

(b) by official action of the Authority prior to or concurrently with the acceptance hereof, the Authority has duly authorized and approved the execution and delivery of, and the performance by the Authority of the obligations on its part contained in the Legal Documents to be executed by it and the consummation by it of all other transactions contemplated by the Legal Documents;

(c) this Bond Purchase Agreement, the Preliminary Official Statement and the Official Statement have been, as of the date hereof, and the other Legal Documents will have been as of the date of Closing, duly authorized, executed and delivered by the Authority and constitute legal, valid and binding agreements of the Authority, enforceable in accordance with their respective terms, except as enforcement thereof may be limited by bankruptcy, insolvency or other laws affecting enforcement of creditors' rights generally and by the application of equitable principles if equitable remedies are sought;

(d) to the best knowledge of the Authority, the issuance of the Series 2016A Bonds and the execution and delivery of the Legal Documents by the Authority and compliance with the provisions on the Authority's part contained herein and therein, will not in any material respect conflict with or constitute a breach of or default under any law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument to which the Authority is a party or is otherwise subject, nor will any such execution, delivery, adoption or compliance result in the creation or imposition of any lien, charge or other security interest or encumbrance of any nature whatsoever upon any of the properties or assets of the Authority under the terms of any such law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument, except as provided in the Series 2016A Bonds or the Legal Documents executed by the Authority;

(e) to the best knowledge of the Authority, the Authority is not in breach of or default under any applicable law or administrative regulation of the State or any applicable judgment or decree or any loan agreement, indenture, bond, note, resolution, agreement or other instrument to which the Authority is a party or is otherwise subject, which breach or default would materially adversely affect the Authority's ability to issue the Series 2016A Bonds or enter into or perform its obligations under the Legal Documents to be executed by it, and, no event has occurred and is continuing which, with the passage of time or the giving of notice, or both, would constitute such a breach or default;

(f) to the best knowledge of the Authority, there is no action, suit, proceeding, inquiry or investigation, at law or in equity, before or by any court, governmental agency, public board or body, pending in which service of process has been completed against the Authority or threatened against the Authority in any material respect affecting the existence of the Authority or the titles of its officers to their respective offices or seeking to prohibit, restrain or enjoin the adoption of the Authority Resolution or the sale, execution or delivery of the Series 2016A Bonds or the payment of principal and interest on the Series 2016A Bonds or in any way contesting or affecting the validity or enforceability of the Series 2016A Bonds, the Legal Documents or contesting the powers of the Authority or its authority to enter into, adopt or perform its obligations under any of the foregoing, or contesting in any way the completeness or accuracy of the Preliminary Official Statement or the Official Statement, or any amendment or supplement thereto, wherein an unfavorable decision, ruling or finding would materially adversely affect the validity or enforceability of the Legal Documents to be executed by the Authority or this Bond Purchase Agreement or that could have a material adverse impact upon the ability of the Authority to issue the Series 2016A Bonds or enter into or perform its obligations under such documents or that may result in any material adverse change in the business, properties, assets or the financial condition of the Authority or in any way contesting the existence or powers of the Authority;

(g) the Authority will furnish such information, execute such instruments and take such other actions in cooperation with the Representative as the Representative may reasonably request in order (i) to qualify the Series 2016A Bonds for offer and sale under the blue sky or other securities laws and regulations of such states and other jurisdictions of the United States as the Representative may designate and (ii) to determine the eligibility of the Series 2016A Bonds for investment under the laws of such states and other jurisdictions, and will use its best efforts to continue such qualification in effect so long as required for distribution of the Series 2016A Bonds; provided, however, that in no event shall the Authority be required to qualify to do business or consent to service of process in any jurisdiction without its approval;

(h) the information contained in the Preliminary Official Statement was, as of the date thereof, and is, as of the date hereof (excluding any information permitted to be omitted pursuant to Rule 15c2-12), and the information contained in the Official Statement will be, as of the date of Closing, true and correct in all material respects and such information did not, does not and will not, as applicable, contain any untrue or misleading statement of a material fact or omit to state any material fact necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading;

(i) if between the date hereof and the date which is 25 days after the End of the Underwriting Period for the Series 2016A Bonds, an event occurs which might or would cause the information contained in the Official Statement, as then supplemented or amended, to contain an untrue statement of a material fact or to omit to state a material fact necessary to make such information therein, in the light of the circumstances under which it was presented, not misleading, the Authority will notify the Representative, and, if in the reasonable opinion of the Underwriters, such event requires the preparation and publication of a supplement or amendment to the Official Statement, the Authority shall forthwith prepare and furnish to the Underwriters (at the expense of the County) a reasonable number of copies of an amendment of or supplement to the Official Statement (in form and substance satisfactory to counsel for the Underwriters) that will amend or supplement the Official Statement so that it will not contain an untrue statement of a material fact or omit to state a material fact necessary in order to make the statements therein, in the light of the circumstances existing at the time the Official Statement is delivered to prospective purchasers, not misleading; provided that, for the purposes of this subsection, between the date hereof and the date that is 25 days after the End of the Underwriting Period for the Series 2016A Bonds, the Authority will furnish such information with respect to itself as the Representative may from time to time reasonably request;

(j) if the information contained in the Official Statement is amended or supplemented pursuant to the terms hereof, at the time of each supplement or amendment thereto and (unless subsequently again supplemented or amended pursuant to such subparagraph) at all times subsequent thereto up to and including the date which is 25 days after the End of the Underwriting Period for the Series 2016A Bonds, the Authority will further amend or supplement the Official Statement so that the Official Statement, as supplemented or amended (including any financial and statistical data contained therein), will not contain any untrue statement of a material fact or omit to state a material fact necessary to make such information therein, in the light of the circumstances under which it was presented, not misleading;

(k) except as may be required under blue sky or other securities laws of any state, no consent, approval, authorization or order of any State court or governmental body is required for the consummation by the Authority of the transactions contemplated by the Official Statement, except such as have been obtained and except such as may be required under state securities or blue sky laws in connection with the purchase and distribution of the by the Underwriters;

(l) after the date of Closing, the Authority will not participate in the issuance of any amendment of or supplement to the Official Statement to which, after being furnished with a copy, the Representative shall reasonably object in writing or which shall be disapproved by counsel for the Underwriters; and

(m) any certificate signed by an Authorized Authority Representative and delivered to the Representative pursuant to this Bond Purchase Agreement shall be deemed a representation and warranty by the Authority to each of the Underwriters as to the truth of the statements therein made.

8. Closing. At 8:00 a.m., California time, on [__________], 2016, or at such other date and time as shall have been mutually agreed upon by the Authority, the County and the Representative, the Authority will issue or cause to be issued to the Representative the Series 2016A Bonds in definite form duly executed and authenticated by the Trustee in book-entry form through the facilities of The Depository Trust Company, New York, New York ("DTC") as described below, or at such other place upon which the Representative, the Authority and the County may mutually agree, and the other documents hereinafter mentioned shall be delivered at the office of Hawkins Delafield & Wood LLP, Los Angeles, California ("Bond Counsel"), or at such other place as shall have been mutually agreed upon by the Authority, the County and the Representative. Subject to the terms and conditions hereof, the Representative will accept delivery of the Series 2016A Bonds and pay the purchase price thereof as set forth herein in federal or other immediately available funds (such delivery of and payment for the Series 2016A Bonds is herein called the "Closing"). The Series 2016A Bonds shall be prepared and delivered to the Representative on the date of Closing in the form of one certificate for each maturity of the Series 2016A Bonds, fully registered in the name of Cede & Co., as nominee of DTC.

9. Closing Conditions. The Underwriters have entered into this Bond Purchase Agreement in reliance upon the representations, warranties and agreements of the Authority and the County contained herein, the representations, warranties and agreements to be contained in the documents and instruments to be delivered at Closing and upon the performance by the Authority and the County of their respective obligations herein, both as of the date hereof and as of the date of Closing. Accordingly, the Underwriters' obligations under this Bond Purchase Agreement to purchase, accept issuance of, and pay for the Series 2016A Bonds shall be conditioned upon the performance by the Authority and the County of their obligations to be performed herein and the accuracy and delivery of the documents and instruments required to be delivered hereby at or prior to the date of Closing, and shall also be subject to the following additional conditions:

(a) the representations and warranties of the Authority and the County contained or incorporated herein shall be true, complete and correct in all material respects at the date hereof and on and as of the date of Closing as if made on the date of Closing;

(b) at the time of Closing, the Legal Documents shall be in full force and effect as valid and binding agreements between the various parties thereto, and the Legal Documents and the Official Statement shall not have been amended, modified or supplemented after the date thereof except as may have been agreed to in writing by the Representative, there shall be in full force and effect such resolutions as, in the opinion of Bond Counsel, shall be necessary in connection with the transactions contemplated hereby and by the Legal Documents and the County and the Authority shall have performed their obligations required under or specified in the Legal Documents to be performed at or prior to Closing;

(c) at the time of Closing, all official actions of the Authority and the County relating to the Legal Documents and the Series 2016A Bonds shall be in full force and effect in accordance with their respective terms and shall not have been amended, modified or supplemented in any material respect from the date hereof except as may have been agreed to in writing by the Representative;

(d) at the time of Closing, the Official Statement (as amended and supplemented) shall be true and correct in all material respects, and shall not omit any statement or information necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading;

(e) at or prior to the time of Closing, the Representative shall receive the following documents, in each case reasonably satisfactory in form and substance to the Representative:

(i) the Official Statement and each supplement or amendment thereto, if any;

(ii) a certified copy of the Statement of Facts Roster of Public Agencies Filing of the Authority, together with all amendments thereto;

(iii) executed copies of the Legal Documents;

(iv) the unqualified approving opinion of Hawkins Delafield & Wood LLP, Bond Counsel, dated the date of Closing and addressed to the Authority and the County, substantially in the form set forth in Appendix F to the Official Statement, together with a letter of such counsel, dated the date of Closing and addressed to the Underwriters, to the effect that the foregoing approving legal opinion addressed to the Authority and the County may be relied upon by the Underwriters to the same extent as if such letter were addressed to them;

(v) a supplemental opinion of Bond Counsel dated the date of Closing and addressed to the Underwriters to the effect that:

(A) this Bond Purchase Agreement and the Continuing Disclosure Certificate of the County (the "Continuing Disclosure Certificate") have been duly authorized, executed and delivered by the County and, assuming due authorization, execution and delivery by the other party thereto (if any), constitute the valid and binding agreements of the County, enforceable against the County in accordance with their respective terms, except as the same may be limited by bankruptcy, moratorium, insolvency, reorganization or other laws relating to or affecting the enforcement of creditors' rights generally, by the exercise of judicial discretion in accordance with general principles of equity or otherwise in appropriate cases (regardless of whether such enforceability is considered in a proceeding in equity or at law) and by the limitation upon legal remedies against public agencies in the State;

(B) the Series 2016A Bonds are exempt from the registration requirements of the Securities Act of 1933, as amended, and the Indenture is exempt from qualification pursuant to the Trust Indenture Act of 1939, as amended; and

(C) the statements contained in the Official Statement under the captions "THE SERIES 2016A BONDS," "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016A BONDS" and "TAX MATTERS," and in APPENDIX C – "Summary of Principal Legal Documents," insofar as such statements purport to summarize certain provisions of the Series 2016A Bonds, the Site Lease, the Sublease and the Indenture, and applicable Federal and State tax law, are accurate in all material respects;

(vi) an opinion of the County Counsel, as counsel to the County, dated the date of Closing and addressed to the Underwriters to the effect that:

(A) the County is a political subdivision of the State, duly organized and validly existing pursuant to the laws and Constitution of the State, and has full legal right, power and authority to execute and deliver, and to perform its obligations under, the Legal Documents to which it is a party;

(B) the County Resolution was duly adopted at a meeting of the Board of Supervisors of the County, as the governing board of the County, which was called and held pursuant to law and with all public notice required by law and at which a quorum was present and acting at the time of adoption;

(C) the Legal Documents to which the County is a party have been duly authorized, executed and delivered by the County, and, assuming due authorization, execution and delivery by the other respective parties thereto, constitute legal, valid and binding obligations of the County, enforceable against the County in accordance with their respective terms;

(D) to the best of County Counsel's knowledge, the County is not in breach of or default under any applicable law or administrative regulation of the State or any applicable judgment or decree or any loan agreement, indenture, bond, note, resolution, agreement or other instrument to which the County is a party or is otherwise subject, which breach or default would materially adversely affect the County's ability to enter into or perform its obligations under the Legal Documents to be executed by it, and, to the best of County Counsel's knowledge, no event has occurred and is continuing which, with the passage of time or the giving of notice, or both, would constitute such a breach or default; and the execution and delivery of the Legal Documents by the County and compliance with the provisions on the County's part contained herein and therein, will not in any material respect conflict with or constitute a breach of or default under any law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument known to County Counsel after reasonable inquiry to which the County is a party or to which the County or the Property or its assets is otherwise subject, nor will any such execution, delivery, adoption or compliance result in the creation or imposition of any lien, charge or other security interest or encumbrance of any nature whatsoever upon any of the properties or assets of the County under the terms of any such law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument, except as provided in the Legal Documents executed by the County;

(E) to the best of County Counsel's knowledge, and except as disclosed in the Official Statement, there is no action, suit, proceeding, inquiry or investigation, at law or in equity, before or by any court, government agency, public board or body, pending in which service of process has been completed against the County or threatened against the County affecting the corporate existence of the County or the titles of its officers to their respective offices, or affecting or seeking to prohibit, restrain or enjoin the County's covenant to make the necessary annual appropriations for all the Base Rental Payments as required under the Sublease or contesting or affecting as to the County the validity or enforceability of the Act or the Legal Documents, [or contesting the tax exempt status of payment and interest as would be received by the Owners of the Series 2016A Bonds,] or contesting the completeness or accuracy of the Official Statement or any supplement or amendment thereto, or contesting the powers of the County or any authorization in connection with the adoption of the County Resolution, or the execution and delivery by the County of the Legal Documents to which the County is party wherein an unfavorable decision, ruling or finding which would materially adversely affect the validity or enforceability of the Act as to the County or the performance by the County of its obligations under and in connection with the Legal Documents to which the County is a party; and

(F) the preparation and distribution of the Official Statement have been duly authorized by the Board of Supervisors of the County;

(vii) an opinion of the County Counsel, as counsel to the Authority, dated the date of Closing and addressed to the Underwriters to the effect that:

(A) the Authority is a joint exercise of powers authority duly organized and operating pursuant to Chapter 5, Division 7, Title 1 of the California Government Code, and has full legal right, power and authority to execute and deliver, and to perform its obligations under the Legal Documents to which it is a party and the Series 2016A Bonds;

(B) the Authority Resolution was duly adopted at a meeting of the Board of Directors of the Authority, which was called and held pursuant to law and with all public notice required by law and at which a quorum was present and acting at the time of adoption;

(C) the Legal Documents and the Series 2016A Bonds have been duly authorized, executed and delivered and issued, as applicable, by the Authority and, assuming due authorization, execution and delivery by the other respective parties thereto, constitute legal, valid and binding obligations of the Authority, enforceable against the Authority in accordance with their respective terms;

(D) to the best of County Counsel's knowledge, the Authority is not in breach of or default under any applicable law or administrative regulation of the State or any applicable judgment or decree or any loan agreement, indenture, bond, note, resolution, agreement or other instrument to which the Authority is a party or is otherwise subject, which breach or default would materially adversely affect the Authority's ability to issue the Series 2016A Bonds or enter into or perform its obligations under the Legal Documents to be executed by it, and, to the best of County Counsel's knowledge, no event has occurred and is continuing which, with the passage of time or the giving of notice, or both, would constitute such a breach or default; the issuance of the Series 2016A Bonds and the execution and delivery of the Legal Documents by the Authority and compliance with the provisions on the Authority's part contained herein and therein, will not in any material respect conflict with or constitute a breach of or default under any law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument known to County Counsel after reasonable inquiry to which the Authority is a party or is otherwise subject, nor will any such execution, delivery, adoption or compliance result in the creation or imposition of any lien, charge or other security interest or encumbrance of any nature whatsoever upon any of the properties or assets of the Authority under the terms of any such law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument, except as provided in the Series 2016A Bonds or Legal Documents executed by the Authority; and the issuance of the Series 2016A Bonds and the execution and delivery of the Legal Documents, and compliance with the provisions on the Authority's part contained therein will not conflict with or constitute a material breach of or default under any constitutional provision, law, administrative regulation, judgment or decree or any provision of any loan agreement, indenture, bond, note, resolution, agreement or other instrument known to us after reasonable inquiry to which the Authority is a party or to which the Authority, the Property or the assets of the Authority is otherwise subject, nor will any such execution, delivery, adoption or compliance result in the creation or imposition of any lien, charge or other security interest or encumbrance of any nature whatsoever upon any of the Property or assets of the Authority or under the terms of any such law, regulation or instrument, except as expressly provided by the Series 2016A Bonds (as set forth in the Indenture), the Authority Resolution, or the Bond Purchase Agreement; and

(E) to the best of County Counsel's knowledge, and except as disclosed in the Official Statement, there is no action, suit, proceeding, inquiry or investigation, at law or in equity, before or by any court, government agency, public board or body, pending in which service of process has been completed against the Authority or threatened against the Authority affecting the corporate existence of the Authority or the titles of its officers to their respective offices, or affecting or seeking to prohibit, restrain or enjoin the issuance or sale of the Series 2016A Bonds or the County's covenant to make the necessary annual appropriations for all the Base Rental Payments as required under the Sublease or contesting or affecting as to the Authority the validity or enforceability of the Act, the Series 2016A Bonds or the Legal Documents, [or contesting the tax exempt status of payment and interest as would be received by the Owners of the Series 2016A Bonds,] or contesting the completeness or accuracy of the Official Statement or any supplement or amendment thereto, or contesting the powers of the Authority or any authorization in connection with the issuance of the Series 2016A Bonds, the adoption of the Authority Resolution, or the execution and delivery by the Authority of the Series 2016A Bonds or the Legal Documents to which the Authority is a party wherein an unfavorable decision, ruling or finding which would materially adversely affect the validity or enforceability of the Act as to the Authority or the performance by the Authority of its obligations under and in connection with the Series 2016A Bonds or the Legal Documents; and

(F) the preparation and distribution of the Official Statement have been duly authorized by the Board of Directors of the Authority;

(viii) a certificate of an Authorized County Representative dated the date of Closing to the effect that:

(A) the representations and warranties of the County contained herein are true and correct in all material respects on and as of the date of Closing as if made on the date of Closing, except that all references herein to the Preliminary Official Statement shall be deemed to be references to the Official Statement;

(B) to the best of his or her knowledge, no event affecting the County has occurred since the date of the Official Statement which should be disclosed in the Official

Statement, as the same may be supplemented or amended, in order that the Official Statement not contain an untrue statement of a material fact or omit to state a material fact necessary to make the statements therein, in the light of the circumstances under which they are made, not misleading;

(C) the County has obtained insurance, or otherwise provided for self-insurance, as required by the Sublease and all required policies are in full force and effect and have not been revoked or rescinded;

(D) to the best knowledge of the Authorized County Representative, there does not exist any action, suit, proceeding or investigation pending in which service of process has been completed against the County, or threatened against the County which if adversely determined, could materially adversely affect the financial position of the County; and

(E) the County has complied with all of the agreements and satisfied all of the conditions on its part to be performed or satisfied pursuant to the Legal Documents to which it is a party at or prior to the time of Closing;

(ix) a certificate of an Authorized Authority Representative dated the date of Closing to the effect that:

(A) the representations and warranties of the Authority contained herein are true and correct in all material respects on and as of the date of Closing as if made on the date of Closing, except that all references therein to the Preliminary Official Statement shall be deemed to be references to the Official Statement;

(B) to the best of his or her knowledge, no event affecting the Authority has occurred since the date of the Official Statement which should be disclosed in the Official Statement, as the same may be supplemented or amended, in order that the Official Statement not contain an untrue statement of a material fact or omit to state a material fact necessary to make the statements therein, in the light of the circumstances under which they are made, not misleading;

(C) to the best knowledge of the Authorized Authority Representative, there does not exist any action, suit, proceeding or investigation pending in which service of process has been completed against the Authority, or threatened against the Authority which if adversely determined, could materially adversely affect the financial position of the Authority; and

(D) the Authority has complied with all of the agreements and satisfied all of the conditions on its part to be performed or satisfied pursuant to the Legal Documents to which it is a party at or prior to the time of Closing;

(x) a certificate of the Trustee dated the date of Closing to the effect that:

(A) the Trustee is duly organized and existing as a national banking association organized and existing under the laws of the United States of America, having the full power and authority to enter into and perform its duties under the Indenture and to authenticate and deliver the Series 2016A Bonds;

(B) the Trustee is duly authorized to enter into the Indenture, and, when the Indenture is duly authorized, executed and delivered by the other parties thereto, to deliver the Series 2016A Bonds to the Representative pursuant to the terms of the Indenture;

(C) the execution and delivery by the Trustee of the Indenture and the Series 2016A Bonds, and compliance with the terms thereof, will not conflict with, or result in a violation or breach of, or constitute a default under, any loan agreement, indenture, bond, note, resolution or any other agreement or instrument to which the Trustee is a party or by which it is bound, or, to its best knowledge, any law or any rule, regulation, order or decree of any court or governmental agency or body having jurisdiction over the Trustee or any of its activities or properties (except that no representation, warranty or agreement is made by the Trustee with respect to any federal or state securities or blue sky laws or regulations);

(D) no authorization, approval, consent or order of any governmental agency or any other person is required for the valid authorization, execution and delivery of the Indenture by the Trustee or the delivery of the Series 2016A Bonds by the Trustee;

(E) there is no action, suit, proceeding or investigation at law or in equity before or by any court, public board or body, that has been served on, or, to the best of the knowledge of the Trustee, threatened against or affecting the existence of the Trustee or in any way contesting or affecting the validity or enforceability of the Series 2016A Bonds or the Indenture, or contesting the powers of the Trustee or its authority to enter into and perform its obligations under any of the foregoing, or wherein an unfavorable decision, ruling or finding would adversely affect the Trustee or the transactions contemplated in connection with the delivery of the Series 2016A Bonds, or which, in any way, would adversely affect the validity of the Series 2016A Bonds or the Indenture or any agreement or instrument to which the Trustee is a party and which is used or contemplated for use in the Indenture, or the consummation of the transactions contemplated in connection with the issuance of the Series 2016A Bonds; and

(F) subject to the provisions of the Indenture, the Trustee will apply the proceeds from the Series 2016A Bonds to the purposes specified in the Indenture;

(xi) an opinion of counsel to the Trustee dated the date of Closing addressed to the County, the Authority and the Underwriters to the effect that:

(A) the Trustee is a national banking association organized and existing under the laws of the United States, having full power and being qualified to enter, accept and administer the trust created under the Indenture and to deliver the Series 2016A Bonds; and

(B) the Series 2016A Bonds have been duly delivered by the Trustee in accordance with the Indenture, and the Indenture has been duly authorized, executed and delivered by the Trustee and, assuming due authorization, execution and delivery thereof by the other parties thereto, constitutes the legal, valid and binding obligations of the Trustee enforceable in accordance with its terms, except as the enforcement thereof may be limited by bankruptcy, insolvency, or other laws affecting the enforcement of creditors' rights generally and by the application of equitable principles if equitable remedies are sought;

(xii) an opinion of Polsinelli LLP, Los Angeles, California, as counsel to the Underwriters, dated the date of Closing and addressed to the Underwriters in form reasonably satisfactory to the Representative;

(xiii) evidence of the existence and validity of a policy or policies of title insurance with respect to the Property;

(xiv) certified copies of the general resolution of the Trustee authorizing the execution and delivery of certain documents by certain officers of the Trustee, which resolution authorizes the execution and delivery of the Indenture;

(xv) evidence that the conditions for the issuance of the Series 2016A Bonds as set forth in Sections 2.04 and 2.05 of the Original Indenture have been satisfied;

(xvi) copies of the Authority Resolution certified by the Clerk of the Board of Directors of the Authority authorizing the execution and delivery of the Legal Documents to which the Authority is a party;

(xvii) copies of the County Resolution certified by the Clerk of the Board of Supervisors of the County authorizing the execution and delivery of the Legal Documents to which the County is a party;

(xviii) the preliminary and final Notice of Sale required to be delivered to the California Debt and Investment Advisory Commission pursuant to Section 53583 of the California Government Code and Section 8855(g) of the California Government Code;

(xix) an executed copy of the Tax Certificate for the Series 2016A Bonds, in form and substance acceptable to Bond Counsel;

(xx) evidence that the ratings on the Series 2016A Bonds are as described in the Official Statement;

(xxi) [a letter from ___________________, counsel to MLK-LA, permitting the Underwriters to rely on the opinion of such counsel to the effect that MLK-LA is an organization described in Section 501(c)(3) of the Code and no event has occurred which with notice or the passage of time or both could change such status]; and

(xxii) such additional legal opinions, certificates, instruments and other documents as Bond Counsel or the Underwriters may reasonably request to evidence compliance by the Trustee, the County and the Authority with legal requirements, the truth and accuracy, as of the time of Closing, of the representations contained herein and in the Official Statement, the lack of any material adverse litigation or proceeding and the due performance or satisfaction by the Trustee, the Authority and the County, at or prior to such time of all agreements then to be performed and all conditions then to be satisfied.

10. <u>Termination</u>. The Representative shall have the right to terminate in its discretion the Underwriters' obligations under this Bond Purchase Agreement to purchase, to accept delivery of and to pay for the Series 2016A Bonds by notifying the County or Authority of its election to do so if, after the execution hereof and prior to Closing:

(a) Legislation shall be enacted by the Congress of the United States or favorably reported out for passage to either House of Congress by any committee of such House, or passed by either House of Congress, or a decision shall have been rendered by a court of the United States or the United States Tax Court, or a ruling shall have been made or a regulation shall have been proposed or made by the Treasury Department of the United States or the Internal Revenue Service, with respect to the federal taxation of interest received on or evidenced by obligations of the general character of the Series 2016A Bonds, which, in the opinion of Bond Counsel has, or will have, the effect of making such interest subject to inclusion in gross income for purposes of federal income taxation, except to the extent such interest shall be includable in such gross income as of the date hereof;

(b) any action shall have been taken by the Securities and Exchange Commission or by a court which would require registration of any security under the Securities Act of 1933, as amended, or qualification of any indenture under the Trust Indenture Act of 1939, as amended, in connection with the public offering of the Series 2016A Bonds, or any action shall have been taken by any court or by any government authority suspending the use of the Official Statement or any amendment or supplement thereto, or any proceeding for that purpose shall have been initiated or threatened in any such court or by any such authority;

(c) (i) the Constitution of the State shall be amended or an amendment shall qualify for the ballot, or (ii) legislation shall be enacted, or (iii) a decision shall have been rendered as to matters of State law, or (iv) any order, ruling or regulation shall have been issued or proposed by or on behalf of the State by an official, agency or department thereof, affecting the tax status of the County or Authority, its property or income, its bonds or notes (including the Series 2016A Bonds) or the interest thereon, which in the reasonable judgment of the Representative would make it impracticable to market the Series 2016A Bonds on the terms and in the manner contemplated in the Official Statement;

(d) (i) trading of any securities of the County or Authority shall have been suspended on any exchange or in any over-the-counter market, (ii) a general banking moratorium by Federal, New York or California authorities or a general suspension of trading on any national securities exchange shall have been declared or a material disruption in commercial banking or securities settlement or clearances services affecting the Series 2016A Bonds shall have occurred, or (iii) a national emergency or war or other crisis shall have been declared by the United States or there shall have occurred an outbreak or escalation in major military hostilities by the United States or any calamity relating to the effective operation of the government or the financial community in the United States which, in the case of any of the events specified in clauses (i) through (iii), either singly or together with any other such event, makes it, in the reasonable judgment of the Representative, impracticable to market the Series 2016A Bonds on the terms and in the manner contemplated in the Official Statement;,

(e) there shall have occurred any downgrading, or any notice shall have been given of any downgrading, in the rating accorded the Series 2016A Bonds by any "nationally recognized statistical rating organization," as such term is defined for purposes of Rule 436(g)(2) under the Securities Act of 1933, as amended;

(f) the New York Stock Exchange or other national securities exchange, or any governmental authority shall have: (i) imposed additional material restrictions not in force as of the date hereof with respect to trading in the Series 2016A Bonds; or (ii) materially increased restrictions now in force with respect to the extension of credit by or the charge to the net capital requirements of underwriters or broker-dealers, which, in the case any of the events specified in clauses (i) or (ii), either singly or together with any other such event, makes it, in the reasonable judgment of the Representative, impracticable to market the Series 2016A Bonds, including any supplements or amendments thereto;

(g) the purchase of and payment for the Series 2016A Bonds by the Underwriters, or the resale of the Series 2016A Bonds by the Underwriters, on the terms and conditions herein provided shall be prohibited by any applicable law, governmental authority, board, agency or commission; or

(h) any event or circumstance shall exist that either makes untrue or incorrect in any material respect any statement or information in the Official Statement (other than any statement provided by the Underwriters or pertaining to DTC) or is not reflected in the Official Statement but should be reflected therein in order to make the statements therein, in the light of the circumstances under which they were made, not misleading and, in either such event, the County refuses to permit the Official Statement to be supplemented to supply such statement or information.

11. Expenses. (a) The Underwriters shall be under no obligation to pay and the Authority and the County shall pay or cause to be paid the expenses incident to the performance of their obligations hereunder including, but not limited to, (i) the cost of preparation, printing and delivery of the Indenture, the Sublease, the Site Lease and the other Legal Documents; (ii) the costs of preparation, printing and delivery of the Preliminary Official Statement and the Official Statement and any supplements and amendments thereto; (iii) the cost of preparation and printing of the Series 2016A Bonds; (iv) the fees and disbursements of Bond Counsel and the County Counsel; (v) the fees and disbursements of Public Resources Advisory Group for its services as financial advisor to the Authority or the County; (vi) the fees and disbursements of any other engineers, accountants, and other experts, consultants or advisers retained by the Authority or the County; (vii) the fees, if any, for bond ratings; (viii) the fees and disbursements of the Trustee, and (ix) the fees and disbursements of independent certified public accountants and any other independent auditor of the Authority or the County.

(b) The Underwriters shall pay only: (i) the cost of preparing the Blue Sky Memorandum; (ii) all advertising expenses and blue sky filing fees in connection with the public offering of the Series 2016A Bonds; (iii) the fees and disbursements of Polsinelli LLP, as counsel to the Underwriters; (iv) all California Debt and Investment Advisory Commission fees, and (v) all other expenses incurred by the Underwriters in connection with the public offering of the Series 2016A Bonds, including the fees and disbursements of any other counsel retained by them. Some or all of the expenses to be paid by the Underwriters may be included as part of the expense component of the underwriting discount or may be reimbursed to the Underwriters as out-of-pocket expenses.

12. Representations of Representative. The Representative represents and warrants to and agrees with the Authority and the County that it is authorized to take any action under this Bond Purchase Agreement required to be taken by and on behalf of the Underwriters and that this Bond Purchase Agreement is a binding contract of the Underwriters enforceable in accordance with its terms.

13. Notices. Any notice or other communication (other than the acceptance hereof as specified in the first paragraph hereof) to be given under this Bond Purchase Agreement may be given by delivering the same in writing to the County to:

County of Los Angeles
Treasurer and Tax Collector
Kenneth Hahn Hall of Administration
500 West Temple Street, Room 432
Los Angeles, California 90012
Attention: Public Finance

to the Authority:

Los Angeles County Public Works Authority
500 West Temple Street, Room 432
Los Angeles, California 90012
Attention: Treasurer

and to the Underwriters:

J.P. Morgan Securities LLC
2029 Century Park East, Suite 4110
Los Angeles, California 90067
Attention: Shawn Dralle

14. Parties in Interest; Survivability of Representations, Warranties and Agreements. This Bond Purchase Agreement is made solely for the benefit of the Authority, the County and the Underwriters and no other person shall acquire or have any right hereunder or by virtue hereof. All of the Authority's and the County's representations, warranties and agreements contained in this Bond Purchase Agreement shall remain operative and in full force and effect, regardless of: (i) any investigations made by or on behalf of the Underwriters; (ii) issuance of and payment for the Series 2016A Bonds pursuant to this Bond Purchase Agreement; and (iii) any termination of this Bond Purchase Agreement.

15. Governing Law. The laws of the State shall govern the validity, interpretation and performance of this Bond Purchase Agreement.

16. Entire Agreement. This Bond Purchase Agreement, when accepted by the Authority and the County in writing as heretofore specified, shall constitute the entire agreement among the Authority, the County and the Underwriters.

17. Headings. The headings of the paragraphs of this Bond Purchase Agreement are inserted for convenience of reference only and shall not be deemed to be a part hereof.

18. Effectiveness. This Bond Purchase Agreement shall become effective upon the execution of the acceptance hereof by an Authorized County Representative and an Authorized Authority Representative and shall be valid and enforceable at the time of such acceptance.

[Remainder of page left intentionally blank.]

19. Counterparts. This Bond Purchase Agreement may be executed in several counterparts, which together shall constitute one and the same instrument.

Very truly yours,

J.P. MORGAN SECURITIES LLC,
as Representative, on behalf of itself and
the other underwriters set forth on Exhibit A hereto

By: ___________________________________
Name:_________________________
Title:__________________________

ACCEPTED:

This [___] day of [February], 2016

COUNTY OF LOS ANGELES, CALIFORNIA

By: ___________________________________
Joseph Kelly
Treasurer and Tax Collector

LOS ANGELES COUNTY PUBLIC WORKS
FINANCING AUTHORITY

By: ___________________________________
Joseph Kelly
Treasurer

Approved as to Form:

MARY C. WICKHAM
County Counsel

By: ___________________________________
Principal Deputy County Counsel

[Signature page to Bond Purchase Agreement]

EXHIBIT A

UNDERWRITERS

Citigroup Global Markets Inc.

RBC Capital Markets, LLC

EXHIBIT B

MATURITY SCHEDULE

$[______________]
LOS ANGELES COUNTY
PUBLIC WORKS FINANCING AUTHORITY
Lease Revenue Bonds (MLK Hospital Project) 2016 Series A

Date (December 1)	Principal Amount	Interest Rate	Yield

*Priced to first optional redemption date of December 1, [20__] at par.

PRELIMINARY OFFICIAL STATEMENT DATED [FEBRUARY __], 2016

NEW ISSUE – BOOK-ENTRY ONLY **RATINGS: See "RATINGS" herein.**

In the opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the Authority, under existing statutes and court decisions and assuming continuing compliance with certain tax covenants described herein, (i) interest on the Series 2016D Bonds (as defined below) is excluded from gross income for Federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and (ii) interest on the Series 2016D Bonds is not treated as a preference item in calculating the alternative minimum tax imposed on individuals and corporations under the Code; such interest, however, is included in the adjusted current earnings of certain corporations for purposes of calculating the alternative minimum tax imposed on such corporations. In addition, in the opinion of Bond Counsel to the Authority, under existing statutes, interest on the Series 2016D Bonds is exempt from personal income taxes imposed by the State of California. See "TAX MATTERS" herein.

$[_________]*

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY
Lease Revenue Bonds (MLK Hospital Project), 2016 Series D

Dated: Date of Delivery **Due: December 1, as shown on the inside cover page**

This cover page contains information for reference only. Investors must read the entire Official Statement to obtain information essential in making an informed investment decision. Capitalized terms used in this cover page shall have the meanings given such terms herein.

The Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D (the "Series 2016D Bonds") are special obligations of the Los Angeles County Public Works Financing Authority (the "Authority"), payable solely from Lease Revenues and the other assets pledged therefor under the Master Indenture, dated as of February 1, 2015, as amended and supplemented as described herein (as so amended and supplemented, the "Indenture"), by and among the County of Los Angeles, California (the "County"), the Authority, and Zions Bank, a division of ZB, National Association, formerly known as Zions First National Bank, as trustee (the "Trustee"). Lease Revenues consist primarily of Base Rental Payments to be made by the County for the use of certain real property and the improvements located thereon (the "Property") pursuant to the Master Sublease, dated as of February 1, 2015, as amended and supplemented as described herein (as so amended and supplemented, the "Sublease"), by and between the County and the Authority. The County has covenanted under the Sublease to make all Base Rental Payments and Additional Rental Payments (collectively, the "Rental Payments") provided for therein, to include all such Rental Payments in its annual budgets and to make necessary annual appropriations for all such Rental Payments. The County's obligation to make Base Rental Payments is subject to abatement during any period in which, by reason of material damage to, or destruction or condemnation of, the Property, or any defect in title to the Property, there is substantial interference with the County's right to use and occupy any portion of the Property. See "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016D Bonds" herein.

The Authority has previously issued certain lease revenue bonds pursuant to the Indenture (the "Prior Bonds") in the original aggregate principal amount of $371,555,000. Subject to satisfaction of certain conditions precedent, the Authority may issue additional bonds (the "Additional Bonds") under the Indenture. The Series 2016D Bonds will be issued as Additional Bonds under the Indenture. The Prior Bonds and the Series 2016D Bonds are payable from Lease Revenues on a parity with all other Additional Bonds issued under the Indenture. See "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016D Bonds – Parity Obligations; Additional Bonds" herein.

The proceeds of the Series 2016D Bonds will be used to (i) finance and refinance certain capital improvement projects described herein, including repayment of certain Commercial Paper Notes (as described herein) issued by the Los Angeles County Capital Asset Leasing Corporation for, among other purposes, the financing of a portion of the costs of acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the Project (as defined below), (ii) fund a portion of the Common Reserve Account established under the Indenture for the Prior Bonds and the Series 2016D Bonds, and (iii) pay certain costs of issuance incurred in connection with the issuance of the Series 2016D Bonds. See "THE PROJECT" and "ESTIMATED SOURCES AND USES OF FUNDS" herein.

The Series 2016D Bonds will be issued in denominations of $5,000 and any integral multiple thereof. The Series 2016D Bonds will be dated their date of delivery and are payable with respect to interest semiannually each June 1 and December 1, commencing on [June/December] 1, 2016. The Series 2016D Bonds will be delivered in fully-registered form only, and when delivered, will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"). DTC will act as securities depository for the Series 2016D Bonds. Ownership interests in the Series 2016D Bonds may be purchased in book-entry form only. Principal of and interest and redemption premium, if any, on the Series 2016D Bonds will be paid by the Trustee to DTC or its nominee, which will in turn remit such payments to its Participants (defined herein) for subsequent disbursement to the Beneficial Owners of the Series 2016D Bonds. See APPENDIX D – "Book-Entry Only System" attached hereto.

The Series 2016D Bonds are subject to redemption prior to maturity, as described herein. See "THE SERIES 2016D Bonds – Redemption of the Series 2016D Bonds" herein.

---

* Preliminary; subject to change.

See "CERTAIN RISK FACTORS" for a discussion of factors that should be considered, in addition to the other matters set forth herein, in evaluating the investment quality of the Series 2016D Bonds.

THE OBLIGATION OF THE COUNTY TO PAY THE BASE RENTAL PAYMENTS DOES NOT CONSTITUTE A DEBT OF THE COUNTY OR OF THE STATE OF CALIFORNIA OR OF ANY POLITICAL SUBDIVISION THEREOF IN CONTRAVENTION OF ANY CONSTITUTIONAL OR STATUTORY DEBT LIMIT OR RESTRICTION, AND DOES NOT CONSTITUTE AN OBLIGATION FOR WHICH THE COUNTY OR THE STATE OF CALIFORNIA IS OBLIGATED TO LEVY OR PLEDGE ANY FORM OF TAXATION OR FOR WHICH THE COUNTY OR THE STATE OF CALIFORNIA HAS LEVIED OR PLEDGED ANY FORM OF TAXATION. THE SERIES 2016D BONDS SHALL BE SPECIAL OBLIGATIONS OF THE AUTHORITY, PAYABLE SOLELY FROM THE LEASE REVENUES AND THE OTHER ASSETS PLEDGED THEREFOR UNDER THE INDENTURE. NEITHER THE FAITH AND CREDIT NOR THE TAXING POWER OF THE AUTHORITY, THE COUNTY OR THE STATE OF CALIFORNIA, OR ANY POLITICAL SUBDIVISION THEREOF, IS PLEDGED TO THE PAYMENT OF THE SERIES 2016D BONDS. THE AUTHORITY HAS NO TAXING POWER AND HAS NO OBLIGATION TO PAY BASE RENTAL PAYMENTS.

The Series 2016D Bonds are offered when, as and if issued, subject to the approval as to their validity by Hawkins Delafield & Wood LLP, Los Angeles, California, Bond Counsel to the Authority. Certain legal matters will be passed upon for the Authority and the County by County Counsel and for the Underwriters by their counsel, Polsinelli LLP, Los Angeles, California. It is anticipated that the Series 2016D Bonds will be available for delivery through the facilities of DTC in New York, New York on or about ______________, 2016.

J.P. Morgan

Citi **RBC Capital Markets**

Dated: _________, 2016

MATURITY SCHEDULE*

$[______________]
LOS ANGELES COUNTY
PUBLIC WORKS FINANCING AUTHORITY
Lease Revenue Bonds, 2016 Series D

(Base CUSIP†: 54473E)

Due (December 1)	Principal Amount	Interest Rate	Yield	CUSIP†	Due (December 1)	Principal Amount	Interest Rate	Yield	CUSIP†

$___________ Series 2016D Term Bonds Due December 1, 20__, at _____%, Yield ___%, CUSIP† 54473E___

---

* Preliminary; subject to change.

† Copyright 2016, American Bankers Association. CUSIP® is a registered trademark of the American Bankers Association. CUSIP data herein is provided by CUSIP Global Services, operated on behalf of the American Bankers Association by S&P Capital IQ, a division of McGraw Hill Financial Inc. This data is not intended to create a database and does not serve in any way as a substitute for the CUSIP Global Services. CUSIP numbers have been assigned by an independent company not affiliated with the County or the Authority and are included solely for the convenience of the registered owners of the applicable bonds. None of the Underwriters, the Financial Advisors, the County or the Authority is responsible for the selection or use of these CUSIP numbers and no representation is made as to their correctness on the applicable bonds or as included herein. The CUSIP number for a specific maturity is subject to being changed after the issuance of the bonds as a result of various subsequent actions including, but not limited to, a refunding in whole or in part or as a result of the procurement of secondary market portfolio insurance or other similar enhancement by investors that is applicable to all or a portion of certain maturities of the bonds.

COUNTY OF LOS ANGELES

LOS ANGELES COUNTY
PUBLIC WORKS FINANCING AUTHORITY
LEASE REVENUE BONDS,
2016 Series D

Board of Supervisors

Hilda L. Solis
First District, Chair

Mark Ridley-Thomas
Second District

Sheila Kuehl
Third District

Don Knabe
Fourth District

Michael D. Antonovich
Fifth District

Patrick Ogawa
Acting Executive Officer-Clerk
Board Of Supervisors

County Officials

Sachi A. Hamai
Chief Executive Officer

Mary C. Wickham
County Counsel

Joseph Kelly
Treasurer And Tax Collector

John Naimo
Auditor-Controller

Hawkins Delafield & Wood LLP
Bond Counsel

Public Resources Advisory Group
Financial Advisor

Zions Bank, a division of ZB, National Association
Trustee

No dealer, broker, salesperson or other person has been authorized to give any information or to make any representations other than those contained herein. If given or made, such other information or representations must not be relied upon as having been authorized by the County or the Authority. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the Series 2016D Bonds by any person in any jurisdiction in which it is unlawful for such person to make such an offer, solicitation or sale.

This Official Statement is not to be construed as a contract with the purchasers of the Series 2016D Bonds. Statements contained herein which involve estimates, projections, forecasts or matters of opinion, whether or not expressly so described herein, are intended solely as such and are not to be construed as representations of facts.

The information set forth herein has been obtained from the Authority and the County, and other sources that are believed by the Authority and the County to be reliable. The information and expressions of opinion herein are subject to change without notice and neither delivery of this Official Statement nor any sale of the Series 2016D Bonds made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the County or the Authority since the date hereof. All summaries of the documents and laws are made subject to the provisions thereof and do not purport to be complete statements of any or all such provisions. Preparation of this Official Statement and its distribution have been duly authorized and approved by the County and the Authority.

The Underwriters have provided the following sentence for inclusion herein. The Underwriters have reviewed the information herein in accordance with, and as part of, their responsibilities to investors under the federal securities laws as applied to the facts and circumstances of this transaction, but the Underwriters do not guarantee the accuracy or completeness of such information.

Certain statements included or incorporated by reference herein constitute "forward-looking statements." Such statements are generally identifiable by the terminology used, such as "plan," "expect," "estimate," "budget" or other similar words. The achievement of certain results or other expectations contained in such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements described to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Neither the County nor the Authority plans to issue any updates or revisions to those forward-looking statements if or when their expectations, or events, conditions or circumstances on which such statements are based, occur.

The County maintains a website. However, the information presented there is not part of this Official Statement and should not be relied upon in making an investment decision with respect to the Series 2016D Bonds.

IN CONNECTION WITH THE OFFERING OF THE SERIES 2016D BONDS, THE UNDERWRITERS MAY OVER ALLOT OR EFFECT TRANSACTIONS WHICH STABILIZE OR MAINTAIN THE MARKET PRICE OF THE SERIES 2016D BONDS AT A LEVEL ABOVE THAT WHICH MIGHT OTHERWISE PREVAIL IN THE OPEN MARKET. SUCH STABILIZING, IF COMMENCED, MAY BE DISCONTINUED AT ANY TIME. THE UNDERWRITERS MAY OFFER AND SELL THE SERIES 2016D BONDS TO CERTAIN DEALERS, INSTITUTIONAL INVESTORS AND OTHERS AT PRICES LOWER THAN THE PUBLIC OFFERING PRICES STATED ON THE INSIDE COVER PAGE HEREOF AND SUCH PUBLIC OFFERING PRICES MAY BE CHANGED FROM TIME TO TIME BY THE UNDERWRITERS.

TABLE OF CONTENTS

$[__________]*
LOS ANGELES COUNTY
PUBLIC WORKS FINANCING AUTHORITY
Lease Revenue Bonds
(MLK Hospital Project), 2016 Series D

INTRODUCTION

General

This Official Statement, including the cover page, the inside cover page and the appendices attached hereto (this "Official Statement"), provides certain information concerning the sale and issuance of the Los Angeles County Public Works Financing Authority Lease Revenue Bonds, 2016 Series D (the "Series 2016D Bonds"). The Series 2016D Bonds are being issued pursuant to the Marks-Roos Local Bond Pooling Act of 1985, constituting Section 6584 *et seq.* of the California Government Code and the Master Indenture, dated as of February 1, 2015, by and among the County of Los Angeles, California (the "County"), the Los Angeles County Public Works Financing Authority (the "Authority") and Zions Bank, a division of ZB, National Association, formerly known as Zions First National Bank, as trustee (the "Trustee"), as previously amended and supplemented and as further amended and supplemented by that certain the Second Supplemental Indenture, dated as of [March 1, 2016] (the "Second Supplemental Indenture"), by and among the County, the Authority and the Trustee (as so amended and supplemented, the "Indenture").

The Series 2016D Bonds are special obligations of the Authority, are payable solely from the Lease Revenues (as defined below) and the other assets pledged for the Series 2016D Bonds under the Indenture as described herein. Lease Revenues consist primarily of Base Rental Payments (as defined below) to be made by the County for the use of certain real property and the improvements located thereon, as more particularly described herein (the "Property"), pursuant to the Master Sublease, dated as of February 1, 2015, by and between the County and the Authority, as previously amended and supplemented and as further amended and supplemented by the Second Amendment to Master Sublease, dated as of [March 1, 2016], by and between the County and the Authority (as so amended and supplemented, the "Sublease"). "Lease Revenues" means all Base Rental Payments payable by the County pursuant to the Sublease, including any prepayments thereof, any Net Proceeds (as defined below) and any amounts received by the Trustee as a result of or in connection with the Trustee's pursuit of remedies under the Sublease upon a Sublease Default Event (as defined below). "Base Rental Payments" means all amounts payable to the Authority by the County as Base Rental Payments pursuant to the Sublease. "Net Proceeds" means any insurance proceeds or condemnation award paid with respect to any of the Property, which proceeds or award, after payment therefrom of all reasonable expenses incurred in the collection thereof, are in an amount greater than $50,000. "Sublease Default Event" means an event of default pursuant to and as described in the Sublease.

This introduction is not a summary of this Official Statement. It is only a brief description of and guide to, and is qualified by, more complete and detailed information contained in the entire Official Statement, including the cover page and appendices to this Official Statement, and the documents summarized or described in this Official Statement. A full review should be made of the entire Official Statement. The sale and delivery of Series 2016D Bonds to potential investors is made only by means of this Official Statement.

---

* Preliminary; subject to change.

All capitalized terms used herein (unless otherwise defined herein) which are defined in the Indenture or the Sublease shall have the same meanings assigned to such terms as set forth therein. See APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS."

The County

The County is located in the southern coastal portion of the State of California (the "State") and covers approximately 4,084 square miles. The County was established under an act of the State Legislature on February 18, 1850. It is the most populous county in the nation and is more populous than 43 states. The economy of the County includes manufacturing, technology, world trade, financial services, motion picture and television production and tourism. For additional economic, demographic and financial information with respect to the County, see APPENDIX A – "THE COUNTY OF LOS ANGELES INFORMATION STATEMENT" and APPENDIX B – "THE COUNTY OF LOS ANGELES AUDITED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED JUNE 30, [2014]."

The Authority

The Authority was formed pursuant to a Joint Exercise of Powers Agreement, dated May 18, 1993 (as amended by a Certificate of Amendment dated April 26, 1994, and a Certificate of Amendment dated October 22, 1996, and as further amended from time to time, the "JPA Agreement"), to provide financial assistance from time to time to the County, the Los Angeles County Flood Control District, the Los Angeles County Regional Park and Open Space District, the Community Facilities District No. 2 (Rowland Heights Area) of the County of Los Angeles and any entity that becomes a party to the JPA Agreement in accordance with its terms. The Authority has previously issued obligations secured by certain revenues of and rental payments from certain contracting parties and may issue additional obligations in the future. These other obligations of the Authority are not secured by the Lease Revenues, and the Series 2016D Bonds, the Prior Bonds and any other Additional Bonds (each as defined herein) are not secured by any other assets or property of the Authority other than the Lease Revenues and the other assets pledged to the payment of the Series 2016D Bonds under the Indenture.

Description of the Series 2016D Bonds

The Series 2016D Bonds will be issued in denominations of $5,000 and any integral multiple thereof (the "Authorized Denominations"). The Series 2016D Bonds will be dated their date of delivery and are payable with respect to interest semiannually each June 1 and December 1, commencing on [June/December] 1, 2016.

The Series 2016D Bonds will be delivered in fully-registered form only, and when delivered, will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"). DTC will act as securities depository for the Series 2016D Bonds. Ownership interests in the Series 2016D Bonds may be purchased in book-entry form only. Principal of and interest on the Series 2016D Bonds will be paid by the Trustee to DTC or its nominee, which will in turn remit such payments to its Participants (defined herein) for subsequent disbursement to the beneficial owners (the "Beneficial Owners") of the Series 2016D Bonds. See APPENDIX D – "BOOK-ENTRY ONLY SYSTEM."

The Series 2016D Bonds are subject to redemption prior to maturity, as described herein. See "THE SERIES 2016D BONDS – Redemption of the Series 2016D Bonds."

For a more complete description of the Series 2016D Bonds and the basic documentation pursuant to which they are being issued, see "THE SERIES 2016D BONDS," "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016D BONDS" and APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS."

Security and Sources of Payment for the Bonds

The County leases the Property to the Authority pursuant to a Master Site Lease, dated as of February 1, 2015, by and between the County and the Authority, as previously amended and supplemented and as further amended and supplemented by the Second Amendment to Master Site Lease, dated as of [March 1, 2016], by and between the County and the Authority (as so amended and supplemented, the "Site Lease"). The County subleases the Property from the Authority pursuant to the Sublease. The Series 2016D Bonds shall be special obligations of the Authority, payable solely from the Lease Revenues and the other assets pledged therefor under the Indenture as described herein.

Pursuant to the Indenture the Authority has previously issued the (i) Los Angeles County Public Works Financing Authority Lease Revenue Bonds (Multiple Capital Projects), 2015 Series A (the "Series 2015A Bonds") in the original aggregate principal amount of $153,215,000; (ii) Los Angeles County Public Works Financing Authority Lease Revenue Refunding Bonds, 2015 Series B (Tax-Exempt) (the "Series 2015B Bonds") in the original aggregate principal amount of $133,330,000; and (iii) Los Angeles County Public Works Financing Authority Lease Revenue Refunding Bonds, 2015 Series C (Federally Taxable) (the "Series 2015C Bonds" and together with the Series 2015A Bonds and the Series 2015B Bonds, the "Prior Bonds") in the original aggregate principal amount of $85,010,000. Subject to satisfaction of certain conditions precedent, the Authority may issue additional bonds (the "Additional Bonds") under the Indenture. The Series 2016D Bonds will be issued as Additional Bonds under the Indenture, and the Prior Bonds, the Series 2016D Bonds and any other Additional Bonds hereafter issued (collectively, the "Bonds") are payable from Lease Revenues on a parity with all other Bonds issued under the Indenture.

Base Rental Payments to be made by the County under the Sublease will be used to pay principal of and interest and premium, if any, on the Bonds when due. The Base Rental Payments are equal to the principal of and interest on the Bonds when due. The County has covenanted under the Sublease to make all Base Rental Payments and Additional Rental Payments (as defined below) (collectively, the "Rental Payments") provided for in the Sublease, to include all such Rental Payments in the County's annual budgets and to make necessary annual appropriations for all such Rental Payments." Additional Rental Payments" means all amounts payable by the County as Additional Rental Payments pursuant to the Sublease.

The County's obligation to pay Base Rental Payments is subject to abatement during any period in which, by reason of material damage to, or destruction or condemnation of, the Property, or any defect in title to the Property, there is substantial interference with the County's right to use and occupy any portion of the Property. Failure of the County to pay Base Rental Payments during any such period shall not constitute a default under the Sublease, the Indenture or the Bonds.

The obligation of the County to pay the Base Rental Payments does not constitute a debt of the County or of the State or of any political subdivision thereof in contravention of any constitutional or statutory debt limit or restriction, and does not constitute an obligation for which the County or the State is obligated to levy or pledge any form of taxation or for which the County or the State has levied or pledged any form of taxation. The Bonds shall be special obligations of the Authority, payable solely from the Lease Revenues and the other assets pledged therefor under the Indenture. Neither the faith and credit nor the taxing power of the Authority, the County or the State, or any political subdivision thereof, is pledged to the payment of the Bonds. The Authority has no taxing power and has no obligation to pay Base Rental Payments. See "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016D Bonds" and APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS."

Reserve Fund

Pursuant to the Indenture, the Trustee shall establish and maintain a special fund designated the "Reserve Fund." Within the Reserve Fund, the Trustee shall establish and maintain a separate account designated the "Common Reserve Account" and may establish and maintain one or more additional Reserve Accounts, each of which may secure one or more Series of Bonds pursuant to the Indenture (all Bonds, including the Series 2016D Bonds, issued pursuant to the Indenture being referred to as the "Bonds") and to the Supplemental Indenture authorizing the issuance of such Series of Bonds. Amounts in the Common Reserve Account will secure the payment of principal of and interest on the Prior bonds, the Series 2016D Bonds and any other Series of Additional Bonds issued under the Indenture secured by the Common Reserve Account (collectively, the "Common Reserve Bonds") as provided in the Supplemental Indenture providing for the issuance of each such Series of Additional Bonds. The Reserve Fund will be funded in an amount sufficient to satisfy the Reserve Requirement, which is defined as an amount equal to (a) with respect to the Common Reserve Bonds, as of the date of any calculation, the least of (i) 50% Maximum Annual Debt Service of such Common Reserve Bonds, (ii) 10% of the original aggregate principal amount of the Common Reserve Bonds (excluding Bonds refunded with the proceeds of subsequently issued Bonds), and (iii) 125% of Average Annual Debt Service of such Common Reserve Bonds, and (b) with respect to any Series of Additional Bonds that are not Common Reserve Bonds, such amount, if any, as shall be specified in the Supplemental Indenture authorizing the issuance of such Series of Additional Bonds; provided, however, that in no event shall any Reserve Requirement exceed an amount permitted by the Code (as defined below). See "ESTIMATED SOURCES AND USES OF FUNDS" and "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016D Bonds – Reserve Fund."

Parity Obligations; Additional Bonds

The Series 2016D Bonds will be issued as Additional Bonds under the Indenture. The Authority has previously issued the Prior Bonds pursuant to the Indenture payable from Lease Revenues on a parity with the Series 2016D Bonds and all other Additional Bonds hereafter issued under the Indenture. Under the Indenture, the Authority may issue other Additional Bonds payable from Lease Revenues on a parity with all other Bonds theretofore issued under the Indenture, but subject to the satisfaction of certain conditions precedent, including, (1) the provision to the Trustee of a Supplemental Indenture that, among other things, specifies whether such Additional Bonds shall (a) constitute Common Reserve Bonds secured by the Common Reserve Account, (b) be secured by any other Reserve Account, or (c) not be secured by any Reserve Account and (2) the filing with the Trustee, among other things, of (a) a certificate of the County to the effect that, upon the issuance of such Additional Bonds, the sum of Base Rental Payments, including any increase in the Base Rental Payments as a result of the issuance of such Additional Bonds, plus Additional Rental Payments, in any Rental Period, is not in excess of the annual fair rental value of the Property after taking into account the use of the proceeds of such Additional Bonds, and (b) a CLTA title insurance policy or other appropriate form of policy in the amount of the Additional Bonds of the type set forth in the Sublease. See "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016D Bonds – Parity Obligations; Additional Bonds" and APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – INDENTURE – The Bonds – Conditions for the Issuance of Additional Bonds" and "– Procedure for the Issuance of Additional Bonds."

Purpose of the Series 2016D Bonds

The Los Angeles County Capital Asset Leasing Corporation (the "Corporation") previously issued certain of its Lease Revenue Obligation Commercial Paper Notes (the "Commercial Paper Notes") for, among other purposes, the financing of a portion of the costs of acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the Project (as defined below). The proceeds of the Series 2016D Bonds will be used to (a) finance and refinance certain capital improvements of the Project including repayment of certain of the Commercial Paper Notes, (b) fund a portion of the Common Reserve Account established under the Indenture for the Prior Bonds and the Series 2016D Bonds, and (c) pay certain costs of issuance incurred in connection with the issuance of the

Series 2016D Bonds. See "THE PROJECT; PLAN OF FINANCE" and "ESTIMATED SOURCES AND USES OF FUNDS."

Continuing Disclosure

Pursuant to the Continuing Disclosure Certificate to be executed in connection with the issuance of the Series 2016D Bonds, the County has covenanted to provide, or cause to be provided, by not later than April 1 of each fiscal year, commencing on April 1, 2016, to the Municipal Securities Rulemaking Board through its Electronic Municipal Market Access system certain annual financial information and operating data and, in a timely manner, notice of certain enumerated events. These covenants have been made in order to assist the Underwriters of the Series 2016D Bonds in complying with the Rule 15c2-12 (the "Rule") promulgated by the U.S. Securities and Exchange Commission pursuant to the Securities Exchange Act of 1934, as amended. See "CONTINUING DISCLOSURE" and APPENDIX E – "FORM OF CONTINUING DISCLOSURE CERTIFICATE."

Certain Risk Factors

Certain events could affect the ability of the County to make the Base Rental Payments when due. See "CERTAIN RISK FACTORS" for a discussion of certain factors that should be considered, in addition to other matters set forth herein, in evaluating an investment in the Series 2016D Bonds.

Forward-Looking Statements

Certain statements included or incorporated by reference in the Official Statement constitute "forward-looking statements." Such statements are generally identifiable by the terminology used such as "plan," "expect," "estimate," "budget" or other similar words. The achievement of certain results or other expectations contained in such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements described to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Although such expectations reflected in such forward-looking statements are reasonable, there can be no assurance that such expectations will prove to be correct. The County is not obligated to issue any updates or revisions to the forward-looking statements if or when its expectations, or events, conditions or circumstances on which such statements are based occur.

Other Information

The descriptions herein of the Indenture, the Site Lease and the Sublease and any other agreements relating to the Series 2016D Bonds are qualified in their entirety by reference to such documents, and the descriptions herein of the Series 2016D Bonds are qualified in their entirety by the forms thereof and the information with respect thereto included in the aforementioned documents. See APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS." Copies of the Indenture, the Site Lease and the Sublease may be obtained upon request from the Trustee at: 550 South Hope Street, Suite 2650, Los Angeles, California 90071, Attention: Corporate Trust Services.

The information and expressions of opinion herein speak only as of their date and are subject to change without notice. Neither the delivery of this Official Statement nor any sale made under this Official Statement nor any future use of this Official Statement, under any circumstances, creates any implication that there has been no change in the affairs of the County or the Authority since the date of this Official Statement.

The presentation of information, including tables of receipt of revenues, is intended to show recent historical information and is not intended to indicate future or continuing trends in the financial position or other affairs of the County or the Authority. No representation is made that past experience, as it might be shown by such financial and other information, will necessarily continue or be repeated in the future.

THE PROJECT; PLAN OF FINANCE

The Project consists of the following elements that are located within the campus of the Martin Luther King, Jr. Community Hospital (the "MLK Hospital"), and some of the elements described below have already been completed (collectively, the "Project"):

The Project

Main Lobby and Admitting Building Project. Undertake improvements to the existing Main Lobby and Admitting Building (the "MLA Building") located in the MLK Hospital campus, including significant exterior and tenant improvements to allow the MLA Building to provide public services to a new 120-bed acute care facility at the MLK Hospital, removal and replacement of the roof, and pre-casting concrete exterior wall panels, gypsum-board wall and metal studs and the exterior window system. The MLA Building occupies approximately 8,402 square feet and includes a lobby, conference rooms, cashiers stations, gift shop, vending area and a waiting room.

In-Patient Tower Building Project. Undertake improvements to the existing In-Patient Tower Building (the "IPT Building") which is also located within the MLK Hospital campus, including significant tenant improvements to allow the IPT Building to allow the IPT Building to serve as a new 120-bed acute care facility at the MLK Hospital, demolition of existing spaces, wall partitions, ceilings, doors and hardware, interior windows and finishes, exterior window and gasket replacement, addition of two elevators within the penthouse, widening and rebuilding of existing mechanical, electrical plumbing and lighting, and completion of re-roofing and drainage system. The IPT Building occupies approximately 185,706 square feet and includes treatment rooms, ultra-sound, radiology, electrical rooms and medical gas room. The basement of the IPT Building houses offices, storage, treatment rooms and bio-medical storage and containment. The first floor of the IPT Building contains treatment areas and offices. The second floor of the IPT Building houses patient, treatment and bio-medical areas. The third, fourth and fifth floors of the IPT Building contain offices, sleeping rooms, storage and work areas. The penthouse level of the IPT Building houses electrical and mechanical rooms.

Hospital Service Building Project. Undertake improvements to the existing Hospital Services Building (the "HSB Building") which is also located within the MLK Hospital campus, including significant structural seismic upgrade and tenant improvement upgrade to allow this building to provide 'back-of-house' services to a new 120-bed acute care facility at the MLK Hospital, demolition of the existing stairs, existing loading dock and interior spaces on both levels. The HSB Building occupies approximately 29,067 square feet, is a concrete building consisting of two stories. The HSB Building houses a kitchen, linen storage, waste management, mail room, storage, a reception area, staff offices and an electrical room. The loading dock of the HSB Building is situated on the back (south) end of the HSB Building. The loading dock features dock-high loading areas under a canopy cover and each truck well has hydraulic lifts. The loading dock contains approximately 5,462 square feet of platform area.

Ancillary Building Project. Undertake construction of the Ancillary Building (the "Ancillary Building") which is also located within the MLK Hospital campus, including construction of a kitchen and outdoor cafeteria, lobby, meeting rooms and offices. The Ancillary Building is designed to occupy approximately 25,917 square feet with a basement that will house the mechanical room, passenger and freight elevators, electrical and storage rooms.

Healing Garden Project. Undertake improvements to the courtyard to the north of the MLA Building and east of the Ancillary Building (in between the MLA Building, Ancillary Building and IPT Building) to develop an artist-inspired Healing Garden (the "Healing Garden"). The Healing Garden encompasses approximately 4,472 square feet.

Plan of Finance

The Corporation previously issued certain of the Commercial Paper Notes for, among other purposes, the financing of a portion of the costs of acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the Project. The proceeds of the Series 2016D Bonds will be used to (a) finance and refinance certain capital improvements of the Project including repayment of certain of the Commercial Paper Notes, (b) fund a portion of the Common Reserve Account established under the Indenture for the Prior Bonds and the Series 2016D Bonds, and (c) pay certain costs of issuance incurred in connection with the issuance of the Series 2016D Bonds.

Pursuant to the Second Supplemental Indenture, the Trustee is required to (i) deposit an amount sufficient to repay the Commercial Paper Notes to be repaid, in a fund designated therefor, which the Trustee is also required to establish and maintain, and (ii) transfer all amounts in such fund to the issuing and paying agent for the Commercial Paper Notes for the payment of such Commercial Paper Notes, and upon such transfer such fund is required to be closed.

DESCRIPTION OF THE PROPERTY

The Property consists of:

The MLA Building, the IPT Building, the HSB Building, the Ancillary Building and the Healing Garden Area, comprising five separate assets located at the MLK Hospital campus – as described above. See “THE PROJECT; PLAN OF FINANCE.” The MLK Hospital is a non-profit facility owned by Los Angeles County which functions as a Multi-Service Ambulatory Care Center which is comprised of an Urgent Care Center and approximately 70 specialty Outpatient Clinics. The MLK Hospital campus is located on the west side of Wilmington Avenue and extends west to Compton Avenue and north to 120th Street. located at 12021 South Wilmington Avenue, Los Angeles, California. The primary entrance to the MLK Hospital is on South Wilmington Avenue, and ingress and egress are also available via Compton Avenue and 120^{th} Street. The MLK Hospital provides a full spectrum of emergency, inpatient and outpatient services for County patients. As such, it does not operate as a market facility, for-profit. The 131-bed community hospital has a 21-bed emergency department, 20 ICU beds, and 18 labor, delivery, and postpartum beds. The MLK Hospital’s mission is to provide compassionate, innovative and quality care, and collaborating with providers and our community to create a healthier South Los Angeles. The MLK Hospital is designed to serve 1.35 million residents of South Los Angeles. The site area occupies a portion of 23.89 total acres of County property. The MLK Hospital is a brand new state-of-the-art facility, with all new equipment, technology, staff, and administration. It is occupied and administered by the Martin Luther King, Jr.-Los Angeles (MLK-LA) Healthcare Corporation (“MLK-LA”) pursuant to a lease agreement dated as of April 25, 2014 between the County as landlord and MLK-LA as tenant, which lease agreement is subject and subordinate to the Site Lease and the Sublease.

Los Angeles County Civic Center Heating and Refrigeration Plant. The Los Angeles County Civic Center Heating and Refrigeration Plant (the “Refrigeration Plant”) is located on a 2.28 acre property in the City of Los Angeles situated on the north side of Temple Street, and extending between Hill Street and North Broadway. The site also has frontage on the south side of the Hollywood/Santa Ana (101) Freeway right-of-way. The Refrigeration Plant was originally constructed in 1959, and was modified as new systems and upgrades were implemented. It supplies electrical steam and chilled water to the Los Angeles County Civic Center and other nearby County buildings. The Refrigeration Plant’s main building is a special-purpose industrial structure designed for a cogeneration facility that is divided into a boiler or heating plant that occupies the north section and a refrigeration plant that occupies the south portion.

Internal Services Department Headquarters. The Internal Services Department Headquarters (the "ISD Headquarters") is located on a 32.8-acre property at 1100 North Eastern Avenue in the City of Los Angeles and consists of two one-story industrial buildings, one administrative office building, a metal industrial building, and one office/communications building. The combined gross building area is 455,383 square feet. The ISD Headquarters is occupied by the Internal Services Department of the County of Los Angeles ("ISD") and used as a maintenance, storage and service facility. ISD provides computer, telecommunications, building maintenance and repair, purchasing and contracts, vehicle repair, mail messenger and printing services to County departments.

Manhattan Beach Library. The Manhattan Beach Library consists of a two-story 21,500 square foot library completed in January 2015, and located on County-owned property within the Manhattan Beach City Civic Center. The library includes a homework center, group study/tutoring rooms, 100-seat community meeting room, express-service checkout machines, automated materials handling system, information service desks, public access computers, and associated site improvements including landscaping, walkways and security lighting.

Zev Yaroslavsky Family Support Center. The Zev Yaroslavsky Family Support Center is located on a 6.78 acre County-owned property in Van Nuys, California. The facility includes office space and facilitates the delivery of various health and social services on behalf of the Departments of Child Support Services, Children and Family Services, Health Services, Mental Health, Public Health, Public Social Services and Probation. The facility consists of a five-story office building with 212,000 square feet of space, and a multi-story parking structure with approximately 1,350 parking spaces. The office building was completed in July 2015 and is designed to provide an efficient service delivery center for families requiring access to multiple government services. The parking structure is scheduled for completion in September 2015. [TO BE UPDATED]

Antelope Valley Courthouse. The Antelope Valley Courthouse is located on a 17-acre site at the intersection of 4th Street West and Avenue M in the City of Lancaster in Los Angeles County. The courthouse consists of a five story building of approximately 380,000 square feet, and houses 21 courtrooms, related facilities including a cafeteria and surface and underground parking.

Los Angeles County Superior Court — Airport Branch. The Airport Branch of the Los Angeles County Superior Court consists of a 10-story building totaling approximately 292,000 square feet, including 12 courtrooms, 14 judges' chambers and areas for supporting departments. This facility also includes 93 surface and subsurface parking spaces and a parking structure that accommodates between 400 and 450 vehicles. The Courthouse is located near the Los Angeles International Airport at 11707 South La Cienega Boulevard, south of the 105 Freeway in the City of Los Angeles.

West San Fernando Valley Courthouse. The West San Fernando Valley Courthouse consists of a 302,000 square foot structure, with three stories above ground and one story below ground. The facility is located on a 9.6-acre site on the southeast corner of Winnetka Avenue and Plummer Street in the Chatsworth area of the City of Los Angeles. The Courthouse includes 16 municipal courtrooms, 22 judges' chambers and ancillary space for support services, with 703 surface parking spaces and 31 spaces on the lower level.

Lost Hills Sheriff Station. The Lost Hills Sheriff Station is a 32,000 square foot sheriff station in an unincorporated area of the County near the City of Agoura. The site is located near the intersection of Agoura Road and Malibu Hills road on County-owned land. The station has a single story sheriff's building which includes thirty-one detention cells, a detox cell and a holding cell. This facility includes an emergency generator and complete heating, cooling and ventilation systems plus a fire sprinkler system. The station has a single story 5,800 square foot service building, including an auto repair shop.

The station has evidence, bicycle and general storage areas and is equipped with a microwave communication tower and a helipad with refueling provisions.

ESTIMATED SOURCES AND USES OF FUNDS

The proceeds of the Series 2016D Bonds are expected to be applied approximately as set forth below:

	Series 2016D Bonds
Sources of Funds:	
Principal Amount of the Series 2016D Bonds	
Net Original Issue [Premium/Discount]	
TOTAL SOURCES	
Uses of Funds:	
Repayment of Commercial Paper Notes	
Common Reserve Account(1)	
Costs of Issuance(2)	
TOTAL USES	

(1) Amount, together with amount on deposit in the Common Reserve Account [($20,749,425.99)] prior to the issuance of the Series 2016D Bonds, represents the Reserve Requirement for the Common Reserve Bonds as of the date of the delivery of the Series 2016D Bonds.

(2) Includes underwriters' discount, title insurance costs, rating agency fees, bond counsel fees, financial advisor fees, trustee, printing costs and other miscellaneous expenses.

THE SERIES 2016D BONDS

The following is a summary of certain provisions of the Series 2016D Bonds. Reference is made to the Series 2016D Bonds for the complete text thereof and to the Indenture for a more detailed description of such provisions. The discussion herein is qualified by such reference.

General

The Series 2016D Bonds will be issued in denominations of $5,000 and any integral multiple thereof. The Series 2016D Bonds will be dated their date of delivery and are payable with respect to interest semiannually each June 1 and December 1, commencing on [December/June 1], 2016.

The Series 2016D Bonds will be delivered in fully-registered form only, and when delivered, will be registered in the name of Cede & Co., as nominee of DTC. DTC will act as securities depository for the Series 2016D Bonds. Ownership interests in the Series 2016D Bonds may be purchased in book-entry form only. Principal of and interest and premium, if any, on the Series 2016D Bonds will be paid by the Trustee to DTC or its nominee, which will in turn remit such payments to its Participants (defined herein) for subsequent disbursement to the Beneficial Owners of the Series 2016D Bonds. See APPENDIX D – "BOOK-ENTRY ONLY SYSTEM."

Redemption of the Series 2016D Bonds*

Optional Redemption of the Series 2016D Bonds. The Series 2016D Bonds maturing on or before December 1, 20__, are not subject to optional redemption prior to their respective stated maturity dates. The Series 2016D Bonds maturing on or after December 1, 20__, are subject to optional redemption prior to their respective stated maturity dates, on any date on or after December 1, 20__, in whole or in part, in Authorized Denominations, from (i) amounts received from the County in connection with the County's exercise of its right pursuant to the Sublease to cause Bonds to be optionally redeemed, or (ii) any other source of available funds, at a redemption price equal to the principal amount thereof, plus accrued interest thereon to the date fixed for redemption, without premium.

Mandatory Sinking Fund Redemption of the Series 2016D Term Bonds. The Series 2016D Bonds maturing December 1, 20__ (the "Series 2016D Term Bonds") shall be subject to mandatory sinking fund redemption, in part, on December 1 in each year, commencing December 1, 20__, at a redemption price equal to the principal amount thereof, plus accrued interest thereon to the date fixed for redemption, without premium, in the aggregate respective principal amounts in the respective years as follows:

Sinking Fund Redemption Date (December 1)	Principal Amount to be Redeemed
	$
20__ (Maturity)	

If some but not all of the Series 2016D Term Bonds are redeemed pursuant to the extraordinary redemption provisions as described herein under the caption " – Extraordinary Redemption of the Bonds," the principal amount of Series 2016D Term Bonds to be redeemed pursuant to the mandatory sinking fund redemption provisions shall be reduced by the aggregate principal amount of Series 2016D Term Bonds so redeemed pursuant to the extraordinary redemption provisions, such reduction to be allocated among sinking fund redemption dates as nearly as practicable on a pro rata basis, in amounts equal to Authorized Denominations, as determined by the Trustee, notice of which determination shall be given by the Trustee to the Authority and the County. If some but not all of the Series 2016D Term Bonds are redeemed pursuant to the optional redemption provisions as described herein under the caption "– Optional Redemption of the Series 2016D Bonds," the principal amount of Series 2016D Term Bonds to be redeemed pursuant to the mandatory sinking fund redemption provisions shall be reduced by the aggregate principal amount of Series 2016D Term Bonds so redeemed pursuant to the optional redemption provisions, such reduction to be allocated among redemption dates in Authorized Denominations, as designated by the County.

Extraordinary Redemption of the Bonds. The Bonds shall be subject to redemption, in whole or in part, on any date, in denominations of $5,000 or any integral multiple thereof, from and to the extent of any Net Proceeds (other than Net Proceeds of rental interruption insurance) received with respect to all or a portion of the Property and deposited by the Trustee in the Redemption Fund in accordance with the provisions of the Indenture, at a redemption price equal to the principal amount thereof, plus accrued interest thereon to the date fixed for redemption, without premium.

Selection of Series 2016D Bonds for Redemption. Whenever provision is made in the Indenture for the redemption of less than all of the Bonds, the Trustee shall select the Bonds to be redeemed from all Bonds not previously called for redemption (a) with respect to any redemption described above under the caption "– Extraordinary Redemption" among maturities of all Series of Bonds on a pro rata basis as

* Preliminary; subject to change.

nearly as practicable, (b) with respect to any optional redemption of either Series of the Series 2016D Bonds, among maturities as directed by the County, and (c) with respect to either Series of Series 2016D Bonds with the same maturity, by lot in any manner which the Trustee in its sole discretion shall deem appropriate and fair.

Notice of Redemption. The Trustee on behalf of the Authority shall mail (by first class mail) notice of any redemption to the respective Owners of any Series 2016D Bonds designated for redemption at their respective addresses appearing on the Registration Books at least 30 but not more than 60 days prior to the date fixed for redemption. Such notice shall state the date of the notice, the redemption date, the redemption place and the redemption price and shall designate the CUSIP numbers, the Bond numbers and the maturity or maturities of the applicable Series of Series 2016D Bonds to be redeemed (except in the event of redemption of all of the Series 2016D Bonds of such maturity or maturities in whole), and shall require that such Series 2016D Bonds be then surrendered at the Office of the Trustee for redemption at the redemption price, giving notice also that further interest on such Series 2016D Bonds will not accrue from and after the date fixed for redemption. Neither the failure to receive any notice so mailed, nor any defect in such notice, shall affect the validity of the proceedings for the redemption of the Series 2016D Bonds or the cessation of accrual of interest thereon from and after the date fixed for redemption. With respect to any notice of any optional redemption of Series 2016D Bonds of a Series, unless at the time such notice is given the Series 2016D Bonds to be redeemed shall be deemed to have been paid within the meaning of the Indenture, such notice shall state that such redemption is conditional upon receipt by the Trustee, on or prior to the date fixed for such redemption, of moneys that, together with other available amounts held by the Trustee, are sufficient to pay the redemption price of, and accrued interest on, the Series 2016D Bonds to be redeemed, and that if such moneys shall not have been so received said notice shall be of no force and effect and the Authority shall not be required to redeem such Series 2016D Bonds. In the event a notice of redemption of Series 2016D Bonds contains such a condition and such moneys are not so received, the redemption of Series 2016D Bonds as described in the conditional notice of redemption shall not be made and the Trustee shall, within a reasonable time after the date on which such redemption was to occur, give notice to the individuals, corporations, limited liability companies, firms, associations, partnerships, trusts, or other legal entities or groups of entities, including governmental entities or any agencies or political subdivisions thereof (each, a “Person”) and in the manner in which the notice of redemption was given, that such moneys were not so received and that there shall be no redemption of Series 2016D Bonds pursuant to such notice of redemption.

Notice having been mailed as described above, and moneys for the redemption price, and the interest to the applicable date fixed for redemption, having been set aside, the Series 2016D Bonds shall become due and payable on said date and, upon presentation and surrender thereof at the Office of the Trustee, said Series 2016D Bonds shall be paid at the redemption price thereof, together with interest accrued and unpaid to said date. If, on said date fixed for redemption, moneys for the redemption price of all the Series 2016D Bonds to be redeemed, together with interest to said date, shall be held by the Trustee so as to be available therefor on such date, and, if notice of redemption thereof shall have been mailed as described above and not canceled, then, from and after said date, interest on said Series 2016D Bonds shall cease to accrue and become payable. All moneys held by or on behalf of the Trustee for the redemption of Series 2016D Bonds shall be held in trust for the account of the Owners of the Series 2016D Bonds so to be redeemed without liability to such Owners for interest thereon.

SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016D BONDS

Special Obligations; Pledge of Lease Revenues

The Series 2016D Bonds shall be special obligations of the Authority, payable solely from the Lease Revenues, including the Base Rental Payments to be made by the County under the Sublease for the use of the Property, and the other assets pledged therefor under the Indenture as described herein. Neither the faith and credit nor the taxing power of the Authority, the County or the State, or any political subdivision thereof, is pledged to the repayment of the Series 2016D Bonds. The Indenture provides that, subject only to the provisions of the Indenture permitting the application thereof for the purposes and on the terms and conditions set forth therein, all of the Lease Revenues and all amounts on deposit from time to time in the funds and accounts established under the Indenture (other than the Rebate Fund) are pledged to the payment of the principal of and interest on the Bonds as provided in the Indenture, and that the Lease Revenues shall not be used for any other purpose while any of the Bonds remain Outstanding. The Indenture provides that said pledge shall constitute a first lien on such assets.

In order to secure the pledge of the Lease Revenues under the Indenture, the Authority, in the Indenture, sells, assigns and transfers to the Trustee, irrevocably and absolutely, without recourse, for the benefit of the Owners, all of its right, title and interest in and to the Site Lease and the Sublease, including, without limitation, the right to receive Base Rental Payments and the right to exercise any remedies provided in the Sublease in the event of a default by the County thereunder; provided that the Authority retains the rights to indemnification and to payment or reimbursement of its reasonable costs and expenses under the Sublease. See "– Base Rental Payments; Abatement" and "CERTAIN RISK FACTORS – Bankruptcy."

Base Rental Payments; Abatement

The County covenants under the Sublease to take such action as may be necessary to include all Base Rental Payments and Additional Rental Payments (which include taxes and assessments affecting the Property, administrative costs of the Authority relating to the Property, fees and expenses of the Trustee, insurance premiums and other amounts payable under the Sublease or the Indenture), due under the Sublease in its annual budgets and to make the necessary annual appropriations therefor. The Sublease provides that it shall be, and shall be deemed and construed to be, a "net-net-net lease" and that the Rental Payments shall be an absolute net return to the Authority, free and clear of any expenses, charges or set-offs whatsoever and notwithstanding any dispute between the County and the Authority. Base Rental Payments to be made by the County under the Sublease will be used to pay principal of and interest and premium, if any, on the Bonds when due. The Base Rental Payments are equal to the principal of and interest on the Bonds when due. See APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – SUBLEASE – Rental Payments – Base Rental Payments."

The obligation of the County to pay the Base Rental Payments does not constitute a debt of the County or of the State or of any political subdivision thereof in contravention of any constitutional or statutory debt limit or restriction, and does not constitute an obligation for which the County or the State is obligated to levy or pledge any form of taxation or for which the County or the State has levied or pledged any form of taxation.

During any period in which, by reason of material damage to, or destruction or condemnation of, the Property, or any defect in title to the Property, there is substantial interference with the County's right to use and occupy any portion of the Property, Rental Payments shall be abated, and the County waives any and all other rights to terminate the Sublease by virtue of any such interference, and the Sublease shall continue in full force and effect. The amount of such abatement shall be such that the resulting Rental Payments do not exceed the lesser of (i) the amount necessary to pay the Rental Payments remaining unpaid, and (ii) the fair rental value for the use and possession of the Property of which there is no such substantial interference. The County and the Authority shall provide the Trustee with a certificate setting forth the amount of such abatement and the basis therefor. Such abatement shall continue for the period commencing with the date of interference resulting from such damage, destruction, condemnation or title defect and, with respect to damage to or destruction of the Property, ending with the substantial completion of the work of repair or replacement of the Property, or the portion thereof so damaged or destroyed, and the term of the Sublease shall be extended as provided in the Sublease; provided, however, that such term shall in no event be extended more than ten years beyond the Scheduled Termination Date. Notwithstanding the foregoing, to the extent that moneys are available for the payment of Rental Payments in any of the funds and accounts established under the Indenture, Rental Payments shall not be abated as provided above but, rather, shall be payable by the County as a special obligation payable solely from said funds and accounts. See APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – SUBLEASE – Rental Payments – Rental Abatement."

Subject to the abatement provisions set forth in the Sublease, the Base Rental Payments are equal to the principal of and interest on the Bonds when due and are payable on the first Business Day next preceding each Interest Payment Date. A table of the aggregate annual Base Rental Payments to be made by the County under the Sublease is set forth below.

SCHEDULE OF BASE RENTAL PAYMENTS

	Prior Bonds		**Series 2016D Bonds**		
Fiscal Year Ending June 30	**Principal**	**Interest**	**Principal**	**Interest**[(1)]	**Total Base Rental Payments**[(1)]
2016					
2017					
2018					
2019					
2020					
2021					
2022					
2023					
2024					
2025					
2026					
2027					
2028					
2029					
2030					
2031					
2032					
2033					
2034					
2035					
2036					
2037					
2038					
2039					
2040					
2041					
2042					
2043					
2044					
2045					
Total[(1)]					

(1) Amounts reflect individual rounding.

Additional Rental

The County shall also pay, as Additional Rental Payments, such amounts as shall be required for the payment of the following: (a) all taxes and assessments of any type or nature charged to the Authority or the County or affecting the Property or the respective interests or estates of the Authority or the County therein; (b) all reasonable administrative costs of the Authority relating to the Property including, but without limiting the generality of the foregoing, salaries, wages, fees and expenses payable by the Authority under the Indenture, fees of auditors, accountants, attorneys or engineers, and all other necessary and reasonable administrative costs of the Authority or charges required to be paid by it in order to maintain its existence or to comply with the terms of the Indenture or the Sublease or to defend the Authority and its members, officers, agents and employees; (c) insurance premiums for all insurance required pursuant to the Sublease; (d) any amounts with respect to the Bonds required to be rebated to the federal government in accordance with the Code; and (e) all other payments required to be paid by the County under the provisions of the Sublease or the Indenture.

Reserve Fund

Pursuant to the Indenture, the Trustee shall establish and maintain a Reserve Fund. Within the Reserve Fund, the Trustee shall establish and maintain a Common Reserve Account and may establish and maintain one or more additional Reserve Accounts, each of which may secure one or more Series of Bonds pursuant to the Indenture and to the Supplemental Indenture authorizing the issuance of such Series of Bonds. Amounts in the Common Reserve Account will secure the payment of principal of and interest on the Prior Bonds, the Series 2016D Bonds and any Series of Additional Bonds issued under the Indenture secured by the Common Reserve Account as provided in the Supplemental Indenture providing for the issuance of each such Series of Additional Bonds. The Reserve Fund will be funded in an amount sufficient to satisfy the Reserve Requirement, which is defined as an amount equal to (a) with respect to the Common Reserve Bonds, as of the date of any calculation, the least of (i) 50% Maximum Annual Debt Service of such Common Reserve Bonds, (ii) 10% of the original aggregate principal amount of the Common Reserve Bonds (excluding Bonds refunded with the proceeds of subsequently issued Bonds), and (iii) 125% of Average Annual Debt Service of such Common Reserve Bonds, and (b) with respect to any Series of Additional Bonds that are not Common Reserve Bonds, such amount, if any, as shall be specified in the Supplemental Indenture authorizing the issuance of such Series of Additional Bonds; provided, however, that in no event shall any Reserve Requirement exceed an amount permitted by the Code. The Common Reserve Account was funded in the amount of $20,749,426 from a portion of the proceeds of the Prior Bonds and an additional deposit to the Common Reserve Account in the amount of $_______ will be made from a portion of the proceeds of the Series 2016D Bonds. See “ESTIMATED SOURCES AND USES OF FUNDS” herein. In connection with the issuance of Additional Bonds, there will additionally be deposited in the Common Reserve Account or any other Reserve Account established and/or maintained for such Additional Bonds, as applicable, the amount required to be deposited therein under the Supplemental Indenture pursuant to which such Additional Bonds are issued. The Indenture also permits the issuance of Additional Bonds not secured by any Reserve Account.

“Maximum Annual Debt Service” means the largest Annual Debt Service for any Bond Year, including the Bond Year the calculation is made. “Annual Debt Service” means, for each Bond Year, the sum of (a) the interest due on the Outstanding Bonds in such Bond Year, assuming that the Outstanding Bonds are retired as scheduled (including by reason of mandatory sinking fund redemptions), and (b) the scheduled principal amount of the Outstanding Bonds due in such Bond Year (including any mandatory sinking fund redemptions due in such Bond Year). “Bond Year” means each twelve-month period beginning on July 1 in each year and extending to the next succeeding June 30, both dates inclusive, except that the first Bond Year shall begin on the date of issuance of the Series 2016D Bonds and end on [June 30, 2016]. “Average Annual Debt Service” means the average of the Annual Debt Service for all Bond Years, including the Bond Year in which the calculation is made.

The County may substitute a Reserve Facility for all or part of the moneys on deposit in any Reserve Account by depositing such Reserve Facility with the Trustee, provided that, at the time of such substitution, the amount on deposit in such Reserve Account, together with the amount available under all Reserve Facilities on deposit in such Reserve Account, shall be at least equal to the Reserve Requirement for such Reserve Account. “Reserve Facility” means any line of credit, letter of credit, insurance policy, surety bond or similar instrument, in form reasonably satisfactory to the Trustee, that (a) names the

Trustee as beneficiary thereof, (b) provides for payment on demand, (c) cannot be terminated by the issuer thereof so long as any of the Bonds secured by such Reserve Facility remain Outstanding, (d) is issued by an obligor, the obligations of which under the Reserve Facility are, at the time such Reserve Facility is substituted for all or part of the moneys on deposit in the applicable Reserve Account, rated in one of the two highest rating categories (without regard to any modifier) by any one rating agency then rating the Bonds secured by such Reserve Facility, and (e) is deposited with the Trustee pursuant to the Indenture.

If the sum of the amount on deposit in any Reserve Account, plus the amount available under all available Reserve Facilities held for such Reserve Account, is less than the Reserve Fund Requirement for such Reserve Account, the first of Base Rental Payments thereafter received from the County under the Sublease and not needed to pay the principal of and interest on the Bonds on the next Interest Payment Date or Principal Payment Date shall be used, first, to reinstate the amounts available under any Reserve Facilities that have been drawn upon and, second, to increase the amount on deposit in the Reserve Accounts, so that the amount available under all available Reserve Facilities, when added to the amount on deposit in the Reserve Fund, shall equal the Reserve Requirement for each Reserve Account; provided, however, that such Base Rental Payments shall be allocated among all Reserve Accounts ratably without preference or priority of any kind, according to each Reserve Account's percentage share of the total deficiencies in all Reserve Accounts.

If, as a result of the payment of principal of or interest on any Series of Bonds, the Reserve Requirement applicable to such Series of Bonds is reduced, amounts on deposit in the applicable Reserve Account in excess of such reduced Reserve Requirement shall be transferred to the related Interest Account(s) and Principal Account(s) of the Payment Fund as directed in a Written Request of the County. On any date on which Bonds of a Series are defeased in accordance with the Indenture, the Trustee shall, if so directed in a Written Request of the County, transfer any moneys in the related Reserve Account in excess of the applicable Reserve Requirement resulting from such defeasance to the entity or fund so specified in such Written Request of the County, to be applied to such defeasance. Moneys, if any, on deposit in a Reserve Account shall be withdrawn and applied by the Trustee for the final payments of principal of and interest on the Bonds secured by such Reserve Account.

See APPENDIX C — "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – INDENTURE – Pledge and Assignment; Funds and Accounts – Reserve Fund."

Parity Obligations; Additional Bonds

The Series 2016D Bonds will be issued as Additional Bonds under the Indenture. The Authority has previously issued the Prior Bonds pursuant to the Indenture payable from Lease Revenues on a parity with the Series 2016D Bonds and all other Additional Bonds hereafter issued under the Indenture. Under the Indenture, the Authority may also issue other Additional Bonds payable from Lease Revenues on a parity with all other Bonds theretofore issued under the Indenture, but only subject to satisfaction of certain conditions precedent, including, (1) the provision to the Trustee of a Supplemental Indenture that, among other things, specifies whether such Additional Bonds shall (a) constitute Common Reserve Bonds secured by the Common Reserve Account, (b) be secured by any other Reserve Account, or (c) not be secured by any Reserve Account and (2) the filing with the Trustee, among other things, of (a) a certificate of the County to the effect that, upon the issuance of such Additional Bonds, the sum of Base Rental Payments, including any increase in the Base Rental Payments as a result of the issuance of such Additional Bonds, plus Additional Rental Payments, in any Rental Period, is not in excess of the annual fair rental value of the Property after taking into account the use of the proceeds of such Additional Bonds, and (b) a CLTA title insurance policy or other appropriate form of policy in the amount of the Additional Bonds of the type set forth in the Sublease. See APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – INDENTURE – The Bonds – Conditions for Issuance of Additional Bonds" and "– Procedure for the Issuance of Additional Bonds."

Insurance

The Sublease requires the County to maintain reasonable and customary liability insurance. The Sublease also requires the County to maintain or cause to be maintained casualty insurance insuring the Property against fire, lightning and all other risks covered by an extended coverage endorsement (excluding earthquake) to the full insurable value of the Property, subject to a $100,000 loss deductible provision. The insurance referenced in the preceding sentence may be maintained in the form of self-insurance by the County, in compliance with the terms of the Sublease. The County intends to self-insure for workers' compensation and general liability with respect to the Property. The Sublease also requires the County to maintain rental interruption insurance to cover the Authority's loss, total or partial, of Base Rental Payments resulting from the loss, total or partial, of the use of any part of the Property as a result of certain hazards in an amount not less than an amount equal to two times Maximum Annual Debt Service. The County may not self-insure for rental interruption insurance. See Appendix C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – SUBLEASE – Insurance."

The County is also required under the Sublease to obtain title insurance on the Property, in an aggregate amount of not less than the initial aggregate principal amount of the Bonds, subject only to Permitted Encumbrances, as defined in the Sublease.

Substitution and Release of Property

Subject to the provisions described below, the Sublease provides that the County may substitute alternate real property for any portion of the Property or release a portion of the Property from the Sublease. Notwithstanding any substitution or release pursuant to the Sublease, the Sublease provides that there shall be no reduction in or abatement of the Base Rental Payments due from the County thereunder as a result of such substitution or release. Any such substitution or release of any portion of the Property shall be subject to, among other things, the following conditions: (a) a qualified employee of the County or an independent certified real estate appraiser selected by the County shall have certified that (i) the sum of Base Rental Payments plus Additional Rental Payments due under the Sublease in any Rental Period is not in excess of the annual fair rental value of the Property, as constituted after such substitution or release, and (ii) the Property, as constituted after such substitution or release, has a useful life equal to or greater than the maximum remaining term of the Sublease (including extensions thereof as provided under the Sublease); (b) the County shall have obtained or caused to be obtained a CLTA title insurance policy or policies with respect to any substituted property in the amount of the fair market value of such substituted property; (c) the County shall have filed or caused to be filed with the Trustee an Opinion of Counsel to the effect that such substitution or release will not, in and of itself, cause the interest on Tax-Exempt Bonds to be included in gross income for federal income tax purposes; and (d) the County shall have certified to the Trustee that the substituted real property is essential for performing the County's governmental functions. See APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS –SUBLEASE – Assignment and Subletting; Substitution or Release; Title – Substitution or Release of the Property."

Events of Default and Remedies

An Event of Default under the Sublease includes, among other events, (a) the failure of the County to pay any Rental Payment payable under the Sublease when the same becomes due and payable, time being expressly declared to be of the essence in the Sublease and (b) the failure by the County to observe and perform any of the other covenants, agreements or conditions on its part in the Sublease contained, if such failure shall have continued for a period of 30 days after written notice thereof, specifying such failure and requiring the same to be remedied, shall have been given to the County by the Trustee, the Authority or the Owners of not less than 5% in aggregate principal amount of the Bonds at the time Outstanding; provided, however, that if, in the reasonable opinion of the County, the failure stated in the notice can be corrected, but not within such 30 day period, such failure shall not constitute an Event of Default if corrective action is instituted by the County within such 30 day period and the County shall thereafter diligently and in good faith cure such failure in a reasonable period of time, provided, further, however, that the period of time for such cure shall not exceed 90 days without the prior written consent of the Authority. See APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – SUBLEASE – Events of Default and Remedies."

In each and every case during the continuance of an Event of Default under the Sublease, the Trustee, as assignee of the Authority, shall have the right, without terminating the Sublease or the County's right to possession of the Property, to collect each installment of Rental Payments as the same become due and enforce any other terms or provisions of the Sublease to be kept or performed by the County, regardless of whether or not the County has abandoned the Property. The Sublease provides that the County shall remain liable and agrees to keep or perform all covenants and conditions contained in the Sublease to be kept or performed by the County and to pay the full amount of the Rental Payments to the end of the term of the Sublease; and further agrees to pay said Rental Payments punctually at the same time and in the same manner as provided in the Sublease, notwithstanding the fact that the Authority may have received in previous years or may receive hereafter in subsequent years Rental Payments in excess of the Rental Payments specified in the Sublease. Notwithstanding anything to the contrary contained in the Sublease, the Authority in the Sublease expressly waives (i) any right to terminate the Sublease or the County's right to possession of the Property thereunder regardless of whether or not the County has abandoned the Property and (ii) any right of entry or re-entry to take possession of and/or re-let the Property. Further, the Authority shall have no right to accelerate Rental Payments upon the occurrence or continuance of a default or an Event of Default under the Sublease. See "CERTAIN RISK FACTORS – Limitations on Remedies; No Acceleration Upon an Event of Default" and APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS –SUBLEASE – Events of Default and Remedies."

CERTAIN RISK FACTORS

The following factors, along with all other information herein, should be considered by potential investors in evaluating the Series 2016D Bonds. However, they do not purport to be an exhaustive listing of risks and other considerations which may be relevant to an investment in the Series 2016D Bonds. In addition, the order in which the following factors are presented is not intended to reflect the relative importance of any such risks.

Not a Pledge of Taxes

The Series 2016D Bonds shall be special obligations of the Authority, payable solely from the Lease Revenues and the other assets pledged therefor under the Indenture. Neither the faith and credit nor the taxing power of the Authority, the County or the State, or any political subdivision thereof, is pledged to the payment of the Series 2016D Bonds. The Authority has no taxing power and has no obligation to pay Base Rental Payments. The obligation of the County to pay the Base Rental Payments does not constitute a debt of the County or of the State or of any political subdivision thereof in contravention of any constitutional or statutory debt limit or restriction, and does not constitute an obligation for which the County or the State is obligated to levy or pledge any form of taxation or for which the County or the State has levied or pledged any form of taxation.

Although the Sublease does not create a pledge, lien or encumbrance upon the funds of the County, the County is obligated under the Sublease to pay the Base Rental Payments from legally available funds for the use and possession of the Property as provided therein and the County has covenanted in the Sublease to take such action as may be necessary to include all Base Rental Payments and Additional Rental Payments due thereunder in its annual budget and to make the necessary annual appropriations for all such Base Rental and Additional Rental Payments except to the extent such payments are abated in accordance with the Sublease. The County is currently liable on other obligations payable from general revenues, some of which may have priority over the Base Rental Payments and Additional Rental Payments.

Additional Obligations of the County

The County has the capability to enter into other obligations which may constitute additional charges against its revenues. To the extent that additional obligations are incurred by the County, the funds available to make Base Rental Payments may be decreased.

The Base Rental Payments and other payments due under the Sublease (including payment of costs of replacement, maintenance and repair of the Property and taxes, other governmental charges and utility charges levied against the Property) are payable from funds lawfully available to the County. In the event that the amounts which the County is obligated to pay in a Fiscal Year exceed the County's revenues for such year, the County may choose to make some payments rather than making other payments, including Base Rental Payments, based on the perceived needs of the County. The same result could occur if, because of California constitutional limits on expenditures, the County is not permitted to appropriate and spend all of its available revenues. In such event, the County may not have sufficient funds available to pay the Base Rental Payments when due.

Adequacy of County Insurance Reserves or Insurance Proceeds

The County may self-insure for certain types of insurance required under the Sublease. See "SECURITY AND SOURCES OF PAYMENT FOR THE BONDS – Insurance" and APPENDIX C – SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – SUBLEASE – Insurance." The County intends to self-insure for workers' compensation insurance and general liability insurance with respect to the Property. If the County elects to self-insure against other risks, no assurance can be given that the insurance reserves established by the County will be sufficient to satisfy any loss which the County may experience. See "SECURITY AND SOURCES OF PAYMENT FOR THE BONDS – Abatement" and "– Abatement" below.

Abatement

During any period in which, by reason of material damage to, or destruction or condemnation of, the Property, or any defect in title to the Property, there is substantial interference with the County's right to use and occupy any portion of the Property, Rental Payments shall be abated, and the County waives any and all other rights to terminate the Sublease by virtue of any such interference, and the Sublease shall continue in full force and effect. The amount of such abatement shall be such that the resulting Rental Payments do not exceed the lesser of (i) the amount necessary to pay the Rental Payments remaining unpaid, and (ii) the fair rental value for the use and possession of the Property of which there is no such substantial interference. The County and the Authority shall provide the Trustee with a certificate setting forth the amount of such abatement and the basis therefor. Such abatement shall continue for the period commencing with the date of interference resulting from such damage, destruction, condemnation or title defect and, with respect to damage to or destruction of the Property, ending with the substantial completion of the work of repair or replacement of the Property, or the portion thereof so damaged or destroyed, and the term of the Sublease shall be extended as provided in the Sublease; provided, however, that such term shall in no event be extended more than ten years beyond the Scheduled Termination Date. Notwithstanding the foregoing, to the extent that moneys are available for the payment of Rental Payments in any of the funds and accounts established under the Indenture, Rental Payments shall not be abated as provided above but, rather, shall be payable by the County as a special obligation payable solely from said funds and accounts.

In the event that such portion of the Property, if damaged or destroyed by an insured casualty, could not be replaced during the period of time in which proceeds of the County's rental interruption insurance will be available in lieu of Base Rental Payments, plus the period for which funds are available from the Reserve Fund or other funds and accounts established under the Indenture, or in the event that casualty insurance proceeds or condemnation proceeds are insufficient to provide for complete repair or replacement of such portion of the Property or redemption of the Bonds, there could be insufficient funds to make payments to Owners of the Series 2016D Bonds in full.

Bankruptcy

In addition to the limitation on remedies contained in the Indenture, the rights and remedies provided in the Indenture and the Sublease may be limited by and are subject to the provisions of federal bankruptcy laws and to other laws or equitable principles, as now or hereinafter enacted, that may affect the enforcement of creditors' rights. The legal opinions to be delivered concurrently with the delivery of the Series 2016D Bonds will be qualified, as described under "– Limitations on Remedies; No Right of Re-Entry or Re-let; No Acceleration" below.

The County is a governmental unit and the Authority is a public agency, therefore neither the County nor the Authority can be the subject of an involuntary case under the United States Bankruptcy Code (the "Bankruptcy Code"). However, pursuant to Chapter 9 of the Bankruptcy Code, the County and the Authority may seek voluntary protection from their respective creditors for purposes of adjusting their respective debts. In the event either of such entities was to become a debtor under the Bankruptcy Code, the affected entity would be entitled to all of the protective provisions of the Bankruptcy Code as applicable in a Chapter 9 proceeding. Among the adverse effects of such a bankruptcy might be: (i) the application of the automatic stay provisions of the Bankruptcy Code, which, until relief is granted, would prevent collection of payments from the affected entity, or the commencement of any judicial or other action for the purpose of recovering or collecting a claim against the affected entity, or otherwise enforcing the obligations of the affected entity, and could prevent the Trustee from making payments from funds in its possession; (ii) the avoidance of preferential transfers occurring during the relevant period prior to the filing of a bankruptcy petition; (iii) the existence of unsecured or secured debt which may have a priority of payment superior to that of the Owners of the Series 2016D Bonds; and (iv) the possibility of the adoption of a plan (a "Plan") for the adjustment of the affected entity's various obligations without the consent of the Trustee or all of the Owners of the Series 2016D Bonds, which Plan may restructure, delay, compromise or reduce the amount of any claim of the Owners of the Series 2016D Bonds if the Bankruptcy Court finds that the Plan is fair and equitable and in the best interest of creditors. The County may also be able to obtain authorization from the bankruptcy court to sell to a third party the Property, free and clear of the Site Lease, the Sublease, and the rights of the Trustee and the Owners of the Series 2016D Bonds, over the objections of the Trustee. The provisions of the transaction documents that require the County to make payments directly to the Trustee rather than to the Authority may no longer be enforceable, and all payments may be required to be made to the Authority. In addition, in a bankruptcy of the Authority, the assignment by the Authority to the Trustee of the Site Lease and the Sublease could be characterized as a pledge rather than an absolute assignment. Such a characterization could result in delays or reductions in payments on the Series 2016D Bonds or other losses to the Owners of the Series 2016D Bonds.

In addition, if the Site Lease or the Sublease were determined to constitute a true lease by bankruptcy court (rather than a financing lease in connection with the extension of credit), the County or the Authority, as the case may be, may be able to either reject the Site Lease or the Sublease, assume or assume and assign the Site Lease or the Sublease despite any provision of the Site Lease or the Sublease which makes the bankruptcy or insolvency of the affected entity an event of default thereunder. In the event the affected entity rejects the Site Lease or the Sublease, as applicable, the Trustee, on behalf of the Owners of the Series 2016D Bonds, would have a pre-petition unsecured claim that may be substantially limited in amount and this claim could be treated in a manner under a Plan over the objections of the Trustee or Owners of the Series 2016D Bonds. Moreover, such rejection may terminate both the Site Lease and the Sublease and the obligations of the County to make payments under the Sublease but could result in the affected entity remaining in possession of the Property, notwithstanding its rejection of the Site Lease or the Sublease.

Limitations on Remedies; No Right of Re-Entry or Re-let; No Acceleration

In accordance with the Sublease, in each and every case during the continuance of an Event of Default under the Sublease, the Trustee, as assignee of the Authority, shall have the right, without terminating the Sublease or the County's right to possession of the Property, to collect each installment of Rental Payments as the same become due and enforce any other terms or provisions of the Sublease to be kept or performed by the County, regardless of whether or not the County has abandoned the Property. The Sublease provides that the County shall remain liable and agrees to keep or perform all covenants and conditions contained in the Sublease to be kept or performed by the County and to pay the full amount of the Rental Payments to the end of the term of the Sublease; and further agrees to pay said Rental Payments punctually at the same time and in the same manner as provided in the Sublease, notwithstanding the fact that the Authority may have received in previous years or may receive hereafter in subsequent years Rental Payments in excess of the Rental Payments specified in the Sublease. Notwithstanding anything to the contrary contained in the Sublease, the Authority in the Sublease expressly waives (i) any right to terminate the Sublease or the County's right to possession of the Property thereunder regardless of whether or not the County has abandoned the Property and (ii) any right of entry or re-entry to take possession of and/or re-let the Property. Further, the Authority shall have no right to accelerate Rental Payments upon the occurrence or continuance of a default or an Event of Default under the Sublease.

If the County defaults on its obligations to make Rental Payments, the Trustee, as assignee of the Authority's rights under the Sublease, would be required to seek a separate judgment each year for that year's defaulted Rental Payments. Any such suit would be subject to limitations on legal remedies against counties in the State, including a limitation on enforcement of judgments against funds of a fiscal year other than the fiscal year in which the Rental Payments were due and against funds needed to serve the public welfare and interest.

Additionally, enforceability of the rights and remedies of the Owners, and the obligations incurred by the Authority and the County, may become subject to the federal bankruptcy code and applicable bankruptcy, insolvency, reorganization, moratorium, or similar laws relating to or affecting the enforcement of creditor's rights generally, now or hereafter in effect, equity principles which may limit the specific enforcement under State law of certain remedies, the exercise by the United States of America of the powers delegated to it by the Constitution, the reasonable and necessary exercise, in certain exceptional situations, of the police powers inherent in the sovereignty of the State and its governmental bodies in the interest of serving a significant and legitimate public purpose and the limitations on remedies against counties in the State. Bankruptcy proceedings, or the exercise of powers by the federal or state government, if initiated, could subject the Owners to judicial discretion and interpretation of their rights in bankruptcy or otherwise, and consequently may entail risks of delay, limitation, or modification of their rights. See "– Bankruptcy" above.

The Authority in the Sublease expressly waives any right to terminate the Sublease. Thus, the Trustee may not terminate the Sublease and proceed against the County to recover damages.

Hazardous Substances

Beneficial use of the Property may be limited by the discovery of hazardous materials or the existence or handling of hazardous material in a manner inconsistent with applicable law. In general, the owners and lessees of the Property may be required by law to remedy conditions of such parcel relating to release or threatened releases of hazardous substances. The federal Comprehensive Environmental Response, Compensation and Liability Act of 1980, sometimes referred to as "CERCLA" or the "Superfund Act," is the most well-known and widely applicable of these laws, but California laws with regard to hazardous substances are also similarly stringent. Under many of these laws, the owner or lessee is obligated to remedy a hazardous substance condition of the property whether or not the owner or lessee had anything to do with creating or handling the hazardous substance.

Further it is possible that the beneficial use of the Property may be limited in the future resulting from the current existence on the Property of a substance currently classified as hazardous but which has not been released or the release of which is not presently threatened, or may arise in the future resulting from the current existence on the Property of a substance not presently classified as hazardous but which may in the future be so classified. Further, such liabilities may arise not simply from the existence of a hazardous substance but from the method in which it is handled. All of these possibilities could significantly limit the beneficial use of the Property.

The Property includes various real property and improvements thereto, including MLK Hospital, the typical operations of which include the handling, use, storage, transportation, disposal and discharge of hazardous, infectious, toxic, radioactive, flammable and other hazardous materials, wastes, pollutants and contaminants. The County is unaware of the existence of hazardous substances on the Property sites which would materially interfere with the beneficial use thereof.

Seismic Events

The County, like most regions in the State, and the Property, are located in an area of seismic activity from movements along active fault zones and, therefore, could be subject to potentially destructive earthquakes. Additionally, numerous minor faults transect the area. Seismic hazards encompass both potential surface rupture and ground shaking. The occurrence of severe seismic activity in the area of the County could result in substantial damage and interference with the County's right to use and occupy all or a portion of the Property, which could result in the Base Rental Payments being subject to abatement. Each of the facilities constituting the Property was constructed in compliance with applicable seismic standards.

See "CERTAIN RISK FACTORS – Abatement."

No Liability of Authority to the Owners

Except as expressly provided in the Indenture, the Authority will not have any obligation or liability to the Owners of the Series 2016D Bonds with respect to the payment when due of the Base Rental Payments by the County, or with respect to the performance by the County of other agreements and covenants required to be performed by it contained in the Sublease or the Indenture, or with respect to the performance by the Trustee of any right or obligation required to be performed by it contained in the Indenture.

Economic Conditions in the State of California

State income tax and other receipts can fluctuate significantly from year to year, depending on economic conditions in the State and the nation. Decreases in the State's General Fund revenues may significantly affect appropriations made by the State to public agencies, including the County. See APPENDIX A – "THE COUNTY OF LOS ANGELES INFORMATION STATEMENT."

Loss of Tax Exemption; Maintenance of MLK-LA Tax-Exempt Status

As discussed under the caption "TAX MATTERS," in order to maintain the exclusion from gross income for federal income tax purposes of the interest on the Series 2016D Bonds, the Authority and the County have covenanted in the Indenture not to take any action, or fail to take any action, if such action or failure to take such action would adversely affect the exclusion from gross income of interest on the Series 2016D Bonds under Section 103 of the Internal Revenue Code of 1986, as amended. Interest on the Series 2016D Bonds could become includable in gross income for purposes of Federal income taxation retroactive to the date the Series 2016D Bonds were issued, as a result of acts or omissions of the Authority or the County in violation of the Code. Should such an event of taxability occur, the Series 2016D Bonds are not subject to early redemption and will remain outstanding to maturity or until prepaid under the optional redemption provisions of the Indenture. See "TAX MATTERS" herein.

MLK-LA has been determined to be a tax-exempt organization described in Section 501(c)(3) of the Code. The federal tax-exempt status of the Series 2016D Bonds depends, in part, upon maintenance by MLK-LA of its tax-exempt status which includes conducting its operations in a manner consistent with the representations previously made to the Internal Revenue Service (the "IRS") and with current and future IRS regulations and rulings governing tax-exempt healthcare facilities. The loss of the tax-exempt status of MLK-LA could result in the loss of excludability of interest on the Series 2016D Bonds in gross income for federal income tax purposes. Factors such as compliance by MLK-LA with Patient Protection and Affordable Care Act, 42 U.S.C. § 18001 et seq. (2010) and IRS reporting requirements applicable to tax-exempt organizations can affect maintenance of tax-exempt status. The tax-exempt status of nonprofit corporations has been the subject of review by various federal, state and local legislative, regulatory and judicial bodies. This review has included proposals to broaden and strengthen existing federal tax law with respect to unrelated business income of nonprofit corporations. In the lease agreement dated as of April 25, 2014 between the County as landlord and MLK-LA as tenant, MLK-LA has covenanted to maintain its status as a federal tax-exempt organization. However, there can be no assurance that MLK-LA will maintain its tax-exempt status or that future changes in the laws and regulations of the federal, state or local governments will not materially and adversely affect the tax-exempt status of MLK-LA and the excludability of interest on the Series 2016D Bonds in gross income for federal income tax purposes retroactive to their date of issue. See "TAX MATTERS" herein.

TAX MATTERS

In the opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the Authority, under existing statutes and court decisions and assuming continuing compliance with certain tax covenants described herein, (i) interest on the Series 2016D Bonds is excluded from gross income for Federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and (ii) interest on the Series 2016D Bonds is not treated as a preference item in calculating the alternative minimum tax imposed on individuals and corporations under the Code; such interest, however, is included in the adjusted current earnings of certain corporations for purposes of calculating the alternative minimum tax imposed on such corporations. In rendering its opinion, Bond Counsel has relied on certain representations, certifications of fact, and statements of reasonable expectations made by the Authority in connection with the Series 2016D Bonds, and Bond Counsel has assumed compliance by the Authority with certain ongoing covenants to comply with applicable requirements of the Code to assure the exclusion of interest on the Series 2016D Bonds from gross income under Section 103 of the Code. In addition, in rendering its opinion, Bond Counsel has relied on the opinion of counsel to MLK-LA regarding, among other matters, the current qualifications of MLK-LA as an organization described in Section 501(c)(3) of the Code.

In addition, in the opinion of Bond Counsel to the Authority, under existing statutes, interest on the Series 2016D Bonds is exempt from personal income taxes imposed by the State of California.

Bond Counsel expresses no opinion regarding any other Federal or state tax consequences with respect to the Series 2016D Bonds. Bond Counsel renders its opinion under existing statutes and court decisions as of the issue date, and assumes no obligation to update, revise or supplement its opinion to reflect any action hereafter taken or not taken, or any facts or circumstances that may hereafter come to its attention, or changes in law or in interpretations thereof that may hereafter occur, or for any other reason. Bond Counsel expresses no opinion on the effect of any action hereafter taken or not taken in reliance upon an opinion of other counsel on the exclusion from gross income for Federal income tax purposes of interest on the Series 2016D Bonds, or under state and local tax law.

Certain Ongoing Federal Tax Requirements and Covenants

The Code establishes certain ongoing requirements that must be met subsequent to the issuance and delivery of the Series 2016D Bonds in order that interest on the Series 2016D Bonds be and remain excluded from gross income under Section 103 of the Code. These requirements include, but are not limited to, requirements relating to use and expenditure of gross proceeds of the Series 2016D Bonds, yield and other restrictions on investments of gross proceeds, and the arbitrage rebate requirement that certain excess earnings on gross proceeds be rebated to the Federal government. Noncompliance with such requirements may cause interest on the Series 2016D Bonds to become included in gross income for Federal income tax purposes retroactive to their issue date, irrespective of the date on which such noncompliance occurs or is discovered. The Authority and MLK-LA have covenanted to comply with certain applicable requirements of the Code to assure the exclusion of interest on the Series 2016D Bonds from gross income under Section 103 of the Code.

Certain Collateral Federal Tax Consequences

The following is a brief discussion of certain collateral Federal income tax matters with respect to the Series 2016D Bonds. It does not purport to address all aspects of Federal taxation that may be relevant to a particular owner of a Series 2016D Bond. Prospective investors, particularly those who may be subject to special rules, are advised to consult their own tax advisors regarding the Federal tax consequences of owning and disposing of the Series 2016D Bonds.

Prospective owners of the Series 2016D Bonds should be aware that the ownership of such obligations may result in collateral Federal income tax consequences to various categories of persons, such as corporations (including S corporations and foreign corporations), financial institutions, property and casualty and life insurance companies, individual recipients of Social Security and railroad retirement benefits, individuals otherwise eligible for the earned income tax credit, and taxpayers deemed to have incurred or continued indebtedness to purchase or carry obligations the interest on which is excluded from gross income for Federal income tax purposes. Interest on the Series 2016D Bonds may be taken into account in determining the tax liability of foreign corporations subject to the branch profits tax imposed by Section 884 of the Code.

Original Issue Discount

"Original issue discount" ("OID") is the excess of the sum of all amounts payable at the stated maturity of a Series 2016D Bond (excluding certain "qualified stated interest" that is unconditionally payable at least annually at prescribed rates) over the issue price of that maturity. In general, the "issue price" of a maturity means the first price at which a substantial amount of the Series 2016D Bonds of that maturity was sold (excluding sales to bond houses, brokers, or similar persons acting in the capacity as underwriters, placement agents, or wholesalers). In general, the issue price for each maturity of Series 2016D Bonds is expected to be the initial public offering price set forth on the inside cover page of the Official Statement. Bond Counsel further is of the opinion that, for any Series 2016D Bonds having OID (a "Discount Bond"), OID that has accrued and is properly allocable to the owners of the Discount Bonds under Section 1288 of the Code is excludable from gross income for Federal income tax purposes to the same extent as other interest on the Series 2016D Bonds.

In general, under Section 1288 of the Code, OID on a Discount Bond accrues under a constant yield method, based on periodic compounding of interest over prescribed accrual periods using a compounding rate determined by reference to the yield on that Discount Bond. An owner's adjusted basis in a Discount Bond is increased by accrued OID for purposes of determining gain or loss on sale, exchange, or other disposition of such Series 2016D Bond. Accrued OID may be taken into account as an increase in the amount of tax-exempt income received or deemed to have been received for purposes of determining various other tax consequences of owning a Discount Bond even though there will not be a corresponding cash payment.

Owners of Discount Bonds should consult their own tax advisors with respect to the treatment of original issue discount for Federal income tax purposes, including various special rules relating thereto, and the state and local tax consequences of acquiring, holding, and disposing of Discount Bonds.

Bond Premium

In general, if an owner acquires a Series 2016D Bond for a purchase price (excluding accrued interest) or otherwise at a tax basis that reflects a premium over the sum of all amounts payable on the Series 2016D Bond after the acquisition date (excluding certain "qualified stated interest" that is unconditionally payable at least annually at prescribed rates), that premium constitutes "bond premium" on that Series 2016D Bond (a "Premium Bond"). In general, under Section 171 of the Code, an owner of a Premium Bond must amortize the bond premium over the remaining term of the Premium Bond, based on the owner's yield over the remaining term of the Premium Bond determined based on constant yield principles (in certain cases involving a Premium Bond callable prior to its stated maturity date, the amortization period and yield may be required to be determined on the basis of an earlier call date that results in the lowest yield on such Bond). An owner of a Premium Bond must amortize the bond premium by offsetting the qualified stated interest allocable to each interest accrual period under the owner's regular method of accounting against the bond premium allocable to that period. In the case of a tax-exempt Premium Bond, if the bond premium allocable to an accrual period exceeds the qualified stated interest allocable to that accrual period, the excess is a nondeductible loss. Under certain circumstances, the owner of a Premium Bond may realize a taxable gain upon disposition of the Premium Bond even though it is sold or redeemed for an amount less than or equal to the owner's original acquisition cost. Owners of any Premium Bonds should consult their own tax advisors regarding the treatment of bond premium for Federal income tax purposes, including various special rules relating thereto, and state and local tax consequences, in connection with the acquisition, ownership, amortization of bond premium on, sale, exchange, or other disposition of Premium Bonds.

Information Reporting and Backup Withholding

Information reporting requirements apply to interest paid on tax-exempt obligations, including the Series 2016D Bonds. In general, such requirements are satisfied if the interest recipient completes, and provides the payor with, a Form W-9, "Request for Taxpayer Identification Number and Certification," or if the recipient is one of a limited class of exempt recipients. A recipient not otherwise exempt from information reporting who fails to satisfy the information reporting requirements will be subject to "backup withholding," which means that the payor is required to deduct and withhold a tax from the interest payment, calculated in the manner set forth in the Code. For the foregoing purpose, a "payor" generally refers to the person or entity from whom a recipient receives its payments of interest or who collects such payments on behalf of the recipient.

If an owner purchasing a Series 2016D Bond through a brokerage account has executed a Form W-9 in connection with the establishment of such account, as generally can be expected, no backup withholding should occur. In any event, backup withholding does not affect the excludability of the interest on the Series 2016D Bonds from gross income for Federal income tax purposes. Any amounts withheld pursuant to backup withholding would be allowed as a refund or a credit against the owner's Federal income tax once the required information is furnished to the Internal Revenue Service.

Miscellaneous

Tax legislation, administrative actions taken by tax authorities, or court decisions, whether at the Federal or state level, may adversely affect the tax-exempt status of interest on the Series 2016D Bonds under Federal or state law or otherwise prevent beneficial owners of the Series 2016D Bonds from realizing the full current benefit of the tax status of such interest. In addition, such legislation or actions (whether currently proposed, proposed in the future, or enacted) and such decisions could affect the market price or marketability of the Series 2016D Bonds. For example, the Fiscal Year 2016 Budget proposed by the Obama Administration recommends a 28% limitation on "all itemized deductions, as well as other tax benefits" including "tax-exempt interest." The net effect of such a proposal, if enacted into law, would be that an owner of a tax-exempt bond with a marginal tax rate in excess of 28% would pay some amount of Federal income tax with respect to the interest on such tax-exempt bond regardless of issue date.

Prospective purchasers of the Series 2016D Bonds should consult their own tax advisors regarding the foregoing matters.

CONTINUING DISCLOSURE

Pursuant to the Continuing Disclosure Certificate to be executed in connection with the issuance of the Series 2016D Bonds, the County has covenanted to provide, or cause to be provided, by not later than April 1 of each fiscal year, commencing on April 1, 2016, to the Municipal Securities Rulemaking Board through its Electronic Municipal Market Access system certain annual financial information and operating data and, in a timely manner, notice of certain enumerated events. These covenants have been made in order to assist the Underwriters of the Series 2016D Bonds in complying with the Rule. See APPENDIX E – "FORM OF CONTINUING DISCLOSURE CERTIFICATE."

[SUBJECT TO FURTHER REVIEW] The County's underlying rating was upgraded by Standard & Poor's Ratings Services, a division of The McGraw-Hill Companies, Inc. ("Standard & Poor's"), from "A+" to "AA" in October 2012 in connection with the issuance of its Los Angeles County Public Works Financing Authority Lease Revenue Bonds (Multiple Capital Projects II), Series 2012 (the "Series 2012 Bonds ") and disclosed in the Official Statement for the Series 2012 Bonds. The County did not file an event notice for the rating changes assigned to the County's other General Fund obligations. In addition, the County did not file notices of certain rating changes on bonds insured by a financial guaranty insurance company. The County has since filed notices setting forth the current ratings on each of its obligations.

CERTAIN LEGAL MATTERS

The validity of the Series 2016D Bonds and certain other legal matters are subject to the approving opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the Authority. Bond Counsel has not undertaken any responsibility for the accuracy, completeness or fairness of this Official Statement. A complete copy of the proposed form of opinion of Bond Counsel is contained in APPENDIX F – "FORM OF OPINION OF BOND COUNSEL." Certain legal matters will be passed upon for the Authority and the County by County Counsel and for the Underwriters by their counsel, Polsinelli LLP, Los Angeles, California.

FINANCIAL STATEMENTS

The Fiscal Year [2013-14] financial statements of the County, pertinent sections of which are included in Appendix B to this Official Statement, have been audited by Macias Gini & O'Connell LLP (the "Independent Auditor"), certified public accountants, as stated in their report appearing in Appendix B. The Independent Auditor has not consented to the inclusion of its report as Appendix B and has not undertaken to update its report or to take any action intended or likely to elicit information concerning the accuracy, completeness or fairness of the statements made herein, and no opinion is expressed by Independent Auditor with respect to any event subsequent to its report dated [TBD].

FINANCIAL ADVISOR

Public Resources Advisory Group has served as Financial Advisor to the County in connection with the issuance of the Series 2016D Bonds. The Financial Advisor has not been engaged, nor has it undertaken, to make an independent verification or assume responsibility for the accuracy, completeness, or fairness of the information contained herein.

LITIGATION

To the best knowledge of the County and the Authority, there is no litigation pending or threatened against the County or the Authority concerning the validity of the Series 2016D Bonds or challenging any action taken by the County or the Authority in connection with the authorization of the Indenture, the Sublease or any other document relating to the Series 2016D Bonds to which the County or the Authority is or is to become a party or the performance by the County or the Authority of any of their obligations under any of the foregoing.

There are a number of lawsuits and claims pending against the County. Included in these are a number of property damage, personal injury and wrongful death actions seeking damages in excess of the County's insurance limits. In the opinion of the County Counsel, such suits and claims as are presently pending will not materially impair the ability of the County to make the Rental Payments when due. See APPENDIX A – "THE COUNTY OF LOS ANGELES INFORMATION STATEMENT – General Litigation."

RATINGS

Fitch Ratings ("Fitch"), Moody's Investors Service ("Moody's") and Standard & Poor's Ratings Group ("S&P") have assigned the Series 2016D Bonds ratings of "__" "__" and "__," respectively. Such ratings reflect only the views of Fitch, Moody's and Standard & Poor's, and do not constitute a recommendation to buy, sell or hold the Series 2016D Bonds. Explanation of the significance of such ratings, including any outlook thereon, may be obtained only from the respective organizations at: Fitch Ratings, One State Street Plaza, New York, New York 10004; Moody's Investors Service, Inc., 7 World Trade Center, 250 Greenwich Street, New York, New York 10007-2796; and Standard and Poor's Ratings Services, 55 Water Street, New York, New York 10041. [The County furnished the ratings agencies with certain information and materials concerning the Series 2016D Bonds, the Project, the County and related matters, some of which is not included herein.] Generally, a rating agency bases its ratings on the information and materials furnished to it and on investigations, studies and assumptions of its own. There is no assurance that any such ratings will continue for any given period of time or that they will not be revised downward or withdrawn entirely by the respective rating agencies, if in the judgment of any such rating agency circumstances so warrant. Any such downward revision or withdrawal of such ratings may have an adverse effect on the market price of the Series 2016D Bonds.

UNDERWRITING

The Series 2016D Bonds are being purchased by J.P. Morgan Securities LLC ("JPMS"), as representative of itself and the underwriters identified on the cover page of this Official Statement (collectively, the "Underwriters"). The Underwriters have agreed to purchase (a) the Series 2016D Bonds from the County and the Authority at an aggregate purchase price of $__________ (consisting of the aggregate principal amount of the Series 2016D Bonds of $_________, [plus][less] a [net] original issue [premium][discount] of $__________ and less underwriters' discount of $__________), pursuant to the terms of the Bond Purchase Agreement, dated ______, 2015, among the County, the Authority and the Underwriters. The Bond Purchase Agreement provides that the obligations of the Underwriters are subject to certain conditions precedent and that the Underwriters will be obligated to purchase all of the Series 2016D Bonds offered under the Bond Purchase Agreement if any of the Series 2016D Bonds offered thereunder are purchased.

JPMS, one of the underwriters of the Series 2016D Bonds, has entered into negotiated dealer agreements (each, a "Dealer Agreement") with each of Charles Schwab & Co., Inc. (CS&Co.") and LPL Financial LLC ("LPL") for the retail distribution of certain securities offerings at the original issue prices. Pursuant to each Dealer Agreement, each of CS&Co. and LPL may purchase the Series 2016D Bonds from JPMS at the original issue price less a negotiated portion of the selling concession applicable to any Series 2016D Bonds that such firm sells.

The Underwriters and their respective affiliates are full service financial institutions engaged in various activities, which may include sales and trading, commercial and investment banking, advisory, investment management, investment research, principal investment, hedging, market making, brokerage and other financial and non-financial activities and services. Certain of the Underwriters and their respective affiliates have provided, and may in the future provide, a variety of these services to the issuer and to persons and entities with relationships with the issuer, for which they received or will receive customary fees and expenses.

In the ordinary course of their various business activities, the Underwriters and their respective affiliates, officers, directors and employees may purchase, sell or hold a broad array of investments and actively trade securities, derivatives, loans, commodities, currencies, credit default swaps and other financial instruments for their own account and for the accounts of their customers, and such investment and trading activities may involve or relate to assets, securities and/or instruments of the issuer (directly, as collateral securing other obligations or otherwise) and/or persons and entities with relationships with the issuer. The Underwriters and their respective affiliates may also communicate independent investment recommendations, market color or trading ideas and/or publish or express independent research views in respect of such assets, securities or instruments and may at any time hold, or recommend to clients that they should acquire, long and/or short positions in such assets, securities and instruments.

ADDITIONAL INFORMATION

Included herein are brief summaries of certain documents and reports, which summaries do not purport to be complete or definitive, and reference is made to such documents and reports for full and complete statements of the contents thereof. Copies of the Indenture, the Site Lease and the Sublease may be obtained upon request from the Trustee at: 550 South Hope Street, Suite 2650, Los Angeles, California 90071, Attention: Corporate Trust Services. Any statements herein involving matters of opinion, whether or not expressly so stated, are intended as such and not as representations of fact. This Official Statement is not to be construed as a contract or agreement among the Authority, the County and the purchasers or Owners of any of the Series 2016D Bonds.

The County regularly prepares a variety of reports, including audits, budgets, and related documents, as well as certain monthly activity reports. Any Owner of the Series 2016D Bonds may obtain a copy of any such report, as available, from the County at the address set forth below.

This Official Statement and its distribution have been duly authorized by the County and the Authority.

DOUG BARON
ASSISTANT TREASURER AND TAX COLLECTOR
COUNTY OF LOS ANGELES TREASURER AND TAX COLLECTOR
KENNETH HAHN HALL OF ADMINISTRATION, ROOM 432
500 WEST TEMPLE STREET
LOS ANGELES, CALIFORNIA 90012
(213) 974-8359

COUNTY OF LOS ANGELES
CALIFORNIA

APPENDIX A

THE COUNTY OF LOS ANGELES INFORMATION STATEMENT

COUNTY OF LOS ANGELES
CALIFORNIA

THE COUNTY OF LOS ANGELES
Information Statement

GENERAL INFORMATION

The County of Los Angeles (the "County") was established by an act of the California State Legislature on February 18, 1850 as one of California's original 27 counties. Located in the southern coastal portion of the State, the County covers 4,084 square miles and includes 88 incorporated cities as well as many unincorporated communities. With a population of nearly 10.1 million in 2014, the County is the most populous of the 58 counties in California and has a larger population than 43 states.

As required by the County Charter, County ordinances, and State or Federal mandates, the County is responsible for providing government services at the local level for activities including public welfare, health and justice, the maintenance of public records, and administration of ad valorem taxes. The County provides services such as law enforcement and public works to cities within the County on a cost-recovery contract basis. The County also provides certain municipal services to unincorporated areas of the County and operates recreational and cultural facilities throughout the County.

COUNTY GOVERNMENT

The County is governed by a five-member Board of Supervisors, each of whom is elected by residents from their respective supervisorial districts to serve four-year terms. The other elected officials of the County are the Assessor, District Attorney and Sheriff. On March 5, 2002, County voters approved two charter amendments that introduced mandatory term limits for the elected officials of the County. As a result, each Supervisor is now limited to serving a maximum of three consecutive terms commencing as of December 2002.

On September 27, 2011, the Board of Supervisors adopted a Supervisorial District Boundary Plan based on the results of the 2010 census. The redistricting plan, which took effect on October 27, 2011, reduced the total variance in population among the five districts from 9.97% to 1.59% and moved approximately 277,600 residents to new supervisorial districts.

In March 2007, the Board of Supervisors amended the County Code by adopting the Interim Governance Structure Ordinance, which was designed to improve the operational efficiency of County governance. The new governance structure delegated additional responsibilities for the administration of the County to the Chief Executive Office (the "CEO"), including the oversight, evaluation and recommendation for appointment and removal of specific department heads and County officers. The five departments that continued to report directly to the Board of Supervisors were the Fire Department, Auditor-Controller, County Counsel, Executive Office of the Board of Supervisors, and the CEO. In May 2011, the Board of Supervisors further revised the governance structure by directing the Department of Children and Family Services and the Probation Department to report directly to the Board.

The County has recently experienced significant changes to its elected leadership, senior management personnel and governance structure. In December 2014, the Supervisors for the First District and the Third District reached their term limits, with their successors elected by voters in the November 2014 election. The new Supervisors for the First and Third Districts commenced their first terms on December 1, 2014. In November 2014, voters also elected a new Assessor and a new Sheriff. Other key management changes to County departments include appointments by the Board of Supervisors of a new Auditor-Controller in October 2014, a new Treasurer and Tax Collector in January 2015, a new CEO in October 2015, and a new County Counsel in November 2015.

On July 7, 2015, the Board of Supervisors approved recommendations by the CEO to amend the County Code by repealing the 2007 Interim Governance Structure Ordinance, and to establish a new governance structure. Under the new governance structure, all non-elected department heads will report directly to the Board of Supervisors and all Deputy CEO positions were eliminated. County departments will continue to report to the CEO for day-to-day operations, as well as for administrative and budget matters. The CEO will continue to function as the Board of Supervisor's agent to manage countywide policy objectives and departmental performance management. The new governance structure is designed to streamline County governance by improving communications with County departments, which will facilitate more effective decision making and greater responsiveness to the Board of Supervisors' policy objectives.

COUNTY SERVICES

The vast majority of the County population resides in the 88 incorporated cities located within its boundaries. The County provides some municipal services to these cities on a contract basis under the Contract Services Plan. Established in 1954, this plan was designed to allow cities to contract for municipal services without incurring the cost of creating numerous city departments and facilities. Under the Contract Services Plan, the County will provide various municipal services to a city on a cost recovery basis at the same level of service as provided in unincorporated areas, or at any higher service level that a city may choose.

Over one million people live in the unincorporated areas of the County. For the residents of these areas, the County Board of Supervisors functions as their "City Council," and County departments provide all of their municipal services, including law enforcement, fire protection, land use and zoning, building and business permits, road maintenance, animal care and control, and public libraries. Beyond the unincorporated areas, the County provides a wide range of services to all citizens who live within its boundaries.

Many of the County's core service functions are required by the County Charter, County ordinances, or by State or Federal mandate. State and Federal mandated programs, primarily related to social services and health care, are required to be maintained at certain minimum levels of service, which can limit the County's flexibility in these areas.

Health and Welfare

Under State Law, the County is required to administer Federal and State health and welfare programs, and to fund a portion of the program costs with local revenues, such as sales and property taxes. Health care services are provided through a network of County hospitals and comprehensive health centers.

In addition, the County provides public health, immunization, environmental and paramedic services, and is responsible for the design and establishment of the county-wide emergency trauma network, which includes two medical centers operated by the County. The County also has responsibility for providing and partially funding mental health, drug and alcohol abuse prevention, and various other treatment programs. These services are provided at County facilities and through a network of contract providers.

While many of the patients receiving services at County facilities are indigent or covered by Medi-Cal (a State health insurance program), the County health care delivery system has been designed with the objective of providing quality health care services to the entire population. Through its affiliation with two medical schools and by operating its own school of nursing, the County Department of Health Services ("DHS") is a major provider of health care professionals throughout California.

Disaster Services

The County operates and coordinates a comprehensive disaster recovery network that is responsible for providing critical services in response to floods, fires, storms, earthquakes, and other emergency events. Centralized command centers can be established at any Sheriff station or in mobile trailers throughout the County. To prevent floods and conserve water, the County maintains and operates a system of 15 major dams, 131 debris basins, 86,500 catch basins, 42 sediment placement sites, and over 2,825 miles of storm drains and channels. County lifeguards monitor 31 miles of beachfront and County rescue boats patrol 75 miles of coastline, including the Catalina Channel.

Public Safety

The County criminal justice network is primarily supported by local County revenue sources, State Public Safety sales tax revenue and fees from contracting cities. The Sheriff provides county-wide law enforcement services and will perform specific functions requested by local police departments, including the training of thousands of police officers employed by the incorporated cities of the County. Specifically, the County provides training for narcotics, vice, homicide, consumer fraud, and arson investigations, as well as assistance in locating and analyzing crime scene evidence. The County also operates and maintains one of the largest jail systems in the United States, with an average daily population of over 18,000 inmates.

General Government

The County is responsible for the administration of the property tax system, including property assessment, assessment appeals, collection of taxes, and distribution of property tax revenue to cities, agencies, special districts, and local school districts. Another essential general government service is the County's voter registration and election system, which provides services to an estimated 4.1 million registered voters and maintains 5,000 voting precincts for countywide elections.

Culture and Recreation

Through a partnership with community leaders, non-profit organizations, volunteers and the private sector, the County operates the Music Center complex, which includes the Dorothy Chandler Pavilion, Mark Taper Forum, Ahmanson Theater, and the Walt Disney Concert Hall. The County also functions as the operator of the Hollywood Bowl, the John Anson Ford Theater, the Los Angeles County Museum of Art, the Museum of Natural History, and the George C. Page Museum.

The County manages over 63,000 acres of parks and operates a network of regional recreational facilities, including Marina del Rey (a small craft harbor), 7 major regional parks, 87 local and community regional parks, 31 public swimming pools, 344 miles of horse and hiking trails, and 19 golf courses. The County also maintains botanical centers, including the Arboretum, the South Coast Botanic Garden, Descanso Gardens, and the Virginia Robinson Estate, providing County residents with a valuable educational resource.

EMPLOYEE RELATIONS/COLLECTIVE BARGAINING

Approximately 88.2% of the County workforce is represented by sixty (62) separate collective bargaining units that are certified employee organizations. These organizations include the Services Employees International Union ("SEIU") Local 721, which has twenty-four (24) collective bargaining units that represent 56.8% of County employees; the Coalition of County Unions ("CCU"), which includes twenty-four (24) collective bargaining units representing 23.5% of County employees; and the Independent Unions (the "Independent Unions"), which encompass fourteen (14) collective bargaining units representing 7.9% of County employees. Under labor relations policy direction from the Board of Supervisors and Chief Executive Officer, the CEO Employee Relations Division is responsible for negotiating sixty (60) individual collective bargaining agreements for wages and salaries and two (2) fringe benefit agreements with SEIU Local 721 and the CCU. The Independent Unions are covered by one of the two fringe benefit agreements.

With the exception of the bargaining units representing Physician Assistants, Building Trades, Physicians, Interns and

Residents, the County has negotiated Memoranda of Understanding ("MOUs") with all of its collective bargaining units covering wages, salaries and fringe benefits. A summary of the current MOUs in effect for County employees is provided below.

On September 29, 2015, the Board of Supervisors approved successor agreements to five (5) MOUs covering wages and work rules for the collective bargaining units representing Deputy Probation Officers, Supervising Peace Officers, Public Defender Investigators, Beach Lifeguards and Supervising Beach Lifeguards. The five MOUs have three-year terms, with the MOUs for the Beach Lifeguards and Supervising Beach Lifeguards expiring on December 31, 2017, and the MOUs for Deputy Probation Officers, Supervising Peace Officers and Public Defender Investigators expiring on January 31, 2018. All five unions received a 10% cost of living increase over the term of the agreements.

On November 13, 2015, the Board of Supervisors approved successor agreements to ten (10) MOUs covering wages and work rules for the collective bargaining units representing Peace Officers, Fire Fighters, Supervisory Fire Fighters, Criminalists/Forensic ID Specialists, Custody Assistants, Coroner Investigators, Supervising Coroner Investigators, Probation Directors, Supervising Child Support Officers and Assistant Deputy District Attorneys. The MOUs for these unions also have three-year terms, which will expire on December 31, 2017 (Fire Fighters; Supervisory Fire Fighters) and January 31, 2018 (the remaining units). Each bargaining unit received a 10% cost of living increase over the term of the agreements.

On December 8, 2015, the Board of Supervisors approved successor agreements to four (4) MOUs covering wages and work rules for the collective bargaining units representing Automotive and Equipment Maintenance, Agricultural Inspectors, Child Support Attorneys and the twenty-four (24) collective bargaining units representing SEIU Local 721. Also approved on the same date was an MOU covering fringe benefits for SEIU Local 721 members. All of the MOUs have a three-year term expiring on September 30, 2018, with each union receiving a 10% cost of living increase over the term of the agreements.

On January 5, 2016, the Board of Supervisors approved successor agreements to the Fringe Benefit MOU for employees represented by the CCU. The MOU has a three-year term expiring on September 30, 2018.

There are 14 MOUs where agreements have been reached with the bargaining units, but the successor MOUs have yet to be approved by the Board of Supervisors. If approved by the Board of Supervisors, each successor MOU includes a three-year term expiring on September 30, 2018 and a 10% cost of living increase over the term of the agreements.

The new SEIU Local 721 and the CCU fringe benefit agreements include provisions to change the cafeteria plan contributions and subsidies for temporary and part-time employees, additional annual vacation leave of up to 40 hours after 24 years or more of service, an additional paid holiday in recognition of Cesar Chavez' birthday, a change in eligibility for sick personal leave for rehired retirees, and an expansion of bereavement leave provisions (SEIU Local 721 Fringe Benefit MOU only).

Non-represented employees also received the 10% cost of living increase that was agreed to with SEIU, CCU and the Independent Unions.

RETIREMENT PROGRAM

General Information

All permanent County employees of three-quarter time or more are eligible for membership in the Los Angeles County Employees Retirement Association ("LACERA"). LACERA was established in accordance with the County Employees Retirement Law of 1937 (the "Retirement Law") to administer the County's Employee Retirement Trust Fund (the "Retirement Fund"). LACERA operates as a cost-sharing multi-employer defined benefit plan for the County and four minor participating agencies. The four non-County agencies account for less than one percent (1%) of LACERA's membership. Through the Retirement Fund and various benefit plans, LACERA provides retirement benefits to all general and safety members.

LACERA is governed by the Board of Retirement (the "Board of Retirement"), which is responsible for the administration of the Retirement Fund, the retiree healthcare program, and the review and processing of disability retirement applications. The Board of Retirement is comprised of four positions appointed by the Board of Supervisors, two positions elected by general LACERA members, two positions (one active and one alternate) elected by LACERA safety members and two positions (one active and one alternate) elected by retired LACERA members. The County Treasurer and Tax Collector is required by law to serve as an ex-officio member of the Board of Retirement.

The LACERA plans are structured as "defined benefit" plans in which benefit allowances are provided based on salary, length of service, age and membership classification. Law enforcement officers, firefighters, foresters and lifeguards are classified as "safety" employees, with all other positions classified as "general" employees. County employees have the option to participate in a contribution based defined benefit plan or a non-contribution based defined benefit plan. In the contribution based plans (Plans A, B, C, D & G), employees contribute a fixed percentage of their monthly earnings to LACERA based on rates determined by LACERA's independent actuary. The contribution rates depend upon age, the date of entry into the plan and the type of membership (general or safety). County employees who began their employment after January 4, 1982 also have the option to participate in Plan E, which is a non-contribution based plan. The contribution based plans (A through G) have higher monthly benefit payments for retirees compared to Plan E.

LACERA's total membership as of June 30, 2015 was 167,409, consisting of 73,518 active vested members, 20,156 active non-vested members, 60,606 retired members and 13,129 terminated vested (deferred) members. Of the 93,674 active members (vested and non-vested), 81,228 are general members in General Plans A through G, and 12,446 are safety members in Safety Plans A through C.

Of the 60,606 retired members, 48,958 are general members in General Plans A through E, and 11,648 are safety members in Safety Plans A, B and C. Beginning in 1977, both the General Plan A and the Safety Plan A were closed to new members. The County elected to close these plans in response to growing concerns regarding the future cost of Plan A benefits, which were considerably more generous than other plan options currently available to County employees.

As of June 30, 2015, approximately 72% of active general members were enrolled in General Plan D, and over 99% of all active safety members were enrolled in Safety Plan B. The basic benefit structure of General Plan D is a "2.0% at 61" funding formula that provides for annual 2.0% increases in benefits, with no benefit reductions for members who retire at age 61 or older. For the Safety Plan B, the benefit structure is a "2.0% at 50" formula that provides benefit increases of 2.0% and no benefit reductions beginning at age 50. To illustrate the potential financial impact of the retirement benefit, a General Plan D member with 35 years of experience can retire at age 61 with benefits equal to approximately 70% of current salary; and a Safety Plan B member with 25 years of experience can retire at age 50 with benefits equal to approximately 50% of current salary.

In an internal survey completed by the CEO in Fiscal Year 2010-11, it was determined that the benefit structures of other public retirement plans in California differ considerably from the County's two primary contribution-based plans (General Plan D and Safety Plan B). For example, the CEO found that six of the ten largest counties in the State, and nine of the ten largest cities in the State, provide their general employees with at least 2.0% annual increases, and no reduction in benefits for those employees who retire at age 55 or younger. By comparison, the County's General Plan D requires six additional years (at age 61) before a participant can retire without a reduction in annual benefits. In addition, seven of the ten largest counties, and seven of the ten largest cities, provide their public safety personnel with annual benefit increases of 3.0%, and no reduction in benefits for employees who retire at age 50 or younger. This compares to the County's Safety Plan B, which only allows for 2.0% annual increases up through the age of 50.

2012 State Pension Reform

On August 28, 2012, the Governor and the State Legislature reached agreement on a new law that will reform pensions for State and local government employees. AB 340, which was signed into law by the Governor on September 12, 2012, established the California Public Employees' Pension Reform Act ("PEPRA") to govern pensions for public employers and public pension plans on and after January 1, 2013. For new employees, PEPRA includes pension caps, equal sharing of pension costs, changes to retirement age, and three-year final compensation provisions. For all employees, changes required by PEPRA include the prohibition of retroactive pension increases, pension holidays, and purchases of service credit.

PEPRA applies to all State and local public retirement systems, including county and district retirement systems created pursuant to the County Employees Retirement Law of 1937, independent public retirement systems, and to individual retirement plans offered by public employers. PEPRA only exempts the University of California system and certain charter cities and counties whose pension plans are not governed by State law. Because the County's retirement system is governed by the County Employees Retirement Law of 1937, LACERA is required to comply with the provisions of PEPRA.

As a result of PEPRA, the County implemented General Plan G and Safety Plan C for new hires, effective January 1, 2013. Based on the June 30, 2015 Actuarial Valuation (the "2015 Actuarial Valuation"), the total employer contribution rate for new employees hired on and after January 1, 2013 is 16.07% for General Plan G and 21.93% for Public Safety Plan C. The new employer contribution rates are lower than the comparative rates of 16.19% for General Plan D participants and 22.97% for Public Safety Plan B participants. The basic benefit structure of Plan G using the PEPRA funding formula is "2.5% at 67" and provides for annual 2.0% cost of living adjustments during retirement, with no benefit reductions for members who retire at age 61 or older. For Safety Plan C, the benefit structure is a "2.7% at 57" formula that provides for annual 2.0% cost of living adjustments during retirement, with no benefit reductions beginning at age 50. Overall, the implementation of General Plan G and Safety Plan C is expected to result in a slight decrease to the total normal cost rate and an increase in the average member contribution rate, thus resulting in a decrease in the total employer contribution rate.

Contributions

Employers and members contribute to LACERA based on rates recommended by the independent actuary (using the Entry Age Normal Cost Funding Method) and adopted by the Board of Investments of LACERA (the "Board of Investments") and the County's Board of Supervisors. Contributory plan members are required to contribute between 5% and 15% of their annual covered salary. Employers and participating agencies are required to contribute the remaining amounts necessary to finance the coverage of their employees (members) through monthly or annual pre-funded contributions at actuarially determined rates. The annual contribution rates are based on the results of investments and various other factors set forth in the actuarial valuations and investigations of experience, which are described below.

Investment Policy

The Board of Investments has exclusive control of all Retirement Fund investments and has adopted an Investment Policy Statement. The Board of Investments is comprised of four active and retired members and four public directors appointed by the Board of Supervisors. The County Treasurer and Tax Collector serves as an ex-officio member. The Investment Policy Statement establishes LACERA's investment policies and objectives and defines the principal duties of the Board of Investments, investment staff, investment managers, master custodian, and consultants.

Actuarial Valuation

The Retirement Law requires the County to contribute to the Retirement Fund on behalf of employees using rates determined by the plan's independent actuary, which is currently Milliman Consultants and Actuaries ("Milliman"). Such rates are required under the Retirement Law to be calculated at least once every three years. LACERA presently conducts annual valuations to assess changes in the Retirement Fund's portfolio.

In June 2002, the County and LACERA entered into the Retirement Benefits Enhancement Agreement (the "2002 Agreement") to enhance certain retirement benefits in response to changes to State programs enacted in 2001 and fringe benefit changes negotiated in 2000. However, unlike other local governments in California, the County did not agree to major increases in pension benefits as part of its 2002 Agreement. The 2002 Agreement, which expired in July 2010, provided for a 30-year rolling amortization period for any unfunded actuarial accrued liability ("UAAL"). UAAL is defined as the actuarial accrued liability minus the actuarial value of the assets of LACERA at a particular valuation date.

When measuring assets to determine the UAAL, the County has elected to "smooth" gains and losses to reduce the potential volatility of its funding requirements. If in any year, the actual investment return on the Retirement Fund's assets is lower or higher than the current actuarial assumed rate of return, then the shortfall or excess is smoothed, or spread, over a multi-year time period. The impact of this valuation method will result in "smoothed" assets that are lower or higher than the market value of assets depending on whether the remaining amount to be smoothed is either a net gain or a net loss.

In December 2009, the Board of Investments adopted a new Retirement Benefit Funding Policy (the "2009 Funding Policy"), which amended the terms of the 2002 Agreement. The impact of the 2009 Funding Policy on the LACERA plans was reflected in the June 30, 2009 Actuarial Valuation prepared by Milliman (the "2009 Actuarial Valuation"). The two most significant changes in the 2009 Funding Policy are described as follows:

- Asset Smoothing Period: The smoothing period to account for asset gains and losses increased from three years to five years. This initially resulted in a higher Funded Ratio (as determined by dividing the valuation assets by the AAL) and a lower contribution rate than would have been calculated under the previous three-year smoothing period.

- Amortization Period: The UAAL is amortized over a closed thirty-year layered period, compared to an open thirty-year period under the 2002 Agreement. If LACERA achieves a Funded Ratio in excess of 100%, the surplus funding position will be amortized over a thirty-year open period.

In addition to annual actuarial valuations, LACERA requires its actuary to review the reasonableness of the economic and non-economic actuarial assumptions every three years. This review, commonly referred to as the Investigation of Experience, is accomplished by comparing actual results during the preceding three years to what was expected to occur according to the actuarial assumptions. On the basis of this review, the actuary recommends whether any changes in the assumptions or methodology would allow a more accurate projection of total benefit liabilities and asset growth. Based on the Investigation of Experience for the three-year period ended June 30, 2010, (the

"2010 Investigation of Experience"), Milliman recommended that the Board of Investments consider the adoption of some key changes to the economic assumptions related to inflation and investment returns, and other minor changes to the demographic assumptions.

In October 2011, based on the 2010 Investigation of Experience, the Board of Investments decided to lower the assumed investment rate of return from 7.75% to 7.5%, and to phase in the reduction over a three-year period commencing as of June 30, 2011. The assumed rates of return were adjusted to 7.7%, 7.6% and 7.5% for the June 30th year-end actuarial valuations in 2011, 2012 and 2013, respectively.

In December 2013, Milliman released the 2013 Investigation of Experience for Retirement Benefit Assumptions (the "2013 Investigation of Experience"). The 2013 Investigation of Experience provided the basis for Milliman's recommended changes to the actuarial assumptions in the June 30, 2013 Actuarial Valuation (the "2013 Actuarial Valuation"). The key changes to the actuarial assumptions proposed by Milliman included a reduction in the assumed investment rate of return from 7.5% to 7.25%; reductions in the assumed rates for wage growth and price inflation from 3.75% and 3.25% to 3.5% and 3.0%, respectively; and a reduction in the mortality rate (increase in life expectancy) for all retirees. In December 2013, the Board of Investments approved Milliman's recommended changes to the actuarial assumptions to be used in the 2013 Actuarial Valuation, with the exception of the assumed rate of return, which remained unchanged at 7.5%.

UAAL and Deferred Investment Returns

For the June 30, 2014 Actuarial Valuation (the "2014 Actuarial Valuation"), LACERA reported a rate of return on Retirement Fund assets of 16.8%, which was significantly higher than the 7.50% assumed rate of return. As a result of the strong investment performance, the market value of Retirement Fund Assets increased by $5.949 billion or 14.2% to $47.722 billion as of June 30, 2014. With the five-year smoothing process, the actuarial value of Retirement Fund assets increased by $3.722 billion or 9.3% from $39.932 billion to $43.654 billion as of June 30, 2014. The 2014 Actuarial Valuation reported that the AAL increased by $1.695 billion to $54.942 billion, but the UAAL decreased by $2.027 billion to $11.288 billion from June 30, 2013 to June 30, 2014.

With the strong performance of Retirement Fund assets in Fiscal Year 2013-14 and the recognition of significant deferred actuarial investment gains, the Funded Ratio increased from 75.0% to 79.5% as of June 30, 2014.

The 2014 Actuarial Valuation provided the basis for establishing the contribution rates effective July 1, 2015. The County's required contribution rate decreased from 21.34% to 19.33% of covered payroll in Fiscal Year 2015-16. The decrease in the contribution rate is comprised of a decrease in the funding requirement to finance the UAAL over 30 years from 11.90% to 10.04%, and a decrease in the normal cost contribution rate from 9.44% to 9.29%.

The 2014 Actuarial Valuation did not include $3.569 billion of net deferred investment gains that will be partially recognized and available to offset future actuarial investment losses over the next four fiscal years. If the actual market value of Retirement Fund assets was used as the basis for the valuation, the Funded Ratio would have been 86.0% as of June 30, 2014, and the required County contribution rate would have been 16.23% for Fiscal Year 2015-16.

For the 2015 Actuarial Valuation, LACERA reported a rate of return on Retirement Fund assets of 4.3%, which was lower than the 7.50% assumed rate of return. As a result of the weaker than assumed investment performance, the market value of Retirement Fund Assets increased by only $1.096 billion or 2.3% to $48.818 billion as of June 30, 2015. With the five-year smoothing process, the actuarial value of Retirement Fund assets increased by $3.674 billion or 8.4% from $43.645 billion to $47.328 billion as of June 30, 2015. The 2015 Actuarial Valuation reported that the AAL increased by $1.877 billion to $56.819 billion, but the UAAL decreased by $1.797 billion to $9.490 billion from June 30, 2014 to June 30, 2015.

Due to the recognition of significant deferred actuarial investment gains, which more than offset the weaker than assumed investment performance, the Funded Ratio increased from 79.5% to 83.3% as of June 30, 2015.

After reaching a cyclical high of 94.5%, prior to the economic downturn, the Funded Ratio declined steadily from June 30, 2008 to June 30, 2013. The steady decline in the Funded Ratio over the five-year period was primarily driven by continuous growth in the AAL and the partial recognition of significant actuarial investment losses in Fiscal Years 2008-09 and 2011-12 (especially the losses in Fiscal Year 2008-09). The $10.428 billion of actuarial investment losses incurred in Fiscal Year 2008-09 were fully accounted for in the valuation of the Retirement Fund as of June 30, 2013. The increase in the Funded Ratio as of June 30, 2015, represents the second consecutive year of improved funding for the Retirement Fund since June 30, 2007.

The 2015 Actuarial Valuation provides the basis for establishing the contribution rates effective July 1, 2016. The County's required contribution rate will decrease from 19.33% to 17.77% of covered payroll in Fiscal Year 2016-17. The decrease in the contribution rate is comprised of a decrease in the funding requirement to finance the UAAL over 30 years from 10.04% to 8.49%, and a decrease in the normal cost contribution rate from 9.29% to 9.28%.

The 2015 Actuarial Valuation does not include $980 million of net deferred investment gains that will be partially recognized and available to offset any future actuarial investment losses over the next four fiscal years. If the actual market value of Retirement Fund assets was used as the basis for the valuation, the Funded Ratio would have been 85.0% as of June 30, 2015, and the required County contribution rate would have been 16.97% for Fiscal Year 2016-17.

As of November 30, 2015, LACERA reported a -0.3% fiscal year to date return on Retirement Fund assets, which is significantly below the actuarial assumed investment rate of return of 7.5%. The asset allocation percentages for the Retirement Fund as of November 30, 2015 were 26.7% domestic equity, 23.7% international equity, 23.4% fixed income, 11.8% real estate, 9.2% private equity, 1.7% commodities, 1.6% hedge funds and 1.9% cash.

A six-year history of the County's UAAL is provided in Table 1 ("Retirement Plan UAAL and Funded Ratio"), and a summary of investment returns for the prior six years is presented in Table 2 ("Investment Return on Retirement Plan Assets") on page A-11.

Pension Funding

Since Fiscal Year 1997-98, the County has funded 100% of its annual required contribution to LACERA. In Fiscal Years 2012-13 and 2013-14, the County's total contributions to the

Retirement Fund were $1.119 billion and $1.263 billion, respectively. In Fiscal Year 2014-15, the County's required contribution payments increased by over $167 million to $1.430 billion. For Fiscal Year 2015-16, the County is estimating retirement contribution payments to LACERA of $1.376 billion, which would represent a 3.8% or $54.0 million decrease from Fiscal Year 2014-15.

A summary of actual and projected County pension payments to LACERA for the eight-year period ending June 30, 2015 is presented in Table 3 ("County Pension Related Payments") on page A-11.

During the early and mid-1990's, the County relied heavily upon the use of excess earnings to fund all or a portion of its annually required contribution to LACERA. The County's excess earnings were generated as a result of an agreement between the County and LACERA, which allowed the County to share in Retirement Plan earnings (through June 30, 1998) in excess of the actuarial assumed rate of return. Beginning in 1996, the County embarked on a multi-year plan to lessen its reliance on excess earnings by systematically increasing its net County cost to the Retirement Plan. The required contribution for Fiscal Year 2007-08 represented the first year that excess earnings were not used to fund the County's required contribution. The remaining balance of excess earnings maintained with LACERA (the "County Contribution Credit Reserve") was $470.71 million as of June 30, 2012. The County Contribution Credit Reserve was never included in the actuarial valuation of Retirement Fund assets. In Fiscal Year 2012-13, the County transferred $448.8 million from the County Contribution Credit Reserve to fund the establishment of an OPEB trust. As of June 30, 2015, the remaining balance in the County Contribution Credit Reserve was $21.891 million, all of which is attributable to the Los Angeles County Superior Court.

STAR Program

The Supplemental Targeted Adjustment for Retirees program ("STAR Program") is a discretionary program that provides a supplemental cost-of-living increase from excess earnings to restore retirement allowances to 80% of the purchasing power held by retirees at the time of retirement. As of June 30, 2015, $614 million was available in the STAR Program Reserve to fund future benefits. Under the 2009 Funding Policy, the entire STAR Program Reserve was included in the Retirement Fund's valuation assets. However, there is no corresponding liability for any STAR Program benefits in the 2015 Actuarial Valuation that may be granted in the future. If the STAR Program Reserve was excluded from the valuation assets, the County's required contribution rate would have increased from 17.77% to 18.28% for Fiscal Year 2016-17, and the Funded Ratio would have decreased from 83.3% to 82.2% as of June 30, 2015. The exclusion of the STAR Program Reserve from the valuation assets would require the County to increase its required contribution to LACERA by approximately $35.7 million in Fiscal Year 2016-17.

Pension Obligation Securities

In California, the obligation of the County to fund the UAAL by making actuarially required contributions is an obligation imposed by State Law. The County previously issued pension obligation bonds and certificates in 1994 and transferred the proceeds to LACERA to finance its then-existing UAAL. All of the outstanding pension obligation bonds and certificates related to the 1994 financing were repaid in full as of June 30, 2011.

New Pension Accounting Standards

In June 2012, the Governmental Accounting Standards Board ("GASB") issued new statements to replace the existing pension accounting and reporting requirements for defined pension benefit plans such as LACERA, and employers such as the County. GASB Statement No. 67, Financial Reporting for Pension Plans, replaces the requirements of GASB Statement No. 25 and is focused on pension plan administrators such as LACERA. GASB 67 was implemented with the issuance of LACERA's Fiscal Year 2013-14 financial statements and has expanded the pension-related note disclosures and supplementary information requirements.

GASB Statement No. 68, Accounting and Financial Reporting for Pensions, has replaced the requirements of GASB Statement No. 27 and is focused on employers that provide defined pension benefits such as the County. GASB 68 has been implemented with the issuance of the County's Fiscal Year 2014-15 financial statements. Although GASB 68 does not materially affect the existing process for calculating the UAAL, it requires the County to recognize a net pension liability directly on the Statement of Net Position (government-wide balance sheet). The net pension liability is the difference between the total pension liability (the present value of projected benefit payments to employees based on their past service) and the assets (mostly investments reported at fair value) held by LACERA to pay pension benefits. The new requirement to recognize a liability in the financial statements represents a significant and material change to the existing standards, which previously, only required the disclosure of such amounts in the notes to the financial statements. GASB 68 also includes additional requirements, which have expanded the existing pension-related note disclosures and supplementary information requirements.

The new GASB pension standards are only applicable to the accounting and reporting for pension benefits in the County's financial statements. Accordingly, there will be no impact on the County's existing statutory obligations and policies to fund pension benefits.

Postemployment Health Care Benefits

LACERA administers a health care benefits program for retirees under an agreement with the County. The program includes medical, dental, vision and life insurance benefit plans for over 88,000 retirees or survivors and their eligible dependents. Retirement Plan net assets are not held in trust for such postemployment benefits and LACERA's Board of Retirement reserves the right to amend or revise the medical plans and programs under the retiree health program at any time. County payments for postemployment benefits are calculated based on the employment service credit of retirees, survivors, and dependents. For eligible members with 10 years of service credit, the County pays 40% of the health care plan premium. For each year of service credit beyond 10 years, the County pays an additional 4% of the plan premium, up to a maximum of 100% for a member with 25 years of service credit.

In Fiscal Years 2012-13 and 2013-14, total payments from the County to LACERA for postemployment health care benefits were $441.1 million and $447.0 million, respectively. In Fiscal Year 2014-15, payments to LACERA for retiree health care increased to $450.2 million. For Fiscal Year 2015-16, the County is projecting $507.1 million in retiree health care payments to LACERA, which would represent a 12.7% or $57.0 million increase from Fiscal Year 2014-15.

Financial Reporting for Other Postemployment Benefits

The Governmental Accounting Standards Board ("GASB") has issued two statements that address other postemployment benefits ("OPEB"), which are defined to include many post-retirement benefits other than pension-related benefits. Health care and disability benefits are the most significant of these benefits provided by the County.

GASB Statement No. 43, Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans ("GASB 43"), established financial reporting standards for OPEBs in a manner similar to those currently in effect for pension benefits. GASB 43 is focused on the entity that administers such benefits (which, in the case of the County, is LACERA) and requires an actuarial valuation to determine the funded status of accrued benefits. LACERA has complied with GASB 43 requirements for all annual reporting periods beginning with the Fiscal Year ended June 30, 2008.

GASB Statement No. 45, Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions ("GASB 45"), establishes financial reporting standards designed to measure, recognize, and disclose OPEB costs. GASB 45 is focused on the County's financial statements, and related note disclosures, and is intended to associate the costs of the OPEB with the periods in which employee services are rendered in exchange for the OPEB. Starting with the June 30, 2008 Comprehensive Annual Financial Report ("CAFR"), the County implemented the requirements of GASB 45 in its financial reporting process.

The core requirement of GASB 45 is that an actuarial analysis must be prepared at least once every two-year period with respect to projected benefits ("Plan Liabilities"), which would be measured against the actuarially determined value of the related assets (the "Plan Assets"). To the extent that Plan Liabilities exceeded Plan Assets, the difference could be amortized over a period not to exceed 30 years. GASB 45 does not require the funding of any OPEB liability related to the implementation of this reporting standard.

OPEB Actuarial Valuation

In order to comply with the requirements of GASB 43 and GASB 45, LACERA engaged Milliman to complete actuarial valuations of OPEB liabilities for the LACERA plans. In their OPEB valuations, Milliman has provided a determination of the AAL for LACERA's health, dental, vision and life insurance benefits plan. The County's members comprise approximately 95% of LACERA's retiree population and the County is responsible for this percentage of OPEB costs. The 5% of LACERA retirees who do not contribute to the County's OPEB liability are predominantly members of the Los Angeles Superior Court. The demographic and economic assumptions used in the OPEB valuations are modeled on the assumptions used by LACERA for its pension program. The healthcare cost assumptions are based on discussions with other consultants and actuaries used by the County, LACERA and labor groups.

In accordance with the requirements of GASB 43, Milliman completed an OPEB actuarial valuation report as of July 1, 2010 (the "2010 OPEB Valuation"), which was issued in March 2011. In the 2010 OPEB Valuation, Milliman reported an AAL of $24.031 billion for LACERA's OPEB program (including employees of the Los Angeles Superior Court). The County's share of this liability was $22.94 billion, which represented a 9.8% increase from the 2008 OPEB Valuation. The OPEB ARC as of July 1, 2010 was estimated to be $1.938 billion, which represented 28.79% of the County's payroll costs, and an 11.4% increase from the prior OPEB Valuation.

In May 2013, Milliman released the next OPEB actuarial valuation report ("the 2012 OPEB Valuation") as of July 1, 2012. In the 2012 OPEB Valuation, Milliman reported an AAL of $26.953 billion for LACERA's OPEB program (including employees of the Los Angeles Superior Court). The County's share of this liability was $25.733 billion, which represented a 12.2% increase from the 2010 OPEB Valuation. The OPEB ARC as of July 1, 2012 was estimated to be $2.126 billion, which represented 32.07% of the County's payroll costs and a 9.7% increase from the 2010 OPEB Valuation. The increase in the County's OPEB liability from 2010 to 2012 was the result of several offsetting factors, with the most significant factor being a reduction in the discount rate from 5% to 4.35%.

For the Fiscal Year ended June 30, 2013, the County reported an OPEB ARC of $2.162 billion, which represented a $174 million or 8.8% increase from June 30, 2012. The OPEB ARC was partially offset by $927.5 million in County payment contributions (including the $448.8 million transfer from the County Contribution Credit Reserve), which resulted in an increase in the net OPEB obligation of $1.235 billion in Fiscal Year 2012-13. The net OPEB obligation of $8.154 billion as of June 30, 2013 represented a 17.8% increase from the $6.919 billion obligation reported as of June 30, 2012. Excluding the transfer from the County Contribution Credit Reserve, the remaining "pay as you go" contribution of $478.7 million represented approximately 22% of the County's OPEB ARC, which is consistent with the funding level in Fiscal Year 2011-12.

For the Fiscal Year ended June 30, 2014, the County reported an OPEB ARC of $2.178 billion, which represents a $16 million or 0.74% increase from June 30, 2013. The OPEB ARC was partially offset by $484.3 million in County "pay as you go" contributions, which resulted in an increase in the net OPEB obligation of $1.694 billion in Fiscal Year 2013-14. The net OPEB obligation of $9.848 billion as of June 30, 2014 represents a 20.8% increase from the $8.154 billion obligation reported as of June 30, 2013. The "pay as you go" County contribution represents 22.2% of the County's OPEB ARC, which is consistent with the funding level in Fiscal Year 2012-13.

In June 2015, Milliman released the most recent OPEB actuarial valuation report ("the 2014 OPEB Valuation") as of July 1, 2014. In the 2014 OPEB Valuation, Milliman reported an AAL of $28.547 billion for LACERA's OPEB program (including employees of the Los Angeles Superior Court). The County's share of this liability is $27.288 billion, which represents a 6.0% increase from the 2012 OPEB Valuation. The OPEB ARC as of July 1, 2014 is estimated to be $2.152 billion, which represents 31.82% of the County's payroll costs and a 1.2% increase from the 2012 OPEB Valuation. The increase in the County's OPEB liability from 2012 to 2014 was the result of several offsetting factors, with the most significant factors being a reduction in the discount rate from 4.35% to 3.75% and lower than expected increases in health insurance premiums.

For the Fiscal Year ended June 30, 2015, the County reported an OPEB ARC of $2.177 billion, which represents a $933,000 or 0.04% decrease from June 30, 2014. The OPEB ARC was partially offset by $490.0 million in County "pay as you go" contributions, which resulted in an increase in the net OPEB obligation of $1.687 billion in Fiscal Year 2014-15. The net OPEB obligation of $11.535 billion as of June 30, 2015 represents a 17.1% increase from the $9.848 billion obligation reported as of June 30, 2014. The "pay as you go" County contribution represents 22.5% of the County's OPEB ARC, which is consistent with the funding level in Fiscal Year 2013-14.

Funding for Other Postemployment Benefits

In May 2012, the Board of Supervisors approved the establishment of a tax-exempt OPEB trust pursuant to a Trust and Investment Services Agreement (the "OPEB Trust") between LACERA and the County. In accordance with the OPEB Trust, the LACERA Board of Investments will function as the trustee and investment manager, and the Board of Supervisors will have exclusive discretion over the amount of contributions and/or transfers the County may invest or allocate to the OPEB Trust. In Fiscal Year 2012-13, the County transferred $448.8 million from the County Contribution Credit Reserve for the initial funding of the OPEB Trust. The balance of the OPEB Trust as of June 30, 2015 was $488.4 million, consisting of $388.3 million in equity securities and $100.1 million in fixed income securities.

On June 22, 2015, the Board of Supervisors approved a multi-year plan to begin pre-funding the County's unfunded OPEB liability. The plan requires the County to begin the process to fully fund the OPEB ARC by incrementally increasing the annual contribution to the OPEB Trust. In the 2015-16 Adopted Budget, the County is projecting a $24 million contribution to the OPEB Trust, which will be funded by a $10 million Net County Cost ("NCC") contribution from the General Fund and $14 million of subvention revenue received from Federal, State and other local government entities. In future fiscal years, the County expects to incrementally increase its OPEB funding by $60 million per year, including an annual $25 million increase in the NCC contribution from the General Fund and a $35 million annual increase funded by subvention revenue. Based on the 2014 OPEB Valuation, the County will need to increase its annual OPEB contribution to more than $1.7 billion from the current $500 million pay-as-you-go funding amount in order to fully fund its OPEB ARC on an annual basis. Given current projections for the funding plan, the OPEB ARC would be fully funded by Fiscal Year 2027-28.

The County reached an agreement with CCU and SEIU to add a new tier of retiree healthcare benefits for employees who begin County service on or after July 1, 2014. Under the new agreement, the County will provide paid medical coverage at the retiree only premium level and not at the current level of full family coverage. The retiree will have the option to purchase coverage for dependents, but the County will only provide a financial subsidy to the retiree. In addition, Medicare-eligible retirees will be required to enroll in Medicare, with the County subsidy based on a Medicare supplement plan. The same vesting rights and years of service crediting formula of 40% after 10 years and 100% after 25 years will still apply to the new tier. The agreement will not affect current retirees or current employees hired prior to July 1, 2014. The new retiree healthcare benefit tier is projected to save an estimated $840 million over the next 30 years and reduce the unfunded liability for retiree healthcare by 20.8%. The agreement was approved by the Board of Retirement and by the Board of Supervisors in June 2014.

On April 30, 2014, the California Supreme Court declined to consider an appeal by a retired City of San Diego employee regarding changes to retirement healthcare benefits. The Supreme Court's denial of the appeal effectively upholds an appellate court ruling affirming the city's ability to modify non-vested retiree healthcare benefits, and further establishes a difference between the treatment of retiree healthcare benefits and pension benefits under State law. Public pension benefits in California have much stronger legal protection, and reform options are generally limited to lowering benefit formulas for future employees only. In contrast, California municipalities can reduce OPEB benefits provided that State collective bargaining laws are followed and that benefits were not established as vested contractual rights. The Supreme Court action is expected to provide California public entities with future budgetary flexibility to manage or change their OPEB liabilities.

Long-Term Disability Benefits

In addition to its Retirement Plan, the County administers a Disability Benefits Plan ("DBP") that is separate from LACERA. The DBP covers employees who become disabled as a direct result of an injury or disease while performing assigned duties. Generally, the long-term disability plans included in the DBP provide employees with a basic monthly benefit of between 40% and 60% of such employee's monthly compensation, commencing after 6 months of disability. The benefits under these plans normally terminate when the employee is no longer totally disabled or turns age 65, whichever occurs first. The health plans included in the DBP generally cover qualified employees who are sick or disabled and provide for the payment of a portion of the medical premiums for these individuals.

The County has determined that the liability related to long-term disability benefits is an additional OPEB obligation, which is reported as a component of the OPEB ARC in the CAFR. Following completion of the original OPEB Valuation, the County engaged Buck Consultants to prepare actuarial valuations of the long-term disability portion of its DBP as of July 1, 2009, July 1, 2011 (the "2011 LTD Valuation") and July 1, 2013 (the "2013 LTD Valuation"). In the 2013 LTD Valuation, the AAL for the County's long-term DBP was $946 million, which represents a 7.2% decrease from the $1.019 billion AAL reported in the 2011 LTD Valuation. Based on the 2013 LTD Valuation, the June 30, 2014 net OPEB obligation of $9.848 billion includes $231.5 million for long-term disability benefits. As of June 30, 2015, the County's net OPEB obligation of $11.535 billion includes $271.8 million for long-term disability benefits.

In Fiscal Years 2013-14 and 2014-15, the County made total DBP payments of $37.3 million and $39.9 million, respectively. For Fiscal Year 2015-16, the County is estimating DBP payments of $41.8 million. The annual "pay-as-you-go" DBP payments are accounted for as an offset to the County's OPEB obligation.

LITIGATION

The County is a party to numerous cases. The following are summaries of the most significant pending legal proceedings, as reported by the Office of the County Counsel. A further discussion of legal matters that directly affect the budget and the revenue generating powers of the County is provided in the Budgetary Information section of Appendix A.

Wage and Hour Cases

In 2007 and 2008, several collective action lawsuits were filed against the County by Deputy Sheriffs, the Association for Los Angeles Deputy Sheriffs ("ALADS") and the Los Angeles County Professional Peace Officers Association (the "PPOA"). In 2010, the County was able to successfully defeat the "class certification" in the PPOA lawsuit based on a recent decision from the Ninth Circuit in *Bamonte v. City of Mesa,* which held that the time police officers spend before and after their paid shifts donning and doffing their police uniforms and related protective gear is not compensable under the Federal Fair Labor Standards Act ("FLSA") as long as the officers have the option and ability to don and doff their uniform and gear off of the employer's premises. Following the *Bamonte* decision, both ALADS and PPOA filed "class action grievances" under their respective Memorandums of Understanding against the County. These collective action lawsuits and grievances seek to recover compensation for overtime related to performing pre-shift and post-shift employment activities such as preparing patrol cars, preparing reports, working through meal times and other such activities which occurred "off the clock." Taken together, the number of claimants in the collective actions exceeded 3,000, and there is the potential that the number of claimants to the class grievances may include as many as 9,000 public safety personnel. The initial PPOA class action lawsuit settled for a total of $60,000. In August 2012, a Federal court granted the County's motion with regard to most of the plaintiffs' claims in the two remaining collective actions and granted the County's motion to decertify the collective classes, which resulted in the dismissal of all of the "opt-in" plaintiffs. Following the Federal court's ruling, the plaintiffs in the ALADS case dismissed that case in its entirety, leaving the remaining PPOA case with only three remaining plaintiffs and significantly reducing the County's liability exposure. The County filed a State court action challenging the proposed proceedings involving the class grievances. The State court granted the County's petition for writ of mandate, essentially precluding the cases from proceeding as class grievances. The balance of the State litigation is still in the early stages of the legal process.

Public Safety Cases

Two lawsuits were filed against the County in 2011 and another in 2013, related to allegations that each of the plaintiffs had been falsely convicted of murder and served over twenty years in prison. The Courts subsequently ordered new trials based on new evidence. In regard to the 2011 lawsuits, one case was re-tried and the plaintiff was acquitted, and in the other case, the District Attorney decided not to retry the plaintiff. In regard to the 2013 lawsuit, the District Attorney has not yet decided if the original case will be retried. The potential liability exposure to the County is estimated to be $15 million for both lawsuits.

On December 16, 2014, the Board of Supervisors entered into a settlement agreement in the *Rosas v. Baca, et al.* lawsuit. *Rosas v. Baca, et al* was a Federal court class action lawsuit filed by the American Civil Liberties Union alleging a pattern and practice of excessive use of force in the County jails. Under the terms of the agreement, the Sheriff Department will implement various reforms recommended by the court-appointed *Rosas* Monitors. The settlement agreement requires that the Sheriff Department comply with various recommendations by specific target dates. The County continues to make progress toward compliance with these recommendations.

On June 4, 2014, the U.S. Department of Justice (the "DOJ") issued a public report alleging that systemic deficiencies related to suicide prevention and mental health care existed in the County jails, and that those deficiencies violated inmates' constitutional rights. The Sheriff's Department ("Department") and the Department of Mental Health ("DMH") have reached a proposed settlement with the DOJ concerning the DOJ's allegations that the County and Department are violating inmates' constitutional rights with respect to mental health services and suicide prevention in the County's jails ("Jails") as well as DOJ's concerns about the use of excessive force in the Jails. At this time, the cost of compliance for both this DOJ matter, and *Rosas* is still being evaluated.

Health and Social Services Cases

In February, 2014, Sutherland Health Care Solutions, a County contract provider that provides claim and billing services to the Department of Health Services was the victim of a commercial burglary in which a number of desktop computers were stolen. The burglary resulted in the breach of approximately 338,000 individual patient accounts. Four separate class action lawsuits were originally filed against the County and Sutherland Health Care Solutions: *A. Doe v. Sutherland Healthcare Solutions, et al., Harasim et al., v. County of Los Angeles, et al., Rogers, et al., v. Sutherland Healthcare Solutions, Inc. et al, and Kamon, et al, v. Sutherland Healthcare Solutions, Inc. et.al*. The Harasim plaintiff voluntarily dismissed its case, reducing the number of pending cases to three, which have been consolidated. Under the State's California Medical Information Act, the plaintiff can assert both nominal and actual damages, as well as seek attorney fees. While the plaintiffs may also assert punitive damages, the County would not be subject to payment on such claims. Nominal damages and attorney fees could exceed $700 million. Should the State exercise regulatory damages and civil penalties, those amounts could be $2,500 for each violation. The litigation is in the discovery stage. The County expects to be indemnified by Sutherland Health Care Solutions to the fullest extent possible.

On April 8, 2014, a class action lawsuit entitled *Guillory, et al. v. County of Los Angeles* was filed in the Los Angeles Superior Court alleging that the County's administration of its General Relief program has been contrary to both State and federal law. The County corrected the alleged deficiencies and negotiated a settlement in the amount of $7.9 million to be distributed to class members, as well as a fee award to class counsel in an amount not to exceed $400,000. The claims period has ended, and the County is awaiting court approval for the distribution of unclaimed funds.

Property Tax Cases

In 2008, in *Los Angeles Unified School District v. County of Los Angeles, et al.,* the school district alleged that the Auditor-Controller improperly calculated statutory pass through payments related to the Educational Revenue Augmentation Fund ("ERAF") that were payable to LAUSD under redevelopment law. The Court of Appeal reversed a trial court decision in favor of the County, and the County's petition for review was denied by the California Supreme Court. On remand in January 2012, the trial court issued a decision in favor of the County regarding calculation of the statutory payments that temporarily reduced the County's exposure. On September 7, 2012, LAUSD appealed the trial court's ruling. On June 26, 2013, the Court of Appeal reversed the trial court ruling and sided with LAUSD, holding that the statutory payments to LAUSD should have included a higher share of the ERAF revenue diverted by the "Triple Flip" and Vehicle License Fee swap legislation. The California Supreme Court denied the County's petition for review in October 2013. The Court of Appeal's decisions have resulted in higher statutory pass through payments to school districts and lower pass through payments to the County. Three other districts, Los Angeles Community College District, Montebello Unified School District, and Long Beach Unified School District, subsequently filed lawsuits with the same allegations litigated by LAUSD. The three cases were stayed until August 14, 2014 to allow for a settlement of all litigation concerning this issue. The estimated County General Fund exposure from the lawsuits by the three districts is $18 million. The estimated County General Fund exposure from the LAUSD lawsuit is $52 million. The total estimated County exposure (including separate agencies governed by the same County officials) is $80 million. The County has reserved $80 million for the expected resolution of these lawsuits. A partial settlement of the lawsuit is currently being negotiated.

In September 2011, a lawsuit entitled *City of Cerritos et al, v. State of California, et al* was filed against the State and other defendants, including the County. The lawsuit challenged the constitutionality of the redevelopment dissolution legislation (ABx1 26). If the petitioners had prevailed, the court could have retroactively reinstated redevelopment agencies and required the County to return any residual property tax revenue that it received from the Redevelopment Property Tax Trust Fund (RPTTF). The County estimated the potential liability of this case to be $789 million. The Court of Appeals rejected the plaintiffs' allegations of unconstitutionality of the legislation and sent the case back to the trial court for a final court order in favor of the State of California and all respondents. The ruling in favor of the State and the other respondents is final; the County has no liability; and the matter is not subject to further appeal.

Other Litigation

In March, 2008, a lawsuit entitled Natural Resources Defense Council, Inc., et al., v. County of Los Angeles, et al., was filed against the County and the Los Angeles County Flood Control District (the "LACFCD") under the citizen suit provision of the Federal Clean Water Act. The plaintiffs sought injunctive relief, civil penalties and attorneys' fees for alleged violations of water quality standards contained in a municipal stormwater permit. The case was bifurcated to first determine liability and then remedies. The District Court found that the County and the LACFCD had violated water quality standards in the ocean near Malibu, California. A partial summary judgment was granted to the County and LACFCD on all other claims, which plaintiffs appealed to the Ninth Circuit. After multiple appellate proceedings, the Ninth Circuit partially overturned the District Court's ruling, finding the County and LACFCD liable for water quality violations on two out of four watershed claims, and remanded the case to the District Court for further proceedings on the three total claims for which the County and LACFCD have been found to be liable.

The District Court dismissed plaintiffs' prayer for injunctive relief as moot, determined that the County is liable for 224 violations and the LACFCD for 274 violations, and set a trial date to determine an appropriate award of civil penalties and attorneys' fees. The maximum civil penalty that can be awarded for each violation ranges from $27,500 to $37,500 depending on the date of the violation. The County estimates that the maximum award of statutory penalties to be approximately $7.6 million for the County and approximately $9.2 million for the LACFCD, but that penalties would likely be significantly lower due to mitigating factors. The plaintiffs will also be entitled to substantial attorneys' fees. The plaintiffs claim the current amount of their attorneys' fees exceeds $6 million, but the County and the LACFCD are disputing that amount. The plaintiffs have filed a notice of appeal of the dismissal of the request for injunctive relief and the District Court has stayed further trial proceedings pending resolution of the appeal. Any award against the County will be paid from the County General Fund, and any award against the LACFCD will be paid from a separate fund attributable to the LACFCD.

In October 2011, Accent Builders, Inc. ("ABI"), the general contractor for the construction of the La Plaza de Cultura y Artes cultural museum project, sued the County for breach of the contract. The County cross-complained against ABI and its alter-ego and subcontractor Superior Gunite, Inc. ("SGI"), for breach of contract and violation of the False Claims Act ("FCA"). SGI was dismissed from the action on January 7, 2014, after the trial court granted ABI's and SGI's demurrer as to the FCA claim. Following a bench trial, ABI obtained a damages award of $3.738 million, plus $2.028 million in attorneys' fees, costs, and prejudgment interest, resulting in a total judgment against the County of $5.766 million. The County's earlier-filed appeal of SGI's judgment was decided in favor of the County, with the Court of Appeal ruling that the trial court erred in sustaining SGI's demurrer. The County also appealed the ABI judgment on the grounds that the trial court used the wrong measure of damages, and that the trial erroneously dismissed the County's FCA claims against ABI. ABI appealed the judgment in regards to the court's reduction, by half, of the amount of attorneys' fees, costs, and prejudgment interest sought by ABI. After the appeals were filed and before the appellate briefing commenced, the parties entered into mediation and agreed to a final payment by the County to ABI of $5.785 million, which was the judgment amount plus $18,945, with ABI giving up post-judgment interest and attorneys' fees of over $500,000. The Board of Supervisors approved the proposed settlement on October 27, 2015. Final payment of the agreed-upon sum was made on November 20, 2015.

In January, 2014, the Board of Supervisors voted to add a rooftop cross to the existing image of the San Gabriel Mission depicted on the County's official seal. The intent of the Board of Supervisors, as reflected in a motion to add the cross, was for the depiction of the San Gabriel mission on the County seal to be artistically and architecturally correct in order to accurately reflect the cultural and historical role that the Mission played in the development of the Los Angeles County region. In February 2014, the American Civil Liberties Union, on behalf of a number of plaintiffs, filed an equitable relief action entitled *Davies v. County of Los Angeles* in federal court, challenging the Board's action. The lawsuit primarily asserts that the Board's action to add a cross to the County seal violates the Establishment Clause of the United States Constitution and the California Constitution by demonstrating a preference for Christianity over all other religions and non-religions. A one-day trial was held on November 12, 2015. At the conclusion of the trial, the case was submitted and is currently awaiting a decision from the court.

Pending Litigation

There are a number of other lawsuits and claims pending against the County. Included in these are a number of property damage, personal injury and wrongful death actions seeking damages in excess of the County's insurance limits. In the opinion of the County Counsel, such suits and claims that are presently pending will not impair the ability of the County to make debt service payments or otherwise meet its outstanding lease or debt obligations.

TABLE 1: RETIREMENT PLAN UAAL AND FUNDED RATIO

(in thousands)

Actuarial Valuation Date	Market Value of Plan Assets	Actuarial Value of Plan Assets	Actuarial Accrued Liability	UAAL	Funded Ratio
06/30/2008	$38,724,671	$39,662,361	$41,975,631	$2,313,270	94.49%
06/30/2009	30,498,981	39,541,865	44,468,636	4,926,771	88.92%
06/30/2010	33,433,888	38,839,392	46,646,838	7,807,446	83.26%
06/30/2011	39,452,011	39,193,627	48,598,166	9,404,539	80.65%
06/30/2012	38,306,756	39,039,364	51,320,699	12,281,335	76.07%
06/30/2013	41,773,519	39,932,416	53,247,776	13,315,360	74.99%
06/30/2014	47,722,277	43,654,462	54,942,453	11,287,991	79.45%
06/30/2015	48,818,350	47,328,270	56,819,215	9,490,945	83.30%

Source: Milliman Actuarial Valuation (of LACERA) for June 30, 2015.

TABLE 2: INVESTMENT RETURN ON RETIREMENT PLAN ASSETS
(in thousands)

Fiscal Year	Market Value of Plan Assets	Market Rate of Return	Funded Ratio Based on Market Value
2007-08	$33,724,671	-1.5%	90.1%
2008-09	30,498,981	-18.3%	66.8%
2009-10	33,433,888	11.8%	69.9%
2010-11	39,452,011	20.4%	79.4%
2011-12	38,306,756	0.3%	73.7%
2012-13	41,773,519	12.1%	77.6%
2013-14	47,722,277	16.8%	86.0%
2014-15	48,818,350	4.3%	85.0%

Source: Milliman Actuarial Valuation (of LACERA) for June 30, 2015.

TABLE 3: COUNTY PENSION AND OPEB PAYMENTS
(in thousands)

Fiscal Year	Pension Payment to LACERA	OPEB Payment to LACERA	Pension Bonds Debt Service	Total Pension & OPEB Payments	Percent Change Year to Year
2008-09	$805,300	$365,424	$320,339	$1,491,063	-4.5%
2009-10	802,500	384,034	358,165	1,544,699	3.6%
2010-11	898,803	406,937	372,130	1,677,870	8.6%
2011-12	1,026,867	424,030	-	1,450,897	-13.5%
2012-13	1,118,514	441,062	-	1,559,576	7.5%
2013-14	1,262,754	446,979	-	1,709,733	9.6%
2014-15	1,430,462	450,202	-	1,880,664	10.0%
2015-16	1,376,490 *	507,192 *		1,883,682	0.2%

Source: Milliman Actuarial Valuations (of LACERA), Los Angeles County CAFRs and County of Los Angeles Chief Executive Office.
* Estimated

BUDGETARY INFORMATION

COUNTY BUDGET PROCESS

The County is required by California State Law to adopt a balanced budget by October 2nd of each year. The CEO of the County prepares a preliminary forecast of the County budget based on the current year budget, the State budget, and other projected revenue and expenditure trends. Expanding on this forecast, the CEO prepares a target County budget for the ensuing fiscal year, and projected resources are tentatively allocated to the various County programs and services.

The CEO normally presents the Recommended County Budget to the Board of Supervisors in April. The Board of Supervisors is required to adopt a Recommended Budget no later than June 30th. If a final County Budget is not adopted by June 30th, the appropriations approved in the Recommended Budget, with certain exceptions, become effective for the new fiscal year until the final budget is approved.

The CEO generally recommends revisions to the County Budget after adoption of the final State budget to align County expenditures with approved State funding. After conducting public hearings and deliberating on the details of the budget, the Board of Supervisors is required to adopt the Final County Budget by October 2nd of each year.

Throughout the remainder of the fiscal year, the Board of Supervisors approves various adjustments to the Final County Budget to reflect changes in appropriation requirements and funding levels. The annual revenues from the State and Federal governments are generally allocated pursuant to formulas specified in State and Federal statutes. For budgetary or other reasons, such statutes are often subject to change which may affect the level of County revenues and budgetary appropriations.

COUNTY BUDGET OVERVIEW

The County Budget is comprised of eight fund groups through which the County's resources are allocated and controlled. These groups include the General Fund and Hospital Enterprise Fund (which represents the General County Budget), Special Revenue Funds, Capital Project Special Funds, Special District Funds, Other Enterprise Funds, Internal Services Fund, and Agency Fund.

The General County Budget accounts for approximately 77.0% of the 2015-16 Final Adopted Budget and appropriates funding for programs that are provided on a mostly county-wide basis *(e.g.*, health care, welfare, and detention facilities), municipal services to the unincorporated areas not otherwise included in a special district, and certain municipal services to various cities on a contract fee-for-service basis *(e.g.*, law enforcement, planning and engineering).

Special Revenue Funds represent approximately 10.9% of the 2015-16 Final Adopted Budget, and are used to account for the allocation of revenues that are restricted to defined purposes, such as public library operations, road construction and maintenance programs, and specific automation projects.

Capital Project Special Funds account for approximately 1.3% of the 2015-16 Final Adopted Budget and provide funding for the acquisition or construction of major capital facilities that are not financed through other funding sources.

Special District Funds, which account for approximately 8.4% of the 2015-16 Final Adopted Budget, are separate legal entities funded by specific taxes and assessments. These districts provide public improvements and/or services benefiting targeted properties and residents. Special Districts are governed by the Board of Supervisors and include, among others, Flood Control, Garbage Disposal, Sewer Maintenance and Regional Park and Open Space Districts. The remaining fund groups, Other Enterprise, Internal Services and Agency Funds account for 2.4% of the 2015-16 Final Adopted Budget.

CONSTITUTIONAL PROVISIONS AFFECTING TAXES AND APPROPRIATIONS

Proposition 13

Article XIIIA of the California Constitution limits the taxing powers of California public agencies. Article XIIIA provides that the maximum ad valorem tax on real property cannot exceed 1% of the "Full Cash Value" of the property, and effectively prohibits the levying of any other ad valorem property tax except for taxes required to pay debt service on voter-approved general obligation bonds. Full Cash Value is defined as the County Assessor's valuation of real property as shown on the 1975-76 tax bill under 'full cash value' or, thereafter, the appraised value of real property when purchased, newly constructed, or a change in ownership has occurred after the 1975 assessment.

The Full Cash Value is subject to annual adjustment to reflect inflation at a rate not to exceed 2%, or a reduction as shown in the consumer price index (or comparable local data), or a decline in property value caused by damage, destruction or other factors. The foregoing limitation does not apply to ad valorem taxes or special assessments to pay the interest and redemption charges on certain types of indebtedness approved by the voters.

Article XIIIB of the California Constitution limits the amount of appropriations by local governments to "Proceeds of Taxes." The County's appropriation limit for Proceeds of Taxes for Fiscal Year 2015-16 is $20,799,777,985. The 2015-16 Adopted Budget included proceeds from taxes of $7,850,480,333, which is substantially below the statutory limit.

Proposition 62

Proposition 62, a 1986 ballot initiative that amended the California Constitution, requires voter approval of all new taxes or any increases to local taxes. A challenge to taxes subject to Proposition 62 may only be made for those taxes collected beginning one year before a claim is filed. Such a claim is a necessary prerequisite to the filing of a lawsuit against a public entity in California.

Proposition 218

Proposition 218, a 1996 ballot initiative that added Articles XIIIC and XIIID to the California Constitution, established the following requirements on all taxes and property-related assessments, fees, and charges:

- precluded special purpose districts or agencies, including school districts, from levying general taxes;
- precluded any local government from imposing, extending or increasing any general tax unless such tax is approved by a majority of the electorate;
- precluded any local government from imposing, extending or increasing any special purpose tax unless such tax is approved by two-thirds of the electorate; and
- ensured that voters may reduce or repeal local taxes, assessments, or fees through the initiative process.

An Appellate Court decision determined that Proposition 218 did not supersede Proposition 62. Consequently, voter approval alone may not be sufficient to validate the imposition of general taxes adopted, increased or extended after January 1, 1995.

Proposition 218 also expressly extends to voters the power to reduce or repeal local taxes, assessments, and fees through the initiative process, regardless of the date such charges were imposed. SB 919, the Proposition Omnibus Implementation Act, was enacted in 1997 to prescribe specific procedures and parameters for local jurisdictions to comply with Proposition 218. SB 919 states that the initiative power provided for in Proposition 218 shall not be construed to mean that any owner or beneficial owner of a municipal security, purchased before or after November 6, 1998, assumes the risk of, or in any way consents to, any action by initiative measure that constitutes an impairment of contractual rights" protected by the United States Constitution.

In the 2006 case of *Bighorn-Desert View Water Agency v. Virjil (Kelley)*, the State Supreme Court suggested that the initiative power under Proposition 218 is not free of all limitations, and could be subject to restrictions imposed by the contract clause of the United States Constitution. No assurance can be given, however, that voters in the County will not, in the future, approve an initiative that reduces or repeals local taxes, assessments, fees or charges that are deposited into the County's General Fund. In addition, "fees" and "charges" are not defined by Article XIIIC or SB 919, and the scope of the initiative power under Article XIIIC could include all sources of General Fund revenue not received from or imposed by the Federal or State government or derived from investment income.

Proposition 1A 2004

Proposition 1A 2004, approved by the voters in November 2004, amended the State Constitution by limiting the State's authority to reduce local sales tax rates or alter their method of allocation, shift property tax revenues from local governments to schools or community college districts, or decrease Vehicle License Fee ("VLF") revenues without providing replacement funding. Proposition 1A 2004 further amended the State Constitution by requiring the State to suspend State laws that create unfunded mandates in any year that the State does not fully reimburse local governments for their costs to comply with such mandates. Pursuant to Proposition 1A 2004, the State can no longer reallocate local property tax revenues without triggering a constitutional obligation to repay the local taxing agencies within three years. The State is further prohibited from reallocating local property tax revenues on more than two occasions within a ten-year period.

Proposition 26

On November 2, 2010, voters approved Proposition 26, which amended the State Constitution to expand the definition of a tax so that certain fees and charges imposed by the State and local governments will now be subject to approval by two-thirds of each house of the State Legislature or approval by local voters, as applicable. Proposition 26 requires a two-thirds approval by each house of the State Legislature to enact new laws that increase taxes on any taxpayer, and repealed State laws that were in conflict with the measure, unless they were approved again by two-thirds of each house of the State Legislature.

In terms of its direct fiscal impact on the County, Proposition 26 is likely to result in the loss of approximately $61 million in annual State tax revenue to County road districts, which are separate legal entities responsible for the operation and maintenance of streets and roads in the unincorporated areas of the County. Since the County is unlikely to backfill any reduction in State revenue to the road districts, there is no projected fiscal impact to the County General Fund. Additional effects of Proposition 26 on the future financial condition of the County are unknown at this time.

Future Initiatives

Propositions 13, 62, 218, 1A 2004 and 26 were each adopted as measures that qualified for the ballot pursuant to the State's initiative process. From time to time, other initiative measures could be adopted, further affecting County revenues or the County's ability to expend revenues.

FEDERAL AND STATE FUNDING

A significant portion of the County budget is comprised of revenues received from the Federal and State governments. As indicated in the table "Historical Appropriations by Fund" on page A-XX of this Appendix A, $4.236 billion of the $21.729 billion 2015-16 Final Adopted General County Budget is received from the Federal government and $5.543 billion is funded by the State. The remaining $11.950 billion of County revenues are generated from property taxes and a variety of other sources. The fact that 45% of General County funding is provided by the State and Federal government illustrates the County's significant reliance on outside funding sources.

Federal Budget Update

The overall Federal budget outlook for the County is positive for the remainder of Fiscal Year 2015-16 and through Fiscal Year 2016-17. The County receives most of its Federal revenue through Medicaid and Title IV-E Foster Care and Adoption Assistance, which are open-ended entitlements that do not require the enactment of Federal legislation for continued funding. Most of the County's remaining Federal revenue is received through the Temporary Assistance for Needy Families Program (CalWORKs in California), Child Support Enforcement,

`

and the Supplemental Nutrition Assistance Program (CalFresh in California), which are mandatory spending programs with funding levels that are not established through annual appropriations bills, thus providing more stable and secure sources of Federal revenue.

In addition, the County expects the risk of any significant reduction in the County's remaining Federal revenues that are received through appropriated discretionary programs to be minimal in the current session of Congress. This is especially true with the enactment of the Bipartisan Budget Act of 2015, which increased the non-defense discretionary spending cap by $25 billion in Federal Fiscal Year (FFY) 2016 and $15 billion in FFY 2017, thus resulting in an increase in the total pool of funds available for discretionary programs through which the County receives funding.

Although the County does not expect Congress to enact legislation in the current session that would significantly reduce its Federal revenue, any future legislative action in regard to Federal spending or the Affordable Care Act, and its fiscal impact to future County budgets, cannot be predicted at this time.

STATE BUDGET PROCESS

Over the past twenty-five years, the State budget has experienced broad fluctuations as the State responded to the economic recession of the early 1990's, the economic recovery later in the same decade, the 2001 recession and subsequent recovery, and the most recent economic downturn that started in 2008. With the steady improvement in the State economy since the 2008 recession and the passage of Proposition 30 in the November 2012 election, the State has experienced significant improvement to its budget stability and overall financial condition. The State's budgetary decisions in response to the changing economic environment will continue to have a significant financial and programmatic impact on counties, cities, and other local jurisdictions.

Fiscal Year 1991-92 Realignment Program

In Fiscal Year 1991-92, the State and county governments collectively developed a program realignment system (the "1991-92 Realignment Program") that removed State funding for certain health and welfare programs, and provided counties with additional flexibility to administer such programs. Under the 1991-92 Realignment Program, certain health and welfare services are funded by a 0.5% increase in sales taxes and increased vehicle license fees. Since counties receive their share of the funding for health and welfare programs under a fixed formula prescribed by State law, the flow of funds is no longer subject to the State budget process. If sales tax and vehicle license fee revenues are not realized as expected, county governments will still maintain responsibility for the management and cost of such programs.

On June 27, 2013, Governor Brown signed into law AB 85, which provides a mechanism for the State to redirect certain 1991-92 Realignment Program health care funding to social service programs. With California electing to implement a state-run Medicaid expansion pursuant to the Affordable Care Act, the State anticipates that the cost to counties for providing health care services to the indigent population will decrease as this population becomes eligible for coverage through Medi-Cal or the State-run health insurance exchange. The impact of the AB 85 legislation to the County is discussed in further detail in the Health Services Budget section

Public Safety Realignment

The approval of the Public Safety Realignment Act of 2011 (AB 109) transferred responsibility for the custody and supervision of specific low-level inmates and parolees from the California Department of Corrections and Rehabilitation to counties. Funding for AB 109 is financed by redirecting 1.0625% of State sales tax revenue and a portion of Vehicle License Fee revenues from the State to the counties. In November 2012, California voters passed Proposition 30, which created a constitutional amendment prohibiting the Legislature from reducing or removing AB 109 funding.

The Fiscal Year 2015-16 State Budget Act (the "State Budget Act") estimated AB 109 funding at $1.3 billion. The California State Association of Counties (CSAC) has submitted a recommendation to the State for a long-term funding distribution formula among the counties. Based on this formula, the County would maintain its funding allocation and receive approximately $378.6 million, which would provide sufficient funding for all County AB 109 programs. In addition, the County Board of Supervisors has authorized the use of AB 109 reserves, accumulated from prior-year unused AB 109 funding, to fund pilot programs designed to reduce recidivism and long-term incarceration costs among inmates with mental health illness and substance abuse disorders.

Redevelopment Agencies

Effective February 1, 2012, and pursuant to Assembly Bill x1 26 ("ABx1 26"), redevelopment agencies throughout the State were abolished and prohibited from engaging in future redevelopment activities. ABx1 26 requires successor agencies to take over from the former redevelopment agencies and perform the following functions:

- Continue making payments on existing legal obligations without incurring any additional debt.

- Wind down the affairs of the former redevelopment agencies and return the funds of liquidated assets to the county Auditor-Controller, who will in turn distribute these funds to the appropriate local taxing entities.

Under ABx1 26, property tax revenues are allocated to pay enforceable legal obligations, pass-through payments and eligible administrative costs. Any remaining property tax revenues, otherwise known as "residual taxes", are to be distributed as property tax revenue to the appropriate local taxing entities, including the County. Prior to their dissolution, the estimated annual tax increment to fund redevelopment agencies in the County General Fund was approximately $453 million in Fiscal Year 2009-10. In Fiscal Years 2012-13, 2013-14 and 2014-15, the County General Fund received $100.8, $118.6 million and $151.1 million of residual taxes, respectively. The 2015-16 Final Adopted Budget includes a conservative $140.0 million projection for residual tax receipts for the General Fund.

The County's direct involvement in redevelopment activities was limited to unincorporated areas of the County and to a small number of projects. The successor agency for these activities is the County's Community Development Commission. The dissolution of County related projects is not expected to have a material impact, if any, to the financial condition of the County.

2015-16 STATE BUDGET

On June 24, 2015, Governor Brown signed the 2015-16 State Budget Act, which projects a beginning fund balance surplus from Fiscal Year 2014-15 of $2.423 billion, total revenues and transfers of $115.033 billion, total expenditures of $115.369 billion, and a year-end surplus of $2.087 billion for Fiscal Year 2015-16. Of the projected year-end surplus, $971 million will be allocated to the Reserve for Liquidation of Encumbrances and $1.116 billion will be deposited to the Special Fund for Economic Uncertainties. The 2015-16 State Budget Act provides for a deposit into the State's Budget Stabilization Account (Rainy Day Fund) in the amount of $3.460 billion, which remains unchanged from the May Budget Revision.

Throughout the Fiscal Year 2015-16 State budget process from the release of the Proposed State Budget to the 2015-16 State Budget Act, total revenues and transfers increased by $1.653 billion or 1.46%, and total expenditures increased by $2.071 billion or 1.83%. The total revenues and transfers of $115.033 million in the 2015-16 State Budget Act represent a $9.545 billion, or 9.0% increase from the Fiscal Year 2014-15 State Budget Act (the "2014-15 State Budget Act"), and reflects the continued improvement in the financial condition of the State.

The 2015-16 State Budget Act is not expected to result in any loss of funding for County-administered programs, and includes a number of proposals that are favorable to the County. The State Budget Act includes the repayment of $765 million statewide in pre-2004 deferred State mandate payments owed to local governments, which will effectively payoff the State's remaining pre-2004 deferred mandate payments owed to local governments. The County's estimated share of this repayment in Fiscal Year 2015-16 is $134.7 million. The 2015-16 State Budget Act includes a base allocation for the AB 109/2011 Public Safety Realignment of $1.1 billion, which will provide sufficient funding for all County AB 109 programs. The County estimates that the 2015-16 State Budget Act will result in a $101.3 million redirection of 1991-92 Realignment Program funding from the County to the State, which remains unchanged from the May Budget Revision, but is a significant reduction from the $238.3 million redirection for Fiscal Year 2014-15. The 2015-16 State Budget Act appropriates $245.3 million of total statewide funding for the counties to conduct Medi-Cal enrollment, which represents an increase of $95.3 million from the May Budget Revision. The County is expected to receive a significant share of the statewide funding amount.

2016-17 STATE BUDGET

On January 7, 2016, Governor Brown released his Fiscal Year 2016-17 Proposed State Budget (the "Proposed State Budget"), The Proposed State Budget projects a beginning fund balance surplus from Fiscal Year 2015-16 of $5.172 billion, total revenues and transfers of $120.633 billion, total expenditures of $122.609 billion, and a year-end surplus of $3.196 billion for Fiscal Year 2016-17. Of the projected year-end surplus, $966 million will be allocated to the Reserve for Liquidation of Encumbrances and $2.230 billion will be deposited to the Special Fund for Economic Uncertainties. In accordance with the 2014-15 State Budget Act, the Proposed State Budget continues to provide for a deposit into the State's Budget Stabilization Account (Rainy Day Fund) in the amount of $8.011 billion, which represents a significant increase from the 2015-16 State Budget Act.

The Proposed State Budget includes an increase in the projected year-end surplus for Fiscal Year 2015-16 of $3.085 billion and an increase in total revenues and transfers of $5.6 billion or 4.9% from the 2015-16 State Budget Act. The total expenditures in the Proposed State Budget are projected to increase by $7.2 billion or 6.3% from the 2015-16 State Budget Act. The $8.69 billion or 7.4% increase in the total resources available to fund the higher level of expenditures in the Proposed State Budget reflects the ongoing improvement in the financial condition of the State.

Based on a preliminary review by the CEO, the Proposed State Budget is not expected to result in any loss of funding for County programs and services. The Proposed State Budget includes a statewide redirection of 1991-92 Realignment Program funding of $564.5 million from the counties to the State attributable to indigent health care savings as a result of Medi-Cal expansion. The Proposed State Budget estimates that actual statewide county savings redirected to the State in Fiscal Year 2013-14 were $151.7 million lower than projected, and that counties will be reimbursed for this amount in Fiscal year 2016-17. The Proposed State Budget also includes an increase in the base allocation for the AB 109/2011 Public Safety Realignment to $1.2 billion, which will continue to provide sufficient funding for all County AB 109 programs. The Proposed State Budget specifically notes that the Governor remains committed to working with the County to create a more collaborative State and local corrections system. The CEO, in collaboration with the Sheriff and other impacted departments, will continue to work with the State to secure additional funding for correctional facility expansion, infrastructure improvements and treatment programs for inmates.

RECENT COUNTY BUDGETS

General County Budgets have reflected a conservative approach and have sought to maintain a stable budgetary outlook in an uncertain fiscal environment. As a result of the previous economic downturn, which started to impact the budget in Fiscal Year 2008-09, the County experienced a "cyclical" budget deficit, as revenues declined and spending on safety net programs and pension-related costs increased. The economic downturn had a significant impact on the Net County Cost (NCC) budget gap, which reached a peak of $491.6 million in Fiscal Year 2010-11. NCC is the portion of the County's budget that is financed with County discretionary funding (also known as locally generated revenues).

In order to manage the budget gaps, the County used a balanced approach of curtailing departmental budgets, and using reserves and capital funding appropriations to achieve a balanced budget. To control costs, the County achieved significant savings through its efficiency initiative program, and the implementation of a hiring freeze and a freeze on non-essential services, supplies and equipment, which ended as of July 1, 2013. The County eliminated 2,735 budgeted positions from Fiscal Year 2009-10 to Fiscal Year 2011-12, and the County's employee labor groups agreed to zero cost-of-living adjustments and no salary increases for a five-year period beginning in Fiscal Year 2008-09. If the County had relied solely on curtailments, the impact to County services and its residents would have been much more severe and most likely would have resulted in the reduction of critical services and the layoff of large numbers of County employees. The measured approach to managing budgetary challenges, including the use of one-time funding sources, enabled the County to more strategically achieve balanced budgets, and maintain critical core services.

The reliability of property tax revenue is due in large part to Proposition 13, which helps insulate the County from the cyclical nature of the real estate market. Proposition 13 limits the growth of assessed valuations and allows for reassessments when a property is sold or when new construction occurs. Assessed valuation can also be adjusted for inflation or deflation. As a result of Proposition 13, there is a significant amount of "stored" home value appreciation that is not reflected on the property tax rolls, which helped to offset a significant decrease in property values during the most recent economic downturn.

To illustrate this point, average median home prices in the County declined by 48% from their peak value in August 2007 ($562,346) to a low in January 2012 ($290,015), but the net revenue-producing value of the property tax roll (the "Net Local Roll") decreased by only 0.5% and 1.9% in Fiscal Year 2009-10 and 2010-11, respectively. After the downturn and with the ongoing recovery in the real estate market, the County has experienced a steady pattern of accelerating growth in assessed valuation, with increases in the Net Local Roll of 1.4%, 2.2%, 4.7% and 5.47% in Fiscal Years 2011-12, 2012-13, 2013-14 and 2014-15, respectively.

For Fiscal Year 2015-16, the Assessor is reporting a Net Local Roll of $1.265 trillion, which represents an increase of 6.13% or $73.1 billion from Fiscal Year 2014-15. The Fiscal Year 2015-16 Net Local Roll represents the largest revenue-producing valuation in the history of the County, and the fifth consecutive year of accelerated growth in assessed valuation. The largest factors contributing to the increase in assessed valuation in Fiscal Year 2015-16 are transfers in ownership ($38.5 billion), decline-in-value restorations ($9.3 billion), and an increase in the consumer price index ($20.7 billion). For the Fiscal Year 2015-16 tax roll, the Assessor estimates that approximately 11.9% of all single-family residential parcels, 12.4% of all residential income parcels and 15.3% of commercial-industrial parcels are 1975 base-year parcels, which indicates a significant amount of stored value that can be realized on future tax rolls when these parcels are sold and re-assessed at higher values

With the downturn in the real estate market that started in 2007, the County Assessor initiated Proposition 8 reviews of 791,000 parcels. As a result of the Assessor's proactive approach to Proposition 8 reviews, the valuations of 552,000 parcels sold during the height of the real estate market were adjusted downward to reflect current market values at the time of the review. The lower valuations would insulate the County from future reductions in the Net Local Roll if these properties were re-sold at lower market values. In response to the improvement in the real estate market, and beginning with the Fiscal Year 2008-09 Assessment Roll, the Assessor began to review the 552,000 parcels to evaluate whether a reduced assessed value was still warranted under Proposition 13. Based on this review, the Assessor has fully restored approximately 356,000 parcels to their Proposition 13 base year value, with 196,000 parcels still eligible for potential restorations in value.

FISCAL YEAR 2014-15 FINAL ADOPTED BUDGET

The Fiscal Year 2014-15 Final Adopted Budget (the 2014-15 Final Adopted Budget), which was approved on September 30, 2014, appropriated $27.141 billion, which reflected a $1.042 billion or 4.0% increase in total funding requirements from Fiscal Year 2013-14. The General County Budget (General Fund and Hospital Enterprise Fund) appropriated $20.948 billion, which represented a $938.6 million or 4.7% increase from Fiscal Year 2013-14. The 2014-15 Final Adopted Budget appropriated $6.193 billion for Special Funds/District, reflecting a $103.6 million or 1.7% decrease from Fiscal Year 2013-14.

The primary changes to the NCC component of the 2014-15 Final Adopted Budget are outlined in the following table.

Fiscal Year 2014-15 NCC Budget Changes

2013-14 One-Time Budget Solutions	$ (8,798,000)
Unavoidable Cost Increases	
Health Insurance Subsidy	(30,474,000)
Pension Costs	(79,172,000)
Employee Salary Increases	(82,156,000)
Deferred Compensation Cap Increase	(8,100,000)
Various Cost Increases	(8,628,000)
Program Changes	
Sheriff Jail Violence Recommendations	(38,142,000)
Sheriff Restore Curtailments	(18,000,000)
Mental Health Inpatient Beds - COLA	(6,321,000)
Psychiatric Emergency Services	(5,438,000)
Various Assistance Cost Increases	(4,877,000)
Sheriff Unincorporated Patrol	(12,031,000)
Mental Health Services in County Jails	(10,000,000)
Enhanced Unincorporated Area Services	(9,073,000)
All Other Program Changes	(43,473,000)
Revenue Changes	
Property Taxes	254,032,000
Property Taxes - Supplemental Appointment	(19,000,000)
Property Taxes - CRA Dissolution Residual	75,000,000
Realignment Sales Tax	35,471,000
Public Safety Sales Tax	31,681,000
Registrar-Recorder Revenue Shortfall	(13,181,000)
Various Revenue Changes	680,000
Total Projected Budget Gap	$ -

Unavoidable Cost Increases

The primary drivers of unavoidable cost increases were directly related to salaries and employee benefits. For the first time since August 2008 for safety employees, and January 2009 for all other employees, the County approved salary increases. Over the previous five-year period, employee labor groups actively partnered with the County by agreeing to zero salary increases, which played a critical role in enabling the County to emerge from the economic downturn in a stable financial condition. The Board of Supervisors approved 6% salary increases with nearly all of its collective bargaining units, which were reflected in the higher expenditures for employee salaries in the Fiscal Year 2013-14 and 2014-15 Final Adopted Budgets. In addition to employee salaries, the County also experienced cost increases for employee health insurance premiums.

The increase in the County's retirement contribution expenditures was primarily due to the actuarial investment losses sustained by LACERA in Fiscal Years 2008-09 and

2011-12, and the reductions in the assumed investment rates of return. The impact of the actuarial investment losses sustained in Fiscal Year 2008-09 were fully recognized and accounted for by the end of Fiscal Year 2014-15.

Program Changes

On June 4, 2014, the Federal Department of Justice (DOJ) issued a report, which concluded that the County was out of compliance with the terms of a 2002 MOA regarding the provision of mental health services in County Jails. The DOJ asserted that the MOA has been ineffective in achieving compliance and that a court-enforceable settlement agreement should now be substituted for the 2002 MOA. The DOJ report identified 53 remedial measures to address deficient mental health services and suicide prevention issues. The DOJ expects the Sheriff's Department and the Department of Mental Health (DMH) to address the remedial measures through the court-enforceable agreement.

Based on preliminary estimates, the multi-year budget impact to achieve full compliance with some of the remedial measures is $48.0 million. The Fiscal Year 2014-15 Final Adopted Budget included $20.0 million to fund implementation of the remedial measures.

Revenue Increases

As a result of improving economic conditions, the County's primary revenue sources experienced continued growth in Fiscal Year 2014-15, including increases in a variety of locally generated revenue along with an increase in statewide sales tax revenue. As noted above, the Assessor reported a 5.47% increase in the total revenue-producing valuation in the Fiscal Year 2014-15 Assessment Roll. The increase in assessed valuation provided the basis for the $254.0 million projected increase in property tax revenue in the 2014-15 Final Adopted Budget. The increase in property tax revenue was partially offset by an estimated $19.0 million reduction in supplemental property taxes due to a change in the supplemental apportionment factor. In addition to the projected growth in property tax revenue, the County included an additional $75 million revenue increase from the property tax residual in Fiscal Year 2014-15 as a result of the redevelopment agency dissolution.

Based on recent trends, and a survey of local economic forecasts, the County assumed a 4.0% growth factor in its overall sales tax projection for the 2014-15 Final Adopted Budget. Based on the 4% growth rate, the County projected a $67.2 million increase in Proposition 172 Sales Tax and Realignment Sales Tax in Fiscal Year 2014-15.

The increase in property tax and sales tax revenue was partially offset by a $13.2 million reduction in recording fee revenue, as the Registrar-Recorder/County Clerk experienced a significant drop in a variety of recording filings and a $10.6 million reduction in the utility user tax.

FISCAL YEAR 2015-16 FINAL ADOPTED BUDGET

The Fiscal Year 2015-16 Final Adopted Budget was approved by the Board of Supervisors on September 29, 2015. The 2015-16 Final Adopted Budget appropriates $28.195 billion, which reflects a $1.054 billion or 3.9% increase in total funding requirements from the Fiscal Year 2014-15 Final Adopted Budget. The General County Budget (General Fund and Hospital Enterprise Fund) appropriates $21.729 billion, which represents a $781 million or 3.7% increase from the Fiscal Year 2014-15 Final Adopted Budget. The 2015-16 Final Adopted Budget appropriates $6.466 billion for Special Funds/District, reflecting a $273 million or 4.4% increase from the Fiscal Year 2014-15 Final Adopted Budget.

The primary changes to the NCC component of the 2015-16 Final Adopted Budget are outlined in the following table.

Fiscal Year 2015-16 NCC Budget Changes

Public Assistance Changes	$ (2,928,000)
Unavoidable Cost Increases	
Health Insurance Subsidy	29,667,000
Pension Costs	(42,399,000)
Employee Salaries	165,907,000
Prefund Retiree Healthcare Benefits	10,000,000
Various Cost Changes	(190,000)
Program Changes	
Rosas Settlement	64,470,000
Mental Health Services in County Jails	23,456,000
County Jails ADA Settlement	1,208,000
Sheriff DOJ AV Settlement	2,251,000
Sheriff Special Victims Bureau	2,203,000
Sheriff Citizens Commission on Jail Violence	4,227,000
Diversion - Inmate Treatment Program	10,000,000
Curtailment Restoration	7,434,000
All Other Program Changes	19,658,000
Fiscal Policies	
Appropriation for Contingency	15,919,000
Deferred Maintenance	5,000,000
Total Net County Cost Increases	**315,883,000**
Revenue Changes	
Property Taxes	273,892,000
Property Taxes - CRA Dissolution Residual	25,000,000
Public Safety Sales Tax	17,742,000
Various Revenue Changes	(751,000)
Total Locally Generated Revenues	**315,883,000**
Total Projected Budget Gap	$ -

Public Assistance Changes

With the decline in the unemployment rate in the County and the improving local economy, the number of residents seeking General Relief aid has declined, which has helped reduce the overall cost of providing public assistance by $14.8 million. The decrease will be partially offset by an $11.9 million increase in wages for In-Home Supportive Services workers.

Unavoidable Cost Increases

Salaries and Employee Benefits - Unavoidable cost increases are primarily the result of previously approved salaries and employee benefits increases as well as salary and employee benefits increases that were approved subsequent to the adoption of the 2015-16 Final Adopted Budget. The County has successfully completed contract negotiations with all but five (5) collective bargaining units. The labor agreements provide for a 10% increase over three (3) years along with various market-based inequity adjustments that were negotiated in support of recruitment and retention efforts and certain differentials or special pay practices that were adjusted or newly established.

Prefund Retiree Healthcare Benefits – This expenditure adds $10.0 million in NCC, which will be supplemented by a projected $14.0 million of subvention revenue received from Federal, State and other local government entities. The total projected contribution of $24 million is the first step in a multi-year plan approved by the Board of Supervisors on June 22, 2015 that is expected to incrementally increase the prefunding of retiree healthcare benefits on an annual basis.

Program Changes

County Jails Excessive Use of Force – This expenditure reflects $64.5 million in ongoing funding and $10.5 million in one-time funding, for a total of $75.0 million to be set aside in the Provisional Financing Uses (PFU) budget to address allegations of excessive use of force in the jails. In January 2012, the American Civil Liberties Union (ACLU) filed the Alex Rosas Federal court class action lawsuit alleging a pattern and practice of excessive use of force in the County jails. The settlement agreement presented to the Board of Supervisors on December 16, 2014, requires the Sheriff's Department to implement various reforms recommended by the court-appointed Rosas Monitors. On October 14, 2014, the Monitors submitted to the Court their final Implementation Plan containing their recommendations for reforms in the jails. The Implementation Plan delineates 21 areas of proposed reforms with a total of 106 recommendations, many of which expand upon those of the Citizens' Commission on Jail Violence and have already been implemented. The settlement agreement requires that the Sheriff's Department achieve specific compliance objectives related to the Implementation Plan by June 30, 2015, December 31, 2015 and December 31, 2016. The CEO will continue to work with the Sheriff's Department to determine the level of resources that are required in order to achieve full compliance with the Rosas settlement.

County Jails Mental Health Needs – This expenditure adds $23.5 million in ongoing funding to the PFU budget. This amount, along with $10.0 million in ongoing funding included in the 2014-15 Final Adopted Budget, brings the total ongoing funding amount to $33.5 million for mental health issues at County jails. The Sheriff and DMH are continuing to identify priorities and develop action plans to address the 53 remedial measures outlined in the June 4, 2014 DOJ report, some of which will require additional funding and staff to address certain recommendations.

Comprehensive Diversion Inmate Treatment Program – Supplements $20.0 million in one-time funding in the PFU budget unit with $10.0 million of ongoing funding for this program. The funding is being set aside in anticipation of the District Attorney's report on a Comprehensive Criminal Justice Mental Health Plan.

Fiscal Policies

County budget policies require the establishment of a Rainy Day Fund as a hedge against future economic uncertainties, with a target funding amount equivalent to 10% of locally generated revenues. The current balance of the Rainy Day Fund is $337.7 million. On June 30, 2015, the County received $109.4 million from the State for pre-2004 deferred State mandate payments owed to local governments. An additional interest payment of approximately $25.9 million related to the deferred mandates is expected in Fiscal Year 2015-16. In August 2015, the CEO recommended that the Board of Supervisors approve a supplemental deposit to the Rainy Day Fund in the amount of $50 million, which was funded with the pre-2004 deferred mandate payment received from the State.

On September 30, 2014, the County updated its budget policies to require that between 5% to 10% of new ongoing discretionary revenues be set aside during the budget process in the Appropriation for Contingency as a hedge against unforeseen budget issues that may occur during any fiscal year. As part of the 2015-16 Adopted Budget, $15.9 million was set aside in the Appropriation for Contingency, which reflects 5% of discretionary revenues. In addition, the revised budget policies required that $5.0 million be allocated for deferred maintenance needs as part of the annual Recommended Budget.

Revenue Changes

As a result of improving economic conditions, the County's primary revenue sources are expected to show continued growth in Fiscal Year 2015-16. The County is also forecasting a $25.0 million increase in property tax residual from the dissolution of redevelopment agencies.

The County is forecasting increases in a variety of locally generated revenues along with increases in statewide sales tax revenues. The County Assessor is reporting a 6.13% increase in the Net Local Roll for Fiscal Year 2015-16, which provides the basis for the $273.9 million of additional property tax revenue included in the 2015-16 Final Adopted Budget.

Based on current trends and a survey of local economic forecasts, the County has assumed a 5% growth factor in its overall sales tax projection for the 2015-16 Adopted Budget. Based on the 5% growth rate, the County is projecting a $27.9 million increase in Proposition 172 Sales Tax in Fiscal Year 2015-16.

HEALTH SERVICES BUDGET

The Department of Health Services ("DHS") provides vital inpatient acute care through four hospitals: LAC+USC Medical Center, Harbor-UCLA Medical Center, Olive View-UCLA Medical Center and Rancho Los Amigos National Rehabilitation Center. Two of the hospitals, LAC+USC Medical Center and Harbor-UCLA Medical Center, operate trauma centers and emergency rooms; Olive View-UCLA Medical Center provides emergency room services; and Rancho Los Amigos National Rehabilitation Center operates as an acute rehabilitation facility. Outpatient services are provided at all four hospitals as well as multiple other facilities, including one outpatient center, one regional health center, six comprehensive health centers, eleven community health centers, and over 100 contracted Community Partner clinics located throughout the County. DHS also manages the emergency medical services system for the entire County. In collaboration with the University of Southern California and the University of California at Los Angeles, the County provides training for approximately 1,000 physician residents on an annual basis.

As a safety net provider, the County is the medical provider of last resort for millions of indigent County residents. Historically, the cost of providing health services exceeded the combined total of DHS revenues and the annual subsidies from the

County General Fund, which resulted in an ongoing structural deficit for DHS. By developing new revenue sources, implementing efficiencies and hiring freezes, and using one-time reserve funds, DHS has been able to cover its prior years' structural deficits.

The improvement in the DHS fiscal outlook from prior years is primarily due to the five-year Section 1115 Hospital Financing Waiver (the "Waiver"), which became effective in November 2010, and the implementation of the Affordable Care Act (the "ACA"), effective January 1, 2014. As a result of the ACA implementation, DHS has experienced a significant reduction in the number of uninsured patients, providing an overall fiscal benefit. Since the ACA has resulted in an expanded revenue base for DHS, the budgetary pressures on DHS have been significantly reduced. Furthermore, as explained below, Assembly Bill (AB) 85 establishes a sum certain for the maintenance of effort ("MOE") requirement for the County's contribution to DHS, as well as providing additional revenue sources.

Section 1115 Hospital Financing Waiver

The Centers for Medicare and Medicaid Services ("CMS") approved the Waiver (the "Waiver") for public hospitals in California, effective November 1, 2010, which provided partial funding for uncompensated care and a new funding source for system improvements at public hospitals through the Delivery System Reform Incentive Pool. In addition, the Waiver permited the federal government to waive certain Medicaid (referred to as Medi-Cal in California) statutory requirements and allows California to receive Federal matching funds for Medi-Cal services that would otherwise not be eligible for Federal funding, thus further enhancing DHS revenues.

Renewal of Section 1115 Hospital Financing Waiver

The current Waiver, which was set to expire on October 31, 2015, was renewed for an additional two-month period through December 31, 2015, pending the outcome of ongoing negotiations between the State and CMS for a renewal of the Waiver. On December 30, 2015, CMS approved the State's Waiver renewal for a five-year period commencing January 1, 2016 through December 31, 2020. The new Waiver includes $6.2 billion of initial Federal funding to support programs for Medi-Cal beneficiaries and uninsured patients in California. Although the County is currently in the process of evaluating the specific budgetary impact of the new Waiver, it is not expected to have a material adverse effect on the financial condition of DHS and the County.

Affordable Care Act

The ACA provided the framework for the Waiver by allowing an early implementation of some of the law's coverage expansion provisions. The ACA's Medicaid Coverage Expansion ("MCE") program provides Medi-Cal coverage for citizens or legal residents, and uninsured adults (ages 19-64) with incomes at or below 138% of the Federal poverty level. The Waiver included the Low Income Health Program ("LIHP") that implemented the MCE program prior to January 2014. The LIHP was known as Healthy Way LA ("HWLA") in Los Angeles County and provided for early enrollment for many uninsured DHS patients. As the Affordable Care Act became effective on January 1, 2014, HWLA enrollees were automatically transitioned to coverage under the MCE program. HWLA and the MCE have significantly improved DHS' payer mix and provided additional revenues as previously uninsured patients have transitioned to Medi-Cal coverage.

Assembly Bill 85

Based on the implementation of the ACA and the expected reduction in the number of uninsured patients, the State proposed a restructuring of its relationship to the counties in terms of the State's funding of health care and human services programs that have been in place since the 1991-92 Realignment Program. Negotiations between the State and the counties regarding the State's proposed reductions ultimately resulted in the enactment of AB 85 (amended by SB 98). This legislation details the methodology that will be used to determine the amount of realignment revenue that will be "redirected" from the County's Realignment Revenue Health Subaccount to the County's Family Support Subaccount, which benefits social services programs. The County was able to negotiate its own agreement with the State and a formula that is different than that of the other counties in the State.

The County's unique formula takes into account the entire DHS budget and includes cost caps, revenue requirements, specific sharing ratios, and a County MOE. A mathematical formula will be used to determine whether there are "excess" funds available for "redirection" of 1991-92 Realignment Program revenue back to the State. The amount of revenue redirection will be reconciled to the formula two years after the close of each respective fiscal year. If there are "excess" funds resulting from the formula calculation, the sharing ratio for the excess amount of health care realignment revenue in Fiscal Year 2013-14 is 70% State and 30% County. For Fiscal Year 2014-15 and forward, the sharing ratio will be 80% State and 20% County.

As a result of AB 85, the State redirected $87.5 million of 1991-92 Realignment Program revenue from the County for Fiscal Year 2013-14, $238.3 million for Fiscal Year 2014-15, and $101.3 million for Fiscal Year 2015-16. DHS believes that the State has overestimated the amount of excess funds available for redirection, which will be subject to future adjustments upon final reconciliation two-years after the close of the fiscal year.

In addition, AB 85 established an MOE funding requirement for the County's General Fund contribution in the amount of $323.0 million, which the County is currently meeting. The MOE funding requirement is based on Fiscal Year 2012-13 funding levels and will increase by one percent each subsequent fiscal year. The MOE is expected to provide a stable and ongoing source of funding for DHS from the County General Fund.

DHS Reserve Funds

In Fiscal Year 2014-15, DHS closed the year with a budgetary surplus of $161.2 million. The State will audit Fiscal Year 2013-14 AB 85 redirected amounts by June 30, 2016, and any excess funds that are owed to DHS will be recorded upon completion of the audit. The surplus funds are maintained in a reserve account and are available to fund DHS operations in the future, as needed.

General Fund Contributions

The NCC contribution to DHS peaked in Fiscal Year 2007-08 at 18.2% of the total DHS budget, and has declined steadily thereafter. The decrease in the NCC contribution is a direct result of enhanced revenue streams, improved patient demographics, and more efficient hospital operations. In Fiscal Year 2015-16, the County General Fund is expected to contribute $635.5 million of NCC, which includes $265.5 million in VLF revenue, to DHS in support of its health care operations. In relation to the overall DHS budget, the projected County contribution in Fiscal Year 2015-16 represents 15.5% of total DHS net appropriations.

General Fund Advances and Cash Flow

The County maintains separate Enterprise Funds to account for hospital and ambulatory care services in various regions of the County, commonly referred to as the Hospital Funds. The County's General Fund provides cash advances to each of the Hospital Funds to provide for the net cash flow requirements of the hospitals. On a daily basis, the County reviews the cash inflows and outflows of the Hospital Funds and adjusts the amount of advances in a manner designed to provide the Hospital Funds with a minimal daily cash position of approximately $10.0 million.

The Federal and State governments are the primary sources of revenue for the Hospital Funds. The Hospital Funds typically receive cash reimbursement several months after the County has delivered and paid for services. As of December 31, 2015, the balance of General Fund cash advances to the Hospital Funds was approximately $543.5 million.

In addition to the funding sources described above, the County's General Fund has also advanced cash to the Hospital Funds for certain long-term receivables that are owed by the State to the hospitals. The receivables are associated with the Cost Based Reimbursement Clinics ("CBRC") program. Although the CBRC receivables are reliable assets, the collection process is contingent upon annual audits by the State. The last audit completed by the State was for Fiscal Year 2010-11. As of June 30, 2015, the overall receivable balance was $155.1 million. The County has recognized an equivalent reserve against the fund balance associated with the CBRC receivable, since it is not currently available to fund the County's budgetary requirements. The CBRC receivable balance for Fiscal Year 2015-16 will be determined during the fiscal year-end closing process.

Martin Luther King Jr. Hospital

The County-operated Martin Luther King, Jr. Hospital (the "MLK Hospital") was closed in 2007 and converted to a Multi-Service Ambulatory Care Center. Since the closing of the previous MLK Hospital, the County and the University of California (the "UC") established an independent, non-profit 501(c)(3) entity to operate a new hospital at the previous MLK Hospital site. A seven-member MLK Hospital Board of Directors was appointed by the County and the UC in August 2010 to oversee MLK-LA Healthcare, the new 501(c)(3) private, non-profit MLK Hospital. The new 131-bed MLK Hospital will serve as a safety-net community hospital providing services to a high volume of Medi-Cal and uninsured patients from the surrounding community. The MLK-LA Hospital completed licensing activities and began treating patients in July 2015.

To assist with the opening of the MLK Hospital, the County has provided MLK-LA with $50.0 million of coordination start-up funds, $39.1 million of grant funding, and $82 million of long-term loan funding, which includes a 30-year loan in the amount of $50 million, a 10-year revolving line of credit in the amount of $20 million, and a 2-year loan in the amount of $12 million. On January 5, 2016, the Board of Supervisors approved an additional short-term revolving loan in the amount of $40 million to assist MLK-LA with post-hospital opening expenses. The short-term revolving loan is due and payable to the County by June 30, 2016. In addition, the Department of Health Services has committed to make ongoing annual payments of $18 million for indigent care support, and $50.0 million of intergovernmental transfers for the benefit of the new MLK Hospital.

For use of the County-owned hospital facility, MLK-LA Healthcare will make annual lease payments to the County in the amount of $18.0 million. The County has initially financed the construction of the MLK Hospital with $284.3 million of short-term lease-revenue notes, which are currently outstanding. The County intends to refinance the MLK Hospital and redeem the short-term notes with proceeds from the issuance of long-term lease-revenue bonds in March 2016.

Tobacco Settlement Revenue

In November 1998, the attorneys general of 46 states (including the State of California) and other territories reached agreement with the then four largest United States tobacco manufacturers to settle more than forty pending lawsuits brought by these public entities. The Master Settlement Agreement (the "MSA") requires the tobacco companies to make payments to the states in perpetuity, with the payments totaling an estimated $206 billion through 2025. California will receive 12.76%, or approximately $25.0 billion of the total settlement. In accordance with the terms of the MSA, the annual TSRs are subject to numerous adjustments, offsets and recalculation. While the County's share of the State settlement was initially expected to average approximately $100 million per year, the actual amount of Tobacco Settlement Revenues ("TSRs") received by the County has fluctuated significantly from year to year. Factors that impact the annual payments to the State include actions of the Federal government, overall declines in smoking participation rates, reduction in cigarette sales and declining market share among the participating manufacturers in the MSA, lawsuits, tobacco company bankruptcies, and various adjustments under the terms of the MSA.

In February 2006, the County issued $319.8 million in tax-exempt Tobacco Settlement Asset-Backed Bonds (the "Tobacco Bonds"). The Tobacco Bonds are secured and payable from 25.9% of the County's TSRs beginning in 2011, which represented the initial year for the payment of debt service on the Tobacco Bonds. The proceeds from the sale of the Tobacco Bonds were used to finance a portion of the construction costs related to the LAC+USC Medical Center, as well as to partially insure against the risk of a significant reduction of the County's ongoing TSRs as a result of the various factors described above. The use of this fixed percentage of TSRs as security for the repayment of the Tobacco Bonds is not expected to materially impact the DHS programs that rely on such revenues for funding.

To date there have been multiple legal challenges to the MSA under a variety of claims, including claims on anti-trust and Commerce Clause grounds. None of these lawsuits has been successful or resulted in the termination of the original agreement. However, previous actions by certain participating manufacturers have reduced the settlement funding received by

`

the State and may adversely impact future payments. Specifically, a portion of the settlement payments were withheld or made under protest. In March 2013, an arbitrated settlement among certain MSA participants (including California), which included a new method for calculating future payment adjustments, resolved the status of the disputed payments from 2003 to 2012. However, given the terms of the MSA, the fiscal impact to the County of future protests and payment adjustments to the MSA cannot be predicted at this time.

Neither the MSA nor the Memorandum of Understanding restricts the use of the County's settlement funds to any specific purpose. Proceeds received by the County from the settlement have been deposited in the County's General Fund and unused amounts have been set aside as obligated fund balance Committed for Health Services-Tobacco Settlement. In Fiscal Year 2014-15, the County received $63.4 million in TSRs from the participating manufacturers. The distribution of TSRs to the County are net of the 25.9% of TSRs pledged for the repayment of the Tobacco Bonds, which have been deposited with a trustee for the payment of debt service on the Tobacco Bonds. As of June 30, 2015, the County has received approximately $1.600 billion in TSRs and accrued interest, with approximately $1.554 billion of the collected proceeds disbursed, and $46.2 million remaining in reserves and available for future appropriations. While DHS has identified programmatic uses for projected ongoing TSRs, it continues to develop plans to use the funds currently in reserve, primarily for one-time uses that will help improve the operational efficiency of the health system.

BUDGET TABLES

The 2015-16 Final Adopted Budget is supported by $4.766 billion in property taxes, $4.236 billion in Federal funding, $5.543 billion in State funding, $283 million in cancelled obligated fund balance, $1.750 billion in Fund Balance and $5.151 billion from other funding sources.

The tables on the following pages provide historical detail on General County budget appropriations, along with a summary and comparison of the 2015-16 Final Adopted Budget with the 2014-15 Final Adopted Budget.

County of Los Angeles: General County Budget
Historical Appropriations by Fund
(in thousands)

Fund	Final 2011-12	Final 2012-13	Final 2013-14	Final 2014-15	Final 2015-16
General Fund	$ 16,229,826	$ 16,750,817	$ 17,206,258	$ 17,782,636	$ 18,532,749
Hospital Enterprise Fund	2,268,712	2,592,117	2,803,170	3,165,359	3,195,948
Total General County Budget	$ 18,498,538	$ 19,342,934	$ 20,009,428	$ 20,947,995	$ 21,728,697

County of Los Angeles: General County Budget
Historical Funding Requirements and Revenue Sources

	Final 2011-12	Final 2012-13	Final 2013-14	Final 2014-15	Final 2015-16
Requirements					
Social Services	$ 5,539,798	$ 5,572,820	$ 5,846,911	$ 6,206,407	$ 6,446,374
Health	5,600,822	5,952,459	6,208,232	6,373,399	6,590,413
Justice	4,697,762	4,985,441	5,146,062	5,442,540	5,674,407
Other	2,660,156	2,832,214	2,808,223	2,925,649	3,017,503
Total	**$ 18,498,538**	**$ 19,342,934**	**$ 20,009,428**	**$ 20,947,995**	**$ 21,728,697**
Revenue Sources					
Property Taxes	$ 3,750,746	$ 3,814,906	$ 4,177,683	$ 4,467,240	$ 4,765,596
State Assistance	4,670,351	5,168,427	5,024,219	5,366,757	5,542,998
Federal Assistance	4,712,400	5,008,928	4,342,123	4,184,128	4,236,481
Other	5,365,041	5,350,673	6,465,403	6,929,870	7,183,622
Total	**$ 18,498,538**	**$ 19,342,934**	**$ 20,009,428**	**$ 20,947,995**	**$ 21,728,697**

County of Los Angeles: General County Budget
Historical Summary of Funding Requirements by Budgetary Object and Available Financing
(in thousands)

	Final 2011-12	Final 2012-13	Final 2013-14	Final 2014-15	Final 2015-16
Financing Requirements					
Salaries & Employee Benefits	$ 8,895,017	$ 9,322,969	$ 9,671,291	$ 10,353,404	$ 10,988,705
Services & Supplies	6,706,121	6,869,576	7,138,148	7,362,617	7,696,979
Other Charges	3,621,050	3,734,605	3,901,664	4,082,120	3,878,926
Capital Assets	890,217	1,025,119	982,969	946,383	864,488
Other Financing Uses	640,310	615,357	619,569	263,903	595,100
Appropriations for Contingencies	-	-	-	5,000	15,919
Interbudget Transfers[1]	(1,419,532)	(1,476,794)	(1,417,786)	(1,054,758)	(1,411,193)
Gross Appropriation	$ 19,333,183	$ 20,090,832	$ 20,895,855	$ 21,958,669	$ 22,628,924
Less: Intrafund Transfers	975,236	942,276	944,775	990,638	1,008,980
Net Appropriation	$ 18,357,947	$ 19,148,556	$ 19,951,080	$ 20,968,031	$ 21,619,944
Provision for Obligated Fund Balance					
General Reserve	$ -	$ -	$ -	$ -	$ -
Assigned for Rainy Day Funds	-	10,000	35,033	24,274	31,414
Committed Fund Balance	140,591	184,378	23,315	(44,310)	77,339
Total Financing Requirements	**$ 18,498,538**	**$ 19,342,934**	**$ 20,009,428**	**$ 20,947,995**	**$ 21,728,697**
Available Financing					
Fund Balance	$ 1,601,571	$ 1,565,502	$ 1,497,581	$ 1,566,263	$ 1,750,126
Cancel Provision for Obligated Fund Balance	271,027	208,484	239,852	143,419	282,930
Property Taxes: Regular Roll	3,709,801	3,778,085	4,123,069	4,414,842	5,705,966
Supplemental Roll	40,945	36,821	54,614	52,398	59,630
Revenue	12,875,194	13,754,042	14,094,312	14,771,073	13,930,045
Total Available Financing	**$ 18,498,538**	**$ 19,342,934**	**$ 20,009,428**	**$ 20,947,995**	**$ 21,728,697**

[1] This amount includes certain non-program expenditures and revenues that are included in the budget for accounting purposes. Failure to exclude such amounts, totaling $1.4 billion in 2015-16, from the above table would give the impression that there are more resources than are actually

Source: Chief Executive Office

COUNTY OF LOS ANGELES
GENERAL COUNTY BUDGET
COMPARISON OF 2014-15 TO 2015-16 FINAL ADOPTED BUDGET
Net Appropriation: By Function
(In thousands)

Function	2014-15 Adopted [1]	2015-16 Adopted [2]	Difference	Percentage Difference
REQUIREMENTS				
General				
General Government	$ 957,997.0	$ 1,127,634.0	$ 169,637.0	17.71%
General Services	831,769.0	839,057.0	7,288.0	0.88%
Public Buildings	985,554.0	776,418.0	(209,136.0)	-21.22%
Total General	$ 2,775,320.0	$ 2,743,109.0	$ (32,211.0)	-1.16%
Public Protection				
Justice	$ 5,088,427.0	$ 5,334,342.0	$ 245,915.0	4.83%
Other Public Protection	224,896.0	192,298.0	(32,598.0)	-14.49%
Total Public Protection	$ 5,313,323.0	$ 5,526,640.0	$ 213,317.0	4.01%
Health and Sanitation	6,369,735.0	6,586,249.0	216,514.0	3.40%
Public Assistance	6,102,852.0	6,330,105.0	227,253.0	3.72%
Recreation and Cultural Services	334,441.0	344,762.0	10,321.0	3.09%
Insurance and Loss Reserve	67,360.0	73,160.0	5,800.0	8.61%
Provision for Obligated Fund Balance	(20,036.0)	108,753.0	128,789.0	-642.79%
Appropriations for Contingencies	5,000.0	15,919.0	10,919.0	218.38%
Total Requirements	**$ 20,947,995.0**	**$ 21,728,697.0**	**$ 780,702.0**	**3.73%**
AVAILABLE FUNDS				
Property Taxes	$ 4,467,240.0	$ 4,765,596.0	$ 298,356.0	6.68%
Fund Balance	1,566,263.0	1,750,126.0	183,863.0	11.74%
Cancelled Prior-Year Reserves	143,419.0	282,930.0	139,511.0	97.28%
Intergovernmental Revenues				
State Revenues				
In-Lieu Taxes	$ 262,465.0	$ 335,042.0	$ 72,577.0	27.65%
Homeowners' Exemption	20,500.0	19,000.0	(1,500.0)	-7.32%
Public Assistance Subventions	989,506.0	807,966.0	(181,540.0)	-18.35%
Other Public Assistance	1,779,457.0	1,998,418.0	218,961.0	12.30%
Public Protection	1,186,553.0	1,206,729.0	20,176.0	1.70%
Health and Mental Health	958,162.0	1,040,118.0	81,956.0	8.55%
Capital Projects	137,193.0	102,617.0	(34,576.0)	-25.20%
Other State Revenues	32,921.0	33,108.0	187.0	0.57%
Total State Revenues	$ 5,366,757.0	$ 5,542,998.0	$ 176,241.0	3.28%
Federal Revenues				
Public Assistance Subventions	$ 2,430,816.0	$ 2,637,251.0	$ 206,435.0	8.49%
Other Public Assistance	227,827.0	196,319.0	(31,508.0)	-13.83%
Public Protection	219,627.0	120,524.0	(99,103.0)	-45.12%
Health and Mental Health	1,259,156.0	1,241,398.0	(17,758.0)	-1.41%
Capital Projects	1,336.0	917.0	(419.0)	-31.36%
Other Federal Revenues	45,366.0	40,072.0	(5,294.0)	-11.67%
Total Federal Revenues	$ 4,184,128.0	$ 4,236,481.0	$ 52,353.0	1.25%
Other Governmental Agencies	25,860.0	39,252.0	13,392.0	51.79%
Total Intergovenmental Revenues	$ 9,576,745.0	$ 9,818,731.0	$ 241,986.0	
Fines, Forfeitures and Penalties	214,981.0	218,396.0	3,415.0	1.59%
Licenses, Permits and Franchises	48,431.0	53,760.0	5,329.0	11.00%
Charges for Services	3,981,588.0	3,540,706.0	(440,882.0)	-11.07%
Other Taxes	194,726.0	209,479.0	14,753.0	7.58%
Use of Money and Property	126,401.0	159,529.0	33,128.0	26.21%
Miscellaneous Revenues	439,612.0	636,618.0	197,006.0	44.81%
Operating Contribution from General Fund	188,589.0	292,826.0	104,237.0	55.27%
Total Available Funds	**$ 20,947,995.0**	**$ 21,728,697.0**	**$ 780,702.0**	**3.73%**

(1) Reflects the 2014-15 Final Adopted General County Budget approved by the Board of Supervisors on September 30, 2014
(2) Reflects the 2015-16 Final Adopted General County Budget approved by the Board of Supervisors on September 29, 2015

COUNTY OF LOS ANGELES
FINAL ADOPTED BUDGET 2014-15 GENERAL COUNTY BUDGET (1)
Net Appropriation: By Fund and Function
(In thousands)

Function	General Fund	Hospital Enterprise Fund	Total General County
REQUIREMENTS			
General			
General Government	$ 957,997.0	$ -	$ 957,997.0
General Services	831,769.0	-	831,769.0
Public Buildings	985,554.0	-	985,554.0
Total General	$ 2,775,320.0	$ -	$ 2,775,320.0
Public Protection			
Justice	$ 5,088,427.0	$ -	$ 5,088,427.0
Other Public Protection	224,896.0	-	224,896.0
Total Public Protection	$ 5,313,323.0	$ -	$ 5,313,323.0
Health and Sanitation	$ 3,204,376.0	$ 3,165,359.0	$ 6,369,735.0
Public Assistance	6,102,852.0	-	6,102,852.0
Recreation and Cultural Services	334,441.0	-	334,441.0
Insurance and Loss Reserve	67,360.0	-	67,360.0
Provision for Obligated Fund Balance	(20,036.0)	-	(20,036.0)
Appropriation for Contingency	5,000.0	-	5,000.0
Total Requirements	**$ 17,782,636.0**	**$ 3,165,359.0**	**$ 20,947,995.0**
AVAILABLE FUNDS			
Property Taxes	$ 4,467,240.0	$ -	$ 4,467,240.0
Fund Balance	1,566,263.0	-	1,566,263.0
Cancel Provision for Obligated Fund Balance	143,419.0	-	143,419.0
Intergovernmental Revenues			
State Revenues			
In-Lieu Taxes	$ 262,465.0	$ -	$ 262,465.0
Homeowners' Exemption	20,500.0	-	20,500.0
Public Assistance Subventions	989,506.0	-	989,506.0
Other Public Assistance	1,779,457.0	-	1,779,457.0
Public Protection	1,186,553.0	-	1,186,553.0
Health and Mental Health	910,224.0	47,938.0	958,162.0
Capital Projects	137,193.0	-	137,193.0
Other State Revenues	32,921.0	-	32,921.0
Total State Revenues	5,318,819.0	47,938.0	5,366,757.0
Federal Revenues			
Public Assistance Subventions	$ 2,405,381.0	$ 25,435.0	$ 2,430,816.0
Other Public Assistance	227,827.0	-	227,827.0
Public Protection	219,627.0	-	219,627.0
Health and Mental Health	921,403.0	337,753.0	1,259,156.0
Capital Projects	1,336.0	-	1,336.0
Other Federal Revenues	45,366.0	-	45,366.0
Total Federal Revenues	$ 3,820,940.0	$ 363,188.0	$ 4,184,128.0
Other Governmental Agencies	25,860.0	-	25,860.0
Total Intergovenmental Revenues	$ 9,165,619.0	$ 411,126.0	$ 9,576,745.0
Fines, Forfeitures and Penalties	214,948.0	33.0	214,981.0
Licenses, Permits and Franchises	48,305.0	126.0	48,431.0
Charges for Services	1,646,255.0	2,335,333.0	3,981,588.0
Other Taxes	194,726.0	-	194,726.0
Use of Money and Property	126,316.0	85.0	126,401.0
Miscellaneous Revenues	209,545.0	230,067.0	439,612.0
Operating Contribution from General Fund	-	188,589.0	188,589.0
Total Available Funds	**$ 17,782,636.0**	**$ 3,165,359.0**	**$ 20,947,995.0**

(1) Reflects the 2014-15 Final Adopted General County Budget approved by the Board of Supervisors on September 30, 2014

COUNTY OF LOS ANGELES
FINAL ADOPTED BUDGET 2015-16 GENERAL COUNTY BUDGET (1)
Net Appropriation: By Fund and Function
(In thousands)

Function	General Fund	Hospital Enterprise Fund	Total General County
REQUIREMENTS			
General			
General Government	$ 1,127,634.0	$ -	$ 1,127,634.0
General Services	839,057.0	-	839,057.0
Public Buildings	776,418.0	-	776,418.0
Total General	$ 2,743,109.0	$ -	$ 2,743,109.0
Public Protection			
Justice	$ 5,334,342.0	$ -	$ 5,334,342.0
Other Public Protection	192,298.0	-	192,298.0
Total Public Protection	$ 5,526,640.0	$ -	$ 5,526,640.0
Health and Sanitation	$ 3,390,301.0	$ 3,195,948.0	$ 6,586,249.0
Public Assistance	6,330,105.0	-	6,330,105.0
Recreation and Cultural Services	344,762.0	-	344,762.0
Insurance and Loss Reserve	73,160.0	-	73,160.0
Provision for Obligated Fund Balance	108,753.0	-	108,753.0
Appropriation for Contingency	15,919.0	-	15,919.0
Total Requirements	**$ 18,532,749.0**	**$ 3,195,948.0**	**$ 21,728,697.0**
AVAILABLE FUNDS			
Property Taxes	$ 4,765,596.0	$ -	$ 4,765,596.0
Fund Balance	1,750,126.0	-	1,750,126.0
Cancel Provision for Obligated Fund Balance	60,001.0	222,929.0	282,930.0
Intergovernmental Revenues			
State Revenues			
In-Lieu Taxes	$ 335,042.0	$ -	$ 335,042.0
Homeowners' Exemption	19,000.0	-	19,000.0
Public Assistance Subventions	807,966.0	-	807,966.0
Other Public Assistance	1,998,418.0	-	1,998,418.0
Public Protection	1,206,729.0	-	1,206,729.0
Health and Mental Health	996,540.0	43,578.0	1,040,118.0
Capital Projects	102,617.0	-	102,617.0
Other State Revenues	33,108.0	-	33,108.0
Total State Revenues	5,499,420.0	43,578.0	5,542,998.0
Federal Revenues			
Public Assistance Subventions	$ 2,612,878.0	$ 24,373.0	$ 2,637,251.0
Other Public Assistance	196,319.0	-	196,319.0
Public Protection	120,524.0	-	120,524.0
Health and Mental Health	928,659.0	312,739.0	1,241,398.0
Capital Projects	917.0	-	917.0
Other Federal Revenues	40,072.0	-	40,072.0
Total Federal Revenues	$ 3,899,369.0	$ 337,112.0	$ 4,236,481.0
	3,899,369.0	-	
Other Governmental Agencies	39,252.0	-	39,252.0
Total Intergovenmental Revenues	$ 9,438,041.0	$ 380,690.0	$ 9,818,731.0
Fines, Forfeitures and Penalties	218,121.0	275.0	218,396.0
Licenses, Permits and Franchises	53,634.0	126.0	53,760.0
Charges for Services	1,695,388.0	1,845,318.0	3,540,706.0
Other Taxes	209,479.0	-	209,479.0
Use of Money and Property	159,452.0	77.0	159,529.0
Miscellaneous Revenues	182,911.0	453,707.0	636,618.0
Operating Contribution from General Fund	-	292,826.0	292,826.0
Total Available Funds	**$ 18,532,749.0**	**$ 3,195,948.0**	**$ 21,728,697.0**

(1) Reflects the 2015-16 Final Adopted General County Budget approved by the Board of Supervisors on September 29, 2015

FINANCIAL SUMMARY

PROPERTY TAX RATE, VALUATION AND LEVY

Taxes are levied each fiscal year on taxable real and personal property located in the County as of the preceding January 1st. Upon a change in ownership of property or completion of new construction, State law permits an accelerated recognition and taxation of increases in real property assessed valuation (known as a "floating lien date"). For assessment and collection purposes, property is classified either as "secured" or "unsecured", and is listed accordingly on separate parts of the assessment roll. The "secured roll" is that part of the assessment roll containing State assessed property and property secured by a lien on real property which is sufficient, in the opinion of the Assessor, to secure payment of the taxes. Other property is assessed on the "unsecured roll."

The County levies a 1% property tax on behalf of all taxing agencies in the County. The taxes collected are allocated on the basis of a formula established by State law. Under this formula, the County and all other taxing entities receive a base year allocation plus an allocation on the basis of "situs" growth in assessed value (new construction, change of ownership, and inflation) prorated among the jurisdictions which serve the tax areas where the growth occurs. Tax rate areas are specifically defined geographic areas which were developed to permit the levying of taxes for less than county-wide or less than city-wide special districts.

PAYMENT DATES AND LIENS

Property taxes on the secured roll are due in two installments, on November 1 and February 1. If unpaid, such taxes become delinquent after December 10 and April 10, respectively, with a ten percent penalty assessed to any delinquent payments. Any property on the secured roll with delinquent taxes as of July 1 is declared tax-defaulted. Such property taxes may thereafter be redeemed by payment of the delinquent taxes and the delinquency penalty, plus costs and a redemption penalty of one and one-half percent per month to the time of redemption. If taxes are unpaid for a period of five years or more, the tax-defaulted property is subject to sale by the County Treasurer and Tax Collector.

Property taxes on the unsecured roll are due as of the January 1st lien date and become delinquent, if unpaid, by August 31st. A ten percent penalty attaches to delinquent property taxes on the unsecured roll, and an additional penalty of one and one-half percent per month begins to accrue on November 1st. The taxing authority has four ways of collecting unsecured personal property taxes: (1) a civil action against the taxpayer; (2) filing a certificate in the office of the County Clerk specifying certain facts in order to obtain a lien on certain property of the taxpayer; (3) filing a certificate of delinquency in the County Recorder's office in order to obtain a lien on certain property of the taxpayer; and (4) seizure and sale of personal property, improvements or possessory interests belonging or assessed to the taxpayer.

LARGEST TAXPAYERS

The twenty largest taxpayers in the County included on the Fiscal Year 2015-16 secured tax roll, and the approximate amounts of their aggregate levies for all taxing jurisdictions within the County are shown below. Property owned by the twenty largest taxpayers had a full cash value of $41,002,110,582 which constitutes only 3.57% of the total full cash value for the entire County.

Taxpayer	Total Tax Levy 2015-16
Southern California Edison Co.	$83,825,944
Douglas Emmett Residentail	44,943,811
EQR / ERP Limited	43,985,397
Tesoro Refining and Marketing Co.	31,938,226
Universal Studios LLC	25,980,101
AT&T / Pacific Bell Telephone Co.	22,753,547
Southern California Gas Company	22,685,241
Chevron USA Inc./ Texaco / Unocal	21,639,653
Maguire Properties	20,628,369
Trizec Wilshire Center LLC	20,015,082
Verizon / MCI Communications Ser. Inc.	18,941,906
Exxon / Mobil Oil Corporation	18,283,355
Prologis / AMB	18,032,598
Conoco Phillps Inc.	16,870,853
Essex Protfolio LP	15,152,238
LA Live Properties LLC	14,176,309
Macerich / Westside Pavillion	14,145,931
Participants in Long Beach Unit	13,705,392
Boeing / Hughes Aircraft / McDonnell Dogulas Corp.	11,151,238
Kaiser Foundation	11,107,275
	$489,962,466

Total may not add due to rounding.
Source: Los Angeles County Treasurer and Tax Collector

PROPERTY TAXATION AND COLLECTIONS

The table on the following page compares the full cash values, property tax levies and collections from Fiscal Years 2011-12 through 2015-16.

COUNTY OF LOS ANGELES
COMPARISON OF FULL CASH VALUE
PROPERTY TAXATION AND COLLECTIONS
FISCAL YEARS 2010-11 THROUGH 2014-15

Fiscal Year	Full Cash Value (1)	General Fund Secured Property Tax Levies	General Fund Secured Property Tax Collections (2)	Current Collection As a Percent of Levies %
2010-11	$997,502,481,662	$2,423,866,268	$2,369,935,057	97.77%
2011-12	1,013,260,968,402	2,471,700,694	2,423,125,703	98.03%
2012-13	1,035,518,346,306	2,534,711,363	2,495,317,019	98.45%
2013-14	1,085,743,685,894	2,662,214,197	2,623,480,895	98.55%
2014-15	1,146,946,428,176	2,813,474,389	2,773,124,193	98.57%

(1) Full cash values reflect the equalized assessment roll as reported in August of each year; mid-year adjustments are reflected in the following year's values. Incremental full cash values of properties within project areas designated by community redevelopment agencies are excluded. See "Redevelopment Agencies".
(2) Reflects collection within the fiscal year originally levied.

REDEVELOPMENT AGENCIES

Pursuant to ABX1 26 (the "Redevelopment Dissolution Act"), all redevelopment agencies were dissolved effective February 1, 2012. ABX1 26 bars redevelopment agencies from engaging in new business, provides for their eventual wind down and dissolution, and requires that successor agencies be created to take over from the former agencies. Any tax increment remaining after the payment of enforceable legal obligations, pass-through payments and limited administrative costs will be distributed as property tax revenue to the appropriate taxing entities, including the County. Prior to their dissolution, the estimated annual tax increment to fund redevelopment agencies in the County was approximately $453.0 million. A more detailed discussion of the redevelopment agency dissolution is provided in the Budgetary Information section of this Appendix A.

The following table shows full cash value increments and total tax allocations to community redevelopment agencies for Fiscal Years 2011-12 through 2015-16.

COMMUNITY REDEVELOPMENT AGENCY (CRA)
PROJECTS IN THE COUNTY OF LOS ANGELES
FULL CASH VALUE AND TAX ALLOCATIONS
FISCAL YEARS 2011-12 THROUGH 2015-16

Fiscal Year	Full Cash Value Increments (1)	Total Tax Allocations (2)
2011-12	137,243,985,288	1,187,749,842
2012-13	141,074,221,344	1,189,455,554
2013-14	149,910,987,097	1,282,940,191
2014-15	159,180,996,812	1,327,755,469
2015-16	171,855,943,160	(3)

(1) Equals the full cash value for all redevelopment project areas above their base year valuations. This data represents growth in full cash values which generates tax revenues for use by former community redevelopment agencies and their successor agencies created under ABX1 26.
(2) Includes actual cash revenues collected by the County and subsequently paid to redevelopment agencies, which includes incremental growth allocation, debt service, mid-year changes and Supplemental Roll.
(3) Data for Total CRA Tax Allocations is not available..

CASH MANAGEMENT PROGRAM

County General Fund expenditures tend to occur in level amounts throughout the fiscal year. Conversely, receipts from the two largest sources of County revenue follow an uneven pattern, primarily as a result of unpredictable delays in payments from other governmental agencies and the significant amount of secured property tax revenue received close to the December and April due dates for the first and second installments, respectively.

As a result of the uneven pattern of revenue receipts, the General Fund cash balance prior to Fiscal Year 1977-78 had typically been negative for most of the year and had been covered in part by interfund borrowings pursuant to Section 6 of Article XVI of the California Constitution. "Interfund borrowing" is borrowing from specific funds of other governmental entities whose funds are held in the County Treasury. Because such borrowings caused disruptions in the General Fund's management of pooled investments, beginning in 1977, the County eliminated the practice of interfund borrowing and replaced it with a program to manage its cash flow needs by issuing tax and revenue anticipation notes (TRANs) for the General Fund and by using intrafund borrowing.

The use of "intrafund borrowing" for General Fund purposes represents borrowing against funds that are held in trust by the County. Such funds, with the exception of the Hospital Enterprise Funds, are held by the County on a pre-apportionment basis until they are eventually distributed to County operating funds (such as the General Fund) or other governmental agencies. All intrafund borrowings used for General Fund purposes, and all notes issued in connection with the County's cash management program have been repaid in accordance with their required maturity dates.

2015-16 Tax and Revenue Anticipation Notes

Pursuant to California law and a resolution adopted by the Board of Supervisors on May 12, 2015, the County issued the 2015-16 TRANs with an aggregate principal amount of $900,000,000 due on June 30, 2016. The 2015-16 TRANs are general obligations of the County attributable to Fiscal Year 2015-16 and are secured by a pledge of certain unrestricted taxes, income, revenue, cash receipts and other moneys of the County.

Under the Resolution and Financing Certificate executed by the Treasurer and Tax Collector, the County pledged to deposit sufficient revenues into a Repayment Fund during Fiscal Year 2015-16 for the purpose of repaying the 2015-16 TRANs on the June 30, 2016 maturity date. The deposits to the Repayment Fund will be made in accordance with the following schedule:

COUNTY OF LOS ANGELES
2015-16 TAX AND REVENUE ANTICIPATION NOTES
SCHEDULE OF DEPOSITS TO REPAYMENT FUND*

Deposit Date	**Deposit Amount**
December, 2015	$315,000,000
January, 2016	315,000,000
April, 2016	314,875,000
Total	$944,875,000

* Includes $900,000,000 of 2015-16 TRANs principal and 5.00% interest.

The County has always maintained full compliance with its deposit obligations with respect to its TRANs program. The following table illustrates the Unrestricted General Fund Receipts collected on a cash flow basis since Fiscal Year 2011-12.

COUNTY OF LOS ANGELES
GENERAL FUND
UNRESTRICTED GENERAL FUND RECEIPTS (in thousands)

	2011-12	2012-13	2013-14	2014-15	2015-16 Estimate
Property Taxes	$3,725,324	$4,276,875	$4,337,915	$4,581,797	$4,709,410
Other Taxes	172,703	167,054	203,396	204,173	189,323
Licenses, Permits and Franchises	58,642	61,268	65,260	58,488	52,950
Fines, Forfeitures and Penalties	218,380	226,737	212,676	197,663	199,034
Investment and Rental Income	111,506	107,105	104,422	131,053	150,944
State In-Lieu Taxes	366,352	335,310	344,971	407,316	355,066
State Homeowner Exemptions	21,505	21,101	19,715	20,277	19,244
Charges for Current Services	1,678,238	1,546,370	1,582,791	1,577,165	1,510,924
Other Revenue*	392,137	552,414	525,570	610,250	650,357
TOTAL UNRESTRICTED RECEIPTS	$6,744,787	$7,294,234	$7,396,716	$7,788,182	$7,837,252

Detail may not add due to rounding.
Source: Los Angeles County Chief Executive Office
* Includes Tobacco Settlement Revenue

Intrafund and Interfund Borrowing

To the extent necessary, the County intends to use intrafund (and not interfund) borrowing to cover its General Fund cash needs, including projected year-end cash requirements. If the County determines that it is necessary to utilize interfund borrowing, then such borrowing may not occur after the last Monday in April of each fiscal year and must be repaid before any other obligation of the County. The County does not intend to engage in interfund borrowing for the General Fund nor has it done so since the implementation of the General Fund cash management program in Fiscal Year 1977-78.

Funds Available for Intrafund Borrowing

After the tax and revenue anticipation note proceeds are utilized, the General Fund may borrow from three fund groups to meet its cash flow needs. The most significant group is the Property Tax Group, which consists of collected property taxes that are awaiting apportionment. The great majority of these amounts will be distributed to other governmental agencies such as school districts.

The second most significant borrowing source includes the various Trust Group funds. The largest of these funds is the Departmental Trust Fund, which consists of various collections, such as court fines and other revenues, awaiting distribution. The majority of these funds will eventually be distributed to entities outside the County. Also included in this group is the Payroll Revolving Fund, which is used as a clearing account for County payroll operations and has a cash balance that consists exclusively (except for a small portion related to the County Superior Court) of advances from funds included in the General County Budget.

The last fund group consists of the Hospital Enterprise Funds. The balances in these funds are different from those in the Property Tax Group and Trust Group in that the Hospital Enterprise Funds are included in the General County Budget. Furthermore, these funds are considered as part of the General Fund for purposes of sizing the County's annual TRANs financing.

The Hospital Enterprise Funds generally represent working capital advances from the General Fund and cash generated from the County hospitals. At year-end, the remaining balances are transferred back to the General Fund.

The average daily balances shown for these intrafund sources are not necessarily indicative of the balances on any given day. The balances in certain funds, such as those in the Property Tax Group, can fluctuate significantly throughout the month. The General Fund cash balance also fluctuates during the month, with the third week being the lowest and month-end the highest due to the timing of revenue deposits from the State and the receipt of welfare advances on the last business day of the month.

The legality of the County's practice of intrafund borrowing was decided and affirmed by the California Court of Appeals in May 1999, in the case entitled *Stanley G. Auerbach et al v. Board of Supervisors of the County of Los Angeles et al*.

The tables at the end of this Financial Summary Section provide a monthly summary of the funds available to the County for intrafund borrowing in Fiscal Year 2014-15 and Fiscal Year 2015-16.

General Fund Cash Flow Statements

The Fiscal Year 2014-15 and Fiscal Year 2015-16 General Fund Cash Flow Statements are provided at the end of this Financial Summary Section. In Fiscal Year 2014-15, the County had an ending General Fund cash balance of $1.653 billion. In Fiscal Year 2015-16, the County is estimating an ending cash balance in the General Fund of $927.6 million.

COUNTY POOLED SURPLUS INVESTMENTS

The Treasurer and Tax Collector has delegated authority to invest funds on deposit in the County Treasury Pool (the "Treasury Pool"). As of November 30, 2015, investments in the Treasury Pool were held for local agencies including school districts, community college districts, special districts and discretionary depositors such as cities and independent districts in the following amounts:

Local Agency	Invested Funds (in Billions)
County of Los Angeles and Special Districts	$10.461
Schools and Community Colleges	10.692
Independent Public Agencies	2.106
Total	$23.259

Of these entities, the discretionary participants accounted for 9.05% of the total Treasury Pool.

Decisions on the investment of funds in the Treasury Pool are made by the County Investment Officer in accordance with established policy, with certain transactions requiring the Treasurer's prior approval. In Los Angeles County, investment decisions are governed by Chapter 4 (commencing with Section 53600) of Part 1 of Division 2 of Title 5 of the California Government Code, which governs legal investments by local agencies in the State of California, and by a more restrictive Investment Policy developed by the Treasurer and adopted by the Los Angeles County Board of Supervisors on an annual basis. The Investment Policy adopted on March 31, 2015, reaffirmed the following criteria and order of priority for selecting investments:

1. Safety of Principal
2. Liquidity
3. Return on Investment

The Treasurer prepares a monthly Report of Investments (the Investment Report) summarizing the status of the Treasury Pool, including the current market value of all investments. This report is submitted monthly to the Board of Supervisors. According to the Investment Report dated December 31, 2015, the book value of the Treasury Pool as of November 30, 2015 was approximately $23.259 billion and the corresponding market value was approximately $23.217 billion.

The County maintains a strong system of internal controls for monitoring the cash accounting and investment process. The Treasurer's Internal Controls Branch (ICB) operates independently from the Investment Office, and reconciles cash and investments to fund balances on a daily basis. ICB staff also reviews each investment trade for accuracy and compliance with the Board of Supervisor's adopted Investment Policy. On a quarterly basis, the County's external independent auditor (the "External Auditor") reviews the cash and investment reconciliations for completeness and accuracy, and reviews investment transactions to ensure compliance with the Investment Policy.

The following table identifies the types of securities held by the Treasury Pool as of November 30, 2015:

Type of Investment	**% of Pool**
U.S. Government and Agency Obligations	55.07
Certificates of Deposit	14.63
Commercial Paper	29.45
Bankers Acceptances	0.00
Municipal Obligations	0.20
Corporate Notes & Deposit Notes	0.65
Asset Backed Instruments	0.00
Repurchase Agreements	0.00
Other	0.00
	100.00

The Treasury Pool is highly liquid. As of November 30, 2015, approximately .14% of the investments mature within 60 days, with an average of 536 days to maturity for the entire portfolio.

The County complements its conservative investment policies with a well-established practice of market research and due diligence. The Treasury Pool did not experience a single investment loss as a result of the global financial crisis in Fiscal Year 2008-09. Furthermore, the County has never purchased any structured investment vehicles nor any securities with material exposure to sub-prime mortgages.

FINANCIAL STATEMENTS-GAAP BASIS

Since Fiscal Year 1980-81, the County has prepared its general purpose financial statements in conformity with Generally Accepted Accounting Principles (GAAP) for State and local governments, with annual audits performed by independent certified public accountants.

The basic financial statements for the Fiscal Year ended June 30, 2015, and the unmodified opinion of Macias Gini & O'Connell LLP are attached hereto as Appendix B. Since 1982, the County CAFRs have received a Certificate of Achievement for Excellence in Financial Reporting from the Government Finance Officers Association.

The County budget for the upcoming fiscal year is prepared in accordance with the County Budget Act prior to the issuance of GAAP financial statements for the current fiscal year. The 2015-16 Final Adopted Budget included an available General Fund balance of $1,750,126,000 as of June 30, 2015.

The 2015-16 Final Adopted Budget uses the fund balance language of the County Budget Act, which has been updated to reflect Governmental Accounting Standards Board (GASB) Statement No. 54.

The amounts presented for the General Fund in accordance with GAAP are based on the modified accrual basis of accounting and differ from the amounts presented on the budgetary basis of accounting. The major areas of difference are described as follows:

- For budgetary purposes, nonspendable, restricted, committed and assigned fund balances and the portion of unassigned fund balance reserved for the "Rainy Day" fund are recorded as other financing uses at the time they are established. The County recognizes them as uses of budgetary fund balance. The nonspendable, restricted, committed, and assigned fund balances that are subsequently cancelled or otherwise made available are recorded as changes in fund balance from other financing sources.

- Under the budgetary basis of accounting, revenues (primarily intergovernmental) are recognized at the time encumbrances are established for certain programs and capital improvements. The intent of the budgetary policy is to match the use of budgetary resources (for amounts encumbered but not yet expended) with funding sources that will materialize as revenues when actual expenditures are incurred. Under the modified accrual basis, revenues are not recognized until the qualifying expenditures are incurred and amounts are collected within the County's availability period.

- General Fund obligations for accrued compensated absences and estimated liabilities for litigation and self-insurance are recorded as budgetary expenditures to the extent that they are estimated to be payable within a one -year period after the fiscal year end. Under the modified accrual basis of accounting, such expenditures are not recognized until they become due and payable in accordance with GASB Interpretation No. 6.

- In conjunction with the sale of Tobacco Settlement Asset-Backed Bonds in 2005-06, the County sold a portion of its future tobacco settlement revenues. Under the budgetary basis of accounting, the bond proceeds were recognized as revenues. Under the modified accrual basis of accounting, the bond proceeds were recorded as deferred inflows of resources and were being recognized over the duration of the sale agreement, in accordance with GASB Statements No. 48 and No. 65. This matter is discussed in further detail in Note 11 to the 2014-15 CAFR, under the caption, "Tobacco Settlement Asset-Backed Bonds."

- Under the budgetary basis of accounting, property tax revenues are recognized to the extent that they are collectible within a one-year period after the fiscal year end. Under the modified accrual basis of accounting, property tax revenues are recognized only to the extent that they are collectible within 60 days.

- For budgetary purposes, investment income is recognized prior to the effect of changes in the fair value of investments. Under the modified accrual basis of accounting, the effects of such fair value changes have been recognized as a component of investment income.

- In conjunction with the implementation of GASB Statement No. 45, the County determined that certain assets were held by LACERA (as the OPEB administrator) in an OPEB Agency Fund. For budgetary purposes, any excess payments (beyond the pay-as-you-go amount) are recognized as expenditures. Under the modified accrual basis of accounting, the expenditures are adjusted to recognize the OPEB Agency assets as of June 30, 2015.

The tables below provide a reconciliation of the General Fund's June 30, 2015 fund balance on a budgetary and GAAP basis, and a summary of the audited Balance Sheets and Statements of Revenues and Expenditures and Changes in Fund Balance from Fiscal Year 2010-11 to Fiscal Year 2014-15.

COUNTY OF LOS ANGELES
GENERAL FUND
RECONCILIATION OF FUND BALANCE FROM BUDGETARY TO GAAP BASIS
JUNE 30, 2015 (in thousands of $)

Unassigned Fund Balance - Budgetary Basis	$1,750,126
Adjustments:	
Accrual of budgetary liabilities for litigation and self-insurance claims not required by GAAP	138,101
Change in receivables for health insurers rebates held in LACERA OPEB Agency Fund	174,097
Accrual of liabilities for accrued compensated absences not required by GAAP	60,107
Change in revenue accruals related to encumbrances	(82,699)
Deferral of property tax receivables	(69,099)
Unamortized balance of sale of tobacco settlement revenue	(237,055)
Change in fair value of Investments	(4,452)
Reserve for "Rainy Day" Fund	306,319
Unassigned Fund Balance - GAAP Basis	$2,035,445

Source: Los Angeles County Auditor-Controller

BALANCE SHEET AT JUNE 30, 2011, 2012, 2013, 2014 and 2015
GENERAL FUND-GAAP BASIS (in thousands of $)

	June 30, 2011	June 30, 2012	June 30, 2013	June 30, 2014	June 30, 2015
ASSETS					
Pooled Cash and Investments	$2,151,267	$2,010,858	$1,637,765	$1,933,794	$2,678,685
Other Investments	16,589	11,109	5,676	4,810	4,655
Taxes Receivable	210,914	186,830	171,919	169,141	157,215
Other Receivables	1,763,649	1,586,097	1,777,034	1,996,683	1,888,537
Due from Other Funds	356,860	407,604	391,605	283,255	460,987
Advances to Other Funds	1,063,061	703,512	754,376	885,314	434,849
Inventories	54,145	51,616	47,375	56,790	48,186
Total Assets	$5,616,485	$4,957,626	$4,785,750	$5,329,787	$5,673,114
LIABILITIES					
Accounts Payable	$286,597	$354,119	$321,509	$516,410	$410,671
Accrued Payroll	289,546	303,615	309,926	331,045	356,579
Other Payables	1,039,126	525,438	89,852	111,019	115,998
Due to Other Funds	464,170	390,153	461,480	158,626	271,800
Deferred Revenue*	382,897	346,488	302,656	0	0
Advances Payable	411,508	379,847	404,975	575,567	853,441
Third-Party Payor Liability	20,198	16,015	15,702	26,207	39,693
Total Liabilities	$2,894,042	$2,315,675	$1,906,100	$1,718,874	$2,048,182
DEFERRED INFLOWS OF RESOURCES*				$508,105	$435,109
FUND BALANCES					
Nonspendable	259,127	$259,597	$253,836	$272,007	$272,384
Restricted	35,377	55,115	59,786	40,577	55,694
Committed		332,255	528,865	482,740	334,346
Assigned	763,038	405,285	376,181	538,078	491,954
Unassigned	1,664,901	1,589,699	1,660,982	1,769,406	2,035,445
Total Fund Balances	2,722,443	2,641,951	2,879,650	3,102,808	3,189,823
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	$5,616,485	$4,957,626	$4,785,750	$5,329,787	$5,673,114

Sources: Comprehensive Annual Financial Reports for fiscal years ended June 30, 2011, 2012, 2013, 2014 and 2015.
**The County implemented GASB Statement 65 "Items Previously Reported as Assets and Liabilities" in FY 2013-14. As of June 30, 2014, deferred inflows and outflows of resources are reported in the new required GASB 65 format.

COUNTY OF LOS ANGELES

STATEMENTS OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
GENERAL FUND-GAAP BASIS FISCAL YEARS 2010-11 THROUGH 2014-15 (in thousands of $)

	2010-11	2011-12	2012-13	2013-14	2014-15
REVENUES:					
Taxes	$3,843,366	$3,980,409	$4,267,858	$4,520,755	$4,772,762
Licenses, Permits & Franchises	56,656	57,144	61,412	59,886	61,561
Fines, Forfeitures and Penalties	244,787	217,972	222,226	207,094	207,684
Use of Money and Property	130,140	103,029	89,841	128,501	141,816
Aid from Other Government	7,506,492	7,632,814	8,182,687	8,395,672	8,574,288
Charges for Services	1,641,399	1,700,540	1,565,937	1,743,447	1,491,656
Miscellaneous Revenues	145,414	134,071	216,977	152,663	204,966
TOTAL	$13,568,254	$13,825,979	$14,606,938	$15,208,018	$15,454,733
EXPENDITURES					
General	$883,854	$983,077	$979,989	$998,438	$1,155,070
Public Protection	4,401,985	4,538,075	4,694,982	4,843,148	5,136,461
Health and Sanitation	2,476,524	2,689,192	2,779,870	3,204,177	2,931,257
Public Assistance	5,217,560	5,108,516	5,247,031	5,430,398	5,682,198
Recreation and Cultural Services	263,046	255,818	272,835	282,660	304,895
Debt Service	278,477	24,602	30,816	28,928	27,060
Capital Outlay	32,598	20,106	8,065	2,398	866
Total	$13,554,044	$13,619,386	$14,013,588	$14,790,147	$15,237,807
EXCESS (DEFICIENCY)					
OF REVENUES OVER EXPENDITURES	$14,210	$206,593	$593,350	$417,871	$216,926
OTHER FINANCING SOURCES (USES):					
Operating Transfers from (to)					
Other Funds-Net	($340,128)	($306,002)	($359,171)	($197,219)	($131,647)
Sales of Capital Assets	9,027	3,789	740	770	870
Capital Leases	43,523	15,128	2,780	1,736	866
OTHER FINANCING SOURCES (USES)-Net	($287,578)	($287,085)	($355,651)	($194,713)	($129,911)
Excess (Deficiency) of Revenues and other Sources Over Expenditures and Other Uses	(273,368)	(80,492)	237,699	223,158	87,015
Beginning Fund Balance	2,995,811	2,722,443	2,641,951	2,879,650	3,102,808
Ending Fund Balance	$2,722,443	$2,641,951	$2,879,650	$3,102,808	$3,189,823

Sources: Comprehensive Annual Financial Reports for fiscal years ended June 30, 2011, 2012, 2013, 2014 and 2015.

COUNTY OF LOS ANGELES BORROWABLE RESOURCES
FUNDS AVAILABLE FOR INTRAFUND BORROWING

2014-15: 12 MONTHS ACTUAL
2015-16: 6 MONTHS ACTUAL

COUNTY OF LOS ANGELES BORROWABLE RESOURCES
AVERAGE DAILY BALANCES: Fiscal Year 2014-15
FUNDS AVAILABLE FOR INTRAFUND BORROWING (in thousands of $)

	July 2014	August 2014	September 2014	October 2014	November 2014	December 2014	January 2015
PROPERTY TAX GROUP							
Tax Collector Trust Fund	$ 82,785	$ 61,674	$ 54,634	$ 522,524	$ 1,309,694	$ 2,614,653	$ 797,754
Auditor Unapportioned Property Tax	175,528	81,191	99,379	151,115	944,396	1,724,574	1,220,545
Unsecured Property Tax	125,354	126,980	131,810	155,178	124,293	73,563	62,588
Miscellaneous Fees & Taxes	8,065	7,790	7,455	6,455	6,420	6,287	6,295
State Redemption Fund	37,442	70,308	49,316	55,960	43,389	23,851	27,263
Education Revenue Augmentation	162,659	168,222	142,225	142,225	159,499	555,922	376,436
State Reimbursement Fund	0	0	0	0	2,265	9,052	20,065
Sales Tax Replacement Fund	93	4,798	17,660	17,660	17,660	19,949	81,132
Vehicle License Fee Replacement Fund	501	25,739	94,741	94,741	94,741	107,019	455,995
Property Tax Rebate Fund	545	915	1,060	1,016	5,085	3,971	9,784
Utility User Tax Trust Fund	1,484	3,757	6,735	12,439	17,194	21,796	26,938
Subtotal	$ 594,456	$ 551,374	$ 605,015	$ 1,159,313	$ 2,724,636	$ 5,160,637	$ 3,084,795
VARIOUS TRUST GROUP							
Departmental Trust Fund	$ 554,127	$ 514,454	$ 490,506	$ 510,278	$ 512,868	$ 518,825	$ 523,483
Payroll Revolving Fund	48,464	49,721	49,450	47,916	46,736	49,949	46,349
Asset Development Fund	43,251	43,236	43,254	43,281	43,294	43,446	43,611
Productivity Investment Fund	4,385	4,213	4,196	5,949	6,333	6,408	6,418
Motor Vehicle Capital Outlays	1,074	6,016	6,027	5,982	5,930	5,930	5,930
Civic Center Parking	56	249	216	155	47	255	136
Reporters Salary Fund	437	257	604	305	125	535	342
Cable TV Franchise Fund	12,554	12,250	12,744	12,911	12,768	13,186	13,200
Megaflex Long-Term Disability	15,436	15,302	15,110	14,844	14,637	14,580	14,494
Megaflex Long-Term Disability & Health	8,460	8,511	8,584	8,645	8,699	8,769	8,851
Megaflex Short-Term Disability	38,580	38,909	39,176	39,466	39,884	40,313	40,579
Subtotal	$ 726,824	$ 693,118	$ 669,867	$ 689,732	$ 691,321	$ 702,196	$ 703,393
HOSPITAL GROUP							
Harbor-UCLA Medical Center	$ 482	$ 7,757	$ 978	$ 2,416	$ 2,010	$ 653	$ 3,116
Olive View-UCLA Medical Center	(1,026)	4,753	1,820	447	2,479	849	4,729
LAC+USC Medical Center	(13,221)	16,881	5,869	(3,066)	7,621	5,010	(2,825)
MLK Ambulatory Care Center	453	452	453	453	452	452	454
Rancho Los Amigos Rehab Center	129	(312)	742	438	293	(306)	687
LAC+USC Medical Center Equipment	0	0	0	0	0	0	0
Subtotal	$ (13,183)	$ 29,531	$ 9,862	$ 688	$ 12,855	$ 6,658	$ 6,161
GRAND TOTAL	**$ 1,308,097**	**$ 1,274,023**	**$ 1,284,744**	**$ 1,849,733**	**$ 3,428,812**	**$ 5,869,491**	**$ 3,794,349**

Detail may not add due to rounding.

Source: Los Angeles County Auditor-Controller

February 2015	March 2015	April 2015	May 2015	June 2015	
					PROPERTY TAX GROUP
$ 485,268	$ 702,363	$ 2,437,989	$ 855,364	$ 159,682	**Tax Collector Trust Fund**
815,557	602,181	1,413,848	634,539	161,737	**Auditor Unapportioned Property Tax**
63,165	55,450	47,658	70,732	101,552	**Unsecured Property Tax**
6,249	6,278	6,336	6,222	6,312	**Miscellaneous Fees & Taxes**
26,506	22,668	24,261	22,638	18,851	**State Redemption Fund**
244,042	213,066	472,760	223,295	322,140	**Education Revenue Augmentation**
1,109	1,109	2,166	21,155	7,953	**State Reimbursement Fund**
19,768	37,033	39,454	89,460	0	**Sales Tax Replacement Fund**
105,755	204,300	218,117	506,265	0	**Vehicle License Fee Replacement Fund**
9,716	6,450	9,458	9,641	5,449	**Property Tax Rebate Fund**
33,672	14,099	2,852	8,635	13,411	**Utility User Tax Trust Fund**
$ 1,810,807	$ 1,864,997	$ 4,674,899	$ 2,447,946	$ 797,087	**Subtotal**
					VARIOUS TRUST GROUP
$ 512,255	$ 522,276	$ 540,877	$ 524,905	$ 491,619	**Departmental Trust Fund**
61,240	62,729	45,329	45,182	40,957	**Payroll Revolving Fund**
43,693	43,814	43,962	44,039	43,397	**Asset Development Fund**
6,479	6,154	5,808	5,758	5,665	**Productivity Investment Fund**
5,921	5,882	5,904	5,904	5,904	**Motor Vehicle Capital Outlays**
103	115	132	226	149	**Civic Center Parking**
345	568	533	296	470	**Reporters Salary Fund**
12,778	13,146	13,115	12,694	13,155	**Cable TV Franchise Fund**
14,466	14,320	14,277	14,151	14,058	**Megaflex Long-Term Disability**
8,894	8,948	8,999	9,075	9,159	**Megaflex Long-Term Disability & Health**
41,013	41,644	42,110	42,712	43,311	**Megaflex Short-Term Disability**
$ 707,187	$ 719,596	$ 721,046	$ 704,942	$ 667,844	**Subtotal**
					HOSPITAL GROUP
$ 1,924	$ (42)	$ 735	$ 1,714	$ 1,383	**Harbor-UCLA Medical Center**
2,071	869	2,224	3,047	3,151	**Olive View-UCLA Medical Center**
4,503	1,351	(8,347)	4,818	1,834	**LAC + USC Medical Center**
452	430	429	429	429	**MLK Ambulatory Care Center**
(147)	240	1,753	179	561	**Rancho Los Amigos Rehab Center**
0	0	0	0	0	**LAC+USC Medical Center Equipment**
$ 8,803	$ 2,848	$ (3,206)	$ 10,187	$ 7,358	**Subtotal**
$ 2,526,797	**$ 2,587,441**	**$ 5,392,739**	**$ 3,163,075**	**$ 1,472,289**	**GRAND TOTAL**

COUNTY OF LOS ANGELES BORROWABLE RESOURCES
AVERAGE DAILY BALANCES: Fiscal Year 2015-16
FUNDS AVAILABLE FOR INTRAFUND BORROWING (in thousands of $)

	July 2015	August 2015	September 2015	October 2015	November 2015	December 2015
PROPERTY TAX GROUP						
Tax Collector Trust Fund	$ 79,551	$ 38,664	$ 35,868	$ 412,749	$ 1,421,311	$ 3,637,614
Auditor Unapportioned Property Tax	177,229	39,008	118,073	152,847	686,356	601,474
Unsecured Property Tax	154,844	200,302	140,114	170,819	131,290	69,667
Miscellaneous Fees & Taxes	6,284	6,303	6,322	6,325	6,285	6,431
State Redemption Fund	29,524	41,358	38,760	49,493	35,646	31,315
Education Revenue Augmentation	335,161	352,258	317,444	317,802	333,348	779,132
State Reimbursement Fund	0	0	0	0	445	8,500
Sales Tax Replacement Fund	324	5,486	19,593	19,593	19,629	20,672
Vehicle License Fee Replacement Fund	1,736	29,429	105,107	105,107	105,811	126,239
Property Tax Rebate Fund	4,894	6,537	2,348	6,624	8,103	11,145
Utility User Tax Trust Fund	2,588	4,542	8,104	12,361	17,228	22,807
Subtotal	$ 792,135	$ 723,887	$ 791,733	$ 1,253,720	$ 2,765,452	$ 5,314,996
VARIOUS TRUST GROUP						
Departmental Trust Fund	$ 520,334	$ 513,622	$ 466,429	$ 493,827	$ 526,302	$ 522,861
Payroll Revolving Fund	45,882	53,107	44,793	44,618	48,743	48,388
Asset Development Fund	43,137	43,154	43,213	43,237	43,256	43,275
Productivity Investment Fund	5,024	4,627	3,988	3,830	3,774	4,248
Motor Vehicle Capital Outlays	5,904	5,881	5,354	5,337	5,337	5,300
Civic Center Parking	322	86	186	164	82	25
Reporters Salary Fund	350	391	380	498	248	276
Cable TV Franchise Fund	12,641	12,340	12,339	12,590	12,415	12,973
Megaflex Long-Term Disability	13,947	13,888	13,738	13,712	13,550	13,475
Megaflex Long-Term Disability & Health	9,207	9,286	9,336	9,417	9,512	9,597
Megaflex Short-Term Disability	43,729	44,219	44,655	45,066	45,557	45,992
Subtotal	$ 700,477	$ 700,601	$ 644,411	$ 672,296	$ 708,776	$ 706,410
HOSPITAL GROUP						
Harbor-UCLA Medical Center	$ (1,870)	$ 1,271	$ 1,400	2,502	$ 16,660	$ (2,609)
Olive View-UCLA Medical Center	(545)	1,191	1,873	866	11,307	(2,566)
LAC+USC Medical Center	(8,244)	7,330	(3,690)	(4,169)	16,183	230
MLK Ambulatory Care Center	429	359	-	0	0	0
Rancho Los Amigos Rehab Center	(263)	(624)	1,536	3,280	1,327	(249)
LAC+USC Medical Center Equipment	0	0	0	0	0	0
Subtotal	$ (10,493)	$ 9,527	$ 1,119	$ 2,479	$ 45,477	$ (5,194)
GRAND TOTAL	**$ 1,482,119**	**$ 1,434,015**	**$ 1,437,263**	**$ 1,928,495**	**$ 3,519,705**	**$ 6,016,212**

Detail may not add due to rounding.

Source: Los Angeles County Auditor-Controller

Estimated January 2016	Estimated February 2016	Estimated March 2016	Estimated April 2016	Estimated May 2016	Estimated June 2016	
						PROPERTY TAX GROUP
$ 837,642	$ 509,531	$ 737,481	$ 2,559,888	$ 979,843	$ 179,993	**Tax Collector Trust Fund**
1,281,572	856,335	632,290	1,484,540	689,780	187,045	**Auditor Unapportioned Property Tax**
65,717	66,323	58,223	50,041	94,621	128,200	**Unsecured Property Tax**
6,295	6,249	6,278	8,646	9,198	8,868	**Miscellaneous Fees & Taxes**
28,626	27,831	23,801	25,474	34,647	25,268	**State Redemption Fund**
395,258	256,244	223,719	496,398	79,607	168,583	**Education Revenue Augmentation**
21,068	1,164	1,164	2,274	29,269	11,261	**State Reimbursement Fund**
85,189	20,756	38,885	41,427	81,348	0	**Sales Tax Replacement Fund**
478,795	111,043	214,515	229,023	574,415	0	**Vehicle License Fee Replacement Fund**
9,784	9,716	6,450	0	0	0	**Property Tax Rebate Fund**
26,938	33,672	14,099	9,832	7,261	11,403	**Utility User Tax Trust Fund**
$ 3,236,884	$ 1,898,866	$ 1,956,906	$ 4,907,543	$ 2,579,988	$ 720,620	**Subtotal**
						VARIOUS TRUST GROUP
$ 528,718	$ 517,378	$ 527,499	$ 675,311	$ 555,784	$ 542,645	**Departmental Trust Fund**
48,203	63,690	65,238	48,296	62,091	51,560	**Payroll Revolving Fund**
44,000	44,000	44,000	44,000	44,000	44,000	**Asset Development Fund**
6,000	6,000	6,000	6,000	6,000	6,000	**Productivity Investment Fund**
6,000	6,000	6,000	6,000	6,000	6,000	**Motor Vehicle Capital Outlays**
136	103	115	319	239	143	**Civic Center Parking**
342	345	568	419	559	413	**Reporters Salary Fund**
13,000	13,000	13,000	13,000	13,000	13,000	**Cable TV Franchise Fund**
15,074	15,045	14,893	14,893	14,893	14,893	**Megaflex Long-Term Disability**
9,205	9,250	9,306	9,306	9,306	9,306	**Megaflex Long-Term Disability & Health**
42,202	42,654	43,310	43,310	43,310	43,310	**Megaflex Short-Term Disability**
$ 712,880	$ 717,463	$ 729,928	$ 860,853	$ 755,181	$ 731,269	**Subtotal**
						HOSPITAL GROUP
$ 1,000	$ 1,000	$ 1,000	$ 1,000	$ 1,000	$ 1,000	**Harbor-UCLA Medical Center**
1,000	1,000	1,000	1,000	1,000	1,000	**Olive View-UCLA Medical Center**
1,000	1,000	1,000	1,000	1,000	1,000	**LAC + USC Medical Center**
1,000	1,000	1,000	1,000	1,000	1,000	**MLK Ambulatory Care Center**
1,000	1,000	1,000	1,000	1,000	1,000	**Rancho Los Amigos Rehab Center**
0	0	0	0	0	0	**LAC+USC Medical Center Equipment**
$ 5,000	$ 5,000	$ 5,000	$ 5,000	$ 5,000	$ 5,000	**Subtotal**
$ 3,954,764	**$ 2,621,329**	**$ 2,691,834**	**$ 5,773,396**	**$ 3,340,169**	**$ 1,456,889**	**GRAND TOTAL**

COUNTY OF LOS ANGELES
GENERAL FUND CASH FLOW STATEMENTS

2014-15: 12 MONTHS ACTUAL
2015-16: 6 MONTHS ACTUAL

COUNTY OF LOS ANGELES
GENERAL FUND CASH FLOW ANALYSIS
FISCAL YEAR 2014-15
(in thousands of $)

	July 2014	August 2014	September 2014	October 2014	November 2014
BEGINNING BALANCE	$ 1,025,985	$ 1,301,521	$ 994,697	$ 563,608	$ 215,745
RECEIPTS					
Property Taxes	$ 27,651	$ 103,162	0	$ 96	$ 45,898
Other Taxes	10,069	18,381	12,868	10,718	13,517
Licenses, Permits & Franchises	2,610	3,285	4,185	3,182	2,532
Fines, Forfeitures & Penalties	20,663	21,395	10,623	12,645	18,196
Investment and Rental Income	14,624	9,613	8,670	11,970	7,458
Motor Vehicle (VLF) Realignment	0	34,418	55,791	25,789	38,077
Sales Taxes - Proposition 172	66,705	55,919	45,254	61,560	78,022
1991 Program Realignment	72,036	23,628	9,198	47,389	58,241
Other Intergovernmental Revenue	152,891	294,683	133,741	205,981	174,871
Charges for Current Services	144,728	134,476	91,504	115,466	99,988
Other Revenue & Tobacco Settlement	66,681	52,802	73,283	39,172	31,624
Transfers & Reimbursements	25,849	517	736	36,993	11,247
Hospital Loan Repayment*	45,993	260,499	145,337	203,511	187,282
Welfare Advances	370,897	222,153	350,312	489,894	447,018
Other Financing Sources/MHSA	54,602	48,165	0	19,590	30,068
Intrafund Borrowings	0	0	0	0	0
TRANs Sold	900,000	0	0	0	0
Total Receipts	$ 1,975,999	$ 1,283,096	$ 941,502	$ 1,283,956	$ 1,244,039
DISBURSEMENTS					
Welfare Warrants	$ 193,200	$ 196,633	$ 246,948	$ 192,696	$ 243,472
Salaries	412,315	408,609	404,933	406,654	413,009
Employee Benefits	264,126	255,478	226,942	261,634	264,174
Vendor Payments	616,481	401,673	320,690	366,879	382,576
Loans to Hospitals*	88,526	136,561	170,272	313,388	166,165
Hospital Subsidy Payments	104,899	130,865	340	9,309	0
Transfer Payments	20,916	60,101	2,466	81,259	10,945
TRANs Pledge Transfer	0	0	0	0	0
Intrafund Repayment	0	0	0	0	0
Total Disbursements	$ 1,700,463	$ 1,589,920	$ 1,372,591	$ 1,631,819	$ 1,480,341
ENDING BALANCE	**$ 1,301,521**	**$ 994,697**	**$ 563,608**	**$ 215,745**	**$ (20,557)**
Borrowable Resources (Avg. Balance)	$ 1,308,097	$ 1,274,023	$ 1,284,744	$ 1,849,733	$ 3,428,812
Total Cash Available	$ 2,609,618	$ 2,268,720	$ 1,848,352	$ 2,065,478	$ 3,408,255

* The net change in the outstanding Hospital Loan Balance is a decrease of $451.1 million and can be calculated by subtracting the "Hospital Loan Repayment" Receipt from the "Loans to Hospitals" Disbursement shown above.

December 2014	January 2015	February 2015	March 2015	April 2015	May 2015	June 2015	Total 2014-15
$ (20,557)	$ 231,055	$ 600,670	$ 552,198	$ 335,074	$ 426,895	$ 1,079,020	
$ 1,103,659	$ 1,049,118	$ 202,036	$ 18,856	$ 799,010	$ 1,015,133	$ 217,178	$ 4,581,797
11,837	12,687	10,797	35,097	28,217	12,251	27,734	204,173
3,204	4,090	2,552	5,638	12,773	11,167	3,270	58,488
10,228	10,587	21,116	16,671	12,468	31,493	11,578	197,663
13,001	9,123	8,777	9,413	10,016	16,657	11,731	131,053
31,482	29,730	28,025	28,541	63,863	32,288	39,312	407,316
53,006	53,274	77,158	43,484	48,613	67,895	52,135	703,025
30,331	30,892	55,410	26,973	26,850	46,988	30,509	458,445
184,144	238,352	111,392	205,291	177,227	244,408	318,379	2,441,360
155,869	170,027	85,530	107,062	121,405	98,565	252,545	1,577,165
72,220	7,120	(8,961)	46,750	105,092	26,387	110,159	622,329
48,295	7,449	6,824	11,400	10,403	(171)	21,647	181,189
75,489	143,308	359,454	202,662	254,788	237,733	513,560	2,629,616
280,807	490,283	326,534	439,770	317,828	322,406	483,862	4,541,764
31,413	12,239	14,472	23,191	20,531	34,607	0	288,878
0	0	0	0	0	0	0	0
0	0	0	0	0	0	0	900,000
$ 2,104,985	$ 2,268,279	$ 1,301,116	$ 1,220,799	$ 2,009,084	$ 2,197,807	$ 2,093,599	$ 19,924,261
$ 217,958	$ 214,960	$ 215,406	$ 217,895	$ 247,656	$ 226,717	$ 270,443	$ 2,683,984
422,307	436,989	429,261	417,606	429,981	422,434	427,783	5,031,881
240,428	283,219	277,427	242,609	279,313	275,827	237,331	3,108,508
410,662	349,375	308,645	370,823	338,291	340,739	363,153	4,569,987
236,986	210,184	110,505	167,570	202,608	184,249	191,493	2,178,507
0	0	0	(2,163)	0	(200)	8,940	251,990
10,032	88,937	8,344	23,583	135,951	95,916	20,310	558,760
315,000	315,000	0	0	283,463	0	0	913,463
0	0	0	0	0	0	0	0
$ 1,853,373	$ 1,898,664	$ 1,349,588	$ 1,437,923	$ 1,917,263	$ 1,545,682	$ 1,519,453	$ 19,297,080
$ 231,055	**$ 600,670**	**$ 552,198**	**$ 335,074**	**$ 426,895**	**$ 1,079,020**	**$ 1,653,166**	
5,869,491	$ 3,794,349	$ 2,526,797	$ 2,587,441	$ 5,392,739	$ 3,163,075	$ 1,472,289	
$ 6,100,546	$ 4,395,019	$ 3,078,995	$ 2,922,515	$ 5,819,634	$ 4,242,095	$ 3,125,455	

COUNTY OF LOS ANGELES
GENERAL FUND CASH FLOW ANALYSIS
FISCAL YEAR 2015-16
(in thousands of $)

	July 2015	August 2015	September 2015	October 2015	November 2015
BEGINNING BALANCE	$ 1,653,166	$ 1,901,844	$ 1,626,863	$ 1,254,727	$ 868,460
RECEIPTS					
Property Taxes	$ 42,262	$ 97,194	0	0	$ 46,344
Other Taxes	12,434	18,810	13,649	13,232	12,926
Licenses, Permits & Franchises	3,454	4,591	3,119	3,288	2,275
Fines, Forfeitures & Penalties	28,677	17,736	10,538	10,621	16,066
Investment and Rental Income	13,049	8,800	22,330	7,060	13,136
Motor Vehicle (VLF) Realignment	2,000	25,402	40,758	32,859	45,690
Sales Taxes - Proposition 172	63,581	58,748	50,087	54,942	65,399
1991 Program Realignment	66,068	31,843	46,010	65,890	61,288
Other Intergovernmental Revenue	94,333	290,990	143,868	229,708	213,697
Charges for Current Services	117,542	160,888	82,696	120,439	67,874
Other Revenue & Tobacco Settlement	109,843	177,364	172,058	318	(86,929)
Transfers & Reimbursements	24,594	0	853	7,521	10,532
Hospital Loan Repayment*	69,051	277,728	1,216	332,615	175,437
Welfare Advances	320,351	243,808	464,675	377,286	341,340
Other Financing Sources/MHSA	77,518	26,949	0	37,974	14,248
Intrafund Borrowings	0	0	0	0	0
TRANs Sold	900,000	0	0	0	0
Total Receipts	$ 1,944,757	$ 1,440,851	$ 1,051,857	$ 1,293,753	$ 999,323
DISBURSEMENTS					
Welfare Warrants	$ 194,827	$ 228,927	$ 227,800	$ 229,492	$ 213,762
Salaries	441,377	436,452	430,466	436,139	444,676
Employee Benefits	270,381	286,918	249,022	267,479	277,060
Vendor Payments	551,564	406,413	307,207	328,084	364,785
Loans to Hospitals*	12,651	125,806	192,694	333,097	128,254
Hospital Subsidy Payments	196,890	180,670	11,268	0	(11,698)
Transfer Payments	28,389	50,646	5,536	85,729	36,710
TRANs Pledge Transfer	0	0	0	0	0
Intrafund Repayment	0	0	0	0	0
Total Disbursements	$ 1,696,079	$ 1,715,832	$ 1,423,993	$ 1,680,020	$ 1,453,549
ENDING BALANCE	**$ 1,901,844**	**$ 1,626,863**	**$ 1,254,727**	**$ 868,460**	**$ 414,234**
Borrowable Resources (Avg. Balance)	$ 1,482,119	$ 1,434,015	$ 1,437,263	$ 1,928,495	$ 3,519,705
Total Cash Available	$ 3,383,963	$ 3,060,878	$ 2,691,990	$ 2,796,955	$ 3,933,939

* The net change in the outstanding Hospital Loan Balance is a decrease of $67 million and can be calculated by subtracting the "Hospital Loan Repayment" Receipt from the "Loans to Hospitals" Disbursement shown above.

December 2015	Estimated January 2016	Estimated February 2016	Estimated March 2016	Estimated April 2016	Estimated May 2016	Estimated June 2016	Total 2015-16
$ 414,234	$ 1,022,814	$ 1,191,035	$ 1,021,531	$ 489,742	$ 591,116	$ 891,182	
$ 1,170,743	$ 1,106,666	$ 217,228	$ 14,776	$ 936,302	$ 917,582	$ 160,314	$ 4,709,410
11,380	12,145	10,398	33,413	18,689	9,362	22,886	189,323
4,220	3,855	2,406	5,314	9,868	5,261	5,298	52,950
9,397	10,659	21,259	16,784	15,475	29,222	12,599	199,034
14,870	26,867	10,789	11,559	7,557	7,113	7,815	150,944
33,514	30,491	29,087	29,927	31,706	30,761	22,871	355,066
58,361	55,054	79,735	54,609	50,237	70,966	63,117	724,837
52,769	41,679	60,355	38,693	39,703	55,368	41,829	601,496
240,529	163,837	201,627	146,733	156,110	214,654	152,300	2,248,385
215,711	162,807	107,053	108,927	107,852	115,039	144,097	1,510,924
(24,515)	26,753	25,974	33,693	95,936	33,114	86,747	650,357
39,121	8,628	7,907	13,301	4,765	8,552	16,763	142,536
95,224	92,080	115,231	61,682	78,211	80,366	242,727	1,621,567
535,875	364,213	359,654	353,983	335,559	331,131	454,468	4,482,344
27,677	22,901	24,779	19,498	21,112	22,607	18,596	313,858
0	0	0	0	0	0	0	0
41,842	0	0	0	0	0	0	941,842
$ 2,526,718	$ 2,128,634	$ 1,273,481	$ 942,892	$ 1,909,082	$ 1,931,098	$ 1,452,427	$ 18,894,873
$ 222,629	$ 226,259	$ 226,195	$ 227,646	$ 248,069	$ 245,798	$ 268,557	$ 2,759,961
468,445	481,926	453,757	441,437	434,518	437,258	409,580	5,316,030
246,215	300,124	293,987	257,090	286,815	341,687	262,393	3,339,172
367,791	404,750	357,564	429,597	438,455	463,329	448,282	4,867,821
282,620	155,514	86,423	87,036	54,672	77,705	18,060	1,554,533
(400)	0	0	0	0	0	0	376,730
15,838	76,840	25,059	31,874	75,178	65,256	9,155	506,211
315,000	315,000	0	0	270,000	0	0	900,000
0	0	0	0	0	0	0	0
$ 1,918,138	$ 1,960,413	$ 1,442,985	$ 1,474,681	$ 1,807,707	$ 1,631,033	$ 1,416,028	$ 19,620,458
$ 1,022,814	**$ 1,191,035**	**$ 1,021,531**	**$ 489,742**	**$ 591,116**	**$ 891,182**	**$ 927,581**	
$ 6,016,212	$ 3,954,764	$ 2,621,329	$ 2,691,834	$ 5,773,396	$ 3,340,169	$ 1,456,889	
$ 7,039,026	$ 5,145,798	$ 3,642,859	$ 3,181,576	$ 6,364,513	$ 4,231,351	$ 2,384,471	

DEBT SUMMARY

INTRODUCTION

The County has issued various types of notes, bonds, and certificates to finance and refinance its cash management requirements, the replacement of essential equipment, and the acquisition, construction and/or improvement of government buildings and public facilities. The County has not entered into any swap agreements, or other similar interest rate derivative contracts, in connection with its outstanding debt.

OUTSTANDING OBLIGATIONS

As of July 1, 2015, approximately $1.634 billion of intermediate and long-term obligations were outstanding. The General Fund is responsible for repayment of $585 million of the outstanding debt. Revenues from Special Districts/Special Funds, Courthouse Construction Fund, and Hospital Enterprise Funds secure the remaining $1.049 billion of outstanding obligations.

The table below identifies the funding sources for the County's debt payments due in 2015-16.

COUNTY OF LOS ANGELES
ADDITIONAL FUNDING SOURCES FOR REPAYMENT OF COUNTY INTERMEDIATE AND LONG-TERM OBLIGATIONS

2015-16 Payments

Funding Source	2015-16 Payment
Total 2015-16 Payment Obligations	$172,833,552
Less: Sources of Non-General Fund Entities:	
Hospital Enterprise Fund	72,107,436
Courthouse Construction Funds	25,635,249
Special Districts/Special Funds	2,775,617
Net 2015-16 General Fund Obligations	$72,315,250

Source: Los Angeles County Auditor-Controller

As of January 1, 2016, the County had $1.335 billion of outstanding short-term obligations, which include $900 million in TRANs, $47.0 million in Bond Anticipation Notes, and $387.9 million in Lease Revenue Tax-exempt Commercial Paper Notes. The following table summarizes the outstanding General County debt and note obligations.

SUMMARY OF OUTSTANDING PRINCIPAL

As of January 1, 2016 (in thousands)

Type of Obligation	Outstanding Principal
Total County	
Short-Term Obligations:	
Tax and Revenue Anticipation Notes	$900,000
Bond Anticipation Notes	47,000
Lease Revenue Notes	387,860
Intermediate & Long-Term Obligations	1,540,019
Total Outstanding Principal	$2,874,879

Source: Los Angeles County Treasurer and Tax Collector and Auditor-Controller

The tables at the end of this section provide a detailed summary of the funding sources for the County's outstanding obligations and future debt service payments.

SHORT-TERM OBLIGATIONS

Tax and Revenue Anticipation Notes

In 1977, the County implemented a cash management program to finance its General Fund cash flow deficits, which occur periodically during the fiscal year. Since the program's inception, the County has annually sold varying amounts of tax anticipation notes and tax and revenue anticipation notes (including commercial paper).

Pursuant to a resolution adopted by the Board of Supervisors on May 12, 2015, the County issued $900 million of 2015-16 TRANs on July 1, 2015. The 2015-16 TRANs are secured by a pledge of the first unrestricted taxes, income, revenue, and cash receipts received by the County during Fiscal Year 2015-16, in the amounts, and on the dates specified in the Financial Summary Section under the heading "2015-16 Tax and Revenue Anticipation Notes" of this Appendix A.

Bond Anticipation Notes

The County is currently utilizing the proceeds from the issuance of Bond Anticipation Notes ("BANs") to provide an interim source of funding for the acquisition of equipment on behalf of the County General Fund. The BANs are issued by the Los Angeles County Capital Asset Leasing Corporation ("LAC-CAL") and are purchased by the County Treasury Pool under terms and conditions established by the Board of Supervisors. The BANs are payable within three years of their initial issuance from the proceeds of long-term bonds or other available funds. Repayment is secured by lease agreements between the County and LAC-CAL and a pledge of the acquired equipment. As of January 1, 2016, $47.0 million in BANs are outstanding. The County expects to repay the outstanding BANs in full with the proceeds of intermediate-term bonds to be issued by LAC-CAL on or before July 1, 2016.

Lease Revenue Note Program

In April 2013, the County restructured and expanded its Lease Revenue Commercial Paper Program. Under the new Lease Revenue Note Program (the "Note Program"), the County increased the maximum authorized principal amount from $400 million to $600 million. The short-term lease revenue notes issued through the Note Program will continue to finance construction costs on various capital projects throughout the County. The Note Program consists of three Irrevocable, Direct-Pay Letters of Credit ("LOC") in the aggregate principal amount of $450 million issued by JP Morgan (Series A - $150 million), U.S. Bank (Series B - $100 million) and Wells Fargo (Series C - $200 million); and a Direct Placement Revolving Credit Facility with Bank of America (Series D - $150 million). The Note Program is secured by a lease-revenue financing structure between LAC-CAL and the County, and a portfolio of twenty County-owned properties pledged as collateral to secure the credit facilities. The four credit agreements, which are scheduled to terminate on April 18, 2016, provide credit enhancement and liquidity facilities to support the issuance of tax-exempt, taxable and 501c(3) eligible commercial paper and short-term direct placement revolving notes. As of January 1, 2016, $387.9 million of tax-exempt commercial paper notes are outstanding. The Note Program provides the County with a flexible and cost-effective source of financing to provide interim funding during the initial construction phase of a capital project, which will eventually be refinanced with the issuance of long-term bonds upon completion.

INTERMEDIATE AND LONG-TERM OBLIGATIONS

Lease Obligations

Since 1962, the County has financed its capital project and equipment replacement program through various lease arrangements with joint powers authorities and nonprofit corporations, which have issued lease revenue bonds or certificates of participation. As of July 1, 2015, approximately $1.634 billion in principal remained outstanding on such obligations. The County's lease obligations are secured by revenues from various funding sources, including the General Fund, and are subject to annual appropriation. The Fiscal Year 2015-16 Adopted Budget contains sufficient appropriations to fund the County's lease payment obligations in Fiscal Year 2015-16. The County's Board of Supervisors has never failed to appropriate sufficient funding for such obligations, nor has the County abated payments on any of its lease-revenue financings to date.

DEBT RATIOS

The ratio of the General Fund's outstanding debt to the net revenue-producing valuation of the property tax roll (the "Net Local Roll") decreased from 0.132% in Fiscal Year 2014-15 to 0.129% in Fiscal Year 2015-16. The following table provides the ratio of the General Fund's outstanding debt to the Net Local Roll over the past ten years.

COUNTY OF LOS ANGELES
OUTSTANDING DEBT TO ASSESSED VALUATION AS OF JULY 1

Fiscal Year	Outstanding Principal	Net Local Property Tax Roll	Debt To Value Ratio
2006-07	$1,786,504,365	$913,572,838,291	0.196%
2007-08	1,441,826,104	997,789,741,224	0.145%
2008-09	1,180,113,183	1,067,594,451,410	0.111%
2009-10	972,937,056	1,062,174,404,954	0.092%
2010-11	805,297,030	1,042,339,975,681	0.077%
2011-12	1,397,467,754	1,056,493,252,156	0.132%
2012-13	1,370,642,758	1,079,685,510,076	0.127%
2013-14	1,622,142,327	1,129,994,170,579	0.144%
2014-15	1,576,510,029	1,191,806,972,618	0.132%
2015-16	1,633,835,517	1,264,906,464,546	0.129%

Source: Los Angeles County Assessor and Auditor-Controller

OTHER DEBT OBLIGATIONS

Tobacco Bonds

On February 8, 2006 the California County Tobacco Securitization Agency (the "Agency"), a Joint Exercise of Powers Authority, issued $319.8 million in Tobacco Settlement Asset-Backed Bonds (the "Tobacco Bonds") for the purpose of loaning the proceeds to the Los Angeles County Securitization Corporation (the "Corporation"). The Corporation used the Tobacco Bond proceeds to purchase 25.9% of the County's annual Tobacco Settlement Revenues (the "TSRs") paid by the tobacco companies participating in the Master Settlement Agreement. The Tobacco Bonds are secured by the 25.9% portion of the annual TSRs, and are not considered a debt obligation of the County.

DPSS Lease Obligations

Beginning January 28, 1999 through July 28, 2005, the County entered into several build to suit operating and capital lease agreements with various organizations whereby the County would lease buildings and improvements for use by County Departments including the Department of Public Social Services (the "DPSS Facilities"). In order to facilitate the construction of the DPSS Facilities, financing was obtained through the sale of Certificates of Participation ("COPs") and Lease Revenue Bonds with the periodic lease payments pledged as security for repayment of the COPs and Bonds. Although these financings are categorized as leases in the County's financial statements, the ultimate obligor for the outstanding debt securities is the County General Fund. The principal amount of the outstanding underlying COPs and Bond obligations is $244.9 million as of January 1, 2016.

COUNTY OF LOS ANGELES
DEBT SUMMARY TABLES

REPORTS AS OF JULY 1, 2015

COMBINED PRINCIPAL AND INTEREST OBLIGATIONS AND OUTSTANDING PRINCIPAL BY FUNDING SOURCE

ENTIRE CURRENT FISCAL YEAR DEBT SERVICE OBLIGATIONS BY FUNDING SOURCE

OUTSTANDING PRINCIPAL BY FUNDING SOURCE

REPORTS AS OF JANUARY 1, 2016

SUMMARY OF OUTSTANDING GENERAL COUNTY OBLIGATIONS

ESTIMATED OVERLAPPING DEBT STATEMENT

COUNTY OF LOS ANGELES
COMBINED PRINCIPAL AND INTEREST OBLIGATIONS BY FUNDING SOURCE
AS OF JULY 1, 2015

Fiscal Year	General Fund	Hospital Enterprise Fund	Courthouse Construction Fund	Special Districts / Special Funds	Total Annual Debt Service
2015-16	$ 72,315,251	$ 72,107,436	$ 25,635,249	$ 2,775,617	$ 172,833,552
2016-17	61,264,107	60,406,931	21,865,780	2,773,553	146,310,370
2017-18	56,151,811	52,205,857	16,975,475	2,771,892	128,105,035
2018-19	54,348,579	50,467,524	16,976,475	2,772,901	124,565,479
2019-20	55,256,836	50,471,921	16,965,725	2,772,114	125,466,595
2020-21	55,266,453	50,429,239	16,957,350	2,770,155	125,423,196
2021-22	56,251,172	50,423,184	16,954,300	2,772,727	126,401,383
2022-23	53,263,521	50,420,052	16,951,625	2,770,179	123,405,377
2023-24	30,534,101	50,410,165	16,943,875	2,771,524	100,659,665
2024-25	30,525,496	50,403,888	16,933,500	2,772,880	100,635,764
2025-26	30,521,622	50,395,048	16,929,000	2,772,804	100,618,474
2026-27	30,513,982	50,391,691	16,918,875	2,772,537	100,597,085
2027-28	30,428,517	50,383,353	16,906,750	2,771,073	100,489,692
2028-29	30,122,362	50,371,753	16,905,750	2,773,632	100,173,497
2029-30	29,905,736	50,364,260	16,893,613	2,770,541	99,934,149
2030-31	29,895,916	50,345,701	9,432,600	2,770,790	92,445,007
2031-32	29,890,532	50,341,280	9,431,488	2,771,350	92,434,650
2032-33	29,884,456	50,331,926	6,918,000	2,770,272	89,904,654
2033-34	29,873,635	50,315,721	6,918,750	2,772,755	89,880,860
2034-35	29,866,297	50,309,705	-	2,774,794	82,950,796
2035-36	29,859,296	50,294,766	-	2,769,980	82,924,043
2036-37	29,852,038	50,283,745	-	2,774,430	82,910,213
2037-38	29,841,344	50,278,866	-	2,772,883	82,893,094
2038-39	29,832,619	50,259,691	-	2,773,883	82,866,194
2039-40	29,824,294	50,246,289	-	2,773,659	82,844,243
2040-41	29,817,185	50,237,761	-	2,772,601	82,827,547
2041-42	9,194,250	19,945,100	-	2,774,050	31,913,400
2042-43	9,198,250	19,948,218	-	2,774,482	31,920,950
2043-44	9,196,875	-	-	808,250	10,005,125
2044-45	9,194,250	-	-	809,750	10,004,000
Total	$ 1,041,890,782	$ 1,382,791,070	$ 300,414,180	$ 79,248,058	$ 2,804,344,089

COUNTY OF LOS ANGELES
OUTSTANDING PRINCIPAL OBLIGATIONS BY FUNDING SOURCE
AS OF JULY 1, 2015

Fiscal Year	General Fund	Hospital Enterprise Fund	Courthouse Construction Fund	Special Districts / Special Funds	Total Outstanding Principal
2015-16	584,562,610	822,959,297	183,573,679	42,739,931	1,633,835,517
2016-17	551,399,430	775,945,856	180,113,100	42,212,308	1,549,670,693
2017-18	526,141,095	741,266,802	178,385,000	41,463,167	1,487,256,064
2018-19	507,664,063	723,352,176	170,020,000	40,686,165	1,441,722,404
2019-20	491,151,443	706,347,922	161,225,000	39,872,265	1,398,596,630
2020-21	473,991,942	688,476,303	151,990,000	39,017,435	1,353,475,679
2021-22	448,814,023	669,817,455	142,290,000	38,120,777	1,299,042,255
2022-23	413,303,559	650,368,047	132,110,000	37,175,498	1,232,957,104
2023-24	379,087,302	630,069,623	121,425,000	36,184,357	1,166,766,281
2024-25	366,254,815	608,863,906	110,200,000	35,141,008	1,120,459,729
2025-26	352,841,357	586,643,269	98,410,000	34,042,763	1,071,937,389
2026-27	338,786,235	563,319,690	86,020,000	32,888,277	1,021,014,202
2027-28	324,060,089	538,830,160	73,005,000	31,674,859	967,570,108
2028-29	308,702,909	513,114,829	59,335,000	30,400,717	911,553,455
2029-30	292,901,152	486,115,239	44,965,000	29,058,609	853,040,000
2030-31	276,531,720	457,762,435	29,895,000	27,650,845	791,840,000
2031-32	259,349,828	427,999,539	21,735,000	26,170,633	735,255,000
2032-33	241,310,098	396,740,964	13,170,000	24,613,939	675,835,000
2033-34	222,370,124	363,916,356	6,750,000	22,978,519	616,015,000
2034-35	202,489,529	329,453,785	-	21,256,686	553,200,000
2035-36	181,610,780	293,295,333	-	19,448,887	494,355,000
2036-37	159,676,347	255,401,290	-	17,562,363	432,640,000
2037-38	136,632,750	215,683,273	-	15,583,977	367,900,000
2038-39	112,486,190	174,133,219	-	13,515,591	300,135,000
2039-40	48,770,222	130,747,077	-	11,346,826	190,864,125
2040-41	60,888,169	85,416,324	-	9,070,508	155,375,000
2041-42	809,750	38,047,845	-	6,682,155	45,539,750
2042-43	25,625,000	19,481,371	-	4,173,629	49,280,000
2043-44	17,505,000	-	-	1,540,000	19,045,000
2044-45	8,970,000	-	-	790,000	9,760,000

Source: Los Angeles County Chief Executive Office

COUNTY OF LOS ANGELES
COMBINED PRINCIPAL AND INTEREST OBLIGATIONS BY FUNDING SOURCE
AS OF JULY 1, 2015

Title	Total Debt Service	General Fund	Hospital Enterprise Fund	Courthouse Construction Fund	Special Districts / Special Funds
Long-Term Obligations					
Long-Term Capital Projects					
1993 COPs: Disney Parking Project	$ 15,230,000	$ 15,230,000			
2002 Lease Rev Bonds Ser B:					
Downey Courhouse	$ 1,055,087			$ 1,055,087	
Sheriffs Training Academy	871,000	$ 871,000			
San Fernando Court	1,458,863			1,458,863	
Total 2002 Lease Rev Bonds Ser B	$ 3,384,950	$ 871,000	$ 0	$ 2,513,950	$ 0
2005 Lease Rev Refg Bonds Ser A:					
Music Center Improvements	$ 751,316	$ 751,316			
Burbank Courthouse	737,573			$ 737,573	
Martin Luther King Medical Center - Trauma Center	6,059,461		$ 6,059,461		
Rancho Los Amigos Medical Center - 150 Bed Inpatient Unit A	4,283,418		4,283,418		
Rancho Los Amigos Medical Center - Parking Structure	1,598,837		1,598,837		
San Fernando Valley Juvenile Hall	947,231	947,231			
LAC/USC Medical Center Marengo Street Parking Garage	2,529,417		2,529,417		
LAX Area Courthouse	6,740,982			6,740,982	
San Fernando Valley Courthouse (Chatsworth)	5,351,563			5,351,563	
Total 2005 Lease Rev Refg Bonds Ser A	$ 28,999,798	$ 1,698,547	$ 14,471,134	$ 12,830,117	$ 0
2005 Lease Revenue Bonds: Calabasas Landfill Project	$ 3,486,084	$ 3,486,084			
2006 Lease Rev Refg Bonds Ser A:					
East Los Angeles Courthouse	$ 844,588			$ 844,588	
Lynwood Regional Justice Center	3,136,500	$ 3,136,500			
Men's Central Jail - Twin Towers	3,009,000	3,009,000			
Van Nuys Courthouse	2,529,600			2,529,600	
Total 2006 Lease Rev Refg Bonds Ser A	$ 9,519,688	$ 6,145,500	$ 0	$ 3,374,188	$ 0
2006 Lease Rev Refg Bonds Ser B:					
Michael D. Antonovich Antelope Valley Courthouse	$ 6,916,994			$ 6,916,994	
2010 Multiple Capital Projects I, Series A:					
Coroners Expansion/ Refurbishment	$ 732,678	$ 732,678			
Patriotic Hall Renovation	1,183,143	1,183,143			
Olive View Medical Center ER/TB Unit	1,363,290		$ 1,363,290		
Olive View Medical Center Seismic	561,622		561,622		
Harbor/UCLA Surgery/ Emergency	8,543,011		8,543,011		
Harbor/UCLA Seismic Retrofit	1,317,369		1,317,369		
Hall of Justice Rehabilitation	6,107,999	6,107,999			
Total 2010 Multiple Capital Projects I, Series A	$ 19,809,112	$ 8,023,820	$ 11,785,292	$ 0	$ 0
2010 Multiple Capital Projects I, Federally Taxable Series B:					
Coroners Expansion/ Refurbishment	$ 1,166,023	$ 1,166,023			
Patriotic Hall Renovation	1,882,916	1,882,916			
Olive View Medical Center ER/TB Unit	2,169,611		$ 2,169,611		
Olive View Medical Center Seismic	893,795		893,795		
Harbor/UCLA Surgery/ Emergency	13,595,795		13,595,795		
Harbor/UCLA Seismic Retrofit	2,096,529		2,096,529		
Hall of Justice Rehabilitation	9,720,589	9,720,589			
Total 2010 Multiple Capital Projects I, Series B	$ 31,525,258	$ 12,769,528	$ 18,755,731	$ 0	$ 0
2011 High Desert Solar Complex (Federally Taxable)	$ 1,588,737	$ 1,588,737			
2012 Refg COPs: Disney Parking Project	$ 2,533,750	$ 2,533,750			
2012 Multiple Capital Projects II, Series 2012:					
High Desert Multi-Service Ambulatory Care Center	$ 8,840,156		$ 8,840,156		
Martin Luther King Jr. Multi-Service Ambulatory Care Center	10,761,354		10,761,354		
Martin Luther King Jr. Data Center	341,769		341,769		
Fire Station 128	296,909				$ 296,909
Fire Station 132	480,219				480,219
Fire Station 150	744,855				744,855
Fire Station 156	442,137				442,137
Total 2012 Multiple Capital Projects II, Series 2012	$ 21,907,400	$ 0	$ 19,943,279	$ 0	$ 1,964,121
2015 Multiple Capital Projects, Series A					
Zev Yaroslavsky Family Support Center	$ 9,240,285	$ 9,240,285			
Manhattan Beach Library	811,496				$ 811,496
Total 2015 Multiple Capital Projects, Series A	$ 10,051,781	$ 9,240,285	$ 0	$ 0	$ 811,496
Total Long-Term Obligations	$ 154,953,553	$ 61,587,251	$ 64,955,436	$ 25,635,249	$ 2,775,617
Intermediate-Term Obligations					
Equipment					
2011 Lease Rev Bonds Ser A (LAC-CAL): LAC-CAL Equipment Program	$ 8,468,625	$ 5,081,175	$ 3,387,450		
2014 Lease Rev Bonds Ser A (LAC-CAL): LAC-CAL Equipment Program	$ 9,411,375	$ 5,646,825	$ 3,764,550		
Total Intermediate-Term Obligations	$ 17,880,000	$ 10,728,000	$ 7,152,000	$ 0	$ 0
Total Obligations	$ 172,833,553	$ 72,315,251	$ 72,107,436	$ 25,635,249	$ 2,775,617

Source: Los Angeles County Chief Executive Office
Note: Amounts do not include Tax Exempt Commercial Paper

COUNTY OF LOS ANGELES
OUTSTANDING PRINCIPAL BY FUNDING SOURCE
AS OF JULY 1, 2015

Title	Total Outstanding Principal	General Fund	Hospital Enterprise Fund	Courthouse Construction Fund	Special Districts / Special Funds
Long-Term Obligations					
Long-Term Capital Projects					
1993 COPs: Disney Parking Project	$ 17,095,289	$ 17,095,289			
2002 Lease Rev Bonds Ser B:					
Downey Courhouse	$ 1,988,643			$ 1,988,643	
Sheriffs Training Academy	1,641,671	$ 1,641,671			
San Fernando Court	2,749,686			2,749,686	
Total 2002 Lease Rev Bonds Ser B	$ 6,380,000	$ 1,641,671	$ 0	$ 4,738,329	$ 0
2005 Lease Rev Refg Bonds Ser A:					
Music Center Improvements	$ 1,995,523	$ 1,995,523			
Burbank Courthouse	1,963,485			$ 1,963,485	
Martin Luther King Medical Center - Trauma Center	18,191,147		$ 18,191,147		
Rancho Los Amigos Medical Center - 150 Bed Inpatient Unit A	11,366,685		11,366,685		
Rancho Los Amigos Medical Center - Parking Structure	4,242,763		4,242,763		
San Fernando Valley Juvenile Hall	2,849,160	2,849,160			
LAC/USC Medical Center Marengo Street Parking Garage	6,719,371		6,719,371		
LAX Area Courthouse	48,791,371			48,791,371	
San Fernando Valley Courthouse (Chatsworth)	38,640,494			38,640,494	
Total 2005 Lease Rev Refg Bonds Ser A	$ 134,760,000	$ 4,844,684	$ 40,519,967	$ 89,395,350	$ 0
2005 Lease Revenue Bonds: Calabasas Landfill Project	$ 21,550,000	$ 21,550,000			
2006 Lease Rev Refg Bonds Ser A:					
East Los Angeles Courthouse	$ 1,860,000			$ 1,860,000	
Lynwood Regional Justice Center	3,075,000	$ 3,075,000			
Men's Central Jail - Twin Towers	2,950,000	2,950,000			
Van Nuys Courthouse	2,480,000			2,480,000	
Total 2006 Lease Rev Refg Bonds Ser A	$ 10,365,000	$ 6,025,000	$ 0	$ 4,340,000	$ 0
2006 Lease Rev Refg Bonds Ser B:					
Michael D. Antonovich Antelope Valley Courthouse	$ 85,100,000			$ 85,100,000	
2010 Multiple Capital Projects I, Series A:					
Coroners Expansion/ Refurbishment	$ 3,243,569	$ 3,243,569			
Patriotic Hall Renovation	5,237,779	5,237,779			
Olive View Medical Center ER/TB Unit	6,035,289		$ 6,035,289		
Olive View Medical Center Seismic	2,486,302		2,486,302		
Harbor/UCLA Surgery/ Emergency	37,819,937		37,819,937		
Harbor/UCLA Seismic Retrofit	5,831,995		5,831,995		
Hall of Justice Rehabilitation	27,040,128	27,040,128			
Total 2010 Multiple Capital Projects I, Series A	$ 87,695,000	$ 35,521,476	$ 52,173,524	$ 0	$ 0
2010 Multiple Capital Projects I, Series B:					
Coroners Expansion/ Refurbishment	$ 25,447,194	$ 25,447,194			
Patriotic Hall Renovation	41,092,631	41,092,631			
Olive View Medical Center ER/TB Unit	47,349,441		$ 47,349,441		
Olive View Medical Center Seismic	19,506,113		19,506,113		
Harbor/UCLA Surgery/ Emergency	296,713,674		296,713,674		
Harbor/UCLA Seismic Retrofit	45,754,510		45,754,510		
Hall of Justice Rehabilitation	212,141,438	212,141,438			
Total 2010 Multiple Capital Projects I, Series B	$ 688,005,000	$ 278,681,262	$ 409,323,738	$ 0	$ 0
2011 High Desert Solar Complex (Federally Taxable)	$ 8,825,228	$ 8,825,228			
2012 Refg COPs: Disney Parking Project	$ 50,675,000	$ 50,675,000			
2012 Multiple Capital Projects II, Series 2012:					
High Desert Multi-Service Ambulatory Care Center	$ 136,689,639		$ 136,689,639		
Martin Luther King Jr. Multi-Service Ambulatory Care Center	166,395,883		166,395,883		
Martin Luther King Jr. Data Center	5,284,548		5,284,548		
Fire Station 128	4,590,920				$ 4,590,920
Fire Station 132	7,425,313				7,425,313
Fire Station 150	11,517,220				11,517,220
Fire Station 156	6,836,478				6,836,478
Total 2012 Multiple Capital Projects II, Series 2012	$ 338,740,000	$ 0	$ 308,370,069	$ 0	$ 30,369,931
2015 Multiple Capital Projects, Series A					
Zev Yaroslavsky Family Support Center	$ 140,845,000	$ 140,845,000			
Manhattan Beach Library	12,370,000				$ 12,370,000
Total 2015 Multiple Capital Projects, Series A	$ 153,215,000	$ 140,845,000	$ 0	$ 0	$ 12,370,000
Total Long-Term Obligations	$ 1,602,405,517	$ 565,704,610	$ 810,387,297	$ 183,573,679	$ 42,739,931
Intermediate-Term Obligations					
Equipment					
2011 Lease Rev Bonds Ser A (LAC-CAL): LAC-CAL Equipment Program	$ 10,970,000	$ 6,582,000	$ 4,388,000		
2014 Lease Rev Bonds Ser A (LAC-CAL): LAC-CAL Equipment Program	$ 20,460,000	$ 12,276,000	$ 8,184,000		
Total Intermediate-Term Obligations	$ 31,430,000	$ 18,858,000	$ 12,572,000	$ 0	$ 0
Total Obligations	$ 1,633,835,517	$ 584,562,610	$ 822,959,297	$ 183,573,679	$ 42,739,931

Source: Los Angeles County Chief Executive Office
Note: Amounts do not include Tax Exempt Commercial Paper

COUNTY OF LOS ANGELES
SUMMARY OF OUTSTANDING GENERAL FUND AND SPECIAL FUND OBLIGATIONS
AS OF JANUARY 1, 2016

Title	Outstanding Principal	Total Future Payments		2015-16 FY Payment Remaining
Long-Term Obligations				
Long-Term Capital Projects				
1993 COPs: Disney Parking Project	$ 15,429,127	$ 85,880,000		$ 7,615,000
2002 Lease Rev Bonds Series B - 2002 Master Refunding Project	3,285,000	3,482,100		98,550
2006 Lease Rev Refg Bonds Series A - 2006 Master Refunding Project	1,070,000	1,108,788		19,394
2006 Lease Rev Refg Bonds Series B - 2006 Master Refunding Project (2)	0	0		2,022,941
2010 Lease Rev Bonds, Series A - 2010 Multiple Capital Projects I	71,780,000	80,860,038		1,771,444
2010 Lease Rev Bonds, Series B - 2010 Multiple Capital Projects I (Federally Taxable)	688,005,000	1,214,787,564	(1)	15,762,629
2011 Lease Rev Bonds - High Desert Solar Complex (Federally Taxable)	8,074,581	8,570,230	(1)	793,126
2012 Refg COPs: Disney Parking Project	50,675,000	67,164,875		1,266,875
2012 Lease Rev Bonds - Multiple Capital Projects II Series 2012	332,855,000	599,597,250		7,952,350
2015 Multiple Capital Projects, Series A	153,215,000	293,902,850		3,793,125
2015 Lease Revenue Refunding Bonds Series B	115,360,000	179,719,250		2,884,000
2015 Lease Revenue Refunding Bonds Series C (Taxable) (2)	77,530,000	88,941,900		1,006,041
Total Long-Term Obligations	$ 1,517,278,708	$ 2,624,014,844		$ 44,985,474
Intermediate-Term Obligations				
Equipment				
2011 Lease Rev Bonds Series A - LAC-CAL Equipment Program	$ 6,775,000	$ 7,018,000		$ 3,999,375
2014 Lease Rev Bonds Series A - LAC-CAL Equipment Program	15,965,000	16,574,375		4,609,475
Total Intermediate-Term Obligations	$ 22,740,000	$ 23,592,375		$ 8,608,850
Total Obligations	$ 1,540,018,708	$ 2,647,607,219		$ 53,594,324

COPs = Certificates of Participation

(1) Total Future Payments reflects the County's net future payment obligation after receipt of a Federal interest subsidy authorized by the American Recovery and Reinvestment Act (ARRA) of 2009.

(2) The 2015 Lease Revenue Refunding Bonds Series C has advance refunded the 2006 Lease Revenue Bonds Series B with a Call Date of September 1, 2016

Source: Los Angeles County Chief Executive Office
Note: Amounts do not include Tax Exempt Commercial Paper

COUNTY OF LOS ANGELES
ESTIMATED OVERLAPPING DEBT STATEMENT AS OF JANUARY 1, 2016
2015-16 Assessed Valuation: $1,290,133,105,428: (includes unitary valuation)

	Applicable %	Debt as of 5/1/15	
DIRECT AND OVERLAPPING TAX AND ASSESSMENT DEBT			
Los Angeles County Flood Control District	100.000 %	$ 15,105,000	
Metropolitan Water District	48.368	53,407,913	
Los Angeles Community College District	100.000	3,671,000,000	
Other Community College Districts	Various (1)	2,590,808,698	
Arcadia Unified School District	100.000	187,723,308	
Beverly Hills Unified School District	100.000	265,187,392	
Glendale Unified School District	100.000	210,564,986	
Long Beach Unified School District	100.000	751,995,702	
Los Angeles Unified School District	100.000	9,892,425,000	
Pasadena Unified School District	100.000	313,510,000	
Pomona Unified School District	100.000	222,486,813	
Redondo Beach Unified School District	100.000	213,758,358	
Santa Monica-Malibu Unified School District	100.000	339,223,144	
Torrance Unified School District	100.000	359,613,171	
Other Unified School Districts	Various (1)	3,139,006,310	
High School and School Districts	Various (1)	1,737,493,220	
City of Los Angeles	100.000	790,385,000	
City of Industry	100.000	104,940,000	
Other Cities	100.000	58,390,000	
Palmdale Water District Water Revenue Bonds	100.000	52,790,091	(2)
Palos Verdes Library District	100.000	1,245,000	
Community Facilities Districts	100.000	688,132,768	
Los Angeles County Regional Park & Open Space Assessment District	100.000	50,610,000	
1915 Act and Benefit Assessment Bonds - Estimate	100.000	91,234,700	
TOTAL DIRECT AND OVERLAPPING TAX AND ASSESSMENT DEBT		$ 25,801,036,574	
Less: Palmdale Water District Water Revenue Bonds supported by net operating revenues		(33,785,658)	
TOTAL NET OVERLAPPING TAX AND ASSESSMENT DEBT		25,767,250,916	
DIRECT AND OVERLAPPING GENERAL FUND OBLIGATION DEBT			
Los Angeles County General Fund Obligations	**100.000 %**	**$ 1,784,943,709**	
Los Angeles County Office of Education Certificates of Participation	100.000	7,944,360	
Community College District Certificates of Participation	Various (3)	54,821,829	
Baldwin Park Unified School District Certificates of Participation	100.000	28,770,000	
Compton Unified School District Certificates of Participation	100.000	20,850,000	
Los Angeles Unified School District Certificates of Participation	100.000	273,805,000	
Paramount Unified School District Certificates of Participation	100.000	28,900,000	
Other Unified School District Certificates of Participation	Various (3)	155,116,921	
High School and Elementary School District General Fund Obligations	Various (3)	125,894,033	
City of Beverly Hills General Fund Obligations	100.000	162,875,000	
City of Los Angeles General Fund and Judgment Obligations	100.000	1,594,754,584	
City of Long Beach General Fund Obligations	100.000	169,770,000	
City of Long Beach Pension Obligations	100.000	35,915,000	
City of Pasadena General Fund Obligations	100.000	463,437,918	
City of Pasadena Pension Obligations	100.000	119,460,000	
Other Cities' General Fund Obligations	100.000	1,185,321,898	
Los Angeles County Sanitation Districts Financing Authority	100.000	157,821,308	
TOTAL GROSS DIRECT AND OVERLAPPING GENERAL FUND OBLIGATION DEBT		$ 6,370,401,560	
Less: Los Angeles Unified School District Qualified Zone Academy Bonds supported by investment funds and economically defeased certificates of participation		(13,526,614)	
Cities' self-supporting bonds		(525,258,203)	
TOTAL NET DIRECT AND OVERLAPPING GENERAL FUND OBLIGATION DEBT		$ 5,831,616,743	
OVERLAPPING TAX INCREMENT DEBT: (Successor Agencies):		$ 4,268,850,857	
TOTAL DIRECT DEBT		$ 1,784,943,709	
TOTAL GROSS OVERLAPPING DEBT		$ 34,655,345,282	
TOTAL NET OVERLAPPING DEBT		$ 34,082,774,807	
GROSS COMBINED TOTAL DEBT		$ 36,440,288,991	(4)
NET COMBINED TOTAL DEBT		$ 35,867,718,516	

(1) All 100%, or almost 100%, except for Antelope Valley Joint Union High School and Community College District, Fullerton Union High School District, Las Virgenes Joint Unified School District, North Orange County Joint Community College District, and the schools and special districts included in them.
(2) Palmdale Water District Water Revenue Bonds are partially supported by the 1% ad valorem property tax levy
(3) All 100%, or almost 100%, except for Fullerton Union High School District, Las Virgenes Joint Unified School District, Snowline Joint Unified School District, Victor Valley Joint Community College District, and the schools and special districts included in them.
(4) Excludes tax and revenue anticipation notes, enterprise revenue, mortgage revenue and non-bonded capital lease obligations. Except for Los Angeles Unified School District Qualified Zone Academy Bonds (QZABs) are included based on principal due at maturity.

RATIOS TO 2015-16 ASSESSED VALUATION

Total Gross Overlapping Tax and Assessment Debt	2.00 %
Total Net Overlapping Tax and Assessment Debt	2.00 %
Total Direct Debt ($1,784,943,709)	0.14 %
Gross Combined Total Debt	2.82 %
Net Combined Total Debt	2.78 %
Ratios to Redevelopment Sucessor Agency Incremental Valuation ($172,121,575,526):	
Total Overlapping Tax Increment Debt	2.48 %

Source: California Municipal Statistics. The above report is included for general information purposes only. The County has not reviewed the debt report for completeness or accuracy and makes no representations in connection therewith.

ECONOMIC AND DEMOGRAPHIC INFORMATION

Economic Overview

With a 2014 Gross Product of $640.7 billion, Los Angeles County's economy is larger than that of 44 states and all but 20 countries. The County serves as the central trade district for the western United States and the U.S. gateway to the Asian economies, as it has evolved into a leader in international commerce and investments. The County's economy experienced strong growth in 2014 with an increase in economic output of 9.9%, as measured by Gross Product, and an increase in total taxable sales of 5.9%. The strong economic recovery is expected to continue in 2015, with several sectors of the local economy experiencing growth.

The County's unemployment rate averaged 8.2% in 2014, which represents an improvement from its 2013 unemployment rate of 9.9%. In 2015 and 2016, the job market is expected to show continued improvement, with a projected decline in the average unemployment rate to 7.2% and 6.6%, respectively. The significant job losses which occurred during the recession of 2008 and 2009 were partially offset by the positive impact of major public and private construction projects. With over $16 billion in voter-approved general obligation bond measures, historically low interest rates and cost-effective financing programs and incentives provided by the Federal government, local governments and school and community college districts have undertaken major capital construction projects.

The increase in sales tax revenue ensuing from the 2008 voter-approved Measure R provides funding for major highway and transit projects that are currently underway throughout the County. In addition, hospitals throughout the County are engaged in building programs to meet stricter earthquake standards and other regulatory requirements. These major construction projects, combined with the terminal expansions under way at the two primary sea ports (Los Angeles and Long Beach), the expansion of the Los Angeles International Airport ("LAX"), and the expansion of the Metro Light Rail System have provided continued support to an improving job market in the County.

In terms of its industrial base, diversity continues to be the County's greatest strength, with wholesale and retail trade, health care, manufacturing, and leisure and hospitality being the leading employment sectors in the private economy. The Los Angeles Customs District ("LACD"), which includes LAX, Port Hueneme, Port of Los Angeles, and the Port of Long Beach, is the largest customs district in the nation. The Los Angeles region is the largest manufacturing center in the nation, with over 354,400 workers employed in this sector in 2014. The two major seaports (Port of Los Angeles and Port of Long Beach) encompass the largest port complex in the nation as measured by cargo tonnage and the number of containers handled, and is ranked as the ninth largest among the world's port facilities. The County's vibrant technology sector known as Silicon Beach has become a large and growing source of highly compensated jobs in the local economy. According to the Los Angeles Economic Development Corporation ("LAEDC"), the County's technology sector employed 205,000 in 2014.

Quality of Life

Higher Education

The County is home to an extensive education system, with 120 colleges and university campuses, including UCLA; five state university campuses; 21 community colleges; prestigious private universities such as USC, Occidental College and Claremont College; religious-affiliated universities such as Pepperdine and Azusa Pacific; renowned technology schools such as the California Institute of Technology and the affiliated Jet Propulsion Laboratory; and specialized institutions such as the California Institute of the Arts, the Art Center College of Design, the Fashion Institute of Design and Merchandising, and the Otis College of Art and Design.

Culture

The County is the cultural center of the western United States and has been referred to as the "entertainment capital of the world", offering world-class museums, theaters, and music venues. The County is home to the world's leading movie studios, television networks, recording studios, video game developers, publishers and artists, creating one of the largest centers for art and entertainment activity in the nation.

The Performing Arts Center of Los Angeles County, which includes the Dorothy Chandler Pavilion, Ahmanson Theater, Mark Taper Forum and Walt Disney Concert Hall, is one of the three largest performing art venues in the nation. The County features more musical and theatrical productions and has more weekly openings than most major cities in the world. The County is home to the Los Angeles Philharmonic Orchestra, which is recognized as one of the finest symphony orchestras in the world.

The County has among the largest number of museums per capita relative to other large metropolitan areas in the world. The area's museums showcase some of the world's finest collections of art, sculpture, manuscripts, and antiquities; as well as providing a historical overview of the area's ethnic heritage and experience. Major institutions include the Los Angeles County Museum of Art, the Los Angeles County Museum of Natural History, the Norton Simon Museum, the J. Paul Getty Museum, the Museum of Contemporary Art, the Huntington Library and the new Broad Museum of Contemporary Art, which opened in October 2015. The Broad Museum is located adjacent to the iconic Walt Disney Concert Hall, and will further strengthen and help establish downtown Los Angeles as a premiere cultural destination on the west coast.

Recreation

With its geographic size, location, topography, mild climate, and an average of 329 days of sunshine per year, Los Angeles County offers a full spectrum of recreational activities that are enjoyed by residents and visitors on a year-round basis. The County owns and maintains the world's largest man-made recreational harbor at Marina del Rey, and manages 63,000 acres of parks, trails, natural habitat and the world's largest public golf course system. Each year, millions of people visit the County's 31 miles of public beaches stretching along its 75-mile coastline, with bike enthusiasts able to enjoy the County's 22-mile beach bikeway.

Millions of visitors continue to enjoy the County's multitude of amusement parks, zoos, museums, theaters, sporting venues, motion picture and television studios, parklands, and world-renowned restaurants and retail centers. In addition, the County is the host to a number of major annual events such as the January 1st Rose Parade & Rose Bowl game, Long Beach Grand Prix, Grammy Awards, and the Academy Awards. Los Angeles County has been a prior host to major sporting events such as the Summer Olympics, the World Cup, X Games, BCS College Football National Championship, and the Super Bowl.

Population

The County is the most populous county in the U.S. with over 10 million people estimated to be residing within its borders. The County's population makes it equivalent to the eighth largest state in the nation and accounts for approximately 26.2% of the total population of California. The U.S. Census Bureau's demographic profile of the County indicates that 48.3% of the population is Hispanic and 51.7% non-Hispanic. 27.2% of the County's population are White, 15% are Asian-Pacific Islander, and 9.2% are African American. The County is also home to the highest number of foreign–born residents in the nation and has the largest population of persons of Chinese, Filipino, Japanese, Korean, Mexican, Salvadoran and Thai descent outside their native countries. With 98 consulates, the County has a larger consular corps than any other U.S. city outside of Washington D.C. with more than 220 languages and cultures represented across the County. It is estimated that 76.6% of the adult population has a high school diploma or higher, and 29.7% has a bachelor's degree or higher. Table B illustrates the recent historical growth of the County's population.

Employment

After the recent economic downturn, which started in late 2007 and had a significant adverse impact on the local economy, the County has continued to experience a steady recovery in the job market since 2010. The average unemployment rate increased from 5.1% in 2007 to 12.6% in 2010, but gradually decreased over the last four years to 8.2% in 2014. In comparison, the average unemployment rates for the State of California and the nation in 2014 were 7.5% and 6.2%, respectively. The employment situation in the County showed further signs of improvement in 2014, with estimated total net job growth of 78,700 among the various sectors of the local economy. In 2015, total non-farm employment is projected to grow by 1.9% or (79,600 jobs), resulting in a lower unemployment rate of 7.3%. Table F details the non-agricultural employment statistics by sector for the County from 2010 through 2014.

Personal Income

Total personal income grew in the County by an estimated 4.7% in 2014. The 2014 total personal income of $487.9 billion represents an estimated 25.1% of the total personal income generated in California. The LAEDC is projecting continued robust growth in personal income of 4.6% for 2015 and 5.0% for 2016. Table C provides a summary of the personal income statistics for the County from 2010 through 2014.

Consumer Spending

As the most populous county in the nation with a vibrant and diverse economy, Los Angeles County is recognized as a national leader in consumer spending. As forecasted by LAEDC, the County experienced a 5.9% increase in total taxable sales in 2014, with continued growth of 5.2% and 5.6% projected for 2015 and 2016, respectively. The $151.2 billion of total taxable sales in the County in 2014 represents over 24% of the total taxable sales in California which underscores the significant importance of the County to the economic health of California. Table D provides a summary of total taxable sales activity in the County from 2010 through 2014.

Industry

With an estimated annual economic output of $640.7 billion in 2014, the County continues to rank among the world's largest economies. The County's 2014 Gross Product represents approximately 27.7% of the total economic output in California and 3.7% of the Gross Product of the United States. The County's business environment is distinguished by its diversity and balance and it is recognized as a world leader in technology, electronics, energy, communications, and entertainment. The top industries in the manufacturing sector include computer and electronics, apparel, transportation equipment, fabricated metal products, and food. Table A provides the Gross Product statistics for the County from 2010 through 2014.

International Trade

Due to its strategic location, broad transportation network and extensive cargo facilities, the County has become the leading center of international trade in the United States. The County's airports and extensive port facilities serve as the gateway for the Southern California region's thriving international trade. The value of two-way trade in the LACD experienced steady growth over the previous decade, resulting in a record level of $357.1 billion in 2008. After suffering a substantial decrease in 2009, the value of two-way trade in the LACD has experienced strong growth over the last several years. From 2009 to 2013, the value of two-way trade at LACD increased by 47% which surpassed the record level attained in 2008. LACD experienced moderate growth in 2014, handling approximately $418 billion worth of international trade, which represents a 1% increase from 2013. The decline in the rate of growth was partially the result of a labor strike that slowed loading activities at both ports during the fourth quarter of 2014. As a result of the resolution of the labor strike during the first quarter of 2015, the LACD is expected to experience moderate growth in 2015 with stronger growth returning in 2016. Based on the latest LAEDC projections, international trade is expected to grow by 1.0% in 2015 to approximately $422 billion, and by 3.0% in 2016 to nearly $435 billion. The LACD maintained its ranking as the top customs district in the nation for international trade in 2014, with China, Japan, South Korea, Taiwan and Germany being the top trading partners.

Transportation/Infrastructure

The County is one of the world's largest transportation centers. The region's ports, airports, integrated rail and highway facilities are part of an extensive transportation infrastructure that provides valuable service to residents, visitors, and industry.

Airports and Harbors

All transcontinental airlines and many international carriers serve the Los Angeles area through major air terminals at LAX, Long Beach Airport and the Bob Hope Airport in Burbank. LAX is ranked as the fifth busiest airport in the world and second in the United States for passenger traffic. In 2014, LAX served 70.7 million passengers, representing a 6.0% increase from the previous year. The 2 million tons of air cargo handled at LAX in 2014, and the corresponding value of $91.6 billion, represents an increase of 3.9% from 2013 levels. A $4.1 billion capital improvement project is currently underway at LAX, which is expected to generate approximately 40,000 local jobs. The Bob Hope Airport is currently in the planning stage to replace its passenger concourse with a new state of the art facility. Construction is scheduled to begin on the new concourse in late 2016.

The Ports of Los Angeles and Long Beach are adjacent ports that encompass the nation's largest port complex in terms of annual cargo tonnage and container volume. The combined Los Angeles/Long Beach port complex has been one of the fastest growing port facility in the United States, and is the busiest port complex in the U.S. and western hemisphere, and the ninth busiest in the world. The port complex is a powerful economic force in the region, with a direct connection to hundreds of thousands of jobs in Southern California and billions of dollars in state and local tax revenue. In 2014, the port complex experienced a 3.8% increase in the volume of cargo from 2013, and is projecting moderate growth in 2015 with stronger growth returning in 2016 as the ports recover from a labor strike in late 2014.

The Port of Los Angeles is one of the largest man-made harbors in the world. In 2014, it was ranked as the busiest container port in the United States for the fourteenth consecutive year, and the nineteenth busiest in the world, as measured by annual container volume. The Port of Los Angeles covers over 7,500 acres and includes 43 miles of waterfront. The Port has 27 passenger and cargo terminals, including facilities to handle automobiles, containers, dry bulk and liquid bulk products. In 2014, the Port handled over 8.3 million TEUs, which represents a 6% decrease in container volume from 2013.

The Port of Long Beach is also among the world's busiest container ports, and was ranked behind the Port of Los Angeles as the second busiest port in the nation, and the twenty-first busiest in the world in 2013. The Port of Long Beach covers over 3,000 acres with 10 separate piers, 80 berths, 66 cranes and 22 shipping terminals. In 2014, the port handled over 6.8 million TEUs of container cargo, which represents an increase of 1.3% from 2013.

Port Expansion

The Ports of Los Angeles and Long Beach are currently in the process of major ongoing expansion programs that will facilitate further growth and expansion of trade activity. The expansion of port facilities will continue to have a positive economic impact on the region through the creation of new jobs in the trade-related sectors of the local economy. The various expansion related projects will enable the region to more effectively manage higher volumes of imports and exports and provide a faster and more efficient system for the transportation of cargo from the port complex to markets nationwide.

Metro System

The Metro System is a multi-modal and integrated passenger transportation system that provides service to the greater Los Angeles area. With over 473 million in annual boardings, the Metro System is the third largest public transportation system in the U.S. The Metro System was designed to meet the travel needs of the area's diverse population centers through a variety of transportation services that will be implemented over a 30-year period. The integrated Metro System is administered and operated by the Los Angeles County Metropolitan Transportation Authority ("MTA"), which is responsible for the planning, design, construction and operation of the public transportation system for the County. The Fiscal Year 2014-15 operating budget for the MTA is $5.4 billion, which is funded primarily through voter approved State and local sales taxes, State gasoline taxes, and various Federal, State and local grants.

Visitor and Convention Business

Tens of millions of visitors travel to Southern California each year, providing a significant contribution to the County's economy. In 2014, the Los Angeles region hosted a record high 29.5 million overnight visitors, representing a 3.4% increase from 2013. The newly built hotels in downtown Los Angeles, Beverly Hills and Hollywood are attracting business as well as leisure travelers to the County. According to the Los Angeles Convention and Visitors Bureau, the Los Angeles region was the third ranked destination for overseas visitors in 2014, with tourists and business travelers spending in excess of $18 billion. For the third year in a row the Los Angeles region was the number one ranked destination for overseas visitors from China growing by over 20% from 2013.

Real Estate and Construction

After enduring the adverse effects of the economic downturn starting in late 2007, the County's residential housing market has experienced a steady recovery since 2012. The average median price for new and existing homes, decreased by nearly 46% from a peak of $532,281 in 2007 to a cyclical low of $290,015 in January 2012. However, the real estate market stabilized in 2012 and began to show signs of strong growth as the average median home price increased by 44% from the first quarter of 2012 to the fourth quarter of 2013 ($301,239 to $433,131).

In 2014, the real estate market experienced moderate growth, as the average median home price increased by 7% to $463,772 in the fourth quarter of 2014. After a record high of 105,433 in 2009, notices of default recorded decreased by 83% to 17,883 in 2014 equaling a rate of approximately 1,490 notices per month, which represents a slight improvement over 2013 when the rate averaged 1,748 notices per month. Foreclosures, as measured by the number of trustees deeds recorded, decreased by over 87% from a cyclical high of 39,774 in 2008 to 5,124 in 2014. The number of trustees deeds recorded in 2014 represents a 29% decrease from the 7,248 recorded in 2013. The positive foreclosure trend continued in 2014, as the number of trustees deeds recorded was only 1,195 in the fourth quarter as compared to 1,334 in the first quarter of 2014.

Despite the severe downturn in the housing market from 2007 to 2011, the County has maintained relatively stable assessed valuations. The stability of the property tax base is primarily due to the significant amount "stored value" in the secured property tax roll as a result of Proposition 13. For Fiscal Year 2015-16, the County Assessor reported a Net Local Roll of $1.265 trillion, which represents a 6.13% increase from the Net Local Roll of $1.192.13 trillion in Fiscal Year 2014-15. The Net Local Roll in Fiscal Year 2015-16 represents a 21.4% increase from Fiscal Year 2010-11, and the fifth consecutive year of accelerated growth in assessed valuation after the most recent economic downturn.

The commercial real estate sector continued to experience modest improvement in 2014. Construction lending experienced a significant increase of 37% from $6.379 billion in 2013 to $8.750 billion in 2014. Office market vacancy rates improved from 2013 to 2014, with the average vacancy rate decreasing to 15.1% from 16.9%, which is still significantly higher than the 9.7% rate in 2007, prior to the severe economic downturn. Industrial market vacancy rates experienced modest improvement in 2014, decreasing from 1.9% in 2013 to 1.6% in 2014, which is slightly higher than the 1.5% vacancy rate in 2007 prior to the economic downtown. Construction continued on the new Wilshire Grand Center in Downtown Los Angeles, which will become the tallest building in the western United States when completed in 2017. The 73-story, 1,100-foot tall structure, which will include an InterContinental hotel, office space and condominiums, represents a $1 billion private investment in Downtown Los Angeles. The University of Southern California recently broke ground on a new mixed-use complex adjacent to its main campus, which is located just south of Downtown Los Angeles. The complex, which will include six residence halls for 2,700 students, a grocery store, a fitness center, a drugstore and 115,000 square feet of additional retail space is expected to cost the university approximately $1.1 billion to construct. The new complex is expected to be completed in 2018 and is projected to generate 12,000 new jobs during construction.

On January 12, 2016, National Football League (NFL) team owners voted to allow the St. Louis Rams to move to Los Angeles for the 2016 NFL season and gave the San Diego Chargers a one-year option to join the Rams in Los Angeles. If the San Diego Chargers decline the NFL's offer to move to Los Angeles, the Oakland Raiders will receive a one-year option to join the Rams in Los Angeles for the 2017 NFL season. In February, the Rams will begin construction of a 70,000 seat glass-roofed stadium on a 298 acre site in Inglewood, CA as part of a larger multibillion-dollar entertainment, retail and housing complex located on the former site of Hollywood Park. The new complex including the stadium will be completely privately financed. The recently renovated Forum Area is also part of the new complex. The Rams' new stadium is project to open for the 2019 NFL season at a cost expected to exceed $2 billion. The Rams will play their home games in the Los Angeles Coliseum until their new stadium is completed.

The County's residential housing market continued to experience moderate improvement through the third quarter of2015, as the average median home price increased by 5.4% from the third quarter of 2014 to the third quarter of 2015 ($471,331 to $496,945). Notices of default recorded increased slightly by 1.5% in the third quarter of 2014 to the third quarter of 2015 (4,456 to 4,526). Foreclosures, as measured by the number of trustees deeds recorded, decreased by 19.6% from the third quarter of 2014 to the third quarter of 2015 (1,283 to 1,031). The County's residential real estate market is expected to show modest improvement for the remainder of 2015.

The commercial real estate sector continued to experience modest improvement through the third quarter of 2015. Office market vacancy rates decreased to 15% in the third quarter of 2015 from 15.6% in the third quarter of 2014. Industrial market vacancy rates have experienced solid improvement in 2015, decreasing from 1.8% in third quarter of 2014 to 1.1% in third quarter of 2015. Construction lending experienced a slight increase of 3.3% from $1.815 billion in the third quarter of 2014 to $1.876 billion in the third quarter of 2015. The County's commercial real estate sector is expected to show moderate improvement for the remainder of 2015.

TABLE A: GROSS PRODUCT OF LOS ANGELES COUNTY (in millions of $)

	2010	2011	2012	2013	2014
Los Angeles County	$543,740	$557,500	$577,500	$583,100	$640,700
State of California	1,901,072	1,958,900	2,045,700	2,202,700	2,311,600
United States	14,526,500	15,094,000	15,653,370	16,768,100	17,420,700
Los Angeles County as a % of California	28.60%	28.46%	28.23%	26.47%	27.72%

Source: Los Angeles Economic Development Corporation - 2015 2016 Economic Forecast and Industry Outlook February 2015

TABLE B: POPULATION LEVELS

	2010	2011	2012	2013	2014
Los Angeles County	9,825,200	9,862,400	9,946,900	10,013,300	10,069,000
State of California	37,309,400	37,570,100	37,867,500	38,164,000	38,499,400
Los Angeles County as a % of California	26.33%	26.25%	26.27%	26.24%	26.15%

Source: Los Angeles Economic Development Corporation - 2015-2016 Economic Forecast and Industry Outlook February 2015

TABLE C: TOTAL PERSONAL INCOME: HISTORICAL SUMMARY BY COUNTY (in millions of $)

	2010	2011	2012	2013	2014
Los Angeles County	$404,500	$425,700	$455,800	$466,100	$487,900
Orange County	147,400	155,300	166,600	169,800	177,700
Riverside and San Bernardino Counties	126,500	134,200	140,300	144,700	151,900
Ventura County	37,100	39,400	41,700	42,400	44,300
State of California	1,578,600	1,685,600	1,805,200	1,856,600	1,943,100
Los Angeles County as a % of California	25.62%	25.26%	25.25%	25.11%	25.11%

Source: Los Angeles Economic Development Corporation - 2015-2016 Economic Forecast and Industry Outlook February 2015

TABLE D: TOTAL TAXABLE SALES IN LOS ANGELES COUNTY (in millions of $)

	2010	2011	2012	2013	2014
Los Angeles County	$116,900	$126,400	$135,300	$142,800	$151,200
State of California	477,300	520,600	558,400	590,800	624,400
Los Angeles County as a % of California	24.49%	24.28%	24.23%	24.17%	24.22%

Source: Los Angeles Economic Development Corporation - 2015-2016 Economic Forecast and Industry Outlook February 2015

TABLE E: UNEMPLOYMENT RATES

	2010	2011	2012	2013	2014
Los Angeles County	12.6%	12.3%	10.9%	9.9%	8.2%
State of California	12.4%	11.8%	10.4%	8.9%	7.5%
United States	9.6%	8.9%	8.1%	7.4%	6.2%

Source: Los Angeles Economic Development Corporation - 2015-2016 Economic Forecast and Industry Outlook February 2015

TABLE F: ESTIMATED AVERAGE ANNUAL EMPLOYMENT IN LOS ANGELES COUNTY BY SECTOR

Non-Agricultural Wage and Salary Workers (in thousands)

Employment Sector	2010	2011	2012	2013	2014
Wholesale & Retail Trade	589.4	598.1	612.2	623.7	632.6
Health Care & Social Assistance	526.1	528.8	558.4	594.2	617.0
Government	579.6	565.5	556.8	549.2	547.4
Leisure & Hospitality	384.8	394.6	415.3	436.7	446.4
Manufacturing	373.2	366.8	367.2	366.5	354.4
Professional, Scientific & Technical Services	245.6	255.3	268.2	276.3	285.5
Administrative & Support Services	228.7	232.4	245.1	256.3	270.6
Information	191.5	191.9	191.4	197.3	205.0
Transportation & Utilities	150.5	151.8	154.4	156.9	160.1
Finance & Insurance	137.8	136.8	138.6	137.1	135.5
Educational Services	111.1	114.2	115.7	119.2	122.6
Construction	104.5	105.0	109.1	116.5	124.7
Real Estate	71.7	71.6	72.1	74.7	76.4
Management of Enterprises	53.2	55.3	56.7	57.7	60.4
Other	140.8	140.9	145.9	150.1	152.7
Total	3,888.5	3,909.0	4,007.1	4,112.4	4,191.3

Source: Los Angeles Economic Development Corporation - 2015-2016 Economic Forecast and Industry Outlook February 2015

TABLE G: SUMMARY OF AIRPORT AND PORT ACTIVITY (in thousands)

Type of Activity	2010	2011	2012	2013	2014
International Air Cargo (Tons)					
Los Angeles International Airport	1,125.2	1,080.7	1,135.8	1,119.5	1,176.3
As Percentage of Total Air Cargo	67.63%	57.80%	57.85%	58.12%	58.78%
Total Air Cargo (Tons)					
Los Angeles International Airport	1,663.9	1,869.6	1,963.2	1,926.1	2,001.2
Long Beach Airport	26.1	25.4	24.4	24.4	25.5
Bob Hope Airport (Burbank)	44.4	43.9	47.4	52.9	56.3
Total	1,734.3	1,938.9	2,035.0	2,003.4	2,082.9
International Air Passengers					
Los Angeles International Airport	15,936.0	16,731.3	17,152.9	17,852.1	19,105.7
As Percentage of Total Passengers	26.98%	27.05%	26.93%	26.78%	27.04%
Total Air Passengers					
Los Angeles International Airport	59,070.1	61,862.5	63,688.1	66,667.6	70,662.2
Long Beach Airport	2,978.4	3,115.4	3,206.9	2,942.9	2,824.0
Bob Hope Airport (Burbank)	4,461.3	3,942.3	3,725.5	3,844.4	3,861.2
Total	66,509.8	68,920.2	70,620.5	73,454.9	77,347.4
Container Volume (TEUs)					
Port of Los Angeles	7,831.9	7,940.5	8,077.7	7,868.6	8,340.1
Port of Long Beach	6,263.5	6,061.1	6,045.7	6,730.6	6,820.8
Total	14,095.4	14,001.6	14,123.4	14,599.2	15,160.9

Source: Los Angeles World Airports, LAX - Statistics; Burbank Airport - Statistics; Long Beach Airport - Statistics; Port of Los Angeles - Statistics; Port of Long Beach - Statistics

TABLE H: VALUE OF INTERNATIONAL TRADE AT MAJOR CUSTOMS DISTRICTS (in millions of $)

Customs District	2010	2011	2012	2013	2014
Los Angeles, CA	$347,900	$387,500	$403,900	$414,700	$418,000
New York, NY	$326,800	$388,400	$381,900	$379,200	$387,100
Laredo, TX	$185,700	$216,300	$239,100	$253,200	$280,000
Detroit, MI	$219,200	$245,100	$253,200	$244,900	$260,400
Houston, TX	$211,400	$268,400	$274,000	$251,900	$253,300
New Orleans, LA	$194,400	$234,500	$243,600	$235,000	$234,600
Chicago, IL	$161,400	$176,600	$187,500	$192,500	$210,500
Seattle, WA	$111,100	$128,600	$138,800	$152,700	$152,500
Savannah, GA	$109,100	$126,500	$132,400	$129,500	$141,900
Cleveland, OH	$94,600	$109,400	$118,500	$122,500	$131,500

Source: Los Angeles Economic Development Corporation - 2015-2016 International Trade Report

TABLE I: TOTAL TONNAGE OF MAJOR WEST COAST PORTS (in thousands)

Port	2010	2011	2012	2013	2014
Los Angeles-Long Beach, CA	193,591	199,509	201,706	207,228	210,435
Tacoma, WA	27,507	28,428	30,975	31,820	34,970
Oakland, CA	29,475	30,285	30,305	30,901	30,543
Seattle, WA	31,337	29,856	25,549	18,118	14,405
Portland, OR	19,661	19,140	17,948	13,516	14,627
Kalama, WA	11,653	11,570	10,199	9,305	9,725
San Diego, CA	4,074	4,287	4,822	5,168	5,359
Port Hueneme	3,356	4,095	4,520	4,921	5,248
Vancouver, WA	6,110	6,198	4,915	2,001	2,855

Source: Los Angeles Economic Development Corporation - 2015-2016 International Trade Report

TABLE J: INTERNATIONAL CONTAINER TRAFFIC AT MAJOR U.S. PORTS (in thousands)

Port	2010	2011	2012	2013	2014
Los Angeles-Long Beach, CA	14,095	14,002	14,124	14,600	15,161
New York, NY	5,292	5,503	5,530	5,467	5,772
Savannah, GA	2,825	2,945	2,966	3,034	3,346
Oakland, CA	2,330	2,343	2,344	2,347	2,394
Norfolk, VA	1,895	1,918	2,106	2,224	2,393
Tacoma, WA	977	1,022	1,265	1,445	2,040
Houston, TX	1,812	1,866	1,922	1,950	1,951
Charleston, SC	1,280	1,381	1,515	1,601	1,792
Seattle, WA	2,126	2,017	1,853	1,564	1,388

Source: Los Angeles Economic Development Corporation - 2015-2016 International Trade Report

TABLE K: REAL ESTATE AND CONSTRUCTION INDICATORS IN LOS ANGELES COUNTY

Indicator	2010	2011	2012	2013	2014
1. Construction Lending (in millions)	$ 2,128	$ 3,258	$ 4,601	$ 6,379	$ 8,750
2. Residential Purchase Lending (in millions)	$ 22,491	$ 20,469	$ 23,675	$ 27,910	$ 31,441
3. New & Existing Median Home Prices	$ 335,363	$ 316,469	$ 330,463	$ 412,795	$ 458,677
4. New & Existing Home Sales	77,313	74,216	83,686	84,229	76,348
5. Notices of Default Recorded	68,603	64,490	49,354	20,970	17,883
6. Unsold New Housing (at year-end)	1,997	1,517	845	561	552
7. Office Market Vacancy Rates	17.0%	17.0%	16.7%	16.9%	15.1%
8. Industrial Market Vacancy Rates	3.2%	2.9%	2.1%	1.9%	1.6%

Source: Real Estate Research Council of Southern California - 3rd Quarter 2015

TABLE L: BUILDING PERMITS AND VALUATIONS

	2010	2011	2012	2013	2014
Residential Building Permits					
1. New Residential Permits (Units)					
a. Single Family	2,439	2,370	2,756	3,599	4,286
b. Multi-Family	5,029	8,033	7,950	12,631	14,595
Total Residential Building Permits	7,468	10,403	10,706	16,230	18,881
Building Valuations					
2. Residential Building Valuations (in millions of $)					
a. Single Family	$ 922	$ 1,032	$ 1,128	$ 1,507	$ 1,740
b. Multi-Family	811	1,222	1,416	1,921	2,310
c. Alterations and Additions	1,110	1,122	674	1,193	1,429
Residential Building Valuations Subtotal	$ 2,843	$ 3,376	$ 3,218	$ 4,621	$ 5,479
3. Non-Residential Building Valuations (in millions of $)					
a. Office Buildings	$ 133	$ 156	$ 38	$ 246	$ 269
b. Retail Buildings	263	223	115	385	829
c. Hotels and Motels	28	24	5	145	359
d. Industrial Buildings	56	136	169	128	122
e. Alterations and Additions	1,662	1,774	1,095	2,012	3,155
f. Other	535	806	381	669	1,507
Non-Residential Building Valuations Subtotal	$ 2,677	$ 3,119	$ 1,803	$ 3,585	$ 6,241
Total Building Valuations (in millions)	$ 5,519	$ 6,495	$ 5,021	$ 8,207	$ 11,721

Source: Real Estate Research Council of Southern California - 3rd Quarter 2015

TABLE M: LARGEST PRIVATE SECTOR EMPLOYERS IN LOS ANGELES COUNTY

Company (in order of 2014 Ranking)		Industry	Headquarters	No. of Employees L.A. County	No. of Employees Total
1	Kaiser Permanente	Health Care Provider	Oakland, CA	35,771	174,415
2	University of Southern California	Education-Private University	Los Angeles, CA	18,629	18,797
3	Northrop Grumman Corp.	Aerospace/Defense Contractor	Falls Church, VA	17,000	64,300
4	Target Corp.	Retailer	Minneapolis, MN	15,000	347,000
5	Ralphs/Food 4 Less (Kroger Co.)	Grocery Retailer	Cincinnati, OH	13,500	N/A
6	Bank of America Corp.	Banking and Financial Services	Charlotte, NC	13,000	216,700
7	Providence Health & Services	Health Care	Renton, WA	15,000	70,357
8	Albertsons/Vons/Pavilions	Grocery Retailer	Boise, Idaho	11,701	132,000
9	AT&T Inc.	Telecommunications	Dallas, TX	11,700	275,000
10	UPS	Transportation and Freight	Atlanta, GA	10,768	435,000
11	Home Depot	Home Improvement Specialty Retailer	Atlanta, GA	10,600	300,000
12	Boeing Co.	Aerospace/Defense Contractor	Chicago, IL	10,500	168,466
13	Cedars-Sinai Medical Center	Medical Center	Los Angeles, CA	10,250	10,250
14	Walt Disney Co.	Entertainment	Burbank, CA	10,200	180,000
15	Wells Fargo	Diversified Financial Services	San Francisco, CA	9,282	265,000
16	ABM Industries, Inc.	Facility Services, Janitorial, Parking	San Francisco, CA	8,500	118,000
17	California Institute of Technology	Private University and Jet Propulsion Lab	Pasadena, CA	8,100	9,100
18	FedEx Corp.	Shipping and Logistics	Memphis, TN	7,700	246,000
19	Edison International	Electric Utility	Rosemead, CA	7,650	13,365
20	Warner Bros. Entertainment Inc.	Entertainment	Burbank, CA	7,400	N/A
21	Universal Services of America	Security Systems	Santa Ana, CA	6,554	60,000
22	Dignity Health	Hospitals	San Francisco, CA	6,100	60,000
23	American Apparel, Inc.	Apparel Manufacturer and Retailer	Los Angeles, CA	6,000	10,000
24	Costco Warehouse	Membership Chain of Warehouse Stores	Issaquah, WA	5,800	195,000
25	SoCalGas	Natural Gas Utility	Los Angeles, CA	5,600	8,483

N/A - Not Available
Source: Los Angeles Business Journal - The largest employers ranked by employees in L.A. County - The List, August 2015

APPENDIX B

THE COUNTY OF LOS ANGELES AUDITED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED JUNE 30, 2015

COUNTY OF LOS ANGELES, CALIFORNIA
COMPREHENSIVE ANNUAL FINANCIAL REPORT
FOR THE FISCAL YEAR ENDED JUNE 30, 2015
TABLE OF CONTENTS

Page

MGO Certified Public Accountants

Sacramento
Walnut Creek
Oakland
Los Angeles
Century City
Newport Beach
San Diego

Independent Auditor's Report

The Honorable Board of Supervisors
County of Los Angeles, California

We have audited the accompanying financial statements of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the County of Los Angeles, California (County), as of and for the year ended June 30, 2015, and the related notes to the financial statements, which collectively comprise the County's basic financial statements as listed in the table of contents.

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.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We did not audit the financial statements of the Community Development Commission (CDC) (discretely presented component unit), Los Angeles County Children and Families First – Proposition 10 Commission (First 5 LA) (discretely presented component unit) and the Los Angeles County Employees' Retirement Association (LACERA), which represent the following percentages of the assets, net position/fund balances, and revenues/additions of the following opinion units:

Opinion Unit	Assets	Net Position/ Fund Balances	Revenues/Additions
Discretely presented component units	100%	100%	100%
Aggregate remaining fund information	71%	73%	9%

Those statements were audited by other auditors whose reports have been furnished to us, and our opinion, insofar as it relates to the amounts included for CDC, First 5 LA, and LACERA, is based solely on the reports of the other auditors. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. 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 auditor's 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.

Macias Gini & O'Connell LLP
777 S. Figueroa Street, Suite 2500
Los Angeles, CA 90017

www.mgocpa.com

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

Opinions

In our opinion, based on our audit and the reports of other auditors, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the County of Los Angeles, California, as of June 30, 2015, and the respective changes in financial position and, where applicable, cash flows thereof and the respective budgetary comparison for the General Fund, Fire Protection District Fund, Flood Control District Fund, Public Library Fund, and Regional Park and Open Space District Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 2 to the basic financial statements, effective July 1, 2014, the County adopted the provisions of Governmental Accounting Standards Board (GASB) Statement No. 68, *Accounting and Financial Reporting for Pensions – An Amendment of GASB Statement No. 27* and GASB Statement No. 71, *Pension Transition for Contributions Made Subsequent to the Measurement Date – An Amendment of GASB Statement No. 68.* The implementation of these statements resulted in a restatement of net position as of July 1, 2014 in the amount of $7,835,193,000, $1,322,777,000, and $21,142,000 for governmental activities, business-type activities, and the CDC, respectively. Our opinion is not modified with respect to this matter.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 4 through 24, the schedule of net pension liability and related ratios, the schedule of County's contributions and the schedules of funding progress – Other Postemployment Benefits on pages 139 through 141 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the GASB, who considers it to be an essential part of financial reporting for placing the basic 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 basic financial statements, and other knowledge we obtained during our audit of the basic 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.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the County's basic financial statements. The introductory section, combining and individual fund statements and schedules, and statistical section are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The combining and individual fund statements and schedules are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the combining and individual fund statements and schedules are fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The introductory and statistical sections have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

Macias Gini & O'Connell LLP

Los Angeles, California
December 15, 2015

This section of the County's Comprehensive Annual Financial Report (CAFR) presents a narrative overview and analysis of financial activities for the year ended June 30, 2015. We recommend that this information be used in conjunction with additional information contained in the letter of transmittal.

Financial Highlights

At the end of the current year, the net position (total assets and deferred outflows of resources, reduced by total liabilities and deferred inflows of resources) of the County was positive $286 million. However, net position is classified into three categories and the unrestricted component is negative $20.043 billion. During the current year, the County implemented Governmental Accounting Standards Board Statement No. 68, "Accounting and Financial Reporting for Pensions" (GASB 68) and Statement No. 71 "Pension Transition for Contributions Made Subsequent to the Measurement Date-An Amendment of GASB 68" (GASB 71). GASB 68 and 71 had a material effect on the County's beginning net position, which was restated and reduced by $9.158 billion. See further discussion in Notes 2 and 8 to the basic financial statements.

During the current year, the County's net position decreased by a total of $291 million. Net position related to governmental activities decreased by $358 million, while net position related to business-type activities increased by $67 million.

At the end of the current year, the County's General Fund reported a total fund balance of $3.190 billion. The fund balance categories and amounts consisted of nonspendable fund balance of $272 million, restricted fund balance of $56 million, committed fund balance of $334 million, assigned fund balance of $492 million, and $2.036 billion of unassigned fund balance.

The County's capital asset balances were $19.159 billion at year-end and increased by $65 million during the year.

During the current year, the County's total long-term debt increased by $11 million. Newly issued and accreted long-term debt of $568 million exceeded long-term debt maturities of $557 million.

Overview of the Basic Financial Statements

This discussion and analysis are intended to serve as an introduction to the County's basic financial statements, which are comprised of the following three components:

- Government-wide financial statements
- Fund financial statements
- Notes to the basic financial statements

This report also includes other supplementary information in addition to the basic financial statements.

GOVERNMENT-WIDE FINANCIAL STATEMENTS

The government-wide financial statements are designed to provide readers with a broad overview of the County's finances, in a manner similar to a private-sector business.

The Statement of Net Position presents information on all County assets and deferred outflows of resources reduced by liabilities and deferred inflows of resources, which represent net position. Over time, increases and decreases in net position may serve as an indicator of whether the financial position of the County is improving or deteriorating.

The Statement of Activities presents information that indicates how the County's net position changed during the fiscal year. All changes in net position are reported as soon as the underlying events giving rise to the changes occur, regardless of the timing of related cash flows. Therefore, revenues and expenses are reported in these statements for some items that affect cash flows in future periods. For example, property tax revenues have been recorded that have been earned but not yet collected and workers' compensation expenses have been accrued but not yet paid.

The government-wide financial statements report the following different types of programs or activities:

- Governmental Activities - The majority of County services are reported under this category. Taxes and intergovernmental revenues are the major revenue sources that fund these activities, which include general government, public protection, public ways and facilities, health and sanitation, public assistance, education, recreation and cultural services, and interest on long-term debt.

- Business-type Activities - County services that are intended to recover costs through user charges and fees are reported under this category. The County Hospitals, the Waterworks Districts, and the Aviation Funds represent the County's business activities.

- Discretely Presented Component Units - Component units are separate entities for which the County is financially accountable. The Community Development Commission and First 5 LA are displayed as discretely presented in the financial statements.

FUND FINANCIAL STATEMENTS

The fund financial statements contain information regarding major individual funds. A fund is a fiscal and accounting entity with a balanced set of accounts. The County uses separate funds to ensure compliance with fiscal and legal requirements.

The County's funds are classified into the following three categories:

- Governmental Funds - These funds are used to account for essentially the same services that were previously described as governmental activities above. However, the fund financial statements focus on near-term inflows and outflows of spendable resources, as well as on balances of spendable resources available at the end of the fiscal year. Such information may be useful in evaluating the County's near-term financing requirements. Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. Both the governmental funds balance sheet and the governmental funds statement of revenues, expenditures and changes in fund balances provide a reconciliation to facilitate this comparison between governmental funds and governmental activities. Governmental funds include the General Fund, as well as Special Revenue Funds, Debt Service Funds, Capital Projects Funds, and Permanent Funds.

- Proprietary Funds - These funds are used to account for functions that were classified as "business-type activities" in the government-wide financial statements. The County's Internal Service Funds are also reported within the proprietary fund section. The County's four Hospital Funds and Waterworks Funds are all considered major funds for presentation purposes. There is one nonmajor enterprise fund (Aviation Funds) and it is displayed with the other major enterprise funds.

- Fiduciary Funds - These funds are used to report assets held in a trustee or agency capacity for others and cannot be used to support the County's programs. The Pension and Other Postemployment Benefit Trust Funds, the Investment Trust Funds, and Agency Funds are reported in this fund category, using the accrual basis of accounting.

NOTES TO THE BASIC FINANCIAL STATEMENTS

The notes to the basic financial statements provide additional information that is essential to a full understanding of the data provided in the government-wide and the fund financial statements.

REQUIRED SUPPLEMENTARY INFORMATION

In addition to the basic financial statements and accompanying notes, this report presents certain required supplementary information concerning the County's net pension liability and related ratios, County's pension contributions and progress in funding its obligation to provide pension benefits and other postemployment benefits to employees.

Government-wide Financial Analysis

As noted earlier, net position may serve over time as a useful indicator of a government's financial position. In the case of the County, assets and deferred outflows of resources exceeded liabilities and deferred inflows of resources by $286 million at the close of the most recent fiscal year.

Summary of Net Position
As of June 30, 2015 and 2014 (in thousands)

	Governmental Activities		Business-type Activities		Total	
	2015	2014 (1)	2015	2014 (1)	2015	2014 (1)
Current and other assets	$ 9,196,361	$ 8,509,325	$ 1,620,252	$ 1,302,031	$ 10,816,613	$ 9,811,356
Capital assets	16,152,897	16,091,301	3,005,864	3,002,176	19,158,761	19,093,477
Total assets	25,349,258	24,600,626	4,626,116	4,304,207	29,975,374	28,904,833
Deferred outflows of resources	1,267,447	20,243	211,805		1,479,252	20,243
Current and other liabilities	1,982,863	1,732,192	418,664	384,084	2,401,527	2,116,276
Long-term liabilities	20,960,211	13,474,871	4,829,855	3,501,717	25,790,066	16,976,588
Total liabilities	22,943,074	15,207,063	5,248,519	3,885,801	28,191,593	19,092,864
Deferred inflows of resources	2,550,590	97,031	426,559		2,977,149	97,031
Net position:						
Net investment in capital assets	14,846,719	14,789,236	2,298,915	2,271,730	17,145,634	17,060,966
Restricted	3,098,677	2,727,379	84,672	76,908	3,183,349	2,804,287
Unrestricted (deficit)	(16,822,355)	(8,199,840)	(3,220,744)	(1,930,232)	(20,043,099)	(10,130,072)
Total net position	$ 1,123,041	$ 9,316,775	$ (837,157)	$ 418,406	$ 285,884	$ 9,735,181

(1) The 2014 amounts were not restated for GASB 68.

Significant changes in assets, deferred outflows of resources, liabilities, and deferred inflows of resources included the following:

Current and Other Assets

Current and other assets increased by $687 million for governmental activities and by $318 million for business-type activities. For governmental activities, there was an increase of $1.232 billion in pooled cash and investments, largely due to the improved cash position of the County's General Fund, which grew by $745 million over the prior year. Other receivables decreased by $111 million and were primarily attributable to lower receivables associated with the administration of the managed care program. For business-type activities, current and other assets increased as the negative amount of "internal balances" was reduced by $408 million, largely due to lower amounts of cash flow advances from the County's General Fund to the various Hospital Enterprise Funds.

Deferred Outflows of Resources

Deferred outflows of resources grew substantially, from $20 million in the prior year to $1.479 billion in the current year. Under GASB 68 and 71, employer pension contributions made subsequent to the measurement date (June 30, 2014) of the net pension liability are recognized as deferred outflows of resources. The County made employer contributions of $1.438 billion subsequent to the measurement date and this amount is reflected within the current year's deferred outflows of resources. Additional information is provided in Note 8 to the basic financial statements.

Liabilities

Current and other liabilities increased by $251 million for governmental activities. The largest component of this increase is $363 million for advances payable, largely due to higher advances for mental health and children's services programs. This amount was offset by a $93 million reduction of accounts payable. For business-type activities, a net increase of $35 million in current and other liabilities was primarily due to increases in accounts payable for intergovernmental transfer expenses associated with the hospitals.

Long-term liabilities increased by $7.485 billion for governmental activities and by $1.328 billion for business-type activities. Pension liabilities were recognized in the current year for the first time and were not restated. The cumulative effect of such liabilities was $6.957 billion, of which $5.964 billion pertained to governmental activities and $993 million to business-type activities. Liabilities for other postemployment benefits (OPEB) increased for both governmental and business-type activities by $1.384 billion and $303 million, respectively. Specific disclosures related to pension liabilities, OPEB and other changes in long-term liabilities are discussed and referenced in Notes 8, 9, and 11 to the basic financial statements, respectively.

Deferred Inflows of Resources

Deferred inflows of resources were substantially higher in the current period, rising from $97 million to $2.977 billion. GASB 68 and 71 requires that the net difference between projected and actual earnings on pension plan investments be recognized as deferred inflows of resources. The amount of actual prior year pension plan earnings in excess of projected earnings was $2.884 billion and this amount is newly recognized in the County's current year financial statements as deferred inflows of resources, and is discussed in Note 8 to the basic financial statements. There were also $93 million of deferred inflows of resources recognized in the current year, and this amount is associated with the present value of installment payments due to service concession arrangements with private operators of twenty County golf courses, as discussed in Note 7 to the basic financial statements.

The County's total net position consists of the following three components:

Net Investment in Capital Assets

The largest portion of the County's net position, $17.146 billion, represents its investment in capital assets (i.e., land, buildings and improvements, infrastructure, software and equipment, net of related depreciation), less any related debt and related deferred outflows of resources used to acquire those assets that is still outstanding. The County uses these capital assets to provide services to citizens; consequently, these assets are not available for future spending. Although the County's investment in its capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities.

Restricted Net Position

The County's restricted net position at year-end was $3.183 billion. Asset restrictions are primarily due to external restrictions imposed by State legislation and bond covenants. Net position that pertains to the various separate legal entities included in the basic financial statements is also generally restricted because the entities' funding sources require that funds be used for specific purposes.

Unrestricted Net Position (Deficit)

The County's total unrestricted net position is negative $20.043 billion. Both governmental and business-type activities reported deficits in this category of $16.822 billion and $3.221 billion, respectively. OPEB related liabilities of $11.535 billion continued to be the most significant factor associated with the reported deficits. Newly recognized pension liabilities totaling $6.957 billion were also a significant factor, which contributed to the deficit amount.

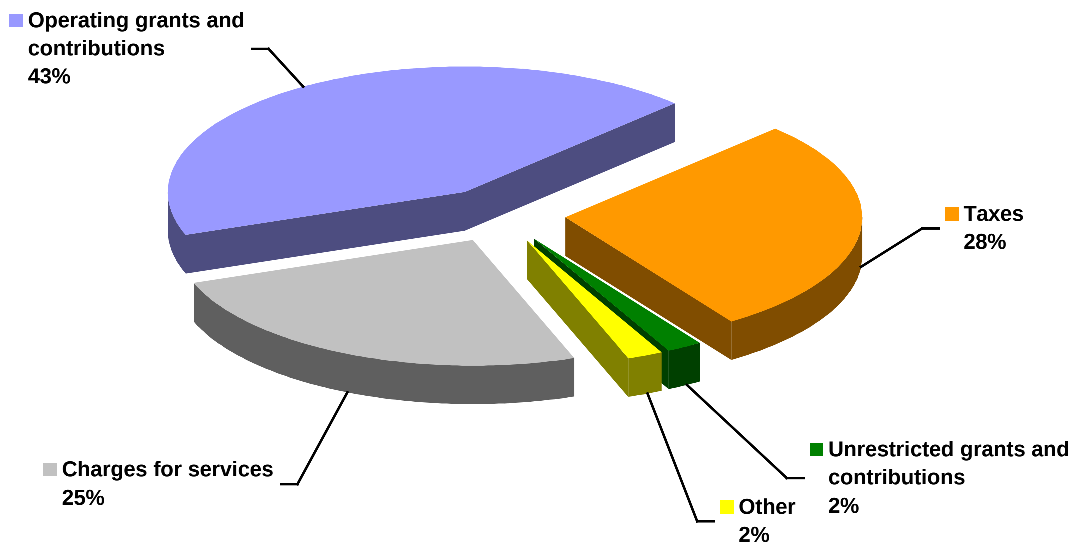
The following table details identifies changes in net position for governmental and business-type activities:

Summary of Changes in Net Position
For the Years Ended June 30, 2015 and 2014
(in thousands)

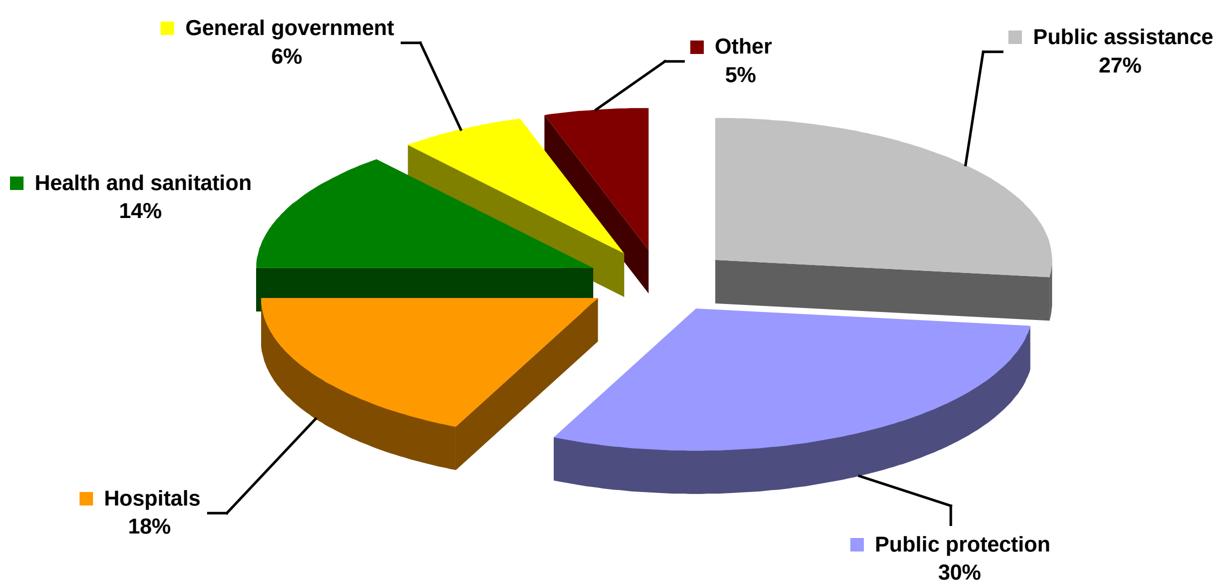
	Governmental Activities		Business-type Activities		Total	
	2015	2014 (1)	2015	2014 (1)	2015	2014 (1)
Revenues:						
Program revenues:						
Charges for services	$ 2,505,007	$ 2,751,505	$ 3,037,826	$ 2,534,565	$ 5,542,833	$ 5,286,070
Operating grants and contributions	8,976,986	8,579,502	500,840	485,888	9,477,826	9,065,390
Capital grants and contributions	35,685	12,850	2,353	3,156	38,038	16,006
General revenues:						
Taxes	6,161,188	5,840,175	4,919	4,681	6,166,107	5,844,856
Unrestricted grants and contributions	512,079	513,458		33	512,079	513,491
Investment earnings	74,220	64,354	1,289	3,908	75,509	68,262
Miscellaneous	181,119	134,611	26,012	19,101	207,131	153,712
Total revenues	18,446,284	17,896,455	3,573,239	3,051,332	22,019,523	20,947,787
Expenses:						
General government	1,429,897	1,307,001			1,429,897	1,307,001
Public protection	6,638,192	6,682,960			6,638,192	6,682,960
Public ways and facilities	415,586	366,582			415,586	366,582
Health and sanitation	3,136,924	3,557,523			3,136,924	3,557,523
Public assistance	6,007,973	5,830,165			6,007,973	5,830,165
Education	107,336	119,037			107,336	119,037
Recreation and cultural services	365,755	278,459			365,755	278,459
Interest on long-term debt	99,400	97,777			99,400	97,777
Hospitals			4,017,633	3,838,574	4,017,633	3,838,574
Waterworks			85,479	84,499	85,479	84,499
Aviation			6,675	6,402	6,675	6,402
Total expenses	18,201,063	18,239,504	4,109,787	3,929,475	22,310,850	22,168,979
Excess (deficiency) before transfers	245,221	(343,049)	(536,548)	(878,143)	(291,327)	(1,221,192)
Transfers	(603,762)	(731,152)	603,762	731,152		
Changes in net position	(358,541)	(1,074,201)	67,214	(146,991)	(291,327)	(1,221,192)
Net position – beginning,						
as restated for 2015	1,481,582	10,390,976	(904,371)	565,397	577,211	10,956,373
Net position – ending	$ 1,123,041	$ 9,316,775	$ (837,157)	$ 418,406	$ 285,884	$ 9,735,181

(1) The 2014 amounts were not restated for GASB 68.

REVENUES BY SOURCE – ALL ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2015



EXPENSES BY TYPE – ALL ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2015



Governmental Activities

Revenues from governmental activities increased by $550 million (3.1%) when compared with the prior year. The most significant changes in specific revenue sources were experienced in the following areas:

- Program revenues recognized from operating grants and contributions increased by $397 million. Of this total, $139 million is attributable to new State grant funding designed to improve local probation supervision practices and capacities. An additional $72 million provided increased funding for a variety of public safety initiatives. Revenue associated with the State Mental Health Services Act (Proposition 63) increased by $138 million due to growth in dedicated State income taxes, which is the State's source of funding for this program.

- Taxes, the County's largest general revenue source, were $321 million higher than the prior year due almost entirely to increased property taxes, which grew by $297 million. The County's assessed property tax roll grew for the fourth consecutive year and was 5.47% higher in the current year. Property tax revenues were also recognized in conjunction with the dissolution of redevelopment agencies. "Pass through" payments from redevelopment dissolution were $223 million and increased by $21 million from the prior year. Redevelopment dissolution also provides residual property taxes to local governments, including the County. The County's share of such residual tax revenues in the current year was $190 million, an increase of $30 million compared to the prior year.

- Charges for services decreased by a total of $246 million, primarily attributable to a $278 million decrease in revenues associated with clients who were enrolled in managed care pursuant to the County's implementation of the Affordable Care Act (ACA). In the prior year, the County was responsible for processing and paying the out-of-network claims and out-of-network pass through payments to private hospitals, on behalf of managed care enrollees. In the current year, enrollment responsibilities shifted to independent local agencies, which specialize in providing managed health care services.

For the second consecutive year, pursuant to Assembly Bill 85 (AB85), the State withheld revenues known as "1991 County Health Realignment Funds." The withheld amount in the current year, $238 million, represents an increase of $150 million over the $88 million withheld in the prior year. The amounts withheld are based on an assumption that County healthcare costs for the indigent population will decrease. The funds will be reconciled and trued-up, two years after the fiscal year in which the amounts were withheld. The County anticipates that the final amount withheld will be less than or equal to the cumulative withheld amount of $326 million. It is subject to the State's review and approval, and the financial impact of the potential redirection of realignment funding in future years is not yet known. Accordingly, any revenues associated with the amount withheld are uncertain and have not been recorded in the financial statements.

Governmental Activities-Continued

Expenses related to governmental activities decreased by $38 million (0.2%) during the current year. Within this net change, there were significant individual areas where costs were both higher and lower. Cost increases were most significant for salaries and wages, which grew by $304 million. There were general salary increases during the current year, which became effective for most employees at rates ranging from 2% to 4%, with staggered effective dates throughout the fiscal year. Expenses for employee benefits, excluding pension costs, grew by $195 million, led by increases in compensated absences and workers compensation of $54 and $52 million, respectively. Expenses were also higher by $117 million for non-salary cost increases associated with public assistance programs, as operating and assistance costs increased, particularly for the In-Home Assistance Services Program. Funding grants made to other agencies grew by $86 million and depreciation expense was $35 million higher in the current year.

The implementation of GASB 68 and 71 in the current year affected comparative pension costs, reported at $561 million, a reduction of $523 million for governmental activities. As discussed previously, responsibility for certain managed care activities shifted from the County to other local entities and expenses were $268 million lower due to this change.

Business-type Activities

Revenues from business-type activities saw a net increase in comparison to the prior year of $522 million (17.1%) and nearly all of this amount was related to charges for services, which increased by $503 million. As discussed in Note 14 to the basic financial statements, County Hospital revenues are derived from a wide range of federal and State funding sources. The ACA was initiated midway during the prior year, and the current year represented the first full year of operations under the ACA. The principal funding source derived from the ACA is known as "Medicaid Coverage Expansion" and it increased by $458 million in the current year, and included rate supplement revenues.

Expenses related to business-type activities increased from the previous year by a net total of $180 million (4.6%), of which $179 million was associated with the County's hospitals. Specifically, intergovernmental transfer expenses related to various hospital funding sources were higher by $51 million. Spending increases of $55 million and $31 million were also noted in salaries and employee benefits, and interest expense, respectively. For all Hospital facilities, the average patient census during the current year was 1,212 patients per day, which was nearly identical in comparison with 1,213 for the prior year.

Financial Analysis of the County's Funds

As noted earlier, the County uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental Funds

The focus of the County's governmental funds is to provide information on near-term inflows, outflows, and balances of resources that are available for spending. Such information is useful in assessing the County's financing requirements. Types of governmental funds reported by the County include the General Fund, Special Revenue Funds, Debt Service Funds, Capital Project Funds, and the Permanent Funds.

As of the end of the current fiscal year, the County's governmental funds reported combined total fund balances of $6.759 billion, an increase of $482 million in comparison with the prior year. Of the total fund balances, $286 million is nonspendable to indicate the extent that funds are not in spendable form or are required to remain intact. An additional $3.297 billion is classified as restricted, $446 million as committed, and $694 million as assigned. The remaining balance of $2.036 billion is classified as unassigned and is entirely associated with the General Fund.

Revenues from all governmental funds for the current year were $18.435 billion, an increase of $567 million (3.2%) from the previous year. Expenditures for all governmental funds in the current year were $17.849 billion, an increase of $520 million (3.0%) from the previous year. In addition, other financing uses exceeded other financing sources by $103 million as compared to $369 million in the prior year.

The General Fund is the County's principal operating fund. During the current year, the fund balance in the General Fund increased by $87 million (2.8%). At the end of the current fiscal year, the General Fund's total fund balance was $3.190 billion. Of this amount, $272 million is classified as nonspendable, $56 million as restricted, $334 million as committed, $492 million as assigned and the remaining $2.036 billion is classified as unassigned.

General Fund revenues during the current year were $15.455 billion, an increase of $247 million (1.6%) from the previous year. General Fund expenditures during the current year were $15.238 billion, an increase of $448 million (3.0%) from the previous year. Other financing sources/uses-net was negative $130 million in the current year as compared to negative $195 million in the prior year.

Following are significant changes in General Fund revenues and expenditures:

- Revenues from taxes increased by $252 million and property taxes comprised $233 million of this increase. Residual property tax revenues, which are associated with redevelopment dissolution, were $162 million in the current year, or $28 million higher than the prior year. Property tax growth was also reflected in "pass through" property tax revenues, which were $20 million higher in the current year.

Governmental Funds-Continued

- Intergovernmental revenues increased by $179 million overall, and were primarily associated with federal revenue increases of $144 million. Federal revenue growth was attributable to higher levels of reimbursable program and administrative costs for public assistance and children and family services programs. State revenues grew by $54 million, while Other Intergovernmental revenues were lower by $19 million. State revenue growth of $46 million was associated with a program referred to as Senate Bill 90, which reimburses the County for performing State-mandated activities.

- Charges for services decreased by a total of $252 million. As previously mentioned, there was a $278 million decrease in revenues associated with clients who were initially enrolled in managed care pursuant to the County's implementation of the ACA in the prior year. This was partially offset by a $27 million increase in revenues for services provided by the Sheriff's Department, primarily for services rendered to the County's independently operated transportation agency and the Superior Court.

- General fund expenditures increased by a total of $448 million, or 3.0%. Within this total, current expenditures increased by $451 million, and debt service and capital outlay expenditures decreased by $2 million and $1 million, respectively. The most significant increase in current expenditures was reflected in public protection programs, where spending grew by $293 million, of which $234 million pertained to salaries and employee benefits, largely due to negotiated salary increases. Public assistance expenditures were higher by $252 million, of which salary and benefit increases were nearly $137 million with the remaining increase associated with higher spending on public assistance benefits. General government spending increases were $157 million and this growth was related to funding grants to other agencies of $86 million, capital improvements of $34 million, and wage growth of $40 million. Health and sanitation program expenditures were $273 million lower, and this was primarily due to the significant changes in managed care responsibilities, as previously discussed.

The Fire Protection District reported a year-end fund balance of $243 million, which represented an increase of $19 million from the previous year. Revenues increased by $49 million, of which $37 million was related to property taxes and primarily associated with growth in assessed property values. Expenditures were also higher by $19 million, nearly all of which was related to salaries and benefits.

The Flood Control District reported a year-end fund balance of $374 million, which was $68 million higher than the previous year. Total pooled cash and investments increased by $79 million over the prior year's balance. Revenues and expenditures grew by $8 million and $3 million, respectively, from the previous year.

Governmental Funds-Continued

The Public Library Fund reported a year-end fund balance of $62 million, which was $1 million higher than the previous year. Revenue growth of $3 million from higher property taxes was offset by higher expenditures, which also grew by $3 million.

The Regional Park and Open Space District reported a year-end fund balance of $330 million, which was $7 million higher than the previous year. Current year revenues were higher by $4 million and were associated with increased charges for services, while expenditures were lower by $10 million.

Proprietary Funds

The County's proprietary funds provide the same type of information found in the government-wide financial statements, but in more detail. The County's principal proprietary funds consist of four hospital enterprise funds and each one is reported as a major fund. All of the aforementioned funds incurred a net loss prior to contributions and transfers.

The County is legally required to provide local matching funds to the health care system in order to remain eligible for federal and State assistance. Such funds were provided to the hospitals as operating subsidies from the County General Fund during the year as discussed in Note 15 to the basic financial statements. The amount of subsidy, per facility, ranged from $33 million for Rancho Los Amigos National Rehabilitation Center to $208 million for the Harbor-UCLA Medical Center. The total subsidy amount was $377 million and is reflected in the Statement of Revenues, Expenses and Changes in Fund Net Position as "transfers in." By comparison, the total General Fund subsidy in the prior year was $522 million. The ACA was in effect for the entire current year and the County's hospital operations experienced higher levels of patient care revenues.

An additional source of local funding for the Hospitals is the Health Services Measure B Special Revenue Fund ("Measure B Fund"). The Measure B Fund receives voter approved property taxes for trauma and emergency services. In the current year, the Measure B Fund provided transfers to the LAC+USC Medical Center ($117 million), Harbor-UCLA Medical Center ($54 million), and Olive-View UCLA Medical Center ($40 million). The total current year amount of $211 million in Measure B transfers was higher than the prior year amount of $209 million.

Waterworks Funds reported year-end net position of $810 million, a $6 million reduction from the previous year. Current year operating revenues of $74 million, and operating expenses of $85 million were similar to prior year amounts, as operating revenues were lower by $1 million and operating expenses were higher by $1 million.

General Fund Budgetary Highlights

The accompanying basic financial statements include a Statement of Revenues, Expenditures, and Changes in Fund Balance - Budget and Actual on Budgetary Basis for the County's General Fund. The County's budgetary basis of accounting is discussed in Notes 1 and 16 to the basic financial statements. There are approximately 100 separate budget units within the General Fund, excluding capital improvement projects, which are individually budgeted. The data presented below represents the net budgetary changes for the General Fund in a highly summarized format. Accordingly, in certain instances, budgets have been increased for programs within a category even though actual amounts have not been realized for the category in its entirety. Under the budgetary basis, there was a net increase of $184 million in the General Fund's available (unassigned) fund balance from the previous year.

Budgetary Summary - Revenues/Financing Sources

Following is a summary of current year budgetary changes and actual results (on the County's budgetary basis) for General Fund revenues and other financing sources (in thousands):

Category	Increase (Decrease) From Original Budget	Final Budget Amount	Actual Amount	Variance-Positive (Negative)
Taxes	$ 50,770	$ 4,712,736	$ 4,770,549	$ 57,813
Intergovernmental revenues	168,813	9,334,432	8,551,356	(783,076)
Charges for services	(24,098)	1,622,157	1,496,543	(125,614)
All other revenues	48,796	591,792	613,225	21,433
Other sources and transfers in	24,375	735,846	379,089	(356,757)
Total	$ 268,656	$ 16,996,963	$ 15,810,762	$ (1,186,201)

Changes from Amounts Originally Budgeted

During the year, net increases in budgeted revenues and other financing sources were approximately $269 million. The most significant changes occurred in the following areas:

Changes from Amounts Originally Budgeted-Continued

- Estimated intergovernmental revenues increased by $169 million. Of this amount, $72 million was used to augment federal and State funds budgeted for a variety of health and mental health programs. There was also an increase of $12 million from Federal funds for the Help America Vote Act. Net additions of $11 million were made to budgeted intergovernmental revenues associated with redevelopment dissolution revenues. Budgeted federal revenues for capital projects, emergency and disaster recovery were increased by $70 million to reflect additional grant funding. There were other net additions to budgeted intergovernmental revenues of $4 million.
- The budget for tax revenues increased by $51 million. The $51 million increase was associated with year-end budgetary changes that are designed to demonstrate compliance with legal provisions related to the appropriation of revenues from property taxes and certain other tax related revenues.
- The budget for all other revenues increased by $49 million. Of this increase, $33 million was associated with revenue received for the General Fund's health services administration activities. The remaining variance of $16 million was from rents and concessions revenue of $4 million and miscellaneous revenue of $12 million.

Actual Revenues/Financing Sources Compared with Final Budget Amounts

Actual revenues and other financing sources recognized by the General Fund were approximately $15.811 billion. This amount was $1.186 billion, or 7%, lower than budget. As discussed below, most of this variance was concentrated in the areas of intergovernmental revenues, charges for services, and "other sources and transfers in."

- Actual intergovernmental revenues were $783 million lower than the amount budgeted. Budgeted intergovernmental revenues of $193 million were not realized for various capital improvements, disaster recovery programs and emergency preparedness projects, as these initiatives were not completed prior to year-end. Approximately $296 million was associated with social services and child and family programs, where reimbursable costs were lower than anticipated due to delays in hiring and promoting staff, reduced contractual spending for services and child care provider payments, and delays in implementing new systems. Mental health programs accounted for approximately $143 million of this variance, which experienced lower than anticipated reimbursable costs and correspondingly lower than expected revenues. The Sheriff's Department under-realized revenues of $44 million due to lower than expected reimbursement of salaries, services and supplies. Public health related programs experienced budgeted revenue shortfalls of $51 million, most of which was associated with federal grants and offset by a comparable amount of cost savings. The Registrar-Recorder did not realize $23 million of federal funds (Help America Vote Act) due to lower than anticipated eligible costs and delay in implementing a new voting system. The remaining variance of $33 million was related to a variety of other programs.

Actual Revenues/Financing Sources Compared with Final Budget Amounts-Continued

- The actual amount of "other sources and transfers in" was $357 million lower than the amount budgeted. Of this amount, mental health programs funded by the Mental Health Services Act Special Revenue Fund did not fully materialize at the budgeted level and "transfers in" were $224 million lower than budgeted. In addition, "transfers in" totaling $90 million were assumed in the budget for capital improvements and extraordinary building maintenance projects, which did not incur expected costs. Costs associated with Probation and Sheriff's Department programs funded by the Other Public Protection Special Revenue Funds were $35 million less than budgeted. There were various other sources and transfers that comprised the remaining variance of $8 million.

- Actual charges for services were $126 million lower than the amount budgeted. Of this amount, $89 million was associated with health, mental health, and public health program revenues, which experienced lower than anticipated reimbursable costs and correspondingly lower than expected revenues. The estimated costs of servicing a large telecommunication system and other projects were $18 million less than the budget. The remaining variance of $19 million was related to a variety of other charges for services.

Budgetary Summary - Expenditures/Other Financing Uses

Following is a summary of current year budgetary changes and actual results (on the County's budgetary basis) for General Fund expenditures, transfers out, and changes in fund balance components (in thousands):

Category	Increase (Decrease) From Original Budget	Final Budget Amount	Actual Amount	Variance-Positive
General government	$ (39,525)	$ 1,984,708	$ 1,110,563	$ 874,145
Public protection	71,091	5,432,617	5,188,548	244,069
Health and sanitation	(52,847)	3,486,984	3,024,533	462,451
Public assistance	39,755	6,142,607	5,716,044	426,563
All other expenditures	15,617	1,176,442	464,688	711,754
Transfers out	136,189	399,947	388,051	11,896
Contingencies	43,924	48,924		48,924
Fund balance changes-net	54,452	(109,003)	(265,528)	156,525
Total	$ 268,656	$ 18,563,226	$15,626,899	$ 2,936,327

Changes from Amounts Originally Budgeted

During the year, net increases in General Fund appropriations and fund balance component changes were approximately $269 million. The most significant increases occurred in the following areas:

- Appropriations for "transfers out" were increased by $136 million. Of this amount, $92 million was appropriated to augment the amount of fund transfers from the General Fund to various hospital funds. An additional $44 million of one-time federal and State disaster reimbursements funds were allocated to fund transfers for purposes of redeeming long-term debt obligations and for library and dock improvements.
- Public Protection appropriations were increased by $71 million. Of this amount, $48 million was appropriated to implement the Jail Reform initiatives in the Sheriff's department. In addition, there was a $12 million increase in appropriations for homeland security and emergency management programs. Various increases in public protection programs appropriations comprised the remaining $11 million.
- Net budgetary changes of $54 million had the effect of increasing the available (unassigned) fund balance component. At the end of the year, the nonspendable fund balance for long-term receivables was reduced by $57 million, as collections were received from the State for health services and various mandated services. These changes were offset by $3 million of decreases to other fund balance categories.
- Health and sanitation appropriations were decreased by $53 million. Of this amount, a $67 million decrease in appropriation was from budgetary savings in the administration of health and managed care services. The difference was attributable to a net increase in other health and sanitation appropriations of $14 million.
- General government appropriations decreased by $40 million. Of this amount, appropriations not associated with specific County departments, such as provisional appropriations, decreased by $78 million and transferred to other functional categories to fund the Sheriff's jail reform initiatives, various capital improvements and deferred maintenance projects expenditures. This was offset by an increase of appropriations of $29 million for project and facility development expenditures and various increases to general government expenditures by $9 million.

Actual Expenditures/Other Financing Uses Compared with Final Budget Amount

Actual expenditures/other financing uses for the current year were $2.936 billion lower (15.8%) than the final total budget of $18.563 billion. There were budgetary savings in all functional expenditure categories. Following are the functional areas that recognized the largest variations from the final budget:

Actual Expenditures/Other Financing Uses Compared with Final Budget Amount-Continued

- The general government function reported actual expenditures that were $874 million less than the amount budgeted. Of this amount, $641 million represented budgetary savings for items that are not associated with specific County departments, such as provisional appropriations and central non-departmental appropriations. The remaining $233 million was spread across County departments comprising general government and was mostly related to savings in the areas of salaries and services and supplies.

- The category referred to as "all other expenditures" reflected actual spending of $712 million less than the budgeted amount. Of this variance, $696 million was in the capital outlay category, related to numerous capital improvements anticipated in the budget that remained in the planning and development stages and did not incur expenditures during the year. Most of the unused balance has been reestablished in the following year's budget to ensure the continuity of the projects, many of which are multi-year in nature.

- Overall expenditures for the health and sanitation category were $462 million less than the budgeted amount. Appropriations related to mental health services exceeded actual expenditures by $313 million, primarily due to lower than anticipated costs for contracted services and some salary savings. The public health program recognized budgetary savings of $132 million, with $86 million due to lower than expected services and supplies costs and approximately $46 million in salaries and benefits savings. The remaining variance of $17 million was associated with managed care health programs.

- Actual public assistance expenditures were $427 million lower than the final budget. Of this amount, $376 million was concentrated in social service and children and family programs. Administrative costs in these areas were lower than anticipated due to overall cost containment efforts, vacant positions, and delays in implementing new technology initiatives. There were also direct program savings associated with lower than anticipated caseloads. There were $33 million of savings related to homeless and housing programs due to delays in carrying out multi-year projects. The remaining variance of $18 million was related to other public assistance programs.

Capital Assets

The County's capital assets for its governmental and business-type activities as of June 30, 2015 were $19.159 billion (net of depreciation). Capital assets include land, easements, buildings and improvements, equipment, software, and infrastructure. The major infrastructure network elements are roads, sewers, water, flood control, and aviation. Specific capital asset changes during the current year are presented in Note 6 to the basic financial statements.

The total increase in the County's capital assets (net of depreciation) for the current fiscal year was $65 million, as shown in the following table.

Changes in Capital Assets, Net of Depreciation
Primary Government - All Activities
(in thousands)

	Current Year	Prior Year	Increase (Decrease)
Land and easements	$ 7,513,257	$ 7,542,257	$ (29,000)
Buildings and improvements	5,239,777	4,649,013	590,764
Infrastructure	4,798,885	4,925,897	(127,012)
Equipment	539,429	524,218	15,211
Software	338,281	294,937	43,344
Capital assets, in progress	729,132	1,157,155	(428,023)
Total	$ 19,158,761	$ 19,093,477	$ 65,284

The County's major capital asset initiatives during the current year continued to focus on new facilities and major improvements for the Hospitals. Six significant construction-in-progress (CIP) projects were completed toward the end of the current year and reclassified from CIP to buildings and improvements for the following facilities: $275 million for the Martin Luther King, Jr. Inpatient Tower facility, $205 million for the Hall of Justice building, $42 million for the Harbor/UCLA Medical Center facility, $24 million for the Medical Examiner Biological building, $21 million for the Manhattan Beach Library, and $17 million for the Pathfinder Park Community Center. As of June 30, 2015, there were $339 million of capital asset commitments outstanding.

Debt Administration

During the current year, the County's liabilities for long-term debt, including accreted interest, increased by $11 million, as newly issued debt and accretions of $568 million exceeded debt maturities of $557 million. Specific changes related to governmental and business-type activities are presented in Note 11 (Long-Term Obligations) to the basic financial statements.

During the current year, significant long-term debt transactions were as follows:

- Lease revenue obligation notes (LRON) of $342 million were issued for governmental and business-type activities in the amounts of $309 million and $33 million, respectively. For governmental activities, debt was issued to finance a new family support center, library, animal care, and fire department facilities. For business-type activities, debt was issued to finance hospital improvements.

- New debt of $40 million was issued to finance the acquisition of equipment. Equipment debt totaling $19 million was redeemed during the year in accordance with maturity schedules.

- New governmental activities debt of $153 million was issued to finance a multi-department service center and library and to redeem LRON.

In addition to the above borrowing, the County continued to finance General Fund cash flow shortages occurring periodically during the fiscal year by selling $900 million in tax and revenue anticipation notes. The notes matured and were redeemed on June 30, 2015. The General Fund also relied upon periodic borrowing from available agency funds.

Bond Ratings

The County's debt is rated by Moody's, Standard & Poor's, and Fitch. The following is a schedule of ratings assigned by the respective rating agencies:

	Moody's	Standard & Poor's	Fitch
General Obligation Bonds	Aa2	AA+	AA-
Facilities	A1	AA	A+
Equipment/Non-Essential Leases	A2	AA	A+
Operating/Non-Essential Leases	A2	AA	A
Short-Term	MIG1	SP-1+	F1+
Flood Control District Revenue Bonds	Aaa	AA	AAA
Regional Park and Open Space District Bonds	Aa1	AA	AAA

During the current year, the County's bond ratings remained the same as the previous year.

Economic Conditions and Outlook

The Board of Supervisors adopted the County's 2015-16 Budget on June 22, 2015. The Budget was adopted based on estimated fund balances that would be available at the end of 2014-2015. The Board updated the Budget on September 29, 2015 to reflect final 2014-2015 fund balances and other pertinent financial information. For the County's General Fund, the 2015-2016 Budget utilized $1.750 billion of fund balance, which exceeded the previously estimated fund balance of $1.336 billion. Of the additional fund balance of $414 million, $144 million was used to carryover lapsed appropriations and ensure the continuity of funded program initiatives. The remaining $270 million was used to fund $91 million of capital improvement projects, $75 million for Diversion and Reentry programs, $51 million for Homeless and Housing programs, $31 million to augment the County's "Rainy Day Reserve," and various other program initiatives of $22 million.

The County's 2015-2016 Budget anticipates the continuation of moderate growth, as assessed property values and unemployment levels continue to trend favorably. The County's experience with the ACA has transitioned in a favorable manner and the health care system remains financially stable. Among the County's fiscal challenges is the ongoing implementation of the Department of Justice recommendations on mental health issues in the County jail system, unfunded liabilities for retiree healthcare benefits, and addressing outdated technology systems, significant deferred maintenance, and capital improvement needs.

The County is actively participating in negotiations to renew the agreement with the federal government, known as "California's Bridge to Reform" or "Health Waiver," which expired on October 31, 2015. The Health Waiver affects Medi-Cal revenue for the County hospitals and clinics including the financing methods by which the State draws down federal matching funds. Although the ACA is now well underway, the Health Waiver provides necessary funding sources for the County to continue implementing its healthcare delivery system and quality of care reforms. The County is working very closely with the State Department of Health Care Services to finalize negotiated terms and conditions for a Health Waiver extension with the federal government that is expected to become effective soon and remain in effect until 2020.

The County's budget outlook, while favorable, continues to depend on the fiscal condition and outlook of the State of California. In this regard, the State Legislative Analyst's Office (LAO) reports that the State budget is better prepared for an economic downturn that it has been at any point in decades. The LAO also projects that the State's primary revenue sources will exceed FY 2015-16 budget assumptions by $3.6 billion, with most of the gain to be used to augment the State's "rainy day fund." For FY 2016-17, the LAO estimates that, if no new State budget commitments are made, additional reserves of $11.5 billion are achievable. This forecast for the State reflects continuing improvement in the State's financial condition and should enable the County to more reliably develop its own financial forecast and spending plans for the near future.

Obtaining Additional Information

This financial report is designed to provide a general overview of the County's finances for all interested parties. Questions concerning any of the information provided in this report or requests for additional information should be addressed to the Los Angeles County Auditor-Controller, 500 West Temple Street, Room 525, Los Angeles, CA 90012-2766.

COUNTY OF LOS ANGELES
CALIFORNIA

BASIC FINANCIAL STATEMENTS

COUNTY OF LOS ANGELES
CALIFORNIA

COUNTY OF LOS ANGELES
STATEMENT OF NET POSITION
JUNE 30, 2015 (in thousands)

	PRIMARY GOVERNMENT			DISCRETELY PRESENTED
	GOVERNMENTAL ACTIVITIES	BUSINESS-TYPE ACTIVITIES	TOTAL	COMPONENT UNITS
ASSETS				
Pooled cash and investments: (Notes 1 and 5)				
Operating	$ 5,262,794	86,888	$ 5,349,682	$ 691,490
Other	1,109,772	27,949	1,137,721	
Total pooled cash and investments	6,372,566	114,837	6,487,403	691,490
Other investments (Note 5)	55,525		55,525	212,111
Taxes receivable	225,304	717	226,021	
Accounts receivable - net (Note 14)		1,483,537	1,483,537	29,733
Interest receivable	20,098	337	20,435	527
Other receivables	2,083,363	211,206	2,294,569	73,452
Internal balances (Note 15)	360,059	(360,059)		
Inventories	69,899	23,443	93,342	19,065
Restricted assets (Note 5)	9,547	146,234	155,781	
Capital assets: (Notes 6 and 10)				
Capital assets, not being depreciated	8,003,660	238,729	8,242,389	96,965
Capital assets, net of accumulated depreciation	8,149,237	2,767,135	10,916,372	91,059
Total capital assets	16,152,897	3,005,864	19,158,761	188,024
TOTAL ASSETS	25,349,258	4,626,116	29,975,374	1,214,402
DEFERRED OUTFLOWS OF RESOURCES (Note 20)	1,267,447	211,805	1,479,252	2,282
LIABILITIES				
Accounts payable	480,328	300,563	780,891	65,791
Accrued payroll	413,805	86,392	500,197	
Other payables	120,991	10,946	131,937	1,164
Accrued interest payable	21,795	19,983	41,778	
Advances payable	945,944	780	946,724	186
Long-term liabilities: (Note 11)				
Due within one year	1,049,490	170,170	1,219,660	5,328
Due in more than one year	19,910,721	4,659,685	24,570,406	70,483
TOTAL LIABILITIES	22,943,074	5,248,519	28,191,593	142,952
DEFERRED INFLOWS OF RESOURCES (Note 20)	2,550,590	426,559	2,977,149	13,322
NET POSITION				
Net investment in capital assets	14,846,719	2,298,915	17,145,634	157,556
Restricted for:				
Capital projects	53,606		53,606	
Debt service	56,492	4,873	61,365	
Permanent funds - nonspendable	2,185		2,185	
Permanent funds - spendable	203		203	
General government	548,975		548,975	
Public protection	795,294		795,294	
Public ways and facilities	439,462	79,799	519,261	
Health and sanitation	857,040		857,040	
Recreation	336,133		336,133	
Community development				321,943
First 5 LA				543,522
Other	9,287		9,287	
Unrestricted (deficit)	(16,822,355)	(3,220,744)	(20,043,099)	37,389
TOTAL NET POSITION (DEFICIT) (Note 3)	$ 1,123,041	(837,157)	$ 285,884	$ 1,060,410

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES

STATEMENT OF ACTIVITIES

FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

FUNCTIONS		PROGRAM REVENUES		
PRIMARY GOVERNMENT:	EXPENSES	CHARGES FOR SERVICES	OPERATING GRANTS AND CONTRIBUTIONS	CAPITAL GRANTS AND CONTRIBUTIONS
Governmental activities:				
General government	$ 1,429,897	469,598	47,673	8,792
Public protection	6,638,192	1,246,654	1,688,784	11,073
Public ways and facilities	415,586	30,484	222,275	5,515
Health and sanitation	3,136,924	535,836	2,219,799	
Public assistance	6,007,973	12,512	4,796,186	993
Education	107,336	3,129	132	1,780
Recreation and cultural services	365,755	206,794	2,137	7,532
Interest on long-term debt	99,400			
Total governmental activities	18,201,063	2,505,007	8,976,986	35,685
Business-type activities:				
Hospitals	4,017,633	2,960,080	499,825	
Waterworks	85,479	73,499	275	45
Aviation	6,675	4,247	740	2,308
Total business-type activities	4,109,787	3,037,826	500,840	2,353
Total primary government	$ 22,310,850	5,542,833	9,477,826	38,038
DISCRETELY PRESENTED COMPONENT UNITS	$ 618,889	52,195	509,410	

GENERAL REVENUES:

Taxes:

Property taxes

Utility users taxes

Voter approved taxes

Documentary transfer taxes

Other taxes

Sales and use taxes, levied by the State

Grants and contributions not restricted to special programs

Investment income

Miscellaneous

TRANSFERS - NET

Total general revenues and transfers

CHANGE IN NET POSITION

NET POSITION (DEFICIT), JULY 1, 2014, AS RESTATED (Note 2)

NET POSITION (DEFICIT), JUNE 30, 2015

The notes to the basic financial statements are an integral part of this statement.

NET (EXPENSES) REVENUES AND CHANGES IN NET POSITION				
PRIMARY GOVERNMENT			DISCRETELY PRESENTED COMPONENT UNITS	
GOVERNMENTAL ACTIVITIES	BUSINESS-TYPE ACTIVITIES	TOTAL		FUNCTIONS
				PRIMARY GOVERNMENT:
				Governmental activities:
$ (903,834)		$ (903,834)		General government
(3,691,681)		(3,691,681)		Public protection
(157,312)		(157,312)		Public ways and facilities
(381,289)		(381,289)		Health and sanitation
(1,198,282)		(1,198,282)		Public assistance
(102,295)		(102,295)		Education
(149,292)		(149,292)		Recreation and cultural services
(99,400)		(99,400)		Interest on long-term debt
(6,683,385)		(6,683,385)		Total governmental activities
				Business-type activities:
	(557,728)	(557,728)		Hospitals
	(11,660)	(11,660)		Waterworks
	620	620		Aviation
	(568,768)	(568,768)		Total business-type activities
(6,683,385)	(568,768)	(7,252,153)		Total primary government
			$ (57,284)	DISCRETELY PRESENTED COMPONENT UNITS
				GENERAL REVENUES:
				Taxes:
5,528,417	4,919	5,533,336		Property taxes
61,135		61,135		Utility users taxes
361,662		361,662		Voter approved taxes
79,938		79,938		Documentary transfer taxes
30,346		30,346		Other taxes
99,690		99,690		Sales and use taxes, levied by the State
512,079		512,079		Grants and contributions not restricted to special programs
74,220	1,289	75,509	9,571	Investment income
181,119	26,012	207,131	1,173	Miscellaneous
(603,762)	603,762			TRANSFERS - NET
6,324,844	635,982	6,960,826	10,744	Total general revenues and transfers
(358,541)	67,214	(291,327)	(46,540)	CHANGE IN NET POSITION
1,481,582	(904,371)	577,211	1,106,950	NET POSITION (DEFICIT), JULY 1, 2014, AS RESTATED (Note 2)
$ 1,123,041	(837,157)	$ 285,884	$ 1,060,410	NET POSITION (DEFICIT), JUNE 30, 2015

COUNTY OF LOS ANGELES
BALANCE SHEET
GOVERNMENTAL FUNDS
JUNE 30, 2015 (in thousands)

		GENERAL FUND	FIRE PROTECTION DISTRICT	FLOOD CONTROL DISTRICT	PUBLIC LIBRARY
ASSETS					
Pooled cash and investments: (Notes 1 and 5)					
Operating	$	1,648,529	225,595	411,413	62,097
Other		1,030,156	17,813	12,812	1,456
Total pooled cash and investments		2,678,685	243,408	424,225	63,553
Other investments (Notes 4 and 5)		4,655			118
Taxes receivable		157,215	37,531	11,207	5,769
Interest receivable		12,192	460	922	158
Other receivables		1,876,345	33,013	3,773	1,753
Due from other funds (Note 15)		460,987	3,870	19,742	4,643
Advances to other funds (Note 15)		434,849		6,047	
Inventories		48,186	10,419		1,443
TOTAL ASSETS		5,673,114	328,701	465,916	77,437
DEFERRED OUTFLOWS OF RESOURCES (Note 20)					
TOTAL ASSETS AND DEFERRED OUTFLOWS OF RESOURCES	$	5,673,114	328,701	465,916	77,437
LIABILITIES					
Accounts payable	$	410,671	4,795	2,310	1,189
Accrued payroll		356,579	36,605		3,710
Other payables		115,998	2,393		451
Due to other funds (Note 15)		271,800	13,827	22,562	5,257
Advances payable		853,441		58,735	
Third party payor (Notes 11 and 14)		39,693			
TOTAL LIABILITIES		2,048,182	57,620	83,607	10,607
DEFERRED INFLOWS OF RESOURCES (Note 20)		435,109	28,259	8,398	4,462
FUND BALANCES (Note 21)					
Nonspendable		272,384	10,419		1,443
Restricted		55,694	232,403	373,812	11,004
Committed		334,346			
Assigned		491,954		99	49,921
Unassigned		2,035,445			
TOTAL FUND BALANCES		3,189,823	242,822	373,911	62,368
TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES	$	5,673,114	328,701	465,916	77,437

The notes to the basic financial statements are an integral part of this statement.

REGIONAL PARK AND OPEN SPACE DISTRICT	NONMAJOR GOVERNMENTAL FUNDS	ELIMINATIONS (NOTE 4)	TOTAL GOVERNMENTAL FUNDS	
				ASSETS
				Pooled cash and investments: (Notes 1 and 5)
$ 328,968	2,530,273		$ 5,206,875	Operating
1,231	39,970		1,103,438	Other
330,199	2,570,243		6,310,313	Total pooled cash and investments
	133,632	(82,880)	55,525	Other investments (Notes 4 and 5)
2,012	11,570		225,304	Taxes receivable
828	5,258		19,818	Interest receivable
5,383	55,342		1,975,609	Other receivables
9	141,607		630,858	Due from other funds (Note 15)
	12,172		453,068	Advances to other funds (Note 15)
			60,048	Inventories
338,431	2,929,824	(82,880)	9,730,543	TOTAL ASSETS
	237,055		237,055	DEFERRED OUTFLOWS OF RESOURCES (Note 20)
$ 338,431	3,166,879	(82,880)	$ 9,967,598	TOTAL ASSETS AND DEFERRED OUTFLOWS OF RESOURCES
				LIABILITIES
$ 265	55,597		$ 474,827	Accounts payable
	105		396,999	Accrued payroll
	36		118,878	Other payables
2,033	425,172		740,651	Due to other funds (Note 15)
	32,773		944,949	Advances payable
	538		40,231	Third party payor (Notes 11 and 14)
2,298	514,221		2,716,535	TOTAL LIABILITIES
5,889	9,886		492,003	DEFERRED INFLOWS OF RESOURCES (Note 20)
				FUND BALANCES (Note 21)
	2,185		286,431	Nonspendable
330,244	2,376,290	(82,880)	3,296,567	Restricted
	112,034		446,380	Committed
	152,263		694,237	Assigned
			2,035,445	Unassigned
330,244	2,642,772	(82,880)	6,759,060	TOTAL FUND BALANCES
$ 338,431	3,166,879	(82,880)	$ 9,967,598	TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES

COUNTY OF LOS ANGELES
RECONCILIATION OF THE BALANCE SHEET OF GOVERNMENTAL FUNDS
TO THE STATEMENT OF NET POSITION
JUNE 30, 2015 (in thousands)

Fund balances - total governmental funds (page 29)		$ 6,759,060
Amounts reported for governmental activities in the statement of net position are different because:		
Capital assets used in governmental activities are not reported in governmental funds:		
Land and easements	$ 7,328,764	
Construction-in-progress	674,896	
Buildings and improvements - net	3,316,311	
Equipment - net	288,365	
Intangible software - net	306,110	
Infrastructure - net	4,105,581	16,020,027
Deferred outflows and inflows of resources reported in the statement of net position, but not recognized in the governmental funds:		
Deferred outflows from losses on refunding of debt	$ 17,530	
Deferred outflows from pension contributions	1,183,888	
Deferred outflows from changes in proportionate share of contributions	19,813	
Deferred inflows from service concession arrangements	(93,233)	
Deferred inflows from net difference between projected and actual earnings on investments	(2,364,323)	(1,236,325)
Unavailable revenues are reported as deferred inflows of resources in the governmental funds, but are recognized as revenues when earned in governmental activities:		
Deferred inflows from property taxes	$ 170,344	
Deferred inflows from long-term receivables	84,604	254,948
Other long-term asset transactions are not available for the current period and are not recognized in governmental funds:		
Payables and receivables related to capital assets	$ (97)	
Accrued interest on long-term receivables	127	30
Installment receivables from service concession arrangements.		93,233
Accrued interest payable is not recognized in governmental funds.		(21,633)
Long-term liabilities, including bonds and notes payable, are not due and payable in the current period and, therefore, are not reported in the governmental funds:		
Bonds and notes	$ (1,530,728)	
Unamortized premiums on bonds and notes	(51,085)	
Accreted interest on bonds and notes	(167,904)	
Capital lease obligations	(166,320)	
Accrued compensated absences	(1,242,752)	
Workers' compensation	(1,856,914)	
Litigation and self-insurance	(169,242)	
Pollution remediation obligations	(20,058)	
Net pension liability	(5,747,517)	
OPEB obligation	(9,193,679)	(20,146,199)
Assets and liabilities of certain internal service funds are included in governmental activities in the accompanying statement of net position.		(600,100)
Net position of governmental activities (page 25)		$ 1,123,041

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
CALIFORNIA

COUNTY OF LOS ANGELES

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES

GOVERNMENTAL FUNDS

FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	GENERAL FUND	FIRE PROTECTION DISTRICT	FLOOD CONTROL DISTRICT	PUBLIC LIBRARY
REVENUES				
Taxes	$ 4,772,762	746,178	124,862	78,885
Licenses, permits and franchises	61,561	12,755	848	
Fines, forfeitures and penalties	207,684	3,225	1,024	458
Revenue from use of money and property:				
Investment income (Note 5)	42,909	1,574	3,508	650
Rents and concessions (Note 10)	98,356	99	9,966	14
Royalties	551		949	
Intergovernmental revenues:				
Federal	3,371,661	8,134	925	9
State	5,158,726	17,037	3,762	564
Other	43,901	1,572	1,796	344
Charges for services	1,491,656	188,462	115,430	2,191
Miscellaneous	204,966	1,410	708	765
TOTAL REVENUES	15,454,733	980,446	263,778	83,880
EXPENDITURES				
Current:				
General government	1,155,070			
Public protection	5,136,461	952,688	189,653	
Public ways and facilities				
Health and sanitation	2,931,257			
Public assistance	5,682,198			
Education				123,683
Recreation and cultural services	304,895			
Debt service:				
Principal	8,633	832		
Interest and other charges	18,427	42		
Capital outlay	866			
TOTAL EXPENDITURES	15,237,807	953,562	189,653	123,683
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	216,926	26,884	74,125	(39,803)
OTHER FINANCING SOURCES (USES)				
Transfers in (Note 15)	391,287	546		47,623
Transfers out (Note 15)	(522,934)	(9,076)	(5,795)	(6,374)
Issuance of debt (Note 11)				
Bond premium proceeds (Note 11)				
Capital leases (Note 10)	866			
Sales of capital assets	870	225	107	19
TOTAL OTHER FINANCING SOURCES (USES)	(129,911)	(8,305)	(5,688)	41,268
NET CHANGE IN FUND BALANCES	87,015	18,579	68,437	1,465
FUND BALANCES, JULY 1, 2014	3,102,808	224,243	305,474	60,903
FUND BALANCES, JUNE 30, 2015	$ 3,189,823	242,822	373,911	62,368

The notes to the basic financial statements are an integral part of this statement.

	REGIONAL PARK AND OPEN SPACE DISTRICT	NONMAJOR GOVERNMENTAL FUNDS	ELIMINATIONS (NOTE 4)	TOTAL GOVERNMENTAL FUNDS
REVENUES				
Taxes	$	355,762		$ 6,078,449
Licenses, permits and franchises		16,915		92,079
Fines, forfeitures and penalties	815	66,040		279,246
Revenue from use of money and property:				
Investment income (Note 5)	3,330	26,993	(4,998)	73,966
Rents and concessions (Note 10)		24,773		133,208
Royalties		3		1,503
Intergovernmental revenues:				
Federal		31,489		3,412,218
State		832,573		6,012,662
Other		21,599		69,212
Charges for services	48,356	176,979		2,023,074
Miscellaneous		51,617		259,466
TOTAL REVENUES	52,501	1,604,743	(4,998)	18,435,083
EXPENDITURES				
Current:				
General government		17,028		1,172,098
Public protection		75,090		6,353,892
Public ways and facilities		378,345		378,345
Health and sanitation		143,154		3,074,411
Public assistance		6,315		5,688,513
Education		40		123,723
Recreation and cultural services	45,110	7,453		357,458
Debt service:				
Principal		484,950	(30,735)	463,680
Interest and other charges		84,406	(4,998)	97,877
Capital outlay		138,362		139,228
TOTAL EXPENDITURES	45,110	1,335,143	(35,733)	17,849,225
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	7,391	269,600	30,735	585,858
OTHER FINANCING SOURCES (USES)				
Transfers in (Note 15)		318,441		757,897
Transfers out (Note 15)		(809,567)		(1,353,746)
Issuance of debt (Note 11)		461,811		461,811
Bond premium proceeds (Note 11)		27,354		27,354
Capital leases (Note 10)				866
Sales of capital assets		1,201		2,422
TOTAL OTHER FINANCING SOURCES (USES)		(760)		(103,396)
NET CHANGE IN FUND BALANCES	7,391	268,840	30,735	482,462
FUND BALANCES, JULY 1, 2014	322,853	2,373,932	(113,615)	6,276,598
FUND BALANCES, JUNE 30, 2015	$ 330,244	2,642,772	(82,880)	$ 6,759,060

COUNTY OF LOS ANGELES
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS
TO THE STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

Net change in fund balances - total governmental funds (page 33)		$ 482,462
Amounts reported for governmental activities in the statement of activities are different because:		
Governmental funds report capital outlay as expenditures. However, in the statement of activities, the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense:		
Expenditures for general capital assets, infrastructure and other related capital asset adjustments	$ 454,502	
Less - current year depreciation expense	(408,252)	46,250
In the statement of activities, only the gain or loss on the disposal of capital assets is reported, whereas in the governmental funds, the proceeds from the sale are reported as an increase in financial resources. Thus, the change in net position differs from the change in fund balance.		(2,661)
Contribution of capital assets is not recognized in the governmental funds.		27,686
Amortization of losses on refunding of debt are reported as changes to deferred outflows of resources in governmental activities, but not reported for governmental funds.		(2,713)
Changes in unavailable revenues are reported as changes in deferred inflows of resources for governmental funds, but were recognized when earned for governmental activities.		(67,948)
Timing differences result in more or less revenues and expenses in the statement of activities.		
Change in accrued interest on long-term receivables	$ 120	
Change in unamortized premiums	4,177	4,297
Issuance of long-term debt provides resources in the governmental funds, but increases long-term liabilities in the statement of net position.		(490,031)
Repayment of debt principal is an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the statement of net position:		
Certificates of participation and bonds	$ 56,523	
Notes, loans, and lease revenue obligation notes	366,957	
Assessment bonds	30,735	
Other long-term notes, loans and capital leases	9,465	463,680
Some expenses reported in the accompanying statement of activities do not require (or provide) the use of current financial resources and, therefore, are not reported as expenditures in governmental funds:		
Change in workers' compensation	$ (35,800)	
Change in litigation and self-insurance	667	
Change in pollution remediation obligations	(1,864)	
Change in accrued compensated absences	(52,030)	
Change in net pension liability, net of related deferred outflows of resources and deferred inflows of resources	638,395	
Change in OPEB obligation	(1,324,470)	
Change in accrued interest payable	(2,254)	
Change in accretion of bonds and notes	5,482	
Change in accretion of tobacco settlement bonds	(2,803)	
Transfer of capital assets from governmental fund to enterprise fund	(14,945)	(789,622)
The portion of internal service funds that is reported with governmental activities.		(29,941)
Change in net position of governmental activities (page 27)		$ (358,541)

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -
BUDGET AND ACTUAL ON BUDGETARY BASIS
GENERAL FUND
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	GENERAL FUND			
	ORIGINAL BUDGET	FINAL BUDGET	ACTUAL ON BUDGETARY BASIS	VARIANCE WITH FINAL BUDGET POSITIVE (NEGATIVE)
REVENUES				
Taxes	$ 4,661,966	4,712,736	4,770,549	57,813
Licenses, permits and franchises	48,305	48,309	61,561	13,252
Fines, forfeitures and penalties	214,948	214,948	207,684	(7,264)
Revenue from use of money and property:				
Investment income	26,483	26,844	32,995	6,151
Rents and concessions	98,758	105,278	98,356	(6,922)
Royalties	1,075	1,075	551	(524)
Intergovernmental revenues:				
Federal	3,820,940	3,948,302	3,373,530	(574,772)
State	5,318,819	5,328,295	5,135,789	(192,506)
Other	25,860	57,835	42,037	(15,798)
Charges for services	1,646,255	1,622,157	1,496,543	(125,614)
Miscellaneous	153,427	195,338	212,078	16,740
TOTAL REVENUES	16,016,836	16,261,117	15,431,673	(829,444)
EXPENDITURES				
Current:				
General government	2,024,233	1,984,708	1,110,563	874,145
Public protection	5,361,526	5,432,617	5,188,548	244,069
Health and sanitation	3,539,831	3,486,984	3,024,533	462,451
Public assistance	6,102,852	6,142,607	5,716,044	426,563
Recreation and cultural services	322,583	329,131	313,022	16,109
Debt service-				
Interest	2,129	2,129	2,129	
Capital outlay	836,113	845,182	149,537	695,645
TOTAL EXPENDITURES	18,189,267	18,223,358	15,504,376	2,718,982
DEFICIENCY OF REVENUES OVER EXPENDITURES	(2,172,431)	(1,962,241)	(72,703)	1,889,538
OTHER FINANCING SOURCES (USES)				
Sales of capital assets	307	307	870	563
Transfers in	711,164	735,539	378,219	(357,320)
Transfers out	(263,758)	(399,947)	(388,051)	11,896
Appropriations for contingencies	(5,000)	(48,924)		48,924
Changes in fund balance	163,455	109,003	265,528	156,525
OTHER FINANCING SOURCES (USES) - NET	606,168	395,978	256,566	(139,412)
NET CHANGE IN FUND BALANCE	(1,566,263)	(1,566,263)	183,863	1,750,126
FUND BALANCE, JULY 1, 2014 (Note 16)	1,566,263	1,566,263	1,566,263	
FUND BALANCE, JUNE 30, 2015 (Note 16)	$		1,750,126	1,750,126

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -
BUDGET AND ACTUAL ON BUDGETARY BASIS
FIRE PROTECTION DISTRICT
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	FIRE PROTECTION DISTRICT			
	ORIGINAL BUDGET	FINAL BUDGET	ACTUAL ON BUDGETARY BASIS	VARIANCE WITH FINAL BUDGET POSITIVE (NEGATIVE)
REVENUES				
Taxes	$ 726,929	739,206	747,600	8,394
Licenses, permits and franchises	13,167	13,167	12,755	(412)
Fines, forfeitures and penalties	3,830	3,830	3,225	(605)
Revenue from use of money and property:				
Investment income	700	700	900	200
Rents and concessions	85	85	99	14
Intergovernmental revenues:				
Federal	19,685	19,685	8,134	(11,551)
State	16,767	16,767	17,037	270
Other			1,572	1,572
Charges for services	184,164	184,507	188,462	3,955
Miscellaneous	1,077	1,077	1,410	333
TOTAL REVENUES	966,404	979,024	981,194	2,170
EXPENDITURES				
Current-Public protection:				
Salaries and employee benefits	852,040	856,941	842,420	14,521
Services and supplies	143,429	138,728	113,090	25,638
Other charges	6,468	6,768	3,453	3,315
Capital assets	36,558	36,252	19,105	17,147
TOTAL EXPENDITURES	1,038,495	1,038,689	978,068	60,621
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	(72,091)	(59,665)	3,126	62,791
OTHER FINANCING SOURCES (USES)				
Sales of capital assets	762	762	225	(537)
Transfers in	234	546	546	
Transfers out	(6,374)	(7,135)	(7,135)	
Appropriation for contingencies		(12,277)		12,277
Changes in fund balance	28,682	28,982	37,218	8,236
OTHER FINANCING SOURCES (USES) - NET	23,304	10,878	30,854	19,976
NET CHANGE IN FUND BALANCE	(48,787)	(48,787)	33,980	82,767
FUND BALANCE, JULY 1, 2014 (Note 16)	48,787	48,787	48,787	
FUND BALANCE, JUNE 30, 2015 (Note 16)	$		82,767	82,767

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -
BUDGET AND ACTUAL ON BUDGETARY BASIS
FLOOD CONTROL DISTRICT
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	FLOOD CONTROL DISTRICT			
	ORIGINAL BUDGET	FINAL BUDGET	ACTUAL ON BUDGETARY BASIS	VARIANCE WITH FINAL BUDGET POSITIVE (NEGATIVE)
REVENUES				
Taxes	$ 102,006	121,726	124,994	3,268
Licenses, permits and franchises	707	707	848	141
Fines, forfeitures and penalties	1,487	1,487	1,024	(463)
Revenue from use of money and property:				
Investment income	1,579	1,579	2,439	860
Rents and concessions	7,346	7,346	9,966	2,620
Royalties	1,000	1,000	949	(51)
Intergovernmental revenues:				
Federal			925	925
State	2,570	2,570	3,762	1,192
Other	726	726	1,796	1,070
Charges for services	113,356	113,356	115,589	2,233
Miscellaneous	1,043	1,043	708	(335)
TOTAL REVENUES	231,820	251,540	263,000	11,460
EXPENDITURES				
Current-Public protection:				
Services and supplies	205,208	208,208	176,921	31,287
Other charges	7,579	7,579	4,428	3,151
Capital assets	511	511	159	352
Capital outlay	58,443	55,443	3,857	51,586
TOTAL EXPENDITURES	271,741	271,741	185,365	86,376
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	(39,921)	(20,201)	77,635	97,836
OTHER FINANCING SOURCES (USES)				
Sales of capital assets	20	20	107	87
Transfers out	(7,779)	(7,779)	(2,711)	5,068
Appropriations for contingencies		(19,720)		19,720
Changes in fund balance	(81,737)	(81,737)	(68,222)	13,515
OTHER FINANCING SOURCES (USES) - NET	(89,496)	(109,216)	(70,826)	38,390
NET CHANGE IN FUND BALANCE	(129,417)	(129,417)	6,809	136,226
FUND BALANCE, JULY 1, 2014 (Note 16)	129,417	129,417	129,417	
FUND BALANCE, JUNE 30, 2015 (Note 16)	$		136,226	136,226

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -
BUDGET AND ACTUAL ON BUDGETARY BASIS
PUBLIC LIBRARY
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	PUBLIC LIBRARY			
	ORIGINAL BUDGET	FINAL BUDGET	ACTUAL ON BUDGETARY BASIS	VARIANCE WITH FINAL BUDGET POSITIVE (NEGATIVE)
REVENUES				
Taxes	$ 77,079	77,396	79,334	1,938
Fines, forfeitures and penalties			458	458
Revenue from use of money and property:				
Investment income	400	400	450	50
Rents and concessions	15	15	14	(1)
Intergovernmental revenues:				
Federal			9	9
State	666	666	564	(102)
Other	165	165	344	179
Charges for services	3,169	3,169	2,191	(978)
Miscellaneous	958	958	765	(193)
TOTAL REVENUES	82,452	82,769	84,129	1,360
EXPENDITURES				
Current-Education:				
Salaries and employee benefits	91,330	91,330	79,765	11,565
Services and supplies	74,847	71,894	46,763	25,131
Other charges	137	4,137	38	4,099
Capital assets	600	650	450	200
TOTAL EXPENDITURES	166,914	168,011	127,016	40,995
DEFICIENCY OF REVENUES OVER EXPENDITURES	(84,462)	(85,242)	(42,887)	42,355
OTHER FINANCING SOURCES (USES)				
Sales of capital assets	13	13	19	6
Transfers in	47,494	52,031	47,623	(4,408)
Transfers out	(2,734)	(6,374)	(6,374)	
Appropriation for contingencies		(317)		317
Changes in fund balance	(1,486)	(1,286)	(642)	644
OTHER FINANCING SOURCES (USES) - NET	43,287	44,067	40,626	(3,441)
NET CHANGE IN FUND BALANCE	(41,175)	(41,175)	(2,261)	38,914
FUND BALANCE, JULY 1, 2014 (Note 16)	41,175	41,175	41,175	
FUND BALANCE, JUNE 30, 2015 (Note 16)	$		38,914	38,914

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -
BUDGET AND ACTUAL ON BUDGETARY BASIS
REGIONAL PARK AND OPEN SPACE DISTRICT
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	REGIONAL PARK AND OPEN SPACE DISTRICT			
	ORIGINAL BUDGET	FINAL BUDGET	ACTUAL ON BUDGETARY BASIS	VARIANCE WITH FINAL BUDGET POSITIVE (NEGATIVE)
REVENUES				
Fines, forfeitures and penalties	$ 826	826	815	(11)
Revenue from use of money and property-				
Investment income	1,950	1,950	2,148	198
Charges for services	80,279	80,279	80,340	61
TOTAL REVENUES	83,055	83,055	83,303	248
EXPENDITURES				
Current-Recreation and cultural services:				
Services and supplies	10,414	12,299	6,714	5,585
Other charges	276,890	275,103	56,180	218,923
TOTAL EXPENDITURES	287,304	287,402	62,894	224,508
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	(204,249)	(204,347)	20,409	224,756
OTHER FINANCING SOURCES (USES)				
Transfers in	106,178	110,807	112,016	1,209
Transfers out	(142,484)	(147,015)	(143,750)	3,265
Changes in fund balance	4,453	4,453	8,893	4,440
OTHER FINANCING SOURCES (USES) - NET	(31,853)	(31,755)	(22,841)	8,914
NET CHANGE IN FUND BALANCE	(236,102)	(236,102)	(2,432)	233,670
FUND BALANCE, JULY 1, 2014 (Note 16)	236,272	236,272	236,272	
FUND BALANCE, JUNE 30, 2015 (Note 16)	$ 170	170	233,840	233,670

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF NET POSITION
PROPRIETARY FUNDS
JUNE 30, 2015 (in thousands)

	BUSINESS-TYPE ACTIVITIES -			
	Harbor UCLA Medical Center	Olive View UCLA Medical Center	LAC+USC Medical Center	Rancho Los Amigos National Rehab Center
ASSETS				
Current assets:				
Pooled cash and investments: (Notes 1 and 5)				
Operating	$ 1,599	656	1,587	276
Other	7,835	4,674	11,216	2,095
Total pooled cash and investments	9,434	5,330	12,803	2,371
Taxes receivable				
Accounts receivable - net (Note 14)	473,023	207,961	515,700	274,183
Interest receivable	62	33	30	11
Other receivables	14,035	12,146	26,303	5,338
Due from other funds (Note 15)	93,780	68,107	151,392	24,757
Advances to other funds (Note 15)				
Inventories	7,994	4,377	9,948	1,124
Total current assets	598,328	297,954	716,176	307,784
Noncurrent assets:				
Restricted assets (Note 5)	87,772	38,757	4,873	10,130
Other receivables (Note 14 and 15)	43,695	23,818	70,028	15,843
Capital assets: (Notes 6 and 10)				
Land and easements	3,276	16,426	18,183	217
Buildings and improvements	896,796	336,234	1,080,000	187,180
Equipment	87,300	66,146	110,554	22,761
Intangible - software	16,921	14,359	20,704	5,616
Infrastructure				
Construction in progress	611	348		29,819
Less accumulated depreciation	(234,864)	(147,548)	(329,205)	(124,083)
Total capital assets - net	770,040	285,965	900,236	121,510
Total noncurrent assets	901,507	348,540	975,137	147,483
TOTAL ASSETS	1,499,835	646,494	1,691,313	455,267
DEFERRED OUTFLOWS OF RESOURCES (Note 20)	63,506	41,859	87,299	19,141
LIABILITIES				
Current liabilities:				
Accounts payable	103,601	42,872	124,642	26,062
Accrued payroll	26,827	15,979	36,523	7,063
Other payables	4,113	1,969	3,507	1,096
Accrued interest payable	14,804	4,940	48	111
Due to other funds (Note 15)	89,494	55,634	76,457	42,664
Advances from other funds (Note 15)	176,412	12,131	99,716	144,156
Advances payable			738	18
Current portion of long-term liabilities (Note 11)	60,744	16,910	39,721	42,591
Total current liabilities	475,995	150,435	381,352	263,761
Noncurrent liabilities:				
Accrued compensated absences (Note 11)	57,513	31,291	76,067	14,486
Bonds and notes (Note 11)	546,066	208,411		
Premiums on bonds and notes payable (Note 11)	18,196	14,708		
Workers' compensation (Notes 11 and 18)	67,212	23,398	108,999	21,190
Litigation and self-insurance (Notes 11 and 18)	22,194	1,316	45,962	
Net pension liability (Notes 8 and 11)	297,426	196,023	409,439	89,957
OPEB obligation (Notes 9 and 11)	546,487	371,316	837,515	175,078
Third party payor (Notes 11 and 14)	85,038	97,256	236,412	32,987
Total noncurrent liabilities	1,640,132	943,719	1,714,394	333,698
TOTAL LIABILITIES	2,116,127	1,094,154	2,095,746	597,459
DEFERRED INFLOWS OF RESOURCES (Note 20)	128,045	84,412	175,688	38,414
NET POSITION				
Net investment in capital assets	295,505	112,385	898,224	94,336
Restricted:				
Debt service			4,873	
Public ways and facilities				
Unrestricted (deficit)	(976,336)	(602,598)	(1,395,919)	(255,801)
TOTAL NET POSITION (DEFICIT) (Note 3)	$ (680,831)	(490,213)	(492,822)	(161,465)

The notes to the basic financial statements are an integral part of this statement.

ENTERPRISE FUNDS			GOVERNMENTAL ACTIVITIES	
Waterworks Funds	Nonmajor Aviation Funds	Total	Internal Service Funds	
				ASSETS
				Current assets:
				Pooled cash and investments: (Notes 1 and 5)
$ 71,034	8,624	$ 83,776	$ 59,031	Operating
1,967	159	27,946	6,337	Other
73,001	8,783	111,722	65,368	Total pooled cash and investments
717		717		Taxes receivable
11,918	752	1,483,537		Accounts receivable - net (Note 14)
173	18	327	164	Interest receivable
		57,822	13,856	Other receivables
2,338	48	340,422	78,148	Due from other funds (Note 15)
1,347		1,347		Advances to other funds (Note 15)
		23,443	9,851	Inventories
89,494	9,601	2,019,337	167,387	Total current assets
				Noncurrent assets:
		141,532	14,249	Restricted assets (Note 5)
		153,384		Other receivables (Note 14 and 15)
				Capital assets: (Notes 6 and 10)
11,699	134,692	184,493		Land and easements
119,091	37,907	2,657,208		Buildings and improvements
1,076	1,325	289,162	308,363	Equipment
1,322		58,922		Intangible - software
1,194,490	55,044	1,249,534		Infrastructure
22,550	908	54,236		Construction in progress
(611,563)	(62,710)	(1,509,973)	(153,211)	Less accumulated depreciation
738,665	167,166	2,983,582	155,152	Total capital assets - net
738,665	167,166	3,278,498	169,401	Total noncurrent assets
828,159	176,767	5,297,835	336,788	TOTAL ASSETS
		211,805	46,216	DEFERRED OUTFLOWS OF RESOURCES (Note 20)
				LIABILITIES
				Current liabilities:
3,089	141	300,407	5,657	Accounts payable
		86,392	16,806	Accrued payroll
	261	10,946	2,113	Other payables
		19,903	242	Accrued interest payable
4,932	239	269,420	39,357	Due to other funds (Note 15)
		432,415	22,000	Advances from other funds (Note 15)
24		780	234	Advances payable
1,828	92	161,886	33,918	Current portion of long-term liabilities (Note 11)
9,873	733	1,282,149	120,327	Total current liabilities
				Noncurrent liabilities:
		179,357	46,718	Accrued compensated absences (Note 11)
8,236	1,908	764,621	54,540	Bonds and notes (Note 11)
		32,904		Premiums on bonds and notes payable (Note 11)
		220,799	37,037	Workers' compensation (Notes 11 and 18)
		69,472		Litigation and self-insurance (Notes 11 and 18)
		992,845	216,720	Net pension liability (Notes 8 and 11)
		1,930,396	410,730	OPEB obligation (Notes 9 and 11)
		451,693		Third party payor (Notes 11 and 14)
8,236	1,908	4,642,087	765,745	Total noncurrent liabilities
18,109	2,641	5,924,236	886,072	TOTAL LIABILITIES
		426,559	93,034	DEFERRED INFLOWS OF RESOURCES (Note 20)
				NET POSITION
730,251	167,166	2,297,867	90,809	Net investment in capital assets
				Restricted:
		4,873		Debt service
79,799		79,799		Public ways and facilities
	6,960	(3,223,694)	(686,911)	Unrestricted (deficit)
$ 810,050	174,126	(841,155)	$ (596,102)	TOTAL NET POSITION (DEFICIT) (Note 3)
		3,998		Adjustment to reflect the consolidation of internal service fund activities related to enterprise funds
		$ (837,157)		NET POSITION OF BUSINESS-TYPE ACTIVITIES (PAGE 25)

COUNTY OF LOS ANGELES
STATEMENT OF REVENUES, EXPENSES AND CHANGES IN FUND NET POSITION
PROPRIETARY FUNDS
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	BUSINESS-TYPE ACTIVITIES -			
	Harbor UCLA Medical Center	Olive View UCLA Medical Center	LAC+USC Medical Center	Rancho Los Amigos National Rehab Center
OPERATING REVENUES:				
Net patient service revenues (Note 14)	$ 871,755	592,091	1,327,361	191,406
Rentals				
Charges for services				
Other (Note 14)	130,576	45,446	213,164	114,015
TOTAL OPERATING REVENUES	1,002,331	637,537	1,540,525	305,421
OPERATING EXPENSES:				
Salaries and employee benefits	668,329	392,569	918,075	173,746
Services and supplies	164,627	97,796	220,127	27,248
Other professional services	183,908	122,990	360,138	44,804
Depreciation and amortization (Note 6)	22,656	10,471	26,461	3,675
Medical malpractice	2,655	883	5,588	139
Rent	10,953	3,544	3,062	1,964
TOTAL OPERATING EXPENSES	1,053,128	628,253	1,533,451	251,576
OPERATING INCOME (LOSS)	(50,797)	9,284	7,074	53,845
NONOPERATING REVENUES (EXPENSES):				
Taxes				
Investment income	306	64	101	27
Interest expense	(35,172)	(12,056)	(1,020)	(1,528)
Intergovernmental transfers expense (Note 14)	(155,738)	(88,422)	(228,135)	(29,161)
Intergovernmental revenues:				
State				
Federal				
Other				
TOTAL NONOPERATING REVENUES (EXPENSES)	(190,604)	(100,414)	(229,054)	(30,662)
INCOME (LOSS) BEFORE CONTRIBUTIONS AND TRANSFERS	(241,401)	(91,130)	(221,980)	23,183
Capital contributions	5,040	4,123	3,864	1,918
Transfers in (Note 15)	262,033	113,571	236,128	33,108
Transfers out (Note 15)	(17,749)	(18,289)		(21,520)
CHANGE IN NET POSITION	7,923	8,275	18,012	36,689
NET POSITION (DEFICIT), JULY 1, 2014, AS RESTATED (Note 2)	(688,754)	(498,488)	(510,834)	(198,154)
NET POSITION (DEFICIT), JUNE 30, 2015	$ (680,831)	(490,213)	(492,822)	(161,465)

The notes to the basic financial statements are an integral part of this statement.

ENTERPRISE FUNDS			GOVERNMENTAL ACTIVITIES	
Waterworks Funds	Nonmajor Aviation Funds	Total	Internal Service Funds	
				OPERATING REVENUES:
$		$ 2,982,613	$	Net patient service revenues (Note 14)
	3,883	3,883	28,035	Rentals
73,499	364	73,863	475,620	Charges for services
103		503,304		Other (Note 14)
73,602	4,247	3,563,663	503,655	TOTAL OPERATING REVENUES
				OPERATING EXPENSES:
		2,152,719	419,603	Salaries and employee benefits
59,824	4,220	573,842	44,435	Services and supplies
3,083	521	715,444	38,825	Other professional services
22,374	1,934	87,571	36,132	Depreciation and amortization (Note 6)
		9,265		Medical malpractice
		19,523		Rent
85,281	6,675	3,558,364	538,995	TOTAL OPERATING EXPENSES
(11,679)	(2,428)	5,299	(35,340)	OPERATING INCOME (LOSS)
				NONOPERATING REVENUES (EXPENSES):
4,919		4,919		Taxes
696	71	1,265	158	Investment income
(198)		(49,974)	(1,760)	Interest expense
		(501,456)		Intergovernmental transfers expense (Note 14)
				Intergovernmental revenues:
43	700	743		State
120	40	160		Federal
112		112		Other
5,692	811	(544,231)	(1,602)	TOTAL NONOPERATING REVENUES (EXPENSES)
(5,987)	(1,617)	(538,932)	(36,942)	INCOME (LOSS) BEFORE CONTRIBUTIONS AND TRANSFERS
45	2,308	17,298		Capital contributions
103		644,943	8,536	Transfers in (Note 15)
(63)		(57,621)	(9)	Transfers out (Note 15)
(5,902)	691	65,688	(28,415)	CHANGE IN NET POSITION
815,952	173,435		(567,687)	NET POSITION (DEFICIT), JULY 1, 2014, AS RESTATED (Note 2)
$ 810,050	174,126		$ (596,102)	NET POSITION (DEFICIT), JUNE 30, 2015
		1,526		Adjustment to reflect the consolidation of internal service fund activities related to enterprise funds
		$ 67,214		CHANGE IN NET POSITION OF BUSINESS-TYPE ACTIVITIES (PAGE 27)

COUNTY OF LOS ANGELES
STATEMENT OF CASH FLOWS
PROPRIETARY FUNDS
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	BUSINESS-TYPE ACTIVITIES -			
	Harbor UCLA Medical Center	Olive View UCLA Medical Center	LAC+USC Medical Center	Rancho Los Amigos National Rehab Center
CASH FLOWS FROM OPERATING ACTIVITIES				
Cash received from patient services	$ 824,133	638,843	1,361,574	90,987
Rentals received				
Rentals received from other funds				
Cash received from charges for services				
Other operating revenues	130,576	45,446	213,164	114,015
Cash received for services provided to other funds	27,010	24,068	42,628	938
Cash paid for salaries and employee benefits	(603,849)	(362,521)	(822,811)	(158,404)
Cash paid for services and supplies	(14,650)	(11,290)	176	(251)
Other operating expenses	(200,212)	(128,142)	(371,429)	(46,913)
Cash (paid) returned for services from other funds	(93,270)	(66,275)	(145,504)	3,285
Net cash provided by operating activities	69,738	140,129	277,798	3,657
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES				
Cash advances received/returned from other funds	657,400	399,377	930,368	192,224
Cash advances paid/returned to other funds	(745,103)	(538,066)	(1,174,905)	(171,542)
Interest paid on advances	(388)	(217)	(456)	(203)
Intergovernmental transfers	(155,738)	(88,422)	(228,135)	(29,161)
Intergovernmental receipts				
Transfers in	262,033	113,571	236,128	33,108
Transfers out	(17,749)	(18,289)		(21,520)
Net cash provided by (required for) noncapital financing activities	455	(132,046)	(237,000)	2,906
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES				
Proceeds from taxes				
Capital contributions				
Proceeds from bonds and notes	616		7	32,641
Interest paid on capital borrowing	(35,394)	(11,868)	(710)	(1,664)
Principal payments on bonds and notes	(13,502)	(1,478)	(40,147)	(17,544)
Acquisition and construction of capital assets	(36,107)	(723)	(5,721)	(14,227)
Net cash required for capital and related financing activities	(84,387)	(14,069)	(46,571)	(794)
CASH FLOWS FROM INVESTING ACTIVITIES				
Investment income	327	66	102	27
Net increase (decrease) in cash and cash equivalents	(13,867)	(5,920)	(5,671)	5,796
Cash and cash equivalents, July 1, 2014	111,073	50,007	23,347	6,705
Cash and cash equivalents, June 30, 2015	$ 97,206	44,087	17,676	12,501

The notes to the basic financial statements are an integral part of this statement.

ENTERPRISE FUNDS			GOVERNMENTAL ACTIVITIES	
Waterworks Funds	Nonmajor Aviation Funds	Total	Internal Service Funds	
				CASH FLOWS FROM OPERATING ACTIVITIES
$		$ 2,915,537	$	Cash received from patient services
	3,883	3,883	7	Rentals received
			28,468	Rentals received from other funds
73,550	1,104	74,654	51,713	Cash received from charges for services
103		503,304		Other operating revenues
		94,644	426,345	Cash received for services provided to other funds
		(1,947,585)	(381,053)	Cash paid for salaries and employee benefits
(59,776)	(4,250)	(90,041)	(30,065)	Cash paid for services and supplies
(1,566)	(521)	(748,783)	(38,825)	Other operating expenses
		(301,764)		Cash (paid) returned for services from other funds
12,311	216	503,849	56,590	Net cash provided by operating activities
				CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES
24		2,179,393	234	Cash advances received/returned from other funds
(29)		(2,629,645)		Cash advances paid/returned to other funds
		(1,264)		Interest paid on advances
		(501,456)		Intergovernmental transfers
275	740	1,015		Intergovernmental receipts
103		644,943	8,536	Transfers in
(63)		(57,621)	(9)	Transfers out
310	740	(364,635)	8,761	Net cash provided by (required for) noncapital financing activities
				CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES
4,952		4,952		Proceeds from taxes
	2,308	2,308		Capital contributions
758	2,000	36,022	40,000	Proceeds from bonds and notes
(198)		(49,834)	(1,758)	Interest paid on capital borrowing
(350)		(73,021)	(18,620)	Principal payments on bonds and notes
(9,097)	(5,089)	(70,964)	(49,437)	Acquisition and construction of capital assets
(3,935)	(781)	(150,537)	(29,815)	Net cash required for capital and related financing activities
				CASH FLOWS FROM INVESTING ACTIVITIES
680	76	1,278	126	Investment income
9,366	251	(10,045)	35,662	Net increase (decrease) in cash and cash equivalents
63,635	8,532	263,299	43,955	Cash and cash equivalents, July 1, 2014
$ 73,001	8,783	$ 253,254	$ 79,617	Cash and cash equivalents, June 30, 2015

Continued…

COUNTY OF LOS ANGELES
STATEMENT OF CASH FLOWS - Continued
PROPRIETARY FUNDS
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	BUSINESS-TYPE ACTIVITIES -			
	Harbor UCLA Medical Center	Olive View UCLA Medical Center	LAC+USC Medical Center	Rancho Los Amigos National Rehab Center
RECONCILIATION OF OPERATING INCOME (LOSS) TO NET CASH PROVIDED BY OPERATING ACTIVITIES:				
Operating income (loss)	$ (50,797)	9,284	7,074	53,845
Adjustments to reconcile operating income (loss) to net cash provided by operating activities:				
Depreciation and amortization	22,656	10,471	26,461	3,675
(Increase) decrease in:				
Accounts receivable - net	(4,933)	39,018	97,714	(94,847)
Other receivables	8,770	13,732	7,075	16,794
Due from other funds	(30,665)	(30,200)	(29,231)	(18,628)
Inventories	64	167	(82)	100
Increase (decrease) in:				
Accounts payable	1,454	2,673	25,308	(260)
Accrued payroll	2,152	782	2,680	519
Other payables	40	22	48	19
Accrued compensated absences	2,262	937	5,156	516
Due to other funds	55,189	17,391	49,573	30,442
Advances payable			(222)	(23)
Workers' compensation	3,504	1,042	5,535	819
Litigation and self-insurance	(727)	(175)	(7,981)	(6)
Net pension liability and related changes in deferred outflows and inflows of resources	(34,575)	(22,792)	(47,438)	(10,373)
OPEB obligation	90,951	50,517	137,375	24,328
Third party payor	4,393	47,260	(1,247)	(3,263)
TOTAL ADJUSTMENTS	120,535	130,845	270,724	(50,188)
NET CASH PROVIDED BY OPERATING ACTIVITIES	$ 69,738	140,129	277,798	3,657
NONCASH INVESTING, CAPITAL AND FINANCING ACTIVITIES-				
Capital contributions	$ 5,040	4,123	3,864	1,918
TOTAL	$ 5,040	4,123	3,864	1,918
RECONCILIATION OF CASH AND CASH EQUIVALENTS TO THE STATEMENT OF NET POSITION:				
Pooled cash and investments	$ 9,434	5,330	12,803	2,371
Restricted assets	87,772	38,757	4,873	10,130
TOTAL	$ 97,206	44,087	17,676	12,501

The notes to the basic financial statements are an integral part of this statement.

	ENTERPRISE FUNDS			GOVERNMENTAL ACTIVITIES
	Waterworks Funds	Nonmajor Aviation Funds	Total	Internal Service Funds
RECONCILIATION OF OPERATING INCOME (LOSS) TO NET CASH PROVIDED BY OPERATING ACTIVITIES:				
Operating income (loss)	$ (11,679)	(2,428)	$ 5,299	$ (35,340)
Adjustments to reconcile operating income (loss) to net cash provided by operating activities:				
Depreciation and amortization	22,374	1,934	87,571	36,132
(Increase) decrease in:				
Accounts receivable - net	1,372	787	39,111	
Other receivables			46,371	(4,370)
Due from other funds	(1,251)	(47)	(110,022)	6,397
Inventories	3		252	798
Increase (decrease) in:				
Accounts payable	(98)	30	29,107	(1,172)
Accrued payroll			6,133	1,080
Other payables		132	261	58
Accrued compensated absences			8,871	1,720
Due to other funds	143	(192)	152,546	14,744
Advances payable	(70)		(315)	(340)
Workers' compensation			10,900	2,702
Litigation and self-insurance	1,517		(7,372)	(250)
Net pension liability and related changes in deferred outflows and inflows of resources			(115,178)	(25,121)
OPEB obligation			303,171	59,552
Third party payor			47,143	
TOTAL ADJUSTMENTS	23,990	2,644	498,550	91,930
NET CASH PROVIDED BY OPERATING ACTIVITIES	$ 12,311	216	$ 503,849	$ 56,590
NONCASH INVESTING, CAPITAL AND FINANCING ACTIVITIES-				
Capital contributions	$ 45		$ 14,990	$
TOTAL	$ 45		$ 14,990	$
RECONCILIATION OF CASH AND CASH EQUIVALENTS TO THE STATEMENT OF NET POSITION:				
Pooled cash and investments	$ 73,001	8,783	$ 111,722	$ 65,368
Restricted assets			141,532	14,249
TOTAL	$ 73,001	8,783	$ 253,254	$ 79,617

COUNTY OF LOS ANGELES
STATEMENT OF FIDUCIARY NET POSITION
FIDUCIARY FUNDS
JUNE 30, 2015 (in thousands)

	PENSION AND OTHER POSTEMPLOYMENT BENEFIT TRUST FUNDS	INVESTMENT TRUST FUNDS	AGENCY FUNDS
ASSETS			
Pooled cash and investments (Note 5)	$ 85,364	$ 15,486,371	$ 1,709,773
Other investments: (Note 5)		120,928	30,806
Short-term investments	1,305,372		
Equity	25,077,955		
Fixed income	12,881,582		
Private equity	4,346,854		
Real estate	5,480,795		
Hedge funds	691,537		
Cash collateral on loaned securities	1,033,471		
Taxes receivable			222,616
Interest receivable	99,786	37,010	50,288
Other receivables	880,099		
TOTAL ASSETS	51,882,815	15,644,309	2,013,483
LIABILITIES			
Accounts payable	1,471,192		
Other payables (Note 5)	1,104,914		
Due to other governments			2,013,483
TOTAL LIABILITIES	2,576,106		2,013,483
NET POSITION			
Net position restricted for pension benefits and other purposes	$ 49,306,709	$ 15,644,309	$

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF CHANGES IN FIDUCIARY NET POSITION
FIDUCIARY FUNDS
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	PENSION AND OTHER POSTEMPLOYMENT BENEFIT TRUST FUNDS	INVESTMENT TRUST FUNDS
ADDITIONS		
Contributions:		
Pension and OPEB trust contributions:		
Employer	$ 1,945,115	$
Member	441,258	
Contributions to investment trust funds		43,181,150
Total contributions	2,386,373	43,181,150
Investment earnings:		
Investment income	2,422,176	120,526
Net decrease in the fair value of investments	(326,375)	
Securities lending income (Note 5)	6,551	
Total investment earnings	2,102,352	120,526
Less - Investment expenses-		
Expense from investing activities	108,307	
Net investment earnings	1,994,045	120,526
Miscellaneous	1,695	
TOTAL ADDITIONS	4,382,113	43,301,676
DEDUCTIONS		
Salaries and employee benefits	46,090	
Services and supplies	16,653	
Benefit payments	3,193,139	
Distributions from investment trust funds		41,151,532
Miscellaneous	25,623	
TOTAL DEDUCTIONS	3,281,505	41,151,532
CHANGE IN NET POSITION	1,100,608	2,150,144
NET POSITION, JULY 1, 2014	48,206,101	13,494,165
NET POSITION, JUNE 30, 2015	$ 49,306,709	$ 15,644,309

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF NET POSITION
DISCRETELY PRESENTED COMPONENT UNITS
JUNE 30, 2015 (in thousands)

	COMMUNITY DEVELOPMENT COMMISSION	FIRST 5 LA	TOTAL
ASSETS			
Pooled cash and investments- (Notes 1 and 5)			
Operating	$ 170,722	520,768	$ 691,490
Other investments (Note 5)	212,111		212,111
Accounts receivable - net	29,733		29,733
Interest receivable		527	527
Other receivables	9,988	63,464	73,452
Inventories	19,065		19,065
Capital assets: (Notes 6 and 10)			
Capital assets, not being depreciated	94,926	2,039	96,965
Capital assets, net of accumulated depreciation	81,213	9,846	91,059
Total capital assets	176,139	11,885	188,024
TOTAL ASSETS	617,758	596,644	1,214,402
DEFERRED OUTFLOWS OF RESOURCES	2,282		2,282
LIABILITIES			
Accounts payable	25,148	40,643	65,791
Other payables	1,148	16	1,164
Advances payable	186		186
Long-term liabilities: (Note 11)			
Due within one year	5,252	76	5,328
Due in more than one year	69,981	502	70,483
TOTAL LIABILITIES	101,715	41,237	142,952
DEFERRED INFLOWS OF RESOURCES	13,322		13,322
NET POSITION			
Net investment in capital assets	145,671	11,885	157,556
Restricted for:			
Community development	321,943		321,943
First 5 LA		543,522	543,522
Unrestricted	37,389		37,389
TOTAL NET POSITION	$ 505,003	555,407	$ 1,060,410

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF ACTIVITIES
DISCRETELY PRESENTED COMPONENT UNITS
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	COMMUNITY DEVELOPMENT COMMISSION	FIRST 5 LA	TOTAL
PROGRAM (EXPENSES) REVENUES:			
Expense	$ (418,918)	(199,971)	$ (618,889)
Program revenues:			
Charges for services	52,195		52,195
Operating grants and contributions	404,955	104,455	509,410
Net program (expenses) revenues	38,232	(95,516)	(57,284)
GENERAL REVENUES:			
Investment income	3,515	6,056	9,571
Miscellaneous	1,069	104	1,173
Total general revenues	4,584	6,160	10,744
CHANGE IN NET POSITION	42,816	(89,356)	(46,540)
NET POSITION, JULY 1, 2014, AS PREVIOUSLY STATED	483,329	644,763	1,128,092
Net pension liabilty adjustment	(21,142)		(21,142)
NET POSITION, JULY 1, 2014, AS RESTATED	462,187	644,763	1,106,950
NET POSITION, JUNE 30, 2015	$ 505,003	$ 555,407	$ 1,060,410

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
CALIFORNIA

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reporting Entity

The County of Los Angeles (County), which was established in 1850, is a legal subdivision of the State of California (State) charged with general governmental powers. The County's powers are exercised through an elected five member Board of Supervisors (Board), which, as the governing body of the County, is responsible for the legislative and executive control of the County. As required by generally accepted accounting principles (GAAP), these basic financial statements include both those of the County and its component units. The component units discussed below are included in the County's reporting entity because of the significance of their operational or financial relationships with the County.

The basic financial statements include both blended and discretely presented component units. The blended component units, although legally separate entities are, in substance, part of the County's operations. The data from these units are combined with data of the primary government. The discretely presented component units, on the other hand, are reported in a separate column in the government-wide financial statements.

Blended Component Units

While each of the component units is legally separate from the County, the County is financially accountable for these entities. Financial accountability is primarily demonstrated by the County's Board acting as the governing board for each of the component units and its ability to impose its will or an existence of a financial benefit/burden relationship. County management has determined that the following related entities should be included in the basic financial statements as blended component units:

Fire Protection District
Flood Control District
Garbage Disposal Districts
Improvement Districts
Regional Park and Open Space District
Sewer Maintenance Districts
Street Lighting Districts
Waterworks Districts

Los Angeles County Capital Asset Leasing Corporation (a Non Profit Corporation) (NPC)
Various Joint Powers Authorities (JPAs)
Los Angeles County Employees Retirement Association (LACERA)
Los Angeles County Securitization Corporation (LACSC)

The various districts are included primarily because the Board is also their governing board and the County has operational responsibilities for the districts except for LACERA. As such, the Board establishes policy, appoints management and exercises budgetary control. The NPC and JPAs have been included because their sole purpose is to finance and construct County capital assets and because they are dependent upon the County for funding. LACERA is reported in the Pension and Other Postemployment Benefit (OPEB) Trust Funds on the Statement of Net Position - Fiduciary Funds of the basic financial statements and has been included because its operations are dependent upon County funding and because its operations, almost exclusively, benefit the County. Separate financial statements are issued by LACERA.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Blended Component Units-Continued

The LACSC is a California public benefit corporation created by the County Board of Supervisors in January 2006. Three directors, the County's Auditor-Controller, Treasurer and Tax Collector, and an independent party designated by at least one of the County directors, govern the LACSC. The LACSC purpose is to acquire the County's rights in relation to future tobacco settlement payments and to facilitate the issuance of long-term bonds secured by the County Tobacco Assets. The LACSC provides service solely to the County and is reported as a blended component unit of the County.

Discretely Presented Component Units

Community Development Commission (CDC) of the County of Los Angeles

CDC, established on July 1, 1982 by ordinance of the Board of Supervisors, is responsible for:

- Directing the County's housing programs, including planning, housing finance, production and conservation, and management of the County's public housing developments;
- Financing community improvements such as resurfacing streets, rehabilitating homes and businesses, and removing graffiti;
- Providing economic development and business revitalization services;
- Redeveloping housing, business, and industry in designated areas; and
- Providing comprehensive planning systems for housing and economic development.

While its Board members are the same as the County Board of Supervisors, CDC does not meet the criteria for blending due to the following: 1) there is no financial burden or benefit relationship with the County nor does management of the County have operational responsibilities over it; 2) the CDC does not provide services entirely or almost entirely to the County; and 3) the CDC total debt outstanding is not expected to be repaid with resources of the County. The financial activity of the CDC is reported on the Discretely Presented Component Units column of the government-wide financial statements. CDC issues a separate financial report that can be obtained by writing to the Community Development Commission at 700 W. Main Street, Alhambra, California 91801.

Los Angeles County Children and Families First – Proposition 10 Commission

First 5 LA (First 5) was established by the County as a separate legal entity to administer the County's share of tobacco taxes levied by the State pursuant to Proposition 10. The County's Board established First 5 with nine voting members and four non-voting representatives. Of the nine voting members, one is a member of the Board of Supervisors, three are heads of County Departments (Public Health Services, Mental Health, and Children and Family Services), and five are public members appointed by the Board. The non-voting representatives are from other County commissions and planning groups.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Discretely Presented Component Units-Continued

Los Angeles County Children and Families First – Proposition 10 Commission-Continued

First 5 services are focused on the development and well-being of all children, from the prenatal stage until age five. First 5 is a discretely presented component unit of the County because the County's Board appoints the voting Commissioners and the County has the ability to impose its will by removing those Commissioners at will. First 5 hires its own employees, including an Executive Director and functions independent of the County. It is discretely presented because its governing body is not substantially the same as the County's governing body and it does not provide services entirely or exclusively to the County. The financial activity of First 5 is reported on the Discretely Presented Component Units column of the government-wide financial statements. First 5 issues a separate financial report that can be obtained by writing to First 5 LA at 750 N. Alameda Street, Suite 300, Los Angeles, California 90012.

Related Organization

Los Angeles County Office of Education (LACOE) is a legally separate entity from the County. LACOE is governed by a seven-member Board of Education appointed by the County Board of Supervisors. However, the County's accountability for LACOE does not extend beyond making appointments and no financial benefit/burden relationship exists between the County and LACOE. LACOE is deemed to be a related organization. LACOE issues a separate financial report that can be obtained by writing to the Los Angeles County Office of Education at 9300 Imperial Highway, Downey, California 90242-2890.

Basic Financial Statements

In accordance with Governmental Accounting Standards Board (GASB) 34, the basic financial statements consist of the following:

- Government-wide financial statements;
- Fund financial statements; and
- Notes to the basic financial statements.

Government-wide Financial Statements

The statement of net position and statement of activities display information about the primary government, the County, and its component units. These statements include the financial activities of the overall government, except for fiduciary activities. Eliminations have been made to minimize the double counting of internal activities, except for services provided among funds (other than internal service funds). These statements distinguish between the governmental and business-type activities of the County and between the County and its discretely presented component units.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Government-wide Financial Statements-Continued

Governmental activities, which normally are supported by taxes and intergovernmental revenues, are reported separately from business-type activities, which rely to a significant extent on fees charged to external parties.

The statement of activities presents a comparison between direct expenses and program revenues for each segment of the business-type activities of the County and for each function of the County's governmental activities. Direct expenses are those that are specifically associated with a program or function and, therefore, are clearly identifiable to a particular function. Program revenues include charges paid by the recipients of goods or services offered by the programs. Grants and contributions that are restricted to meeting the operational or capital requirements of a particular program are also recognized as program revenues. Revenues that are not classified as program revenues, including all taxes, are presented instead as general revenues.

Net position is classified into the following three components: 1) net investment in capital assets; 2) restricted and 3) unrestricted. Net position is reported as restricted when it has external restrictions imposed by creditors, grantors, or laws or regulations of other governments and restrictions imposed by law through constitutional provisions or enabling legislation. At June 30, 2015, the restricted net position balances were $3.099 billion and $84.67 million for governmental activities and business-type activities, respectively. For governmental activities, $713.34 million was restricted by enabling legislation.

When both the restricted and unrestricted components of net position are available, restricted resources are used first and then unrestricted resources are used to the extent necessary.

Fund Financial Statements

The fund financial statements provide information about the County's funds, including fiduciary funds and blended component units. Separate statements for each fund category - governmental, proprietary, and fiduciary are presented. The emphasis of fund financial statements is on major governmental and enterprise funds, each displayed in a separate column. All remaining governmental and enterprise funds are separately aggregated and reported as nonmajor funds.

The County reports the following major governmental funds:

General Fund

The General Fund is available for any authorized purpose and is used to account for and report all financial resources not accounted for and reported in another fund.

Fire Protection District Fund

The Fire Protection District Fund is used to account for fire prevention and suppression, rescue service, management of hazardous materials incidents, ocean lifeguard services, and acquisition and maintenance of District property and equipment. Funding comes primarily from the District's statutory share of the Countywide tax levy, voter-approved taxes and charges for services.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Fund Financial Statements-Continued

Flood Control District Fund

The Flood Control District Fund is used to account for the control and conservation of flood, storm and other waste waters, to conserve such waters for beneficial and useful purposes, and to protect the harbors, waterways, public highways and property located within the District from damage from such flood and storm waters. Funding comes primarily from the District's statutory share of the Countywide tax levy and benefit assessments (charges for services).

Public Library Fund

The Public Library Fund is used to account for free library services to the unincorporated areas of the County and to cities that contract for these services. Funding comes primarily from the District's statutory share of the Countywide tax levy and voter-approved taxes.

Regional Park and Open Space District Fund

The Regional Park and Open Space District Fund is used to account for the programs designed to preserve beaches, parks, and wild lands, to acquire and renovate new and existing recreational facilities, and to restore rivers, streams, and trails in the County. Funding comes primarily from voter-approved assessments, charges for services and long-term debt proceeds.

The County's enterprise funds consist of four Hospital Funds, Waterworks Enterprise Funds and Nonmajor Aviation Enterprise Funds. The Hospital Enterprise funds provide health services to County residents. Revenues are principally patient service fees. Subsidies are also received from the General Fund. The Waterworks Enterprise Funds provide water services to County residents. Revenues are derived primarily from the sale of water and water service standby charges. The Aviation Enterprise Funds provide airport services for five County airports. Revenues are derived primarily from airport charges and rentals. A description of each Enterprise Fund is provided below:

Harbor-UCLA Medical Center

The Harbor-UCLA Medical Center (H/UCLA) provides acute and intensive care unit medical/surgical inpatient and outpatient services, trauma and emergency room services, acute psychiatric services, pediatric and obstetric services, and transplants.

Olive View-UCLA Medical Center

The Olive View-UCLA Medical Center (OV/UCLA) provides acute and intensive care, emergency services, medical/surgical inpatient and outpatient health care services, obstetric and gynecological services, and psychiatric services.

LAC+USC Medical Center

The LAC+USC Medical Center (LAC+USC) provides acute and intensive care unit medical/surgical inpatient and outpatient services, trauma and emergency room services, a burn center, psychiatric services, renal dialysis, AIDS services, pediatric and obstetric services, and communicable disease services.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Fund Financial Statements-Continued

Rancho Los Amigos National Rehabilitation Center

The Rancho Los Amigos National Rehabilitation Center (Rancho) specializes in the rehabilitation for victims of spinal cord injuries and strokes, pathokinesiology and polio services, services for liver diseases, pediatrics, ortho diabetes, dentistry, and neuro-science.

Waterworks Funds

The Waterworks Enterprise funds are used to account for the administration, maintenance, operation and improvement of district water systems.

Aviation Funds

The Aviation Enterprise Funds are used to account for the administration, maintenance, operation and improvement of the five airports which are owned by the County.

The following fund types have also been reported:

Internal Service Funds

The Internal Service Funds are used to account for the financing of services provided by a department or agency to other departments or agencies on a cost-reimbursement basis. The County's principal Internal Service Fund is used to account for the cost of services provided by the Department of Public Works to various other County funds and agencies.

Fiduciary Fund Types

Pension and Other Postemployment Benefit Trust Funds

The Pension Trust Fund is used to account for financial activities of the County's Pension Plan administered by LACERA.

The Other Postemployment Benefit (OPEB) Trust Fund is used to account for the financial activities of the OPEB trust for the purpose of holding and investing assets to pre-fund the Retiree Health Program administered by LACERA.

Investment Trust Funds

The Pooled Investment Trust Fund is used to account for the net position of the County's external investment pool.

The Specific Investment Trust Fund is used to account for the net position of individual investment accounts, in aggregate. The related investment activity occurs separately from the County's investment pool and is provided as a service to external investors.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Fund Financial Statements-Continued

Fiduciary Fund Types-Continued

Agency Funds

The Agency Funds are used primarily to account for assets held by the County in an agency capacity pending transfer or distribution to individuals, private organizations, other governmental entities, and other funds. Such funds have no equity accounts since all assets are due to individuals or entities at some future time. These funds (including property taxes and departmental funds) account for assets held by the County in an agency capacity for individuals or other government units.

Basis of Accounting

The government-wide, proprietary, pension and other postemployment benefit, and investment trust funds financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded at the time liabilities are incurred, regardless of when the related cash flows take place. Nonexchange transactions, in which the County gives (or receives) value without directly receiving (or giving) equal value in exchange, include property and sales taxes, grants, entitlements and donations. On an accrual basis, revenue from property taxes is recognized in the fiscal year for which the taxes are levied. Revenues from grants and similar items are recognized in the fiscal year in which all eligibility requirements have been satisfied.

Governmental funds are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Under this method, revenues are recognized when measurable and available. The County considers revenues to be available if collectible within one year after year-end, except for property taxes, which are considered available to the extent that they are collectible within 60 days after year-end. When property taxes are measurable but not available, the collectible portion (taxes levied less estimated uncollectibles) is recorded as deferred inflows of resources in the period when an enforceable legal claim to the assets arises or when the resources are received, whichever occurs first. Expenditures are generally recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures, as well as expenditures related to compensated absences and claims (including workers' compensation) and judgments are recorded only when payment is due. General capital asset acquisitions are reported as expenditures in governmental funds. Proceeds of long-term debt and capital lease obligations are reported as other financing sources.

For the governmental funds financial statements, revenues are recorded when they are susceptible to accrual. Specifically, ad valorem property taxes (except for redevelopment agency dissolution), sales taxes, investment income (loss), charges for services, and other miscellaneous revenue are all considered to be susceptible to accrual and have been recognized as revenue in the current fiscal period. Entitlements and shared revenues are recorded at the time of receipt or earlier if the susceptible to accrual criteria are met. Expenditure-driven grants are recognized as revenue when the qualifying expenditures have been incurred and all other eligibility requirements have been met and are recorded at the time of receipt or earlier, if the susceptible to accrual criteria are met. When all eligibility requirements are met, except for the timing requirements, a deferred inflow of resources is reported until the time requirements have passed. All other revenues are not considered susceptible to accrual and are recognized when received, including property tax revenues derived from redevelopment agency dissolution.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Basis of Accounting-Continued

Proprietary funds distinguish operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenues of the County's four Hospital Enterprise Funds (Hospitals) are from patient services. The principal operating revenues for the Waterworks Enterprise Funds are from charges for services. The principal operating revenues for the Nonmajor Aviation Enterprise Funds and Internal Service Funds are charges for services and rental revenues. Operating expenses for all Enterprise Funds and the Internal Service Funds include the cost of sales and services, administrative expenses and depreciation on capital assets. Medical malpractice expenses, which are self-insured, are classified as operating expenses of the Hospitals. All other revenues and expenses not meeting this definition are reported as nonoperating items. As discussed in Note 14, intergovernmental transfer payments are recorded in the Hospitals and this item is classified as a nonoperating expense.

Agency funds do not have a measurement focus because they report only assets and liabilities. They do however, use the accrual basis of accounting to recognize receivables and payables.

Budgetary Data

In accordance with the provisions of Sections 29000-29144 of the Government Code of the State of California (Government Code), commonly known as the County Budget Act, the County prepares and adopts a budget on or before October 2 for each fiscal year. Budgets are adopted for the major governmental funds and certain nonmajor governmental funds on a basis of accounting, which is different from GAAP. Annual budgets were not adopted for the JPAs, Public Buildings and the LACSC debt service funds, the capital project funds and the permanent funds.

The County budget is organized by budget unit and by expenditure object. Budget units are established at the discretion of the Board of Supervisors. Within the General Fund (with certain exceptions), budget units are generally defined as individual departments. For other funds, each individual fund constitutes a budget unit. Expenditures are controlled at the object level for all budget units within the County, except for capital asset expenditures, which are controlled at the sub-object level. The total budget exceeds $27.929 billion and is currently controlled through the use of approximately 400 separate budget units. There were no excesses of expenditures over the related appropriations within any fund for the year ended June 30, 2015. The County prepares a separate budgetary document, the County Budget, which demonstrates legal compliance with budgetary control. This document is made available to the public on the County's website at http://ceo.lacounty.gov/budget.htm, or can be obtained from the Auditor-Controller's office.

Transfers of appropriations between budget units must be approved by the Board. Supplemental appropriations financed by unanticipated revenue during the year must also be approved by the Board. Transfers of appropriations between objects of expenditure within the same budget unit must be approved by the Board or the Chief Executive Office, depending upon the amount transferred. The original and final budget amounts are reported in the accompanying basic financial statements. Any excess of budgetary expenditures and other financing uses over revenues and other financing sources is financed by beginning available fund balances as provided for in the County Budget Act.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Budgetary Data-Continued

Note 16 describes the differences between the budgetary basis of accounting and GAAP. A reconciling schedule is also presented for the major governmental funds.

Property Taxes

All jurisdictions within California derive their taxing authority from the State Constitution and various legislative provisions contained in the Government Code and Revenue and Taxation Code. Property is assessed at 100% of full cash or market value (with some exceptions) pursuant to Article XIIIA of the California State Constitution and statutory provisions by the County Assessor and State Board of Equalization. The total FY 2014-2015 assessed valuation of the County of Los Angeles approximated $1.208 trillion.

The property tax levy to support general operations of the various jurisdictions is limited to one percent (1%) of full cash value and is distributed in accordance with statutory formulae. Amounts needed to finance the annual requirements of voter-approved debt are excluded from this limitation and are separately calculated and levied each fiscal year. The rates are formally adopted by either the Board or the city councils and, in some instances, the governing board of a special district.

The County is divided into 12,703 tax rate areas, which are unique combinations of various jurisdictions servicing a specific geographic area. The rates levied within each tax rate area vary only in relation to levies assessed as a result of voter-approved taxes or indebtedness.

Property taxes are levied on both real and personal property. Secured property taxes are levied during September of each year. They become a lien on real property on January 1 preceding the fiscal year for which taxes are levied. These tax payments can be made in two equal installments; the first is due November 1 and delinquent with penalties after December 10; the second is due February 1 and delinquent with penalties after April 10. Secured property taxes, which are delinquent and unpaid as of June 30, are declared to be tax defaulted and are subject to redemption penalties, costs, and interest when paid. If the delinquent taxes are not paid at the end of five (5) years, the property may be sold at public auction. The proceeds are used to pay the delinquent amounts due, and any excess is remitted, if claimed, to the taxpayer. Additional tax liens are created when there is a change in ownership of property or upon completion of new construction. Tax bills for these new tax liens are issued throughout the fiscal year and contain various payment and delinquent dates but are generally due within one year. If the new tax liens are lower, the taxpayer receives a tax refund rather than a tax bill. Unsecured personal property taxes are not a lien against real property. These taxes are due on August 1 and become delinquent, if unpaid, on August 31.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Legislation Dissolving Redevelopment Agencies and Affect on Property Taxes

State Assembly Bill (AB) x1 26, also referred to as the "Redevelopment Dissolution Act" was approved in 2011. Under AB x1 26, property tax revenues are allocated to pay enforceable legal obligations, pass-through payments and eligible administrative costs. Any remaining property tax revenues, otherwise known as "residual taxes," are distributed as property tax revenue to the appropriate local government agencies, including the County. Oversight Boards have been established for each of the 71 successor agencies within the County. The Oversight Boards are required to evaluate and approve the successor agencies' remaining enforceable legal obligations. The County Auditor-Controller is responsible for disbursing property tax increment revenues in accordance with provisions of AB x1 26 and applicable amendments. For the year ended June 30, 2015, the County's share of residual property tax revenues was $189.73 million, of which $161.70 million was recognized in the County's General Fund.

Deposits and Investments

Deposits and investments as discussed in Note 5 are reflected in the following asset accounts:

Pooled Cash and Investments

As provided for by the Government Code, the cash balances of substantially all funds are pooled and invested by the County Treasurer for the purpose of increasing interest earnings through investment activities. Interest earned on pooled investments is deposited to participating funds based upon each fund's average daily deposit balance during the allocation period. Each respective fund's share of the total pooled cash and investments is included among asset balances under the caption "Pooled Cash and Investments."

Pooled Cash and Investments are identified within the following categories for all County operating funds:

Operating Pooled Cash and Investments

This account represents amounts reflected in the County's day-to-day financial records. Such amounts are utilized to determine the availability of cash for purposes of disbursing and borrowing funds.

Other Pooled Cash and Investments

This account represents amounts identified in various agency funds as of June 30, 2015 that were owed to or were more appropriately classified in County operating funds. Accordingly, certain cash balances have been reclassified from the agency funds as required by GASB 34.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Deposits and Investments-Continued

Other Investments

This account represents Pension and OPEB Trust Fund investments, various JPAs, NPCs and Public Buildings (bond financed capital assets), and amounts on deposit with the County Treasurer, which are invested separately as provided by the Government Code or by specific instructions from the depositing entity.

Restricted Assets

Enterprise Funds' restricted assets represent cash and investments of certain JPAs and Public Buildings projects restricted in accordance with the provisions of the certificates of participation issued. The Internal Service Funds' restricted assets represent cash and investments restricted for debt service in accordance with the provisions of the LACCAL bond indenture. All of the above noted assets are included in the various disclosures in Note 5. These restricted assets are presented as noncurrent assets and are generally associated with long-term bonds payable.

Inventories

Inventories, which consist of materials and supplies held for consumption, are valued at cost using the average cost basis. The inventory costs of the governmental funds are accounted for as expenditures when the inventory items are consumed. Reported inventories are categorized as nonspendable fund balance as required by GASB 54 because these amounts are not available for appropriation and expenditure.

Capital Assets

Capital assets, which include land and easements, buildings and improvements, equipment, intangible and infrastructure assets, are reported in the applicable governmental or business-type activities columns in the government-wide financial statements. Infrastructure assets are divided into the five following networks: road; water; sewer; flood control and aviation. Capital assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at the estimated fair value at the date of donation. Certain buildings and equipment are being leased under capital leases as defined in GASB 62. The present value of the minimum lease obligation has been capitalized in the statement of net position and is also reflected as a liability in that statement.

Capital outlay is recorded as expenditures in the fund financial statements and as assets in the government-wide financial statements to the extent the County's capitalization threshold is met. Interest incurred during the construction phase of the capital assets of business-type activities is reflected in the capitalized value of the asset constructed, net of interest earned on the invested proceeds from tax-exempt debt over the same period. For taxable debt, business-type activities interest is capitalized and not netted with interest earnings.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Capital Assets-Continued

The County's capitalization thresholds are $5,000 for equipment, $100,000 for buildings and improvements, $1 million for software intangible assets, $100,000 for non-software intangible assets, and $25,000 for infrastructure assets. Maintenance and repairs are charged to operations when incurred. Betterments and major improvements, which significantly increase values, change capacities, or extend useful lives are capitalized. Upon sale or retirement of capital assets, the cost and the related accumulated depreciation or amortization, as applicable, are removed from the respective accounts and any resulting gain or loss is included in the results of operations. Specific disclosures related to capital assets appear in Note 6. Amortization for software and other intangible assets is included in the reporting of depreciation.

Capital assets are depreciated or amortized using the straight-line method over the following estimated useful lives:

Buildings and Improvements	10 to 50 years
Equipment	2 to 35 years
Software	5 to 25 years
Infrastructure	15 to 100 years

Works of art and historical treasures held for public exhibition, education, or research in furtherance of public service, rather than financial gain, are not capitalized. These items are protected, encumbered, conserved, and preserved by the County. It is the County's policy to utilize proceeds from the sale of these items for the acquisition of other items for collection and display.

Deferred Outflows and Inflows of Resources

Pursuant to GASB 63 "Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position," and GASB 65 "Items Previously Reported as Assets and Liabilities," the County recognizes deferred outflows of resources and/or deferred inflows of resources in the government-wide statement of net position, governmental fund balance sheets, and proprietary funds' statement of net position.

In addition to assets, the financial statements report a separate section for deferred outflows of resources. Deferred outflows of resources represent a consumption of net position that applies to a future period and will not be recognized as an outflow of resources (expense/expenditures) until then.

In addition to liabilities, the financial statements report a separate section for deferred inflows of resources. Deferred inflows of resources represent an acquisition of net position that applies to a future period and will not be recognized as an inflow of resources (revenue) until that time, except for pension related deferred inflows of resources, which will be recognized as a credit to expense.

Specific disclosures of items representing deferred outflows and inflows of resources appear in Note 20.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Advances Payable

The County uses certain agency funds as clearing accounts for the distribution of financial resources to other County funds. Pursuant to GASB 34, for external financial reporting purposes, the portions of the clearing account balances that pertain to other County funds should be reported as cash of the appropriate funds. The corresponding liability is included in “Advances Payable” because the amounts represent unearned revenue.

Compensated Absences

Vacation pay benefits accrue to employees ranging from 10 to 20 days per year depending on years of service and the benefit plan. Sick leave benefits accrue at the rate of 10 to 12 days per year for union represented employees depending on years of service. Non-represented employees accrue at a rate of up to 8 days per year depending on the benefit plan. Employees can also accumulate unused holiday and compensatory time off benefits throughout the year. All benefits are payable upon termination, if unused, within limits and rates as specified in the County Salary Ordinance.

Liabilities for accrued compensated absences are accrued in the government-wide financial statements and in the proprietary funds. For the governmental funds, expenditures are recorded when amounts become due and payable (i.e., when employees terminate from service).

Net Pension Liability and Related Balances

For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the Los Angeles County Employees’ Retirement Association (LACERA) and additions to/deductions from LACERA’s fiduciary net position have been determined on the same basis as they are reported by LACERA. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value. Reported results pertain to liability and asset information within the following defined timeframes:

Valuation Date (VD) - June 30, 2013 rolled forward to June 30, 2014
Measurement Date (MD) - June 30, 2014
Measurement Period (MP) - July 1, 2013 to June 30, 2014

Long-term Debt

In the government-wide and proprietary funds financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities, business-type activities, or proprietary funds statement of net position. Bond premiums and discounts are amortized over the life of the bonds using the effective interest method. Bonds payable are reported net of the applicable bond premium or discount. Bond issuance costs are recognized in the period issued.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Long-term Debt-Continued

In the governmental funds financial statements, bond premiums, discounts, and issuance costs, are recognized in the period issued. Issuance costs, even if withheld from the actual net proceeds received, are reported as debt service expenditures. Interest is reported as an expenditure in the period in which the related payment is made. The matured portion of long-term debt (i.e., portion that has come due for payment) is reported as a liability in the fund financial statements of the related fund.

Fund Balances

In the fund financial statements, the governmental funds report the classification of fund balance in accordance with GASB 54 “Fund Balance Reporting and Governmental Fund Type Definitions.” The reported fund balances are categorized as nonspendable, restricted, committed, assigned, or unassigned based on the extent to which the County is bound to honor constraints on the specific purposes for which amounts in those funds can be spent. Specific details related to Fund Balances appear in Note 21.

Nonspendable Fund Balance - amounts that cannot be spent because they are either (a) not in spendable form, or (b) legally or contractually required to be maintained intact. The “not in spendable form” criterion includes items that are not expected to be converted to cash, for example: inventories and long-term notes receivable.

Restricted Fund Balance - amounts with constraints placed on their use that are either (a) externally imposed by creditors, grantors, contributors, or laws or regulations of other governments; or (b) imposed by law through constitutional provisions or enabling legislation. Restrictions may effectively be changed or lifted only by changing the condition of the constraint.

Committed Fund Balance - amounts that can only be used for the specific purposes determined by a formal action of the County’s highest level of decision-making authority, the County’s Board. Commitments may be changed or lifted only by the County taking the same formal action that imposed the constraint originally. The underlying action that imposed the limitation needs to occur no later than the close of the fiscal year.

Assigned Fund Balance - amounts intended to be used by the County for specific purposes that are neither restricted nor committed. The intent can be established at either the highest level of decision making, or by a body or an official designated for that purpose. Authorization to assign fund balance rests with the County’s Board through the budget process. The Board has also delegated authority to the Chief Executive Officer and County Department Heads for contracts and purchasing authority.

Unassigned Fund Balance - the residual classification for the County’s General Fund that includes amounts not contained in other classifications. In other funds, the unassigned classification is used only if expenditures incurred for specific purposes exceed the amounts restricted, committed, or assigned to those purposes.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Fund Balances-Continued

The Board of Supervisors establishes, modifies, or rescinds fund balance commitments by passage of an ordinance or resolution. For its budget, the County utilizes the GASB 54 criteria and an ordinance or resolution is equally binding, for purposes of establishing a fund balance commitment. This is done through the adoption of the budget and subsequent amendments that occur throughout the fiscal year.

In circumstances when an expenditure is made for a purpose for which amounts are available in multiple fund balance classifications, fund balance is generally depleted in the order of restricted, committed, assigned, and unassigned.

Cash Flows

For purposes of reporting cash flows, all amounts reported as "Pooled Cash and Investments," "Other Investments," and "Restricted Assets" are considered cash equivalents. Pooled cash and investment amounts represent funds held in the County Treasurer's cash management pool. Other investments and restricted assets are invested in money market mutual funds held by outside trustees. Such amounts are similar in nature to demand deposits (i.e., funds may be deposited and withdrawn at any time without prior notice or penalty).

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of certain assets and deferred outflows of resources, liabilities and deferred inflows of resources, disclosures of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenditures/expenses during the reporting period. Actual results could differ from those estimates.

2. NEW PRONOUNCEMENTS

The following Governmental Accounting Standards Board (GASB) Statements have been implemented in the current basic financial statements.

GASB 68	Accounting and Financial Reporting For Pensions-An Amendment of GASB Statement No. 27	Improves accounting and financial reporting by state and local governments for pensions and improves information provided by state and local governmental employers about financial support for pensions that is provided by other entities. (Note 2, 8, 11, 20)
GASB 69	Government Combinations and Disposals of Government Operations	Establishes accounting and financial reporting standards related to government combinations and disposals of government operations. There were no government combinations and disposals of government operations during FY 2014-2015. While GASB 69 is not applicable for the current period, the County will apply the Statement in the future, as needed.

2. NEW PRONOUNCEMENTS-Continued

GASB 71	Pension Transition for Contributions Made Subsequent to the Measurement Date-An Amendment of GASB Statement No. 68	Addresses the issue related to amounts associated with contributions made by state or local government employer or non-employer contributing entity to a defined benefit pension plan after the measurement date of the government's beginning net pension liability. This Statement does have an impact because it clarifies the treatment of contributions subsequent to the measurement date.

Restatement of Net Position

Due to the implementation of GASB 68 and 71, the County made a change in accounting principle, which resulted in a restatement of net position due to the effects of GASB 68 and 71 and the recognition of net pension liability and related deferred outflows of resources. The adjustment to the beginning net position is presented below (in thousands):

	July 1, 2014, as previously reported	Net Position Effect of GASB 68 and 71	Net Position July 1, 2014, as restated
Government-Wide:			
Governmental activities	$ 9,316,775	$ (7,835,193)	$ 1,481,582
Business-type activities	418,406	(1,322,777)	(904,371)
Discretely Presented Component Unit	1,128,092	(21,142)	1,106,950
Proprietary Funds:			
Harbor UCLA Medical Center	(292,214)	(396,540)	(688,754)
Olive View UCLA Medical Center	(237,120)	(261,368)	(498,488)
LAC+USC Medical Center	34,432	(545,266)	(510,834)
Rancho Los Amigos National Rehab Center	(78,551)	(119,603)	(198,154)
Nonmajor Internal Service Fund Public Works	(288,920)	(288,659)	(577,579)

3. DEFICIT NET POSITION

The following funds had a net deficit at June 30, 2015 (in thousands):

	Accumulated Deficit
Government-wide-	
Business-Type Activities	$ 837,157
Enterprise Funds:	
Harbor-UCLA Medical Center	$ 680,831
Olive View-UCLA Medical Center	490,213
LAC+USC Medical Center	492,822
Rancho Los Amigos National Rehab Center	161,465
Internal Service Fund	
Public Works	607,656

The Government-wide Business-Type Activities, Enterprise and Internal Service Funds' deficits result primarily from the recognition of certain liabilities including accrued compensated absences, net pension liability, Other Postemployment Benefits (OPEB) obligation, workers' compensation, self-insurance and, for the enterprise funds, medical malpractice, and third party payors, as required by GAAP. Deficits are expected to continue until such liabilities are retired through user charges or otherwise funded.

4. ELIMINATIONS

The Regional Park and Open Space District (RPOSD), a blended component unit, is authorized to issue assessment bonds to acquire and improve recreational land and facilities. These bonds are secured by voter-approved property tax assessments. The RPOSD executed a financing agreement with the Public Works Financing Authority, another blended component unit referred to in the basic financial statements as "Joint Powers Authorities" (JPAs). Under the terms of the agreement, the RPOSD sold $510,185,000 of bonds in 1997 that were acquired as an investment by the JPAs. The JPAs financed this investment from proceeds of a simultaneous issuance of an equivalent amount of bonds as a public offering. The structure of the publicly offered JPA bonds was designed to match the RPOSD's bonds relative to the principal and interest maturities and interest rates. This series of transactions was conducted to facilitate the issuance of RPOSD related bonds and to minimize the County's overall interest cost. Pursuant to the financing agreement with the JPAs, the RPOSD has pledged all available tax assessments necessary to ensure the timely payment of principal and interest on the bonds issued by the JPAs. The 1997 bonds were partially refunded in 2004-2005 and the remaining 1997 bonds were fully refunded in 2007-2008. The transactions between the two component units have been accounted for as follows:

Fund Financial Statements

At June 30, 2015, the governmental fund financial statements reflect an investment asset (referred to as "Other Investments") held by the JPAs of $82,880,000 that has been recorded in the Nonmajor Governmental Funds. The governmental fund financial statements do not reflect a liability for the related bonds payable ($82,880,000), as this obligation is not currently due. Accordingly, the value of the asset represents restricted fund balance in the Nonmajor Governmental Funds.

4. ELIMINATIONS-Continued

Fund Financial Statements-Continued

In order to reflect the economic substance of the transaction described above, an eliminations column has been established in the governmental fund financial statements. The purpose of the column is to remove the duplication of assets, fund balances, revenues and expenditures that resulted from the consolidation of the two component units into the County's overall financial reporting structure.

Government-wide Financial Statements

The government-wide financial statements are designed to minimize the duplicative effects of transactions between funds. Accordingly, the effects of the transaction described above have been eliminated from the amounts presented within governmental activities (as appropriate under the accrual basis of accounting). The specific items eliminated were other investments and bonds payable ($82,880,000) and investment income and interest expense ($4,998,000 for each). Accordingly, there are no reconciling differences between the two sets of financial statements (after the effects of eliminations) for this matter.

The bonds payable of $82,880,000, that were publicly issued, are included among the liabilities presented in the Government-wide Financial Statements. Disclosures related to those outstanding bonds appear in Note 11 and are captioned "Assessment Bonds."

5. CASH AND INVESTMENTS

Investments in the County's cash and investment pool, other cash and investments, and Pension and OPEB Trust Funds investments, are stated at fair value. Aggregate pooled cash and investments and other cash and investments are as follows at June 30, 2015 (in thousands):

			Restricted Assets		
	Pooled Cash and Investments	Other Investments	Pooled Cash and Investments	Other Investments	Total
Governmental Funds	$ 6,310,313	$ 55,525	$	$	$ 6,365,838
Proprietary Funds	177,090		155,084	697	332,871
Fiduciary Funds (excluding Pension and OPEB)	17,196,144	151,734			17,347,878
Pension and OPEB Trust Funds	85,364	50,817,566			50,902,930
Discretely Presented Component Units	691,490	212,111			903,601
Total	$ 24,460,401	$ 51,236,936	$ 155,084	$ 697	$75,853,118

5. CASH AND INVESTMENTS-Continued

A summary of cash and investments (by type) as of June 30, 2015 is as follows (in thousands):

Cash:	
County	
Imprest Cash	$ 10,658
Cash in Vault	1,687
Cash in Bank	400,607
Deposits in Transit	5,713
CDC	9,510
Outside Trustees	100
Total Cash	428,275
Investments:	
In Treasury Pool	24,196,820
In Specific Purpose Investment (SPI)	156,177
In Other Specific Investments	302
Held by Outside Trustees	51,377
In LACERA	50,817,566
In Discretely Presented Component Unit - CDC	202,601
	75,424,843
Total Cash and Investments	$ 75,853,118

Cash and investments are reported as follows:

Governmental Funds	$ 6,365,838
Proprietary Funds	332,871
Investment Trust Funds	15,607,299
Agency Funds	1,740,579
Pension Trust Fund (LACERA)	50,902,930
Discretely presented component unit:	
- First 5	520,768
- Community Development Commission (CDC)	382,833
Total Cash and Investments	$ 75,853,118

County Treasurer Cash

As of June 30, 2015, the County Treasurer (Treasurer) maintained accounts in six banks. The carrying amount of the Treasurer's total deposits in financial institutions was $400.61 million, $5.71 million were deposits in transit, plus $1.69 million in cash in the Treasurer's vault.

Under California Government Code Section 53652, each financial institution in California is required to pledge a pool of securities as collateral against all of its public deposits. California Government Code Section 53651 delineates the types of eligible securities, and the required collateral percentage, generally at 110%. In addition, under California Government Code Section 53653, the Treasurer has discretion to waive security for the portion of any deposits as insured pursuant to federal law. Through contractual agreement, the Treasurer has opted to waive security for the portion of deposits which is federally insured.

The total balance of deposits in financial institutions was covered by federal depository insurance or collateralized with securities monitored by the Local Agency Security Program (LASP) of California Department of Financial Institutions. LASP confirmed that the pools of collateral related to the County Treasurer's deposits were maintained at required levels as of June 30, 2015.

5. CASH AND INVESTMENTS-Continued

County Investment Pool

California Government Code Sections 53601, 53635, 53534 and 53601q authorize the County Treasurer to invest the External Investment Pool (Pool) and Specific Purpose Investments (SPI) funds in obligations of the United States Treasury, federal agencies, State and local agencies, municipalities, asset-backed securities, mortgage-backed securities, bankers' acceptances, commercial paper rated A-1 by Standard and Poor's Rating Services (S&P) or P-1 by Moody's Investors Service (Moody's), negotiable certificates of deposit, medium-term notes, corporate notes, repurchase agreements, reverse repurchase agreements, floating rate notes, time deposits, shares of beneficial interest of a Joint Powers Authority that invests in authorized securities, shares of beneficial interest issued by diversified management companies known as money market mutual funds (MMF) registered with the Securties and Exchange Commission, the State of California's Local Agency Investment Fund (LAIF), guaranteed investment contracts, interest rate swaps, and supranationals. As permitted by the California Government Code, the Treasurer developed, and the Board adopted, an Investment Policy that further defines and restricts the limits within which the Treasurer may invest. The investments are managed by the Treasurer, which reports investment activity to the Board on a monthly basis. In addition, Treasurer investment activity is subject to an annual investment policy review, compliance oversight, quarterly financial review, and annual financial reporting. The Treasurer also maintains Other Specific Investments, which are invested pursuant to the California Government Code.

The School Districts and the Superior Court are required by legal provisions to participate in the County's investment pool. Eighty-five percent (85%) of the Treasurer's Pool consists of these involuntary participants. Voluntary participants in the County's Pool include the Sanitation Districts, Metropolitan Transportation Authority, the South Coast Air Quality Management District and other special districts with independent governing boards. The deposits held for both involuntary and voluntary entities are included in the Pooled Investment Trust Fund. Certain SPI have been made by the County, as directed by external depositors. This investment activity occurs separately from the County's Pool and is reported in the Specific Investment Trust Fund in the amount of $121,357,000. The Pool is not registered as an investment company with the Securities and Exchange Commission (SEC) nor is it an SEC Rule 2a7-like pool. California Government Code statutes and the County Board of Supervisors set forth the various investment policies that the County Treasurer must follow.

Investments are stated at fair value, except for certain non-negotiable securities that are reported at cost, which approximates fair value, because they are not transferable and have terms that are not affected by changes in market interest rates, such as mortgage trust deeds, Los Angeles County securities, and the investments in the LAIF. The fair value of investments is determined monthly and is provided by the custodian bank. The method used to determine the value of participant's equity withdrawn is based on the book value, which is amortized cost, of the participant's percentage participation on the date of such withdrawals.

Investments in LAIF are governed by the California Government Code and overseen by a five member Local Investment Advisory Board as designated by the California Government Code. As of June 30, 2015, the total amount invested by all California local governments and special districts in LAIF was $21.50 billion. LAIF is part of the State of California's Pooled Money Investment Account (PMIA), which as of June 30, 2015 had a balance of $69.606 billion. The PMIA is not SEC registered, but is required to

5. CASH AND INVESTMENTS-Continued

County Investment Pool-Continued

invest according to the California Government Code. Included in the PMIA's investment portfolio are certain derivative securities or similar products in the form of asset-backed securities totaling $1.45 billion at June 30, 2015. Collectively, these represent 2.08% of the PMIA balance of $69.606 billion. The SPI holdings in the LAIF investment pool as of June 30, 2015, were $42.32 million, which were valued using a fair value factor provided by LAIF.

As permitted by the Government Code, the County Treasurer developed, and the Board adopted, an Investment Policy that further defines and restricts the limits within which the County Treasurer may invest. The table below identifies the investment types that are authorized by the County, along with the related concentration of credit limits:

	Maximum Maturity		**Maximum Percentage of Portfolio**		**Maximum Investment In One Issuer**		**Minimum Rating**	
Authorized Investment Type	**Gov. Code**	**Pool Policy**	**Gov. Code**	**Pool Policy**	**Gov. Code**	**Pool Policy**	**Gov. Code**	**Pool Policy**
U.S. Treasury Notes, Bills and Bonds	5 years	None (1)	None	None	None	None	None	None
U.S. Agency Securities	5 years	None (1)	None	None	None	None	None	None
Local Agency Obligations	5 years	5 years (2)	None	10%*	None	10%*	None	None (2)
Bankers' Acceptances	180 days	180 days	40%	40%	30%	$750 million*	None	P-1
Commercial Paper	270 days	270 days	40%	40%	10%	$1.5 billion*	A-1/P-1	A-1/P-1
Negotiable Certificate of Deposits (3)	5 years	3 years*	30%	30%	None	$750 million*	None	P-1/A
Corporate Medium-Term Notes (4)	5 years	3 years*	30%	30%	None	$750 million*	A	A-1/P-1/A
Repurchase Agreement	1 year	30 days*	None	$1 billion*	None	$500 million*	None	None
Reverse Repurchase Agreement	92 days	92 days	20%	$500 million*	None	$250 million*	None	None
Securities Lending Agreements	92 days	92 days	20%	20% (5)*	None	None	None	None
Money Market Mutual Funds	N/A	N/A	20%	15%*	10%	10%	AAA	AAA
LAIF	N/A	N/A	None	$50 million (6)**	None	None	None	None
Asset-Backed Securities	5 years	5 years	20%	20%	None	$750 million*	AA	AA (7)
Supranationals	5 years	5 years	30%	30%	None	None	AA	AA

1. Pursuant to the California Government Code 53601, the Board granted authority to make investments in U.S. Treasury Notes, Bills and Bonds, and U.S. Agency Securities that have maturities beyond 5 years.
2. Any obligation issued or caused to be issued on behalf of other County affiliates must have a minimum rating of A3 (Moody's) or A- (S&P) and the maximum maturity is limited to thirty years. All other Local Agencies are limited to 5 years.
3. Euro Certificate of Deposits are further restricted to a maximum maturity of one year and a maximum percentage of portfolio of 10%.
4. Floating Rate Notes are further restricted to a maximum maturity of five years, maximum of 10% of the portfolio, and maximum investment in one issuer of $750 million. The maximum maturity may be seven years, provided that the Board's authorization to exceed maturities in excess of five years is in effect, of which $100 million par value may be greater than five years to maturity.
5. The maximum par value is limited to a combined total of reverse repurchase agreements and securities lending agreements of 20% of the base value of the portfolio.
6. The maximum percentage of the portfolio is based on the investment limit established by LAIF for each account, not by Pool Policy. Bond proceeds are considered a one-time deposit, have no maximum deposit amount, and are maintained on thirty-day increments.
7. All Asset-Backed securities must be rated at least "AA" and the issuer's corporate debt rating must be at least "A".

5. CASH AND INVESTMENTS-Continued

County Investment Pool-Continued

*Represents restriction in which the County's Investment Policy is more restrictive than the California Government Code.

**The maximum percentage of portfolio is based on the investment limit established by LAIF for each account, not by Pool Policy.

A summary of investments held by the Pool at June 30, 2015 is as follows (in thousands):

Pool	Fair Value	Principal	Interest Rate Range	Maturity Range	Weighted Average Maturity in Years
Commercial Paper	$ 6,777,947	$ 6,777,961	0.12% - 0.24%	07/01/15 - 08/28/15	0.05
Corporate and Deposit Notes	234,906	234,983	0.27% - 1.45%	09/28/15 - 01/12/18	1.41
Los Angeles County Securities	47,000	47,000	0.55% - 0.61%	06/30/16 - 06/30/17	1.85
Negotiable Certificates of Deposit	2,775,089	2,775,013	0.11% - 0.43%	07/01/15 - 04/18/16	0.16
U.S. Agency Securities	13,262,026	13,288,567	0.13% - 8.50%	07/28/15 - 07/01/20	2.83
U.S. Treasury Securities:					
U.S. Treasury Notes	100,539	99,719	1.38%	11/30/2015	0.42
U.S. Treasury Bills	999,313	998,819	0.14% - 0.24%	11/12/15 - 03/31/16	0.57
Total Investments	**$ 24,196,820**	**$ 24,222,062**			**1.63**

The unrealized loss on investments held in the Pool was $25,242,000 as of June 30, 2015. This amount takes into account all changes in fair value (including purchases, sales and redemptions) that occurred during the year. The method used to apportion the unrealized loss was based on a prorata share of each funds' cash balance as of June 30, 2015 relative to the County Pool balances. A separate financial report is issued for the Pool as of June 30, 2015.

Specific Purpose Investments and Other Specific Investments

A summary of investments held by the SPI and Other Specific Investments at June 30, 2015 is as follows (in thousands):

SPI	Fair Value	Principal	Interest Rate Range	Maturity Range	Weighted Average Maturity in Years
Local Agency Investment Fund	$ 42,318	$ 42,302			0.64
Los Angeles County Securities	4,655	4,655	5.00%	09/02/21	6.18
U.S. Agency Securities	109,114	109,803	0.70% - 3.40%	09/12/16 - 06/08/28	5.14
U.S. Treasury Bonds	90	85	7.25%	05/15/16	0.88
Total Investments	**$ 156,177**	**$ 156,845**			**3.95**

5. CASH AND INVESTMENTS-Continued

Specific Purpose Investments and Other Specific Investments-Continued

Other Specific Investments	Fair Value	Principal	Interest Rate Range	Maturity Range	Weighted Average Maturity in Years
U.S. Treasury Bills	$ 302	$ 302	0.06%	12/03/15	0.43

Interest Rate Risk

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The County's Investment Policy limits most investment maturities to less than three years, with the exception of commercial paper and bankers' acceptances, which are limited to 270 days and 180 days, respectively. In addition, U.S. Treasury Notes, Bills, and Bonds and U.S. Agency Securities may have maturities beyond five years. The County Treasurer manages the Pool and mitigates exposure to declines in fair value by generally investing in short-term investments with maturities of six months or less and by holding all investments to maturity.

The Treasurer manages the Pool's exposure to declines in fair value by limiting its weighted average maturity target to a range between 1.0 and 2.0 years, in accordance with the Investment Policy. For purposes of computing weighted average maturity, the maturity date of variable-rate notes is the stated maturity.

52.42% of the Pool's $24.20 billion in investments at June 30, 2015, mature in six months or less. Of the remainder, 45.07% have a maturity of more than one year. At June 30, 2015, the weighted average maturity in years for the Pool was 1.63.

The California Government Code and the Investment Policy allow the Treasurer to purchase floating rate notes, that is, any instruments that have a coupon interest rate that is adjusted periodically due to changes in a base or benchmark rate. The Investment Policy limits the amount of floating rate notes to 10% of the Pool portfolio. The Investment Policy also prohibits the purchase of inverse floating rate notes and hybrid or complex structured investments and for the year ended June 30, 2015, there were none.

At June 30, 2015, the Pool contained floating rate notes at fair value of $381.52 million (1.58% of the Pool.) The notes are tied to one-month and three-month London Interbank Offered Rate (LIBOR) with monthly and quarterly coupon resets. The fair value of variable securities is generally less susceptible to changes in value than fixed rate securities because the variable-rate coupon resets back to the market rate on a periodic basis. There were several variable rate notes at fair value of $5.08 million in the SPI and no variable rate notes in the Other Specific Investments.

Fair value fluctuates with interest rates, and increasing interest rates could cause fair value to decline below original cost. County management believes the liquidity in the portfolios is adequate to meet cash flow requirements and to preclude the County from having to sell investments below original cost for that purpose.

5. CASH AND INVESTMENTS-Continued

Custodial Credit Risk

Custodial credit risk for investments is the risk that the Treasurer will not be able to recover the value of investment securities that are in the possession of an outside party. Investments are exposed to custodial credit risk if the securities are uninsured, are not registered in the name of the Treasurer and are held by either the counterparty, or the counterparty's trust department or agent but not in the Treasurer's name. At year-end, all Pool, SPI and Other Specific Investment securities, except for the County Improvement Bonds and Bond Anticipation Notes (BANs), certain certificates of participation issued by County entities, and LAIF, were either held by the Treasurer or by the custodian bank in the name of the Treasurer. The bonds, BANs, and certain certificates of participation were held in the Treasurer's vault and are recorded in the Los Angeles County Securities line item. The LAIF investments were held by the State of California.

Credit Risk and Concentration of Credit Risk

Credit risk is the risk that an issuer, or other counterparty to an investment, will not fulfill its obligations. Concentration of credit risk is the risk of loss attributed to the magnitude of an investment in a single issuer. The County mitigates these risks by holding a diversified portfolio of high quality investments.

The Investment Policy establishes acceptable credit ratings for investments from any two Nationally Recognized Statistical Rating Organizations (NRSRO). For an issuer of short-term debt, the rating must be no less that A-1 (S&P) or P-1 (Moody's), while an issuer of long-term debt shall be rated no less that an "A." All investments purchased during the year ended June 30, 2015 met the credit rating criteria in the Investment Policy, at the issuer level. However, while the NRSROs did rate the issuer of the investments purchased, the NRSRO did not, in all instances, rate the investment itself (e.g., commercial paper, bankers' acceptances, corporate and deposit notes, and negotiable certificates of deposit). Accordingly, for purposes of reporting the credit quality distribution of investments, some investments are reported as not rated.

The Investment Policy also permits investments in LAIF, pursuant to California Government Code Section 16429.1. At June 30, 2015, a portion of the SPI was invested in LAIF, which is unrated as to credit quality.

The Investment Policy, approved annually by the Board, limits the maximum total par value for each permissible security type (e.g., commercial paper and certificates of deposit) to a certain percentage of the Pool portfolio. Exceptions to this are obligations of the United States government, and United States government agencies or government-sponsored enterprises, which do not have a limit. Further, the Treasurer restricts investments in any one issuer based on the issuer's ratings from a NRSRO. For bankers' acceptances, negotiable certificates of deposit, corporate notes and floating rate notes, and asset-backed securities, the highest issuer limit, for those issuers with ratings of P-1/Aaa (Moody's) and A-1/AAA (S&P), was $750 million, approximately 3.10% of the Pool's investment balance at June 30, 2015. For commercial paper, the highest issuer limit, for those issuers with ratings of P-1/Aaa (Moody's) and A-1/AAA (S&P), was $1.5 billion, or 6.20% of the Pool's investment balance as of June 30, 2015.

5. CASH AND INVESTMENTS-Continued

Credit Risk and Concentration of Credit Risk-Continued

The Pool and SPI had the following U.S. Agency and commercial paper securities in a single issuer that represent 5 percent or more of total investments at June 30, 2015 (in thousands):

Issuer	Pool		SPI	
	Fair Value	% of Portfolio	Fair Value	% of Portfolio
Federal Farm Credit Bank	$ 2,076,639	8.58%	$ 10,906	6.98%
Federal Home Loan Bank	4,471,384	18.48%	66,759	42.75%
Federal Home Loan Mortgage Corporation	3,200,247	13.23%		
Federal National Mortgage Association	3,489,629	14.42%		
Atlantic Asset Sec LLC CP	1,268,997	5.24%		
Cancara Asset Sec LLC CP	1,253,791	5.18%		

The following is a summary of the credit quality distribution and concentration of credit risk by investment type as a percentage of each portfolio's fair value at June 30, 2015:

Pool	**S&P**	**Moody's**	**% of Portfolio**
Commercial Paper	Not Rated	Not Rated	28.01%
Corporate and Deposit Notes	AA-	Aa3	0.97%
Los Angeles County Securities	Not Rated	Not Rated	0.19%
Negotiable Certificates of Deposit	Not Rated	Aa2	0.21%
	Not Rated	Not Rated	11.26%
U.S. Agency Securities	AA+	Aaa	46.15%
	Not Rated	Aaa	1.27%
	Not Rated	Not Rated	7.40%
U.S. Treasury Securities:			
U.S. Treasury Notes	Not Rated	Aaa	0.41%
U.S. Treasury Bills	Not Rated	Not Rated	4.13%
			100.00%
SPI			
Local Agency Investment Fund	Not Rated	Not Rated	27.09%
Los Angeles County Securities	Not Rated	Not Rated	2.98%
U.S Agency Securities	AA+	Aaa	56.97%
	AA+	Not Rated	12.90%
U.S. Treasury Bonds	Not Rated	Aaa	0.06%
			100.00%
Other Specific Investments			
U.S. Treasury Bills	Not Rated	Not Rated	100.00%
			100.00%

5. CASH AND INVESTMENTS-Continued

Reverse Repurchase Agreements

The California Government Code permits the County Treasurer to enter into reverse repurchase agreements, that is, a sale of securities with a simultaneous agreement to repurchase them in the future at the same price plus a contract rate of interest. The fair value of the securities underlying reverse repurchase agreements normally exceeds the cash received, providing the broker-dealer a margin against a decline in the fair value of the securities. If the broker-dealer defaults on the obligation to resell these securities to the County or provide securities or cash of equal value, the County would suffer an economic loss equal to the difference between the fair value plus accrued interest of the underlying securities and the agreement obligation, including accrued interest.

The County's investment guidelines limit the maximum par value of reverse repurchase agreements to $500,000,000 and proceeds from reverse repurchase agreements may only be reinvested in instruments with maturities at or before the maturity of the reverse repurchase agreement. During the fiscal year, the County did not enter into any reverse repurchase agreements.

Securities Lending Transactions

For the year ended June 30, 2015, the Los Angeles County Pool did not enter into any securities lending transactions.

Safekeeping Securities

At June 30, 2015, all Pool, SPI investments and Other Specific Investments were safe kept by Citibank N.A., except for the County Improvement Bonds and Bond Anticipation Notes (BANs), certain certificates of participation issued by County entities, LAIF and mortgage trust deeds.

The bonds, BANs, and certain certificates of participation were held in the Treasurer’s vault and are recorded in the Los Angeles County Securities line item. The mortgage trust deeds were held and administered by Bank of America.

The County has not provided nor obtained any legally binding guarantees during the year ended June 30, 2015, to support the value of shares in the Pool.

Cash and Investments - Held by Outside Trustees

NPC and JPAs have been established for the purpose of rendering assistance to the County to refinance, acquire, construct, improve, lease and sell properties and equipment, including the construction of buildings, and purchase of equipment, land, and any other real or personal property, for the benefit of County residents, through the issuance of bonds, certificates of participation notes (COPs) and commercial paper.

5. CASH AND INVESTMENTS-Continued

Cash and Investments - Held by Outside Trustees-Continued

The NPC and JPAs' cash is deposited and invested with the outside trustees. Investment practices are governed by the County's Investment Procedures and Guidelines, established pursuant to the California Government Code and the Los Angeles County Board of Supervisors' action.

Investments are stated at fair value. Deposits held by outside trustees as of June 30, 2015 were $100,000. The bank balance of deposits equals the carrying amount and was insured or collateralized with securities held by the entity or its agent in the entity's name. $305.55 million of investments held by outside trustees are invested in the County's investment pool. In addition, the outside trustees invested $51.38 million outside of the County's investment pool.

The following is a summary of deposits and investments held by outside trustees as of June 30, 2015 (in thousands):

	Fair Value	Principal	Interest Rate % Range	Maturity Range	Weighted Average Maturity (Years)
Money market mutual funds	$ 51,377	$ 51,377	0.01%	07/01/15	0.00
Deposits	100	100			
	$ 51,477	$ 51,477			

The following is a summary of the credit quality distribution and concentration of credit risk as of June 30, 2015:

Other Investments	S&P	Moody's	% of Portfolio
Money Market Mutual Funds	Not Rated	Not Rated	100.00%
			100.00%

LACERA Investment Portfolio

Narratives and tables presented for the Pension and OPEB Trust funds managed by the LACERA are taken directly from LACERA's Report on Audited Financial Statements for the year ended June 30, 2015 (certain terms have been modified to conform with the County's CAFR presentation). The interest rate risk, foreign currency risk, credit risk, concentration of credit risk, and custodial credit risk related to Pension and OPEB Trust Funds investments are different than the corresponding risk on investments held by the County Treasurer. Detailed deposit and investment risk disclosures are included in Note G and Note I of the audited financial statements.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Deposits-Custodial Credit Risk

Pension and OPEB Trust Funds investments are reported at fair value at June 30, 2015 (in thousands) and are as follows:

	Fair Value
Cash collateral on loaned securities	$ 1,033,471
Short-term investments	1,305,372
Domestic and international equity	25,077,955
Fixed income	12,881,582
Real estate*	5,480,795
Private equity	4,346,854
Hedge funds	691,537
Total	$ 50,817,566

* Refer to Note J of LACERA's Report on Audited Financial Statements for year ended June 30, 2015 for additional discussion on special purpose entities.

The Pension and OPEB Trust Funds also had deposits with the Los Angeles County Pool at June 30, 2015 totaling $85,364,000. The Pension and OPEB Trust Funds portfolio contained no concentration of investments in any one organization (other than those issued or guaranteed by the U.S. Government) that represents 5% or more of total investments or plan net position.

Deposit and Investment Risks

The County Employees Retirement Law of 1937 (CERL) vests the Board of Investments (BOI) with exclusive control over LACERA's investment portfolio. The BOI established an Investment Policy Statement. BOI members exercise authority and control over the management of LACERA's Net Position Restricted for Benefits by setting policy that the investment staff executes either internally or through the use of prudent external experts.

The Investment Policy Statement encompasses the following:
- U.S. Equity Investment Policy
- Non-U.S. Equity Investment Policy
- Private Equity Investment Policy
- Fixed Income Investment Policy
- Cash and Cash Equivalents Investment Policy
- Real Estate Investment Policy
- Commodities Investment Policy
- Corporate Governance Policy and Principles
- Derivatives Investment Policy
- Emerging Manager Policy
- Manager Monitoring and Review Policy
- Securities Lending Policy
- Placement Agent Policy
- Hedge Fund Policy

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Credit Risk

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. LACERA seeks to maintain a diversified portfolio of fixed income instruments in order to obtain the highest total return for the Pension Trust Fund at an acceptable level of risk within this asset class. To control credit risk, credit quality guidelines have been established.

The majority of the Core, Core Plus, and High Yield portfolios use the following guidelines in terms of credit quality.

Domestic Fixed Income Core and Core Plus Portfolios

A minimum of 80 percent and 70 percent of Core and Core Plus portfolios, respectively, must be invested in securities rated investment-grade by the major credit rating agencies: Moody's Investors Service (Moody's), Standard & Poor's (S&P), and Fitch Ratings (Fitch).

In addition:

- Money market instruments must be rated at least A-2/P-2 or equivalent by at least one major credit rating agency.
- All rated securities, including Rule 144A securities, must be rated at least B- by S&P or equivalent by at least one major credit rating agency at the time of purchase.
- Unrated issues may be purchased provided, in the judgment of the Investment Manager, they would not violate LACERA's minimum credit quality criteria.
- Unrated issues and securities rated BBB+, BBB, or BBB- by S&P or equivalent, in combination, may represent up to 30 percent of the portfolio.

Domestic High-Yield Fixed Income Portfolios

By definition, high-yield bonds are securities rated below investment grade. Therefore, the majority of bonds in the high-yield portfolios are rated below investment grade by at least one of the major credit rating agencies: Moody's, S&P, and Fitch.

In addition:

- Money market instruments must be rated at least A-2/P-2 or equivalent by at least one major credit rating agency.
- At least 95 percent of all rated securities, including Rule 144A securities, must be rated at least B- by S&P or equivalent by at least one major credit rating agency at the time of purchase.
- Consistent with the preceding requirement, a maximum of 5 percent of the portfolio may be invested in issues rated below B- by S&P or equivalent; however, these issues must be rated at least CCC by S&P or Caa by Moody's.
- Unrated issues may be purchased provided, in the judgment of the Investment Manager, they would not violate LACERA's minimum credit criteria.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

LACERA's Opportunistic Credit portfolios allow for the assumption of more credit risk than other fixed income portfolios, by investing in securities which include unrated bonds, bonds rated below investment grade issued by corporations undergoing financial stress or distress, junior tranches of structured securities backed by residential and commercial mortgages, and bank loans. LACERA utilizes specific investment guidelines for these portfolios that limit maximum exposure by issuer, industry, and sector, which result in well-diversified portfolios.

Credit Quality Ratings of Investments in Fixed Income Securities
As of June 30, 2015
(Dollars in Thousands)

Quality Ratings	U.S. Treasuries	U.S. Govt. Agencies	Municipals	Corporate Debt/Credit Securities	Pooled Funds	Total	% of Portfolio
AAA	$ 1,858,585	$ 2,205,374	$ 1,043	$ 753,165	$	$ 4,818,167	38%
AA		6,471	34,268	418,283		459,022	4%
A		2,406	33,886	1,138,907		1,175,199	9%
BAA		595		1,798,916		1,799,511	14%
BA				780,317		780,317	6%
B			3,857	909,027		912,884	7%
CAA			5,499	321,043		326,542	3%
CA				6,201		6,201	0%
C				21,706		21,706	0%
Not Rated			5,620	490,109	1,922,832	2,418,561	19%
Total Investment in Fixed Income Securities	**$ 1,858,585**	**$ 2,214,846**	**$ 84,173**	**$ 6,637,674**	**$ 1,922,832**	**$ 12,718,110**	**100%**

Custodial Credit Risk

LACERA’s contract with its primary custodian (Bank) provides that the Bank may hold LACERA’s securities registered in the Bank’s or its agent’s nominee name, in bearer form, book-entry form, a clearing house corporation, or a depository, so long as the Bank’s records clearly indicate that the securities are held in custody for LACERA’s account. The Bank may also hold securities in custody in LACERA’s name when required by LACERA. When held in custody by the Bank, the securities are not at risk of loss in the event of the Bank’s financial failure, because the securities are not property (assets) of the Bank. Cash invested overnight in the Bank’s depository accounts is subject to the risk that in the event of the Bank’s failure, LACERA might not recover all or some of its deposits. This risk is mitigated when the overnight deposits are insured or collateralized.

LACERA’s policy as incorporated in its current contract with the Bank requires the Bank to certify it has taken all steps to assure all LACERA monies on deposit with the Bank are eligible for and covered by “pass-through insurance,” in accordance with applicable law and FDIC rules and regulations. The steps taken by the Bank include paying deposit insurance premiums when due, maintaining a “prompt corrective action” capital category of “well capitalized,” and identifying on the Bank’s records that it acts as a fiduciary for LACERA with respect to the monies on deposit. In addition, the Bank is required to provide evidence of insurance and to maintain a financial institution bond, which will cover the loss of money and securities with respect to any and all property the Bank or its agents hold in or for LACERA’s account, up to the amount of the bond. To implement certain investment strategies in a cost-effective manner, some of LACERA’s assets are invested in investment managers’ pooled vehicles. The securities in these vehicles may be held by a different custodian.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Counterparty Risk

Counterparty risk for investments is the risk that, in the event of the failure of the counterparty to complete a transaction, LACERA would not be able to recover the value of the investment or collateral securities that are in the possession of an outside party.

Concentration of Credit Risk

No more than 5 percent of the Core, Core Plus, or High-Yield portfolios may be invested in securities of a single issuer, except: U.S. Treasury securities, government-guaranteed debt (including G-7 countries), agency debt, agency mortgage-backed securities, and manager's approved commingled funds.

As of June 30, 2015, LACERA did not hold any investments in any one issuer that would represent 5 percent or more of total investments or plan net position. Investments issued or explicitly guaranteed by the U.S. government and pooled investments are excluded from this requirement.

Interest Rate Risk

Interest rate risk is the risk that the changes in interest rates will adversely affect the fair value of an investment. Duration is a measure of the price sensitivity of a fixed income portfolio to changes in interest rates. It is calculated as the weighted average time to receive a bond's coupon and principal payments. The longer the duration of a portfolio, the greater its price sensitivity to changes in interest rates.

To manage interest rate risk, the modified adjusted duration of the Domestic Fixed Income Core, Core Plus, and High-Yield portfolios is restricted to +/- 25.0 percent of the duration of the portfolios' respective benchmarks. Deviations from any of the stated guidelines require prior written authorization from LACERA.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Interest Rate Risk-Continued

Fixed Income Securities - Duration
As of June 30, 2015
(Dollars in Thousands)

Investment Type	Fair Value	Portfolio Weighted Average Effective (1) Duration
U.S. Government and Agency Instruments and Municipals		
U.S. Treasury	$ 1,858,585	6.36
U.S. Government Agency	2,214,846	2.53
Municipal/Revenue Bonds	84,173	9.54
Subtotal U.S. Government and Agency Instruments and Municipals	**4,157,604**	
Corporate Bonds and Credit Securities:		
Asset-Backed Securities	475,437	1.05
Commercial Mortgage-Backed Securities	317,718	0.92
Corporate and Other Credit	3,788,855	4.44
Fixed Income Swaps	3,468	N/A
Pooled Investments	1,922,832	N/A
Subtotal Corporate Bonds and Credit Securities	**6,508,310**	
Non-U.S. Fixed Income	193,816	5.77
Private Placement Fixed Income	1,858,380	4.10
Subtotal Non-U.S. and Private Placement Securities	**2,052,196**	
Total Fixed Income Securities	**$ 12,718,110**	

(1) Effective Duration is a measure of a bond's sensitivity to interest rates. It is calculated as the percentage change in a bonds price caused by a change in the bond's yield. For example, a modified duration of 5 indicates that a 1 percent increase in a bond's yield will cause the bond price to decline 5 percent.

Foreign Currency Risk

Foreign currency risk is the risk that changes in exchange rates will adversely affect the fair value of an investment or deposit. LACERA's authorized managers are permitted to invest in approved countries or regions, as stated in their respective investment guidelines. To mitigate foreign currency risk, LACERA has in place a passive currency hedging program, which hedges into U.S. dollars approximately 50 percent of LACERA's foreign currency exposure for developed market equities.

The following schedule represents LACERA's exposure to foreign currency risk in U.S. dollars. LACERA is invested in several non-U.S. commingled funds. This means LACERA owns units of commingled funds, and the fund holds the actual securities and/or currencies. The values shown include LACERA's pro rata portion of non-U.S. commingled fund holdings.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Non-U.S. Securities at Fair Value
As of June 30, 2015
(Dollars in Thousands)

Currency	Equity	Fixed Income	Foreign Currency	Real Estate Commingled Funds	Private Equity Investments	Forward Contracts	Total
AMERICAS							
Argentine Peso	$ 6,753	$	$	$	$	$	$ 6,753
Bermudan Dollar	2,956						2,956
Brazilian Real	177,857	15,812	8			(105)	193,572
Canadian Dollar	834,224	4,769	165			7,308	846,466
Chilean Peso	17,994						17,994
Colombian Peso	6,254						6,254
Mexican Peso	112,394	40,586	953			7	153,940
Peruvian New Sol	11,670						11,670
EUROPE							
British Pound Sterling	1,719,028	25,472	761	3,529	54,022	(33,065)	1,769,747
Czech Republic Koruna	1,483						1,483
Danish Krone	151,861					(1,455)	150,406
Euro	2,558,657	92,520	26,760	161,247	295,705	(14,300)	3,120,589
Hungarian Forint	4,492						4,492
Norwegian Krone	70,914		203			264	71,381
Polish Zloty	20,698						20,698
Russian Ruble	88,714						88,714
Swedish Krona	263,162					(3,339)	259,823
Swiss Franc	742,937					(6,986)	735,951
PACIFIC							
Australian Dollar	606,176		3,020			3,132	612,328
Chinese RNB	28,184						28,184
Japanese Yen	1,863,021		6,805			18,375	1,888,201
New Zealand Dollar	14,924	1,730	225			1,282	18,161
South Korean Won	280,312		277				280,589
MIDDLE EAST							
Egyptian Pound	3,199						3,199
Israeli New Shekel	40,865		10			(1,367)	39,508
Lebanese Pound	770						770
Omani Rial	2,065						2,065
Qatari Rial	8,407						8,407
Saudi Riyal	11,121						11,121
Turkish Lira	52,172						52,172
UAE Dirham	8,925						8,925
AFRICA							
CFA Franc (W. African)	1,812						1,812
Ghana New Cedi	2,046						2,046
Kenyan Shilling	3,728						3,728
Moroccan Dirham	581						581
Nigerian Naira	11,748						11,748
South African Rand	182,208		341				182,549
Tanzanian Shilling	507						507
Tunisian Dinar	1,362						1,362
SOUTHEAST ASIA							
Hong Kong Dollar	926,476		6,399			13	932,888
Indonesian Rupiah	39,328		15				39,343
Malaysian Ringgit	51,076		16				51,092
New Taiwan Dollar	247,904		291				248,195
Philippine Peso	14,598	7,535					22,133
Singapore Dollar	192,626		2,736			(539)	194,823
Thai Baht	58,839						58,839
Vietnamese Dong	3,810						3,810
SOUTH ASIA							
Indian Rupee	231,325						231,325
Sri Lankan Rupee	311						311
Total Securities Subject to Foreign Currency Risk	**$ 11,682,474**	**$ 188,424**	**$ 48,985**	**$ 164,776**	**$ 349,727**	**$ (30,775)**	**$ 12,403,611**

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Securities Lending Program

The BOI's policies authorize LACERA to participate in a securities lending program. Securities lending is an investment management activity that mirrors the fundamentals of a loan transaction. Securities are lent to brokers and dealers (borrower), and in turn, LACERA receives cash as collateral. LACERA pays the borrower interest on the collateral received and invests the collateral with the goal of earning a higher yield than the interest rate paid to the borrower.

LACERA's securities lending program is managed by two parties: LACERA's custodian bank, State Street Bank and Trust, and a third-party lending agent, Goldman Sachs Agency Lending (GSAL). State Street Bank and Trust lends LACERA's non-U.S. equities, U.S. Treasury, agency, and mortgage-backed securities. GSAL lends LACERA's U.S. equities and corporate bonds. All non-U.S. loans are collateralized at 105 percent, while the U.S. loans are collateralized at 102 percent of the loan market value.

State Street Global Advisors invests the collateral received from both lending programs. The collateral is invested in short-term, highly liquid instruments. The collateral is marked-to-market daily and if the market value of the securities on loan rises, LACERA receives additional collateral. Earnings generated above and beyond the interest paid to the borrowers represent net income. LACERA shares this net income with the two lending agents based on contractual agreements.

Under the terms of their lending agreements, both lending agents provide borrower default indemnification in the event a borrower does not return securities on loan. The terms of the lending agreements entitle LACERA to terminate all loans upon the occurrence of default and purchase a like amount of "replacement securities" when loaned securities are not returned. In the event the purchase price of replacement securities exceeds the amount of collateral, the lending agent shall be liable to LACERA for the amount of such excess, with interest. Either LACERA or the borrower of the security can terminate a loan on demand.

At year-end, LACERA had no credit risk exposure to borrowers, because the amount of collateral received exceeded the value of securities on loan. As of June 30, 2015, there were no known violations of legal or contractual provisions. LACERA had no losses on securities lending transactions resulting from the default of a borrower for the year ended June 30, 2015.

As of June 30, 2015, the fair value of securities on loan was $1.748 billion, with a value of cash collateral received of $1.033 billion and non-cash collateral of $815.43 million. Securities lending assets and liabilities of $1.033 billion are recorded in the Pension and OPEB Trust Funds. LACERA's income, net of expenses from securities lending, was $6.55 million for the year ended June 30, 2015.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Securities Lending Program-Continued

Securities Lending
As of June 30, 2015
(Dollars in Thousands)

Securities on Loan	Fair Value of Securities on Loan	Cash Collateral Received	Non-Cash Collateral Received
U.S. Equities	$ 443,668	$ 455,078	
U.S. Fixed Income	168,288	171,887	
Non U.S. Equities	1,135,566	406,506	815,428
Total	**$ 1,747,522**	**$ 1,033,471**	**$ 815,428**

Derivative Financial Instruments

LACERA's Investment Policy Statement and Manager Guidelines allow the use of derivatives by certain investment managers. Derivatives are financial instruments that derive their value, usefulness, and marketability from an underlying instrument that represents direct ownership of an asset or an obligation of an issuer whose payments are based on or derived from the performance of some agreed-upon benchmark. Managers are required to mark-to-market derivative positions daily and may trade only with counterparties with a credit rating of A3/A-, as defined by Moody's and S&P, respectively. Trades with counterparties with a minimum credit rating of BBB/Baa2 may also be allowed with the posting of initial collateral. Substitution, risk control, and arbitrage are the only derivative strategies permitted. Speculation is prohibited. Gains and losses from derivatives are included in net investment income. For financial reporting purposes, all LACERA derivatives are classified as investment derivatives. The following types of derivatives are permitted: futures contracts, currency forward contracts, option contracts, and swap agreements. Given that hedge fund managers may already have discretion to use derivatives in the funds they manage, LACERA's Derivatives Policy applies to hedge fund investments.

Futures Contracts

A futures contract represents an agreement to buy (long position) or sell (short position) an underlying asset at a specified future date for a specified price. Payment for the transaction is delayed until a future date, which is referred to as the settlement or expiration date. Futures contracts are standardized contracts traded on organized exchanges.

Currency Forward Contracts

A forward contract represents an agreement to buy or sell an underlying asset at a specified date in the future at a specified price. Payment for the transaction is delayed until the settlement or expiration date. A forward contract is a non-standardized contract that is tailored to each specific transaction. Forward contracts are privately negotiated and are intended to be held until the settlement date. Currency forward contracts are used to manage currency exposure, to implement the passive currency hedge, and to facilitate the settlement of international security purchase and sale transactions.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Currency Forward Contracts-Continued

Currency Forwards Analysis
As of June 30, 2015
(Dollars in Thousands)

Currency Name	Notional Cost	Pending Foreign Exchange Purchases	Pending Foreign Exchange Sales	Fair Value 2015
Australian Dollar	$ 495,087	$ 498,219	$ (495,087)	$ 3,132
Brazilian Real	18,987	18,882	(18,987)	(105)
British Pound Sterling	1,458,400	1,425,335	(1,458,400)	(33,065)
Canadian Dollar	598,506	605,813	(598,506)	7,307
Swiss Franc	649,001	642,015	(649,001)	(6,986)
Danish Krone	126,495	125,039	(126,495)	(1,456)
Euro	2,957,527	2,943,227	(2,957,527)	(14,300)
Hong Kong Dollar	172,549	172,563	(172,549)	14
Israeli New Shekel	55,606	54,239	(55,606)	(1,367)
Japanese Yen	1,978,955	1,997,331	(1,978,955)	18,376
Mexican Peso	14,991	14,998	(14,991)	7
Norwegian Krone	55,934	56,198	(55,934)	264
New Zealand Dollar	24,901	26,183	(24,901)	1,282
Swedish Krona	332,147	328,808	(332,147)	(3,339)
Singapore Dollar	125,124	124,585	(125,124)	(539)
Total	**$ 9,064,210**	**$ 9,033,435**	**$ (9,064,210)**	**$ (30,775)**

Option Contracts

An option contract is a type of derivative in which a buyer (purchaser) has the right, but not the obligation, to buy or sell a specified amount of an underlying security at a fixed price by exercising the option before its expiration date. The seller (writer) has an obligation to buy or sell the underlying security if the buyer decides to exercise the option.

Swap Agreements

A swap is an agreement between two or more parties to exchange a sequence of cash flows over a period of time in the future. The cash flows the counterparties exchange are tied to a notional amount. A swap agreement specifies the time period over which the periodic payments will be exchanged. The fair value represents the gains or losses as of the prior marking-to-market.

The Investment Derivatives schedule below reports the fair value balances, changes in fair value, and notional amounts of derivatives outstanding as of and for the year ended June 30, 2015, classified by type.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Swap Agreements-Continued

Investment Derivatives
As of June 30, 2015
(Dollars in Thousands)

Derivative Type	Net Appreciation/ (Depreciation) in Fair Value For the Year Ended June 30, 2015	Fair Value at June 30, 2015	Notional Amount (Dollars)	Notional Amount (Units)
Commodity Futures Long	$ (326,378)	$	$	345,062
Commodity Futures Short	122,199			(74,906)
Credit Default Swaps Bought	1,165	(1,352)	39,889	
Credit Default Swaps Written	(1,113)	1,259	77,727	
Equity Options Bought	(40)			
Equity Swaps	(7)			
Fixed Income Futures Long	10,909			297,495
Fixed Income Futures Short	(900)			(789,902)
Fixed Income Options Bought	(2,030)	1,386	609,577	
Fixed Income Options Written	2,675	(1,749)	(934,051)	
Foreign Currency Options Bought	118	78	13,663	
Foreign Currency Options Written	64	(6)	(7,184)	
Futures Options Bought	(1,866)	935	8,184	
Futures Options Written	2,376	(1,308)	(14,086)	
FX Forwards	735,286	(30,775)	9,064,209	
Pay Fixed Interest Rate Swaps	1,385	3,563	819,524	
Receive Fixed Interest Rate Swaps	(371)	(323)	56,509	
Rights	388	47		9
Total Return Swaps Bond	141	185	38,736	
Total Return Swaps Equity	(102,296)	7,834	(336,103)	
Warrants	(95)			6,167
Total	**$ 441,610**	**$ (20,226)**	**$9,436,594**	**(216,075)**

All investment derivative positions are included as part of Other Investments in the statement of fiduciary net position. All changes in fair value are reported as part of net increase/(decrease) in the statement of changes in fiduciary net position.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Counterparty Credit Risk

LACERA is exposed to counterparty credit risk on investment derivatives that are traded over the counter and are reported in asset positions. Derivatives exposed to counterparty credit risk include currency forward contracts and swap agreements. To minimize counterparty credit risk exposure, LACERA's investment managers continuously monitor credit ratings of counterparties. Should there be a counterparty failure, LACERA would be exposed to the loss of the fair value of derivatives that are in asset positions and any collateral provided to the counterparty, net of the effect of applicable netting arrangements. LACERA requires investment managers to have Master Agreements in place that permit netting in order to minimize credit risk. Netting arrangements provide LACERA with a legal right of set off in the event of bankruptcy or default by the counterparty. LACERA would be exposed to loss of collateral provided by the counterparty. Collateral provided by the counterparty reduces LACERA's counterparty credit risk exposure.

The schedule below displays the fair value of investments with each counterparty's S&P, Fitch and Moody's credit rating by counterparty's name alphabetically.

Counterparty Credit Risk Analysis
As of June 30, 2015
(Dollars in Thousands)

Counterparty Name	Total Fair Value	S&P Rating	Fitch Rating	Moody's Rating
Bank of America N.A.	$322	A	A+	A1
Bank of New York	113	A+	AA-	A1
Barclays	35	A-	A	A2
Barclays Bank PLC Wholesale	2	A-	A	A2
Barclays Capital	204	A-	A	A2
BNP Paribas	39	A+	A+	A1
BNP Paribas SA	379	A+	A+	A1
Citibank N.A.	1,455	A	A+	A1
Credit Suisse FOB CME	1,949	A	A	A1
Credit Suisse FOB LCH	1,846	A	A	A1
Credit Suisse International	4,700	A	A	A1
Credit Suisse Securities (USA) LLC	1,887	A	A	A1
Deutsche Bank AG	13,635	BBB+	A	A3
Deutsche Bank Securities Inc	55	BBB+	A	A3
Goldman Sachs + Co,	1,418	A-	A	A3
Goldman Sachs CME	1,824	A-	A	A3
Goldman Sachs International	4,998	A-	A	A3
HSBC Bank USA	1	AA-	AA-	Aa3
JP Morgan Securities Inc.	1,579	A	A+	A3
JP Morgan	134	A	A+	A3
JP Morgan Chase Bank N.A.	119	A+	AA-	Aa3
Macquarie Bank Limited	62	A	A	A2
Morgan Stanley Bank N.A.	274	A	A+	A1
Morgan Stanley Co. Incorporated	2	A-	A	A3

5. CASH AND INVESTMENTS-Continued

LACERA Investments Portfolio-Continued

Counterparty Credit Risk-Continued

Royal Bank of Scotland PLC	11,221	BBB+	BBB+	A3
Societe Generale	2,836	A	A	A2
Standard Chartered Bank	66	A+	AA-	Aa2
Standard Chartered Bank, London	17	A+	AA-	Aa2
State Street Bank and Trust Company	1,101	AA-	AA	A1
Toronto Dominion Bank	2	AA-	AA-	Aa1
UBS AG	62	A	A	A2
UBS AG London	14,244	A	A	A2
UBS CME	447	A	A	A2
Westpac Banking Corporation	11,501	AA-	AA-	Aa2
Total	**$ 78,529**			

Interest Rate Risk

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. Interest rate swaps are an example of an investment that has a fair value that is highly sensitive to interest rate changes. LIBOR refers to the London Interbank Offered Rate. These investments are disclosed in the following table (in thousands):

		Investment Maturities (in years)				
Investment Type	**Notional Value**	**Fair Value**	**Less Than 1**	**1 - 5**	**6 – 10**	**More Than 10**
Credit Default Swaps Bought	$ 39,889	$ (1,352)	$	$ (1,502)	$ 150	$
Credit Default Swaps Written	77,727	1,259	32	1,171	(5)	61
Fixed Income Futures Long*	297,495					
Fixed Income Futures Short*	(789,902)					
Fixed Income Options Bought	609,577	1,386	1,258	128		
Fixed Income Options Written	(934,051)	(1,749)	(1,589)	(153)	(7)	
Pay Fixed Interest Rate Swaps	819,524	3,563	(52)	(2,371)	61	5,925
Receive Fixed Interest Rate Swaps	56,509	(323)		6	(313)	(16)
Total Return Swaps Bond	38,736	185	(53)	238		
Total Return Swaps Equity	(336,103)	7,834	7,798	36		
Total	**$ (120,599)**	**$ 10,803**	**$ 7,394**	**$(2,447)**	**$(114)**	**$ 5,970**

*The notional value represents units.

Hedge Funds

The hedge fund category of investments is not a separate asset class but is comprised of strategies that: 1) invest in securities within LACERA's existing asset classes or across multiple asset classes; 2) have an absolute return objective; and 3) include the ability to use specialized techniques, such as leverage and short-selling, and instruments such as derivatives. LACERA employs two hedge fund of funds managers with specialized knowledge and expertise to construct three hedge fund portfolios. The hedge fund of fund managers identify, select, implement, and monitor these investment strategies in the portfolios consistent with LACERA's stated objectives, constraints, and Investment Policy.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Hedge Funds-Continued

In October 2011, LACERA began investing in hedge funds with a goal of reducing the volatility of the Pension Trust Fund without materially decreasing Pension Trust Fund returns. This initial investment consisted of a portfolio of hedge funds invested in a diversified strategy.

In December 2012, LACERA began investing in a second portfolio of hedge funds focused on opportunistic credit strategies.

These two hedge fund portfolios are each structured in a limited partnership in which LACERA is the sole limited partner, and each was created to hold the interests in the underlying hedge funds. LACERA's original fund of funds manager serves as General Partner and owns a 0.01 percent stake in each partnership.

In April 2015, LACERA began funding a third portfolio of hedge funds, managed in a diversified strategy by a second fund of funds manager. The underlying hedge funds in this portfolio are held directly by LACERA.

Each underlying fund investment in the entire hedge fund program is in a legal entity designed to limit liability for each fund's investment to the capital invested with that fund.

The investment performance for this strategy is measured separately from other asset classes. The fair value of assets invested in hedge funds as of June 30, 2015 was $692 million.

6. CAPITAL ASSETS

Capital assets activity for the year ended June 30, 2015 is as follows (in thousands):

	Balance July 1, 2014	Additions	Deletions	Balance June 30, 2015
Governmental Activities				
Capital assets, not being depreciated:				
Land	$ 2,394,042	3,523	(100)	$ 2,397,465
Easements	4,964,247	13,232	(46,180)	4,931,299
Software in progress	116,587	73,524	(92,501)	97,610
Construction in progress-buildings and improvements	661,059	256,653	(632,952)	284,760
Construction in progress-infrastructure	289,131	126,469	(123,074)	292,526
Subtotal	8,425,066	473,401	(894,807)	8,003,660
Capital assets, being depreciated:				
Buildings and improvements	4,383,647	635,517	(1,960)	5,017,204
Equipment	1,539,412	109,672	(72,060)	1,577,024
Software	569,027	136,395		705,422
Infrastructure	7,742,110	90,741	(50,799)	7,782,052
Subtotal	14,234,196	972,325	(124,819)	15,081,702

6. CAPITAL ASSETS-Continued

Governmental Activities-Continued

	Balance July 1, 2014	Additions	Deletions	Balance June 30, 2015
Less accumulated depreciation for:				
Buildings and improvements	$ (1,624,808)	$ (77,903)	1,818	$(1,700,893)
Equipment	(1,111,949)	(98,420)	54,580	(1,155,789)
Software	(311,132)	(88,181)	1	(399,312)
Infrastructure	(3,520,072)	(171,223)	14,824	(3,676,471)
Subtotal	(6,567,961)	(435,727)	71,223	(6,932,465)
Total capital assets, being depreciated, net	7,666,235	536,598	(53,596)	8,149,237
Governmental activities capital assets, net	$ 16,091,301	1,009,999	(948,403)	$16,152,897

Business-type Activities

	Balance July 1, 2014	Additions	Deletions	Balance June 30, 2015
Capital assets, not being depreciated:				
Land	$ 152,578	480		$ 153,058
Easements	31,390	45		31,435
Construction in progress-buildings and improvements	65,740	15,233	(50,195)	30,778
Construction in progress-infrastructure	24,638	10,465	(11,645)	23,458
Subtotal	274,346	26,223	(61,840)	238,729
Capital assets, being depreciated:				
Buildings and improvements	2,585,150	72,058		2,657,208
Equipment	282,392	56,067	(11,345)	327,114
Software	58,922			58,922
Infrastructure	1,238,200	11,334		1,249,534
Subtotal	4,164,664	139,459	(11,345)	4,292,778
Less accumulated depreciation for:				
Buildings and improvements	(694,976)	(38,766)		(733,742)
Equipment	(185,637)	(30,702)	7,419	(208,920)
Software	(21,880)	(4,871)		(26,751)
Infrastructure	(534,341)	(21,889)		(556,230)
Subtotal	(1,436,834)	(96,228)	7,419	(1,525,643)
Total capital assets, being depreciated, net	2,727,830	43,231	(3,926)	2,767,135
Business-type activities capital assets, net	$ 3,002,176	69,454	(65,766)	3,005,864
Total capital assets, net	$ 19,093,477	1,079,453	(1,014,169)	$19,158,761

6. CAPITAL ASSETS-Continued

Depreciation Expense

Depreciation expense was charged to functions/programs of the primary government as follows (in thousands):

Governmental activities:	
General government	$ 26,807
Public protection	162,356
Public ways and facilities	98,540
Health and sanitation	26,608
Public assistance	69,885
Education	2,959
Recreation and cultural services	21,097
Capital assets held by the County's internal service funds are charged to the various functions based on their usage of the assets	27,475
Total depreciation expense, governmental activities	$ 435,727

Business-type activities:	
Hospitals	$ 63,263
Waterworks	22,374
Aviation	1,934
Capital assets held by the County's internal service funds are charged to the various functions based on their usage of the assets	8,657
Total depreciation expense, business-type activities	$ 96,228

Discretely Presented Component Units

CDC

Capital assets activity for the CDC component unit for the year ended June 30, 2015 was as follows (in thousands):

	Balance July 1, 2014	Additions	Deletions	Balance June 30, 2015
Capital assets, not being depreciated:				
Land	$ 92,713		(102)	$ 92,611
Construction in progress-buildings and improvements	2,000	1,259	(944)	2,315
Subtotal	94,713	1,259	(1,046)	94,926
Capital assets, being depreciated:				
Buildings and improvements	218,417	3,592	(318)	221,691
Equipment	9,332	137	(326)	9,143
Subtotal	227,749	3,729	(644)	230,834

6. CAPITAL ASSETS-Continued

Discretely Presented Component Units-Continued

CDC-Continued

Less accumulated depreciation for:				
Buildings and improvements	$ (139,471)	(4,298)	318	$ (143,451)
Equipment	(5,333)	(1,158)	321	(6,170)
Subtotal	(144,804)	(5,456)	639	(149,621)
Total capital assets being depreciated, net	82,945	(1,727)	(5)	81,213
CDC capital assets, net	`$ 177,658	(468)	(1,051)	$ 176,139

First 5 LA

Capital assets activity for the First 5 LA component unit for the year ended June 30, 2015 was as follows (in thousands):

	Balance July 1, 2014	Additions	Deletions	Balance June 30, 2015
Capital assets, not being depreciated-Land	$ 2,039			$ 2,039
Capital assets, being depreciated:				
Buildings and improvements	12,076			12,076
Equipment	2,589	125		2,714
Subtotal	14,665	125		14,790
Less accumulated depreciation for:				
Buildings and improvements	(2,193)	(242)		(2,435)
Equipment	(2,429)	(80)		(2,509)
Subtotal	(4,622)	(322)		(4,944)
Total capital assets being depreciated, net	10,043	(197)		9,846
First 5 LA capital assets, net	$ 12,082	(197)		$ 11,885

7. SERVICE CONCESSION ARRANGEMENTS (SCA)

GASB 60 "Accounting and Financial Reporting for Service Concession Arrangements (SCA)" defines an SCA as a type of public-private or public-public partnership. An SCA is an arrangement, which meets specific criteria under GASB 60, between a government (the transferor) and an operator.

The County determined that golf courses met the criteria set forth in GASB 60 (where the County is the transferor) and therefore included theses SCAs in the County's financial statements as deferred inflows of resources. GASB 60 also provides guidance on accounting treatment if the County were acting as an operator of another government's facility. The County has determined that there are no incidences where the County would qualify as an operator.

7. SERVICE CONCESSION ARRANGEMENTS (SCA)-Continued

Golf Courses

The County manages a public golf course system, which offers affordable greens fees, discount programs for senior citizens and students, and a junior golf program. Each golf course is leased under agreement with an operator, which provides for activities such as golf course management, clubhouse operations, and food and beverage concessions. The operators collect user fees and are responsible for the day-to-day operations of the golf courses. The operators are required to operate and maintain the golf courses, and make installment payments to the County, in accordance with their respective contracts.

As of June 30, 2015, the present value of the installment payments under contract is estimated to be $93.23 million and reported as deferred inflows of resources in the statement of net position. The present values of the installment payments were calculated using a discount rate of 5.12% for the term of the agreement for each SCA. The lease terms for the twenty golf courses cover remaining periods ranging from two to 24 years as of June 30, 2015. The FY 2014-2015 total monthly installment payments are approximately $723,000. The County primarily uses the proceeds to fund parks and recreation operations, 10% of which is set aside for future golf course capital improvements. The carrying value of the golf courses, including buildings and land, is reported at $11.90 million as of June 30, 2015.

8. PENSION PLAN

Plan Description

The County pension plan is administered by LACERA, which was established under the County Employees' Retirement Law of 1937. LACERA is a cost-sharing, multi-employer defined benefit plan. It provides benefits to employees of the County and the following additional entities that are not part of the County's reporting entity:

Los Angeles Superior Court
Little Lake Cemetery District
Local Agency Formation Commission
Los Angeles County Office of Education
South Coast Air Quality Management District

New employees of the latter two agencies are not eligible for LACERA benefits.

Benefits are authorized in accordance with the California Constitution, the County Employees' Retirement Law (CERL), the bylaws, and procedures and policies adopted by LACERA's Boards of Retirement and Investments. The Los Angeles County Board of Supervisors may also adopt resolutions, as permitted by CERL, which may affect the benefits of LACERA members.

8. PENSION PLAN-Continued

Plan Description-Continued

LACERA provides retirement, disability, death benefits and cost of living adjustments to eligible members. Vesting occurs when a member accumulates five years of creditable service under contributory plans or accumulates 10 years of creditable service under the general service non-contributory plan. Benefits are based upon 12 or 36 months' average compensation, depending on the plan, as well as age at retirement and length of service as of the retirement date, according to applicable statutory formula. Vested members who terminate employment before retirement age are considered terminated vested (deferred) members. Service-connected disability benefits may be granted regardless of length of service consideration. Five years of service are required for nonservice-connected disability eligibility according to applicable statutory formula. Members of the non-contributory plan, who are covered under separate long-term disability provisions not administered by LACERA, are not eligible for disability benefits provided by LACERA.

LACERA issues a stand-alone financial report, which is available at its offices located at Gateway Plaza, 300 N. Lake Avenue, Pasadena, California 91101-4199 or at www.LACERA.com.

Contributions

LACERA has nine benefit tiers known as A, B, C, D, E and G, and Safety A, B and C. All tiers except E are employee contributory. Tier E is employee non-contributory. Prior to December 31, 2012, new general members were only eligible for tier D or E and new safety members were only eligible for Safety B. As of January 1, 2013, new general employees are only eligible for tier G and new safety members are only eligible for Safety C. These new tiers were added as a result of the California Public Employees' Pension Reform Act of 2013 (PEPRA) and became effective January 1, 2013. Rates for the tiers are established in accordance with State law by LACERA's Boards of Retirement and Investments and the County Board of Supervisors.

The following employer rates were in effect for FY 2014-2015:

July 1, 2014 – September 30, 2014	A	B	C	D	E	G
General Members	25.08%	17.95%	17.54%	18.24%	19.09%	17.81%
Safety Members	34.63%	27.92%	23.18%			

October 1, 2014 – June 30, 2015	A	B	C	D	E	G
General Members	26.99%	19.49%	19.01%	19.74%	20.95%	19.53%
Safety Members	35.91%	29.26%	25.29%			

The rates were determined by the actuarial valuation performed as of June 30, 2012 and June 30, 2013, respectively. The July 1, 2014 through September 30, 2014 rates for plan G and Safety plan C were based on a PEPRA study completed by the actuaries.

8. PENSION PLAN-Continued

Contributions-Continued

Employee rates vary by option and employee entry age from 5% to 16% of their annual covered salary.

During FY 2014-2015, the County contributed the full amount of the Actuarial Determined Contribution, as determined by the actuarial valuations, in the form of semi-monthly cash payments in the amount of $1.438 billion.

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

At June 30, 2015, the County reported a liability of $6.957 billion for its proportionate share of the net pension liability in accordance with the parameters of GASB 68 and 71. The net pension liability was measured as of June 30, 2014, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of June 30, 2013, projected forward to the measurement date taking into account any significant changes between the valuation date and the measurement date. The County's proportion of the net pension liability was based on a projection of the County's future contribution effort to the pension plan relative to the projected contributions of all Pension Plan participants, actuarially determined. At June 30, 2014, the County's proportionate share was 95.897%, which was an increase of 0.239% from its proportion measured as of June 30, 2013.

For the year ended June 30, 2015, the County recognized pension expense of $658.86 million. Pension expense represents the change in the net pension liability during the measurement period, adjusted for actual contributions and the deferred recognition of changes in investment gain/loss, actuarial gain/loss, actuarial assumptions or methods, and plan benefits. At June 30, 2015, the County reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources (in thousands):

	Deferred Inflows of Resources	Deferred Outflows of Resources
Net difference between projected and actual earnings	$ 2,883,916	$
Changes in proportion and differences between County contributions and proportionate share of contributions		24,167
Contributions made subsequent to measurement date		1,437,555
TOTAL	$ 2,883,916	$ 1,461,722

Deferred outflows of resources and deferred inflows of resources above represent the unamortized portion of changes to net pension liability to be recognized in future periods in a systematic and rational manner in accordance with GASB 68.

8. PENSION PLAN-Continued

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions-Continued

Amounts currently reported as deferred inflows and outflows of resources, other than contributions related to pension, will be recognized in pension expense as follows (in thousands):

	Deferred (Inflows)/Outflows of Resources
Year Ended June 30:	
2016	$ (717,528)
2017	(717,528)
2018	(717,528)
2019	(717,524)
2020	3,452
Thereafter	6,907

Deferred outflows of $1.438 billion related to contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability in the year ended June 30, 2016.

Actuarial Assumptions

Valuation Timing	June 30, 2013 rolled forward to June 30, 2014
Actuarial Cost Method	Individual Entry Age Normal
Inflation	3.00%
Investment Rate of Return	7.63%, net of investment expense
Cost of Living Adjustments	Based on changes in the Consumer Price Index from the previous January 1 to the current January 1, to the nearest 0.50% to 1.00%, limited to a maximum of 3.00%.
Mortality	Various rates based on RP-2000 mortality tables and using static projection of improvement to 2025 using Projection Scale AA. See June 30, 2013 actuarial valuation for details. It can be found at www.LACERA.com.
Experience Study	Covers the three year period ending June 30, 2013.

8. PENSION PLAN-Continued

Actuarial Assumptions-Continued

The long-term expected rate of return on pension plan investments (7.50%, net of all expenses) was determined using a building block method in which a median, or expected, geometric rate of return was developed for each major asset class. The median rates were combined to produce the long-term expected rate of return by weighting the expected future rates of return by the target asset allocation percentages.

For the year ended June 30, 2014:

		Weighted Average Long-Term Expected Rate of Return (Geometric)	
Asset Class	Target Allocation	Asset Class	Expected Alpha
Global Equity	48.50%	7.50%	0.10%
Fixed Income	22.50%	3.50%	0.20%
Real Estate	10.00%	6.05%	0.00%
Private Equity	11.00%	9.85%	4.00%
Commodities	3.00%	4.35%	0.75%
Hedge Funds	3.00%	5.50%	0.00%
Cash	2.00%	1.75%	0.25%
TOTAL	100.00%	6.85%	0.30%

Discount Rate

The discount rate used to measure the total pension liability was 7.63%. This is equal to the 7.50% long term investment return assumption adopted by LACERA (net of investment and administrative expenses), plus 0.13% assumed administrative expenses. 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 County contributions will be made at rates equal to the difference between actuarially determined contribution rates and member rates. Based on those assumptions, the pension plan's fiduciary net position was projected to be sufficient to pay all projected future benefit payments of current active and inactive plan members. Therefore, the discount rate for calculating the total pension liability is equal to the long-term expected rate of return, gross of administrative expenses.

Sensitivity of the County's Proportionate Share of the Net Pension Liability to Changes in the Discount Rate

The following represents the County's proportionate share of the net pension liability calculated using the discount rate of 7.63%, as well as what the County's proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1-percentage point lower (6.63%) or 1-percentage point higher (8.63%) than the current rate:

8. PENSION PLAN-Continued

Sensitivity of the County's Proportionate Share of the Net Pension Liability to Changes in the Discount Rate-Continued

	1% Decrease (6.63%)	Discount Rate (7.63%)	1% Increase (8.63%)
Net Pension Liability	$ 13,726,733	$ 6,957,082	$ 1,302,216

Pension Plan Fiduciary Net Position

Detailed information about pension plan fiduciary net position as of June 30, 2014 is available in the separately issued LACERA financial report, which can be found at www.LACERA.com.

9. OTHER POSTEMPLOYMENT BENEFITS

Plan Description

LACERA administers a cost-sharing, multi-employer Other Postemployment Benefit (OPEB) or Retiree Healthcare Program on behalf of the County, its affiliated Superior Court, and four outside districts. The outside districts include: Little Lake Cemetery District, Local Agency Formation Commission, Los Angeles County Office of Education and the South Coast Air Quality Management District.

In April 1982, the County of Los Angeles adopted an ordinance pursuant to Government Code Section 31691, which provided for a health insurance program and death benefits for retired employees and their dependents. In 1994, the County amended the agreements to continue to support LACERA's retiree insurance benefits program regardless of the status of active member insurance.

In June 2014 , the LACERA Board approved the County's request to modify the agreements to create a new retiree healthcare benefit plan in order to lower its Retiree Healthcare Program (RHP) costs. Structurally, this means the County will be segregating all current retirees and current employees into RHP Tier 1 and placing all employees hired after June 30, 2014 into RHP Tier 2. Under the new RHP Tier 2, retirees who are eligible for Medicare will be required to enroll in that program. In addition, coverage will be available for employees or eligible survivors only.

LACERA issues a stand-alone financial report that includes the required information for the OPEB plan. The report is available at its offices located at Gateway Plaza, 300 North Lake Avenue, Pasadena, California 91101-4199 or www.LACERA.com.

9. OTHER POSTEMPLOYMENT BENEFITS-Continued

Funding Policy

Health care benefits earned by County employees are dependent on the number of completed years of retirement service credited to the retiree by LACERA upon retirement; it does not include reciprocal service in another retirement system. The benefits earned by County employees range from 40% of the benchmark plan cost with ten completed years of service to 100% of the benchmark plan cost with 25 or more completed years of service. In general, each completed year of service after ten years reduces the member's cost by 4%. Service includes all service on which the member's retirement allowance was based.

Health care benefits include medical, dental, vision, Medicare Part B reimbursement and death benefits. In addition to these retiree health care benefits, the County provides long-term disability benefits to employees, and these benefits have been determined to fall within the definition of OPEB, per GASB 45. These long-term disability benefits provide for income replacement if an employee is unable to work because of illness or injury. Specific coverage depends on the employee’s employment classification, chosen plan and, in some instances, years of service.

The County’s contribution during FY 2014-2015 is on a pay-as-you-go basis. During FY 2014-2015, the County made payments to LACERA totaling $450.14 million for retiree health care benefits. Included in this amount was $47.30 million for Medicare Part B reimbursements and $7.30 million in death benefits. Additionally, $39.50 million was paid by member participants. The County also made payments of $39.92 million for long-term disability benefits.

OPEB Trust

Pursuant to the California Government Code, the County established an irrevocable Other Postemployment Benefit (OPEB) Trust for the purpose of holding and investing assets to pre-fund the Retiree Health Program, which LACERA administers. On May 15, 2012, the Los Angeles County Board of Supervisors entered into a trust and investment services agreement with the LACERA Board of Investments to act as trustee and investment manager. During FY 2014-2015, the County did not make any contributions in excess of the pay-as-you-go amounts to the OPEB Trust. As of June 30, 2015, the net position of the OPEB Trust Fund was $488.36 million.

The OPEB Trust does not modify the County’s benefit programs.

9. OTHER POSTEMPLOYMENT BENEFITS-Continued

Annual OPEB Cost and Net OPEB Obligation

The County's Annual OPEB cost (expense) is calculated based on the annual required contribution (ARC), an amount actuarially determined in accordance with the parameters of GASB 45. The OPEB cost and OPEB obligation were determined by the OPEB health care actuarial valuation as of July 1, 2014, and the OPEB long-term disability actuarial valuation as of July 1, 2013. The following table shows the ARC, the amount actually contributed and the net OPEB obligation (in thousands):

	Retiree Health Care	LTD	Total
Annual OPEB required contribution (ARC)	$ 2,068,400	$ 78,321	$ 2,146,721
Interest on Net OPEB obligation	360,603	10,072	370,675
Adjustment to ARC	(331,875)	(8,268)	(340,143)
Annual OPEB cost (expense)	2,097,128	80,125	2,177,253
Less: Contributions made	450,140	39,920	490,060
Increase in Net OPEB obligation	1,646,988	40,205	1,687,193
Net OPEB obligation, July 1, 2014	9,616,065	231,547	9,847,612
Net OPEB obligation, June 30, 2015	$ 11,263,053	$ 271,752	$ 11,534,805

Retiree Health Care Trend Information (in thousands)

Fiscal Year Ended	Annual OPEB Cost	Percentage of OPEB Cost Contributed	Net OPEB Obligation
June 30, 2013	$ 2,089,025	42.6%	$ 7,964,673
June 30, 2014	2,098,370	21.3%	9,616,065
June 30, 2015	2,097,128	21.5%	11,263,053

LTD Trend Information (in thousands)

Fiscal Year Ended	Annual OPEB Cost	Percentage of OPEB Cost Contributed	Net OPEB Obligation
June 30, 2013	$ 73,069	51.5%	$ 189,072
June 30, 2014	79,795	46.8%	231,547
June 30, 2015	80,125	49.8%	271,752

Funded Status and Funding Progress

As of July 1, 2014, the most recent actuarial valuation date for OPEB health care benefits, the funded ratio was 1.80%. The actuarial value of assets was $483.80 million. The actuarial accrued liability (AAL) was $27.288 billion, resulting in an unfunded AAL of $26.804 billion. The covered payroll was $6.672 billion and the ratio of the unfunded AAL to the covered payroll was 401.73%. Covered payroll represents the pensionable payroll of employees that are provided pensions through the pension plan.

As of July 1, 2013, the most recent actuarial valuation date for OPEB long-term disability benefits, the funded ratio was 0%. The actuarial value of assets was zero. The AAL was $945.69 million, resulting in an unfunded AAL of $945.69 million. The covered payroll was $6.596 billion and the ratio of the unfunded AAL to the covered payroll was 14.34%.

9. OTHER POSTEMPLOYMENT BENEFITS-Continued

Funded Status and Funding Progress-Continued

The schedules of funding progress are presented as RSI following the notes to the financial statements. These RSI schedules present multi-year trend information.

Actuarial Methods and Assumptions

Actuarial valuations involve estimates of the value of reported amounts and assumptions about the probability of events far into the future. Actuarially determined amounts are subject to continued revision as actual results are compared to past expectations and new estimates are made about the future.

Actuarial calculations are based on the benefits provided under the terms of the substantive plan in effect at the time of each valuation and on the pattern of sharing of costs between the employer and plan members to that point.

The projection of benefits for financial reporting purposes does not explicitly incorporate the potential effects of legal or contractual funding limitations on the pattern of cost sharing between the employer and plan members in the future.

Actuarial calculations reflect a long-term perspective. Actuarial methods and assumptions used include techniques designed to reduce short-term volatility in actuarial accrued liabilities and the actuarial value of assets.

The actuarial valuations for OPEB health care and OPEB long-term disability benefits were prepared by two different firms; with some differences in the methods and assumptions used. In both valuations, the projected unit credit cost method was used. The valuation for OPEB health care benefits assumed an annual investment rate of return of 3.75%, a projected general wage increase of 3.50% per annum, and an annual inflation rate of 3.00%. The valuation for OPEB long-term disability benefits assumed an annual investment rate of return of 4.35%, a projected general wage increase of 3.85% per annum and an annual inflation rate of 3.00%. The increases in salary due to promotions and longevity do not affect the amount of the OPEB program benefits. The valuation for OPEB healthcare included an actuarial asset valuation, however, the valuation for OPEB long-term disability benefits did not. Finally, both the OPEB health care and the OPEB long-term disability valuation reports used the level percentage of projected payroll over a rolling (open) 30-year amortization period.

The healthcare cost trend initial and ultimate rates, based on the July 1, 2014 OPEB actuarial valuation, are as follows:

	Initial Year	Ultimate
LACERA Medical Under 65	7.05%	4.70%
LACERA Medical Over 65	9.60%	4.70%
Part B Premiums	2.20%	4.85%
Dental (all)	0.50%	3.35%

10. LEASES

Operating Leases

The following is a schedule of future minimum rental payments required under operating leases entered into by the County that have initial or remaining noncancelable lease terms in excess of one year as of June 30, 2015 (in thousands):

Year Ending June 30	Governmental Activities
2016	$ 79,406
2017	63,634
2018	45,665
2019	34,429
2020	22,720
2021-2025	57,021
2026-2030	54,209
2031-2035	28,321
2036-2040	13,880
2041-2045	13,879
2046-2050	9,022
Total	$ 422,186

Rent expenses related to operating leases were $99,549,000 for the year ended June 30, 2015.

Capital Lease Obligations

The following is a schedule of future minimum lease payments under capital lease obligations together with the present value of future minimum lease payments as of June 30, 2015 (in thousands):

Year Ending June 30	Governmental Activities
2016	$ 24,487
2017	22,430
2018	21,632
2019	21,547
2020	21,425
2021-2025	98,008
2026-2030	82,588
2031-2035	55,186
2036-2040	19,013
Total	366,316
Less: Amount representing interest	199,996
Present value of future minimum lease payments	$ 166,320

10. LEASES-Continued

Capital Lease Obligations-Continued

The following is a schedule of property under capital leases by major classes at June 30, 2015 (in thousands):

	Governmental Activities
Land	$ 18,695
Buildings and improvements	141,441
Equipment	68,240
Accumulated depreciation	(53,636)
Total	$ 174,740

Future rent revenues to be received from noncancelable subleases are $1,022,000 as of June 30, 2015.

Leases of County-Owned Property

The County has entered into operating leases relative to the Marina del Rey Project area, regional parks, and Asset Development Projects. Substantially all of the Marina's land and harbor facilities are leased to others under agreements classified as operating leases. Certain regional parks are leased under agreements, which provide for activities such as food and beverage concessions, and recreational vehicle camping. The Asset Development Projects are ground leases and development agreements entered into by the County for private sector development of commercial, industrial, residential, and cultural uses on vacant or underutilized County owned property. The Asset Development leases cover remaining periods ranging generally from 7 to 82 years and are accounted for in the General Fund. The lease terms for the regional parks cover remaining periods ranging from 1 to 20 years and are also accounted for in the General Fund. The Marina del Rey leases cover remaining periods ranging from 1 to 53 years and are accounted for in the General Fund.

The land carrying value of the Asset Development Project ground leases and the Marina del Rey Project area leases is $579,026,000. The carrying value of the capital assets associated with the regional park operating leases is not determinable.

The following is a schedule of future minimum rental receipts on noncancelable leases as of June 30, 2015 (in thousands):

Year Ending June 30	Governmental Activities	Business-type Activities
2016	$ 39,642	$ 173
2017	39,553	178
2018	39,455	182
2019	39,308	187
2020	39,942	192
Thereafter	1,449,256	2,453
Total	$ 1,647,156	$ 3,365

10. LEASES-Continued

Leases of County-Owned Property-Continued

The following is a schedule of rental income for these operating leases for the year ended June 30, 2015 (in thousands):

	Governmental Activities	Business-type Activities
Minimum rentals	$ 38,892	$ 161
Contingent rentals	18,342	
Total	$ 57,234	$ 161

The minimum rental income is a fixed amount based on the lease agreements. The contingent rental income is a percentage of revenue above a certain base for the Asset Development leases or a calculated percentage of the gross revenue less the minimum rent payment for the other leases.

11. LONG-TERM OBLIGATIONS

Long-term obligations of the County consist of bonds, notes and loans, pension (see Note 8), OPEB (see Note 9), capital lease obligations (see Note 10) and other liabilities, which are payable from the General, Special Revenue, Debt Service, Enterprise and Internal Service Funds.

A summary of bonds, notes and loans recorded within governmental activities follows (in thousands):

	Original Par Amount of Debt	Balance June 30, 2015
Los Angeles County Flood Control District Refunding Bonds, 2.5% to 5.0%	$ 143,195	$ 2,985
Los Angeles County Flood Control District Revenue Bonds, 4.0% to 4.12%	20,540	12,120
Regional Park and Open Space District Bonds (issued by Public Works Financing Authority), 3.0% to 5.25%	275,535	88,826
NPC Bond Anticipation Notes, 0.535 to 0.596%	27,959	27,959
NPC Bonds, 1.5% to 5.0%	70,572	24,589
Marina del Rey Loans, 4.5% to 4.7%	23,500	15,790
Public Buildings Bonds and Notes, 2.0% to 7.618%	1,305,873	917,049
Lease Revenue Obligation Notes, 0.06% to 0.12%	308,596	308,596
Los Angeles County Securitization Corporation Tobacco Settlement Asset-Backed Bonds, 5.25% to 6.65%	319,827	404,351
Total	$ 2,495,597	$ 1,802,265

11. LONG-TERM OBLIGATIONS-Continued

A summary of bonds and notes recorded within business-type activities follows (in thousands):

	Original Par Amount of Debt	Balance June 30, 2015
NPC Bond Anticipation Notes, 0.535% to 0.596%	$ 19,041	$ 19,041
NPC Bonds, 1.5% to 5.0%	14,703	6,841
Public Buildings Bonds and Notes, 2.0% to 7.618%	914,292	814,882
Lease Revenue Obligation Notes, 0.06% to 0.12%	33,264	33,264
Waterworks District Loans, 2.28%	8,869	8,414
Aviation Loan, 2.95%	2,000	2,000
Total	$ 992,169	$ 884,442

Assessment Bonds

The Regional Park and Open Space District issued voter approved assessment bonds in 1997, some of which were advance refunded in FY 2004-2005 and the remainder in FY 2007-2008, to fund the acquisition, restoration, improvement and preservation of beach, park, wildlife and open space resources within the District. As discussed in Note 4, the bonds were purchased by the Public Works Financing Authority (Authority) and similar bonds were issued as a public offering. The bonds issued by the Authority are payable from the pledged proceeds of annual assessments levied on parcels within the District's boundaries.

The bonds mature in FY 2019-2020. Annual principal and interest payments of the bonds are expected to require less than 50% of annual assessment revenues. Total principal and interest remaining on the bonds is $91,698,000, not including unamortized bond premiums. Principal and interest for the current year and assessment revenues were $35,733,000 and $80,090,000, respectively.

Principal and interest requirements on assessment bonds are as follows (in thousands):

Year Ending	Governmental Activities	
June 30	Principal	Interest
2016	$ 32,270	$ 3,422
2017	11,715	2,313
2018	12,320	1,692
2019	12,955	1,039
2020	13,620	352
Subtotal	82,880	$ 8,818
Add: Unamortized bond premiums	5,946	
Total assessment bonds	$ 88,826	

11. LONG-TERM OBLIGATIONS-Continued

Certificates of Participation and Bonds

The County has issued certificates of participation (COPs) through various financing entities that have been established by, and are component units of, the County. The debt proceeds have been used to finance the acquisition of County facilities and equipment. The County makes annual payments to the financing entities for the use of the property and the debt is secured by the underlying capital assets that have been financed. During FY 2014-2015, the County issued lease revenue bonds of $153,215,000. The proceeds from these bonds, plus the associated premium of $27,354,000 less issuance costs of $870,000, were used to finance $74,673,000 of various capital improvements, to redeem $100,000,000 of outstanding lease revenue obligation notes, and to fund debt service reserves of $5,026,000. The debt is only issued for Governmental Activities.

The County has pledged net revenues from the Calabasas Landfill for the payment of the Calabasas Landfill Project Revenue bonds, included here in the Public Buildings COPS, issued in 2005 and maturing in 2022. To the extent that the net available revenues are insufficient to cover the debt payments in any fiscal year, the County has pledged to make the debt payments from any source of legally available funds. The County paid $3,199,000 and credit reserves of $217,000 were used to pay for the current fiscal year debt payment of $3,416,000. Total principal and interest remaining on the bonds is $25,910,000.

Principal and interest requirements on COPs (Flood Control District Refunding bonds and Revenue bonds, NPC bonds, and Public Buildings Bonds and COPs for Governmental Activities and NPC bonds and Public Buildings Bonds and COPs for Business-type Activities) are as follows (in thousands):

Year Ending	Governmental Activities		Business-type Activities	
June 30	Principal	Interest	Principal	Interest
2016	$ 55,562	$ 58,375	$ 29,576	$ 49,918
2017	42,188	55,620	21,777	47,815
2018	28,820	56,527	17,271	45,413
2019	26,814	56,229	16,908	44,613
2020	27,985	55,953	17,771	43,755
2021-2025	184,126	182,801	101,263	202,847
2026-2030	150,072	129,790	128,143	166,814
2031-2035	133,936	85,703	163,549	119,152
2036-2040	132,268	43,373	206,712	59,379
2041-2045	70,808	6,990	84,567	5,161
Subtotal	852,579	$ 731,361	787,537	$ 784,867
Add: Accretions	59,025			
Unamortized bond premiums	45,139		34,186	
Total certificates of participation and bonds	$ 956,743		$ 821,723	

11. LONG-TERM OBLIGATIONS-Continued

Tobacco Settlement Asset-Backed Bonds

In 2006, the County entered into a Sale Agreement with the Los Angeles County Securitization Corporation (LACSC) under which the County relinquishes to the LACSC a portion of its future tobacco settlement revenues (TSRs) for the next 40 years. The County received from the sold TSRs a lump sum payment of $319,827,000 and a residual certificate in exchange for the rights to receive and retain 25.9% of the County's TSRs through 2046. The residual certificate represented the County's ownership interest in excess TSRs to be received by the LACSC during the term of the Sale Agreement. Residuals through 2015 were $131,514,000. The total TSRs sold, based on the projected payment schedule in the Master Settlement Agreement and adjusted for historical trends, was estimated to be $1.438 billion. The estimated present value of the TSRs sold, net of the expected residuals and assuming a 5.7% interest rate at the time of the sale, was $309,230,000. In the event of a decline in the tobacco settlement revenues for any reason, including the default or bankruptcy of a participating cigarette manufacturer, resulting in a decline in the tobacco settlement revenues and possible default on the Tobacco Bonds, neither the California County Tobacco Securitization Agency, the County, nor the LACSC has any liability to make up any such shortfall.

Principal and interest requirements (in thousands) for the Tobacco Settlement Asset-Backed bonds are as follows:

Year Ending June 30	Governmental Activities Principal	Interest
2016	$	$ 19,918
2017		19,919
2018		19,919
2019		19,919
2020		19,919
2021-2025	35,925	88,463
2026-2030	46,370	79,132
2031-2035		69,311
2036-2040	62,196	51,136
2041-2045	53,157	30,883
2046	97,824	5,391
Subtotal	295,472	$ 423,910
Add: Accretions	108,879	
Total tobacco settlement asset-backed bonds	$ 404,351	

11. LONG-TERM OBLIGATIONS-Continued

Notes, Loans, and Lease Revenue Obligation Notes

Notes and Loans

Bond Anticipation Notes (BANS) are issued by the Los Angeles County Capital Asset Leasing Corporation (LACCAL) to provide interim financing for equipment purchases. BANS are purchased by the County Treasury Pool and are payable within five years. In addition, the BANS are issued with a formal agreement that, in the event they are not liquidated within the five-year period, they convert to capital lease obligations with a three-year term secured by County real property. During FY 2014-2015, LACCAL issued additional BANS in the amount of $25,886,000, as reflected in Governmental Activities and $14,114,000 as reflected in Business-type Activities.

Marina del Rey loans were obtained from the California Department of Boating and Waterways for the restoration and renovation of the marina seawall. The loans are secured by Marina del Rey lease revenue and by Los Angeles County Music Center parking revenues.

In June 2010, the Board approved a resolution authorizing the Waterworks Districts to obtain Safe Drinking Water State Revolving loans in the amount of $3,410,000 and $5,473,000 from the California Department of Public Health to fund the Sepulveda Feeder Interconnection project (Malibu) and the Marina del Rey Waterline Replacement project (Marina), respectively. The loans will be repaid over 20 years and are secured by revenues from surcharges collected for capital improvements. Annual principal and interest payments of the loans are expected to require less than 47% of the annual surcharge revenues. During FY 2014-2015, the County obtained additional loans of $758,000. As of June 30, 2015, total loans drawn are $3,396,000 on the Sepulveda Feeder Interconnection project and $5,473,000 on the Marina del Rey Waterline Replacement project.

In July 2014, the Board approved the Whiteman Airport Leasehold Interest Acquisition Project, with a total Project cost of $4,020,000. To partially finance the acquisition, the Aviation Fund obtained an Airport Development Loan from the State of California Department of Transportation, Aeronautics Program for $2,000,000 with an annual interest rate of 2.95%. The Airport Development Loan will be repaid over 17 years with revenue generated by rental income.

Lease Revenue Obligation Notes

Lease revenue obligation notes (LRON) provide the County with a flexible and cost-effective source of financing to provide interim funding during the initial construction phase of a capital project, which may be refinanced with the issuance of long-term bonds upon completion. Repayment of LRON are secured by three irrevocable direct-pay letters of credit (LOC) from separate banks supporting the issuance of LRON and a revolving credit facility with an additional bank supporting the issuance of direct placement revolving notes. This program is secured by twenty-four County-owned properties pledged as collateral in a lease-revenue financing structure with the LACCAL. The LOCs and the revolving credit facility were issued for a three-year period and have a termination date of April 18, 2016. The County has the option to extend the LOCs and the revolving credit for an additional one-year period or to some other term mutually agreed to with the participating banks.

11. LONG-TERM OBLIGATIONS-Continued

Notes, Loans, and Lease Revenue Obligation Notes-Continued

Lease Revenue Obligation Notes-Continued

The aggregate maximum principal amount of the three LOCs is $450,000,000, which consists of $150,000,000 of callable Series A (JP Morgan), $100,000,000 of Series B (U.S. Bank), $200,000,000 of Series C (Wells Fargo) and $150,000,000 direct placement revolving credit facility of Series D (Bank of America). The County is responsible for the payment of a non-refundable letter of credit fee for each LOC and a non-refundable commitment fee for the revolving credit facility on a quarterly basis in an amount equal to the rate per annum corresponding to the lowest long-term unenhanced debt ratings assigned by any of Moody's, S&P, or Fitch to any Lease Obligation Debt of the County. The letter of credit fee for Series A is equal to 0.54% of the maximum principal amount of the LOC. For Series B and C, the letter of credit fee is equal to 0.6% of the maximum principal amount of the LOC. The commitment fee is equal to 0.3% of the $150,000,000 maximum principal amount of the revolving credit facility for Series D (Bank of America). As of June 30, 2015, $341,860,000 of LRON issued under the program were outstanding, including $80,000,000 of Series A, $100,000,000 of Series B, and $161,860,000 of Series C.

LRON are issued as variable rate instruments with a maximum term not to exceed 270 days. On the maturity date of LRON, the notes are reissued at the prevailing interest rates in the note market, which reflects the term of the note and the perceived credit quality of the supporting letter of credit bank. During FY 2014-2015, the County redeemed $100,000,000 and reissued $266,957,000 for Governmental Activities and redeemed $38,140,000 and reissued $12,903,000 for Business-type Activities, representing the total amounts outstanding at the beginning of the year. These reissues, along with an additional $62,000,000 of new County LRON, which is reported as $41,639,000 for Governmental Activities and $20,361,000 for Business-type Activities, are reflected as notes payable. The total outstanding LRON as of June 30, 2015 is $341,860,000, which is reported as $308,596,000 for Governmental Activities and $33,264,000 for Business-type Activities. The average interest rate on LRON issued in FY 2014-2015 was 0.087%.

Principal and interest requirements on NPC BANS, Marina del Rey Loans and LRON for Governmental Activities and NPC BANS, Waterworks District Loans, Aviation Loan and LRON for Business-type Activities are as follows (in thousands):

Year Ending	Governmental Activities		Business-type Activities	
June 30	Principal	Interest	Principal	Interest
2016	$ 311,503	$ 711	$ 38,461	$ 155
2017	26,757	673	14,571	242
2018	911	634	469	231
2019	952	593	480	220
2020	995	550	492	208
2021-2025	5,686	2,037	2,643	855
2026-2030	5,541	637	2,981	517
2031-2035			2,622	148
Total notes, loans, and LRON	$ 352,345	$ 5,835	$ 62,719	$ 2,576

11. LONG-TERM OBLIGATIONS-Continued

Summary-All Future Principal, Interest and Accretions

The following summarizes total future principal and interest requirements for the various debt issues referenced above (in thousands):

	Governmental Activities		Business-type Activities	
Debt Type	Principal	Interest	Principal	Interest
Assessment bonds	$ 82,880	$ 8,818	$	$
Certificates of participation and bonds	852,579	731,361	787,537	784,867
Tobacco settlement asset-backed bonds	295,472	423,910		
Notes, loans, and LRON	352,345	5,835	62,719	2,576
Subtotal	1,583,276	$1,169,924	850,256	$ 787,443
Add: Accretions	167,904			
Unamortized premiums on bonds payable	51,085		34,186	
Total bonds and notes	$1,802,265		$ 884,442	

Long-term liabilities recorded in the government-wide statement of net position include accreted interest on zero coupon bonds and unamortized bond premiums.

Bonds Defeased in Prior Years

In prior years, various debt obligations, consisting of bonds and certificates of participation, were defeased by placing the proceeds of refunding bonds in an irrevocable trust to provide for all future debt service payments on the old obligations. At June 30, 2015, there were no outstanding bonds and certificates of participation considered defeased.

Changes in Long-term Liabilities

The following is a summary of long-term liabilities and corresponding activity for the year ended June 30, 2015 (in thousands):

	Balance July 1, 2014	Additions/ Accretions	Transfers/ Maturities	Balance June 30, 2015	Due Within One Year
Governmental activities:					
Bonds and notes payable	$ 1,565,577	487,697	469,998	$ 1,583,276	$ 399,335
Add: Unamortized premium on bonds payable	27,908	27,354	4,177	51,085	3,679
Total bonds and notes payable	1,593,485	515,051	474,175	1,634,361	403,014
Interest accretion on capital appreciation bonds payable	170,583	2,803	5,482	167,904	11,205

11. LONG-TERM OBLIGATIONS-Continued

Changes in Long-term Liabilities-Continued

	Balance July 1, 2014	Additions/ Accretions	Transfers/ Maturities	Balance June 30, 2015	Due Within One Year
Other long-term liabilities:					
Capital lease obligations (Note 10)	$ 174,121	866	8,667	$ 166,320	$ 8,529
Accrued compensated absences	1,238,514	134,651	80,901	1,292,264	68,458
Workers' compensation (Note 18)	1,862,683	399,635	361,133	1,901,185	379,847
Litigation and self-insurance (Note 18)	170,159	63,072	63,989	169,242	134,669
Pollution remediation obligation (Note 19)	18,194	1,997	133	20,058	3,537
Net pension liability, as restated (Note 2, 8)	8,919,900		2,955,663	5,964,237	
OPEB obligation (Note 9)	8,220,387	1,384,022		9,604,409	
Third party payor	26,745	80,670	67,184	40,231	40,231
Total governmental activities	$ 22,394,771	2,582,767	4,017,327	$ 20,960,211	$1,049,490
Business-type activities:					
Bonds and notes payable	$ 876,778	50,136	76,658	$ 850,256	$ 68,037
Add: Unamortized premium on bonds payable	35,084		898	34,186	1,282
Total bonds and notes payable	911,862	50,136	77,556	884,442	69,319
Other long-term liabilities:					
Accrued compensated absences	182,476	22,390	13,519	191,347	11,990
Workers' compensation (Note 18)	255,814	52,370	41,470	266,714	45,915
Litigation and self-insurance (Note 18)	104,983	10,242	17,614	97,611	28,139
Net pension liability, as restated (Note 2, 8)	1,505,903		513,058	992,845	
OPEB obligation (Note 9)	1,627,225	303,171		1,930,396	
Third party payor (Note 14)	419,357	175,878	128,735	466,500	14,807
Total business-type activities	$ 5,007,620	614,187	791,952	$ 4,829,855	$ 170,170

11. LONG-TERM OBLIGATIONS-Continued

Changes in Long-term Liabilities-Continued

For governmental activities, the General Fund, the Fire Protection District Special Revenue Fund and the Public Library Special Revenue Fund have typically been used to liquidate workers' compensation, accrued compensated absences, pension and OPEB, and litigation and self-insurance.

Bond interest accretions for deep discount bonds have been included in the amounts reported for Bonds and Notes. Accretions decreased during FY 2014-2015, thereby decreasing liabilities for Bonds and Notes by $2,679,000 for governmental activities. Note 18 contains information about changes in the combined current and long-term liabilities for workers' compensation and litigation and self-insurance.

Discretely Presented Component Unit

Long-term debt obligations and corresponding activity for the CDC discretely presented component unit for the year ended June 30, 2015 was as follows (in thousands):

	July 1, 2014	Additions	Maturities	Balance June 30, 2015	Due Within One Year
Governmental activities:					
Bonds and notes payable	$ 25,389		3,488	$ 21,901	$ 2,507
Compensated absences	697	1,048	926	819	737
Capital lease obligations	1,919		648	1,271	656
Claims payable	4,369	531	531	4,369	233
Net pension liability, as restated (Note 2)	13,731		8,901	4,830	
OPEB obligation		3		3	
Total governmental activities	$ 46,105	1,582	14,494	$ 33,193	$ 4,133
Business-type activities:					
Bonds and notes payable	$ 38,651	3	590	$ 38,064	$ 610
Compensated absences	424	744	602	566	509
Net pension liability, as restated (Note 2)	9,695		6,285	3,410	
Total business-type activities	$ 48,770	747	7,477	$ 42,040	$ 1,119
Total long-term obligations	$ 94,875	2,329	21,971	$ 75,233	$ 5,252

12. SHORT-TERM DEBT

On July 1, 2014, the County issued $900,000,000 of short-term Tax and Revenue Anticipation Notes at an effective interest rate of 0.12%. The proceeds of the notes were used to assist with County General Fund cash flow needs prior to the first major apportionment of property taxes, which occurred in December 2014. The notes matured and were redeemed on June 30, 2015.

13. CONDUIT DEBT OBLIGATIONS

Community Facilities and Improvement District Bonds

As of June 30, 2015, various community facilities and improvement districts established by the County had outstanding special tax bonds payable totaling $42,729,000 and limited obligation improvement bonds totaling $5,311,000. The bonds were issued to finance the cost of various construction activities and infrastructure improvements, which have a regional or direct benefit to the related property owners.

The bonds do not constitute an indebtedness of the County and are payable solely from special taxes and benefit assessments collected from property owners within the districts. In the opinion of County officials, these bonds are not payable from any revenues or assets of the County and neither the full faith and credit of the County, the State or any political subdivision thereof is obligated to the payment of the principal or interest on the bonds. Accordingly, no liability has been recorded in the accompanying basic financial statements.

The County functions as an agent for the districts and bondholders. Debt service transactions related to the various bond issues are reported in the agency funds. Construction activities are reported in the Improvement Districts' Capital Projects Fund.

Industrial Development and Other Conduit Bonds

Industrial development bonds, and other conduit bonds, have been issued to provide financial assistance to private sector entities and nonprofit corporations for the acquisition of industrial and health care facilities, which provide a public benefit. The bonds are secured by the facilities acquired and/or bank letter of credit and are payable solely from project revenue or other pledged funds. The County is not obligated in any manner for the repayment of the bonds. Accordingly, no liability has been recorded in the accompanying basic financial statements.

As of June 30, 2015, the amount of industrial development and other conduit bonds outstanding was $164,560,000.

Redevelopment Refunding Bonds

The County of Los Angeles Redevelopment Refunding Authority, a joint powers authority between the County and the Public Works Financing Authority, was established to issue bonds that would enable successor agencies to former redevelopment agencies within the County to refund their outstanding tax allocation bonds in order to achieve debt service savings and to provide significant economies of scale through reduced costs of issuance and lower interest rates. The bonds are secured by a lien on future tax revenues of successor agencies. The County is not obligated in any manner for the repayment of the bonds. Accordingly, no liability has been recorded in the accompanying basic financial statements.

As of June 30, 2015, the amount of redevelopment refunding bonds outstanding was $349,317,000.

14. HOSPITAL AND OTHER PROGRAM REVENUES

Net patient service revenue is reported at the estimated net realizable amounts from patients, third-party payors, and others for services rendered, including estimated retroactive adjustments under reimbursement agreements with third-party payors. Retroactive adjustments are accrued on an estimated basis in the period the related services are rendered and adjusted in future periods, as final settlements are determined.

Medi-Cal Demonstration Project

In November 2010, the Centers for Medicare and Medicaid Services (CMS) approved, pursuant to Section 1115(a) of the Social Security Act, a Medi-Cal Demonstration Project, which affects many aspects of Medi-Cal revenue for the County hospitals and clinics including the financing methods by which the State draws down federal matching funds. The Medi-Cal Demonstration Project covers the period November 1, 2010 to October 31, 2015, with a temporary extension to December 31, 2015.

Revenues for the public hospitals are comprised of: 1) Fee-For-Service (FFS) cost-based reimbursement for inpatient hospital services for Medi-Cal patients who are not enrolled in managed care; 2) Medi-Cal Disproportionate Share Hospital (DSH) payments; and 3) distribution from a pool of federal funding for uninsured care, known as the Safety Net Care Pool (SNCP), which was capped Statewide at $236.0 million in FY 2014-2015. The non-federal share of these payments is provided by the public hospitals rather than the State, through certified public expenditures (CPE). For the inpatient hospital FFS cost-based payments, each hospital provides its own CPE.

The federal medical assistance percentage (FMAP), which establishes the matching amount (known as federal financial participation or FFP) for the FFS cost-based reimbursement for the traditional Medi-Cal population was 50% and 100% for the expansion population for FY 2014-2015. The FMAP for DSH remains at 50%.

For the DSH and SNCP distributions, the CPEs of all the public hospitals in the State are used in the aggregate to draw down the federal match. It is therefore possible for one hospital to receive the federal match that results from another hospital’s CPE. In this situation, the first hospital is referred to as a “recipient” hospital, while the second is referred to as a “donor” hospital. A recipient hospital is required to “retain” the FFP amounts resulting from donated CPEs.

All CPEs reported by each hospital will be subject to State and federal audit and final reconciliation. If, at the end of the final reconciliation process, it is determined that a hospital’s claimed CPEs resulted in an overpayment of federal funds to the State, the hospital may be required to return the overpayment whether or not the County’s hospital received the federal matching funds.

The County also provides funding for the State's share of the DSH program by transferring funds to the State. These transferred funds, referred to as intergovernmental transfers or “IGTs” are used by the State to draw down federal matching funds. The combined IGTs sent to the State by each Hospital Enterprise Fund, plus the matching federal funds, are utilized by the State to provide supplemental funding for the Medi-Cal Demonstration Project.

14. HOSPITAL AND OTHER PROGRAM REVENUES-Continued

Medi-Cal Demonstration Project-Continued

The Medi-Cal Demonstration Project restricts the amount of IGTs that may be used for DSH payments. A hospital's IGT may be used to draw federal DSH funding, but only with respect to DSH payments made to that hospital, and the gross amount of such IGT funded payments (non-federal plus federal match) may not exceed 75% of the hospital's uncompensated care costs. The gross IGT funded DSH payment must be "retained" by the recipient hospital fund.

The County recognizes the funding received under the Medi-Cal Demonstration Project by each hospital as net patient services revenue, unless mentioned otherwise, as reflected in the statement of revenues, expenses, and changes in fund net position. The IGT payments are reflected as nonoperating expenses by each hospital in the statement of revenues, expenses, and changes in fund net position.

The IGTs made during FY 2014-2015 are for services provided in FYs 2013-2014 and 2014-2015. The amounts reported below also include IGTs returned by the State for overpayment. The estimated Medi-Cal Demonstration Project net revenues for inpatient services, DSH and SNCP include amounts collected and accrued for FY 2014-2015 as adjusted for over/under-realization of revenues for FY 2005-2006 through FY 2013-2014. The amounts below are in thousands:

	Program Revenues			
	Medi-Cal FFS	DSH	SNCP	Intergovernmental Transfers Expense
Harbor-UCLA	$ 65,168	$ 61,348	$ 34,017	$ 18,301
Olive View-UCLA	49,123	22,219	13,541	27,725
LAC+USC	181,611	88,809	45,827	51,596
Rancho	33,468	28,980	17,196	4,370
Total	$ 329,370	$ 201,356	$ 110,581	$ 101,992

Besides these revenues, the Medi-Cal Demonstration Project provides support for public hospital systems in the following areas:

Delivery System Reform Incentive Pool

The Medi-Cal Demonstration Project establishes the Delivery System Reform Incentive Pool (DSRIP), which ties federal funding to the achievement of milestones in care delivery improvements. To obtain funding under the DSRIP, public hospital systems submitted a five-year plan showing how they will accomplish desired results, and will be required to achieve significant milestones that were approved by the State and CMS. The amounts below, in thousands, were recorded as "other operating revenues" in FY 2014-2015:

14. HOSPITAL AND OTHER PROGRAM REVENUES-Continued

Medi-Cal Demonstration Project-Continued

Delivery System Reform Incentive Pool-Continued

	DSRIP Gross Revenues	Intergovernmental Transfers Expense
Harbor-UCLA	$ 123,108	$ 91,920
Olive View-UCLA	34,917	34,984
LAC+USC	170,945	108,325
Rancho	119,372	7,603
Total	$ 448,342	$ 242,832

In addition, the General Fund received $35.41 million for DSRIP. These amounts were recorded as Intergovernmental Revenue Federal on the governmental fund statements.

Managed Care for Seniors and Persons with Disabilities (SPDs)

Under the Medi-Cal Demonstration Project the State of California requires Medi-Cal beneficiaries who are Seniors and Persons with Disabilities (SPDs) to enroll in managed care plans, rather than using a fee for service system, in an effort to provide more coordinated care and contain costs. In FY 2014-2015, an estimated $260.26 million of SPD gross revenues were recorded as part of net patient service revenue.

The Medi-Cal Demonstration Project requires the County make IGTs to the State to fund the non-federal share of Medi-Cal inpatient payments for the SPD managed care population and expenses associated with such IGTs were $97.81 million in FY 2014-2015.

Coverage Expansion - Low Income Health Program or Healthy Way LA

Under the Medi-Cal Demonstration Project, counties had the option to expand coverage by operating a Low Income Health Program (LIHP). Under this plan, the County is able to cover individuals up to 133% of the federal poverty level (FPL), known as the Medicaid Coverage Expansion (MCE) population for a particular group of services, and receive federal matching funds for the amount expended. The LIHP or the Healthy Way LA (HWLA) - Matched program in Los Angeles, was in effect through the end of 2013 and effective January 1, 2014, coverage under the federal health care reform or the Patient Protection and Affordable Care Act (ACA) of 2010 went into effect.

Estimated revenues recorded for the HWLA program in FY 2014-2015 for services provided during FYs 2011-2012 through 2013-2014 are $7.82 million for patient care services and $8.66 million for administrative services.

14. HOSPITAL AND OTHER PROGRAM REVENUES-Continued

Affordable Care Act

The ACA is the new health care reform law in America. The MCE program provides Medi-Cal coverage for adult citizens or legal residents (ages 19-64) who are uninsured and have incomes at or below 138% of the FPL. Beginning January 1, 2014, the Hospital Presumptive Eligibility program also provided individuals with temporary Medi-Cal benefits while a formal, permanent Medi-Cal application is being processed.

Medicaid Coverage Expansion

The FMAP for the Medicaid Coverage Expansion Program is 100%. In FY 2014-2015, an estimated $661.35 million in MCE revenues and $129.44 million in Medi-Cal Managed Care Rate Supplement revenues related to MCE were recorded as part of net patient service revenue.

Medi-Cal Physician State Plan Amendment (Physician SPA)

Prior to July 1, 2005, Medi-Cal inpatient physician professional services (as well as non-physician practitioner services) provided by the County were reimbursed as part of an all-inclusive fixed contract rate per-diem. Effective July 1, 2005, public hospitals were no longer paid a fixed rate but were reimbursed under a Medi-Cal Demonstration Project. The Medi-Cal Demonstration Project payment for inpatient and other facility services excluded professional services. California State Plan Amendment 05-23 allows professional services provided by public entities to be paid similarly to the inpatient hospital services under the Medi-Cal Demonstration Project. Hospitals are allowed to claim federal reimbursement for unreimbursed costs of Medi-Cal professional services (Hospital Inpatient, Emergency Room, and Psychiatric services), which is matched at the applicable FMAP rate for the year.

Rather than limiting Medi-Cal reimbursement for physician professional services to a fixed schedule, effective July 1, 2005, California State Plan Amendment 05-23 allows professional services provided by public entities to be paid similarly to the inpatient hospital services under the Medi-Cal Demonstration Project. Hospitals are allowed to claim federal reimbursement for unreimbursed costs of Medi-Cal professional services (Hospital Inpatient, Emergency Room, and Psychiatric services), which is matched at the applicable FMAP rate for the year.

Net revenues of $44.22 million were recognized during FY 2014-2015 and included adjustments for the over/under-realization of revenues associated with FY 2005-2006 and FYs 2012-2013 through 2014-2015.

Other Medi-Cal Programs

Cost Based Reimbursement Clinics (CBRC)

CBRC reimburses 100% of allowable costs for outpatient services provided to Medi-Cal beneficiaries at the County's hospital-based clinics, Multi-Service Ambulatory Care Centers (MACC) and health centers (excluding clinics that provide predominately public health services). The Department-wide CBRC revenues in FY 2014-2015 were $191.06 million. As of June 30, 2015, the County estimated that approximately $153.38 million of CBRC accounts receivable would not be collectible within 12 months and this amount is classified as a noncurrent asset in the proprietary fund statements of net position for each hospital.

14. HOSPITAL AND OTHER PROGRAM REVENUES-Continued

Other Medi-Cal Programs-Continued

Medi-Cal Cost Report Settlements

All of the FY 2010-2011 CBRC audit reports were issued and total audit settlements of $39.0 million were paid to the County. The Department of Health Services (DHS) appealed to the Office of Administrative Appeals regarding certain audit adjustments. The informal level appeal hearing between DHS and the Medi-Cal auditors before a hearing auditor was held during October 2015. Prior to and during that process, a number of the disputes for FY 2010-2011 were resolved. The hearing results, known as a Report of Findings, will be issued sometime next year. DHS has formal level appeals pending for FYs 2004-2005, 2005-2006, 2007-2008 and 2009-2010. The formal level appeals for FY 2008-2009 were largely resolved and the settlement should be completed before the end of 2015. The financial impact of the formal level appeals is not yet known at this time.

The State auditors are in the process of auditing the FY 2011-2012 CBRC cost reports and audit reports are anticipated during December 2015 and January 2016. The audit of FY 2013-2014 has also started.

Medi-Cal Managed Care Rate Supplement

The State received approval from CMS to continue the various Medi-Cal Managed Care rate supplements paid to L.A. Care for the period October 1, 2013 through June 30, 2014. The supplement is funded by an IGT made by the County. The County does not receive managed care payments directly from the State; rather, the State contracts with L.A. Care and Health Net, which then subcontract for services with various provider networks.

In addition, in order to receive the supplemental payment, the County is required by Welfare and Institutions Code Section 14301.4, to pay the State Department of Health Care Services a 20% administrative fee that is assessed on the full amount of the IGT. This amount is also recorded as part of IGT.

The total estimated managed care rate supplement revenues and related estimated IGTs recorded in FY 2014-2015, including prior year over/under realization, are as follows (in thousands):

	Program Revenues	Intergovernmental Transfers Expense
L.A. Care	$ 87,448	$ 54,024
Health Net	7,890	4,800
Totals	$ 95,338	$ 58,824

14. HOSPITAL AND OTHER PROGRAM REVENUES-Continued

Other Medi-Cal Programs-Continued

Revenues from the various Medi-Cal programs (i.e., FFS, DSH, CBRC, AB 915, Construction Renovation/Reimbursement Program, etc.) represent approximately 81% of the hospitals' patient care revenue for the year ended June 30, 2015.

Accounts Receivable-Net

The following is a summary, by hospital, of accounts receivable and allowances for uncollectible amounts as of June 30, 2015 (in thousands):

	H-UCLA	OV-UCLA	LAC+USC	Rancho	Total
Accounts receivable	$ 2,316,039	$1,163,320	$ 2,759,610	$ 583,390	$ 6,822,359
Less: Allowance for uncollectible amounts	1,843,016	955,359	2,243,910	309,207	5,351,492
Accounts receivable - net	$ 473,023	$ 207,961	$ 515,700	$ 274,183	$ 1,470,867

Charity Care

Charity care includes those uncollectible amounts, for which the patient is unable to pay. Generally, charity care adjustment accounts are those accounts for which an indigence standard has been established and under which the patient qualifies. Inability to pay may be determined through the Department's Ability-to-Pay program, through other collection efforts by the Department, by the Treasurer and Tax Collector, or by an outside collection agency. Determinations of charity care may be made prior to, at the time of service, or any time thereafter. The total amount of such charity care provided by the hospitals for the year ended June 30, 2015 is as follows (in thousands):

Estimated cost of charity care	$ 504,734
Charity care at established rates	571,742
Charges forgone	342,166

Realignment

As a result of the ACA, the State of California (State) adopted and passed Assembly Bill 85 (AB85), as amended by Senate Bill 98, which lays out the process by which a portion of the 1991 County Health Realignment Funds will be redirected to support Social Services programs based on a formula. The redirection is based on the assumption that the counties will decrease their cost for healthcare for the indigent population. These savings will be shared between the counties' health departments and the State. The sharing ratio is 80% State and 20% County. AB85, as amended, provides a unique formula for the County to determine the amount to be redirected. In 2014-15, the State withheld $238.23 million, from the County's Health Realignment account to help support the Social Services programs.

14. HOSPITAL AND OTHER PROGRAM REVENUES-Continued

Realignment-Continued

This withheld redirection amount is expected to be reconciled against actual revenues and expenses for FY 2014-2015 within two years, with the potential final redirection amount being less than or equal to $238.23 million. The redirection amount will be subject to the State's review and approval. The financial impact of the potential redirection of realignment funding in future years is not yet known.

Martin Luther King, Jr. Community Hospital

The County and the University of California ("UC"), with the State, have created a wholly independent, non-profit 501(c)(3) entity, the Martin Luther King, Jr. - Los Angeles Healthcare Corporation, to operate a new hospital at the MLK-MACC site. The new hospital will: i) serve as a safety-net provider treating a high volume of Medi-Cal and uninsured patients and ii) be integrated with the County's existing network of specialty and primary care ambulatory clinics. The seven-member MLK Hospital Board of Directors was appointed by the County and UC in August 2010. The new MLK Community Hospital opened on May 14, 2015.

On December 27, 2013, the County, in its General Fund, established the Martin Luther King, Jr. Community Hospital Financial Assistance budget to provide funding to the MLK-LA Healthcare Corporation for hospital opening activities provided by the County. On April 25, 2014, the County executed a lease agreement with MLK-LA Health Corporation to occupy the Inpatient Tower and related ancillary and support buildings on the MLK Medical Center campus. As part of the lease agreement, the County committed to provide MLK-LA Healthcare Corporation with loans up to the aggregate amount of $82.0 million for pre- and post-hospital opening activities. The fund balance of the General Fund includes the outstanding MLK-LA Health Corporation loan balance of $62.0 million in non-spendable for long-term receivables, and the remaining $20.0 million is assigned for future loans.

15. INTERFUND TRANSACTIONS

Interfund Receivables/Payables

Interfund receivables and payables have been eliminated in the government-wide financial statements, except for "internal balances" that are reflected between the governmental and business-type activities. The majority of the interfund balances resulted from the time lag between the time that (1) goods and services were provided; (2) the recording of those transactions in the accounting system; and (3) payments between the funds were made. Interfund receivables and payables have been recorded in the fund financial statements. Such amounts arise due to the exchange of goods or services (or subsidy transfers) between funds that were pending the transfer of cash as of June 30, 2015.

15. INTERFUND TRANSACTIONS-Continued

Interfund Receivables/Payables-Continued

Cash transfers related to interfund receivables/payables are generally made within 30 days after year-end. Amounts due to/from other funds at June 30, 2015 are as follows (in thousands):

Receivable Fund	Payable Fund	Amount
General Fund	Fire Protection District	$ 13,189
	Flood Control District	2,629
	Public Library	4,757
	Regional Park and Open Space District	2,032
	Nonmajor Governmental Funds	260,293
	Harbor-UCLA Medical Center	63,542
	Olive View-UCLA Medical Center	33,106
	LAC+USC Medical Center	64,088
	Rancho Los Amigos Nat'l Rehab Center	10,514
	Waterworks Enterprise Funds	873
	Nonmajor Aviation Funds	9
	Internal Service Funds	5,955
		460,987
Fire Protection District	General Fund	3,226
	Flood Control District	1
	Nonmajor Governmental Funds	642
	Rancho Los Amigos Nat'l Rehab Center	1
		3,870
Flood Control District	General Fund	1,978
	Regional Park and Open Space District	1
	Nonmajor Governmental Funds	4,513
	Waterworks Enterprise Funds	469
	Nonmajor Aviation Funds	90
	Internal Service Funds	12,691
		19,742
Public Library	General Fund	4,598
	Fire Protection District	5
	Nonmajor Governmental Funds	40
		4,643

15. INTERFUND TRANSACTIONS-Continued

Interfund Receivables/Payables-Continued

Receivable Fund	Payable Fund	Amount
Regional Park and Open Space District	General Fund	$ 9
Nonmajor Governmental Funds	General Fund	102,093
	Fire Protection District	17
	Flood Control District	153
	Public Library	500
	Nonmajor Governmental Funds	19,771
	Harbor-UCLA Medical Center	257
	Rancho Los Amigos Nat'l Rehab Center	378
	Internal Service Funds	18,438
		141,607
Harbor-UCLA Medical Center	General Fund	61,737
	Fire Protection District	13
	Nonmajor Governmental Funds	26,645
	Olive View-UCLA Medical Center	273
	LAC+USC Medical Center	2,233
	Rancho Los Amigos Nat'l Rehab Center	2,877
	Internal Service Funds	2
		93,780
Olive View-UCLA Medical Center	General Fund	38,599
	Fire Protection District	160
	Nonmajor Governmental Funds	18,059
	Harbor-UCLA Medical Center	291
	LAC+USC Medical Center	8,729
	Rancho Los Amigos Nat'l Rehab Center	2,269
		68,107
LAC+USC Medical Center	General Fund	27,410
	Fire Protection District	27
	Nonmajor Governmental Funds	60,706
	Harbor-UCLA Medical Center	17,827
	Olive View-UCLA Medical Center	19,953
	Rancho Los Amigos Nat'l Rehab Center	25,469
		151,392

15. INTERFUND TRANSACTIONS-Continued

Interfund Receivables/Payables-Continued

Receivable Fund	Payable Fund	Amount
Rancho Los Amigos Nat'l Rehab Center	General Fund	$ 14,306
	Fire Protection District	37
	Harbor-UCLA Medical Center	6,895
	Olive View-UCLA Medical Center	2,157
	LAC+USC Medical Center	1,362
		24,757
Waterworks Enterprise Funds	General Fund	38
	Flood Control District	2
	Nonmajor Governmental Funds	74
	Internal Service Funds	2,224
		2,338
Nonmajor Aviation Funds	Nonmajor Governmental Funds	1
	Internal Service Funds	47
		48
Internal Service Funds	General Fund	17,806
	Fire Protection District	379
	Flood Control District	19,777
	Nonmajor Governmental Funds	34,428
	Harbor-UCLA Medical Center	682
	Olive View-UCLA Medical Center	145
	LAC+USC Medical Center	45
	Rancho Los Amigos Nat'l Rehab Center	1,156
	Waterworks Enterprise Funds	3,590
	Nonmajor Aviation Funds	140
		78,148
Total Interfund Receivables/Payables		$ 1,049,428

15. INTERFUND TRANSACTIONS-Continued

Interfund Transfers

Transfers were made during the year from the General Fund to subsidize the operations of the Public Library and the four hospitals. Other transfers primarily consisted of payments from the various operating funds (principally the General Fund) to debt service funds in accordance with long-term debt covenants. In addition, special revenue funds that are statutorily restricted made transfers to other funds to augment funding for programs operated in the General Fund.

Interfund transfers to/from other funds for the year ended June 30, 2015 are as follows (in thousands):

Transfer From	Transfer To	Amount
General Fund	Fire Protection District	$ 234
	Public Library	47,623
	Nonmajor Governmental Funds	97,916
	Harbor-UCLA Medical Center	207,536
	Olive View-UCLA Medical Center	73,715
	LAC+USC Medical Center	62,902
	Rancho Los Amigos Nat'l Rehab Center	32,972
	Internal Service Funds	36
		522,934
Fire Protection District	Nonmajor Governmental Funds	9,076
Flood Control District	Nonmajor Governmental Funds	3,084
	Internal Service Funds	2,711
		5,795
Public Library	General Fund	1,945
	Nonmajor Governmental Funds	4,429
		6,374
Nonmajor Governmental Funds	General Fund	389,342
	Fire Protection District	312
	Nonmajor Governmental Funds	202,688
	Harbor-UCLA Medical Center	54,497
	Olive View-UCLA Medical Center	39,856
	LAC+USC Medical Center	116,907
	Rancho Los Amigos Nat'l Rehab Center	136
	Waterworks Enterprise Funds	103
	Internal Service Funds	5,726
		809,567
Harbor-UCLA Medical Center	Nonmajor Governmental Funds	1,095
	LAC+USC Medical Center	16,654
		17,749
Olive View-UCLA Medical Center	Nonmajor Govermental Funds	144
	LAC+USC Medical Center	18,145
		18,289

15. INTERFUND TRANSACTIONS-Continued

Interfund Transfers-Continued

Transfer From	Transfer To	Amount
Rancho Los Amigos Nat'l Rehab Center	LAC+USC Medical Center	$ 21,520
Waterworks Enterprise Funds	Internal Service Funds	63
Internal Service Funds	Nonmajor Governmental Funds	9
Total Interfund Transfers		$ 1,411,376

Interfund Advances

The General Fund, along with other funds that receive services from the Public Works Internal Service Fund, makes short-term advances to ensure sufficient cash is available to fund operations. In addition, the General Fund makes short-term and long-term advances to assist the Hospital Funds in meeting their cash flow requirements. The County estimates that a portion of Hospital revenue is not collectible within one year and has identified long-term receivables in each Hospital Enterprise Fund. To assist the Hospital Funds in meeting their cash flow requirements, the General Fund provided a $141.70 million long-term advance and classified a corresponding amount of fund balance as nonspendable balance.

Advances from/to other funds at June 30, 2015 are as follows (in thousands):

Receivable Fund	Payable Fund	Short-Term	Long-Term	Total
General Fund	Harbor-UCLA Medical Center	$ 132,717	$ 43,695	$ 176,412
	Olive View-UCLA Medical Center		12,131	12,131
	LAC+USC Medical Center	29,688	70,028	99,716
	Rancho Los Amigos Nat'l Rehab Center	128,313	15,843	144,156
	Internal Service Funds	2,434		2,434
		293,152	141,697	434,849
Flood Control District	Internal Service Funds	6,047		6,047
Nonmajor Governmental Funds	Internal Service Funds	12,172		12,172
Waterworks Enterprise Funds	Internal Service Funds	1,347		1,347
Total Interfund Advances		$ 312,718	$ 141,697	$ 454,415

16. BUDGETARY ACCOUNTING DIFFERENCES/RECONCILIATIONS BETWEEN THE BUDGETARY BASIS AND GAAP

The County's statement of revenues, expenditures and changes in fund balances-budget and actual on budgetary basis for the major governmental funds has been prepared on the budgetary basis of accounting, which is different from GAAP.

The amounts presented for the governmental fund statements are based on the modified accrual basis of accounting and differ from the amounts presented on a budgetary basis of accounting. The major areas of difference are as follows:

- For budgetary purposes, nonspendable, restricted, committed and assigned fund balances and the portion of unassigned fund balance reserved for the "Rainy Day" fund are recorded as other financing uses at the time they are established. The County recognizes them as uses of budgetary fund balance. The nonspendable, restricted, committed and assigned fund balances that are subsequently cancelled or otherwise made available are recorded as changes in fund balance in other financing sources.

- Under the budgetary basis, revenues (primarily intergovernmental) are recognized at the time encumbrances are established for certain programs and capital improvements. The intent of the budgetary policy is to match the use of budgetary resources (for amounts encumbered, but not yet expended) with funding sources that will materialize as revenues when actual expenditures are incurred. Under the modified accrual basis, revenues are not recognized until the qualifying expenditures are incurred and amounts are collected within the County's availability period.

- For the General Fund, obligations for accrued compensated absences and estimated liabilities for litigation and self-insurance are recorded as budgetary expenditures to the extent that they are estimated to be payable within one year after year-end. Under the modified accrual basis of accounting, such expenditures are not recognized until they become due and payable in accordance with GASB Interpretation 6.

- In conjunction with the sale of Tobacco Settlement Asset-Backed bonds in FY 2005-2006, the County sold 25.9% of its future tobacco settlement revenues. Under the budgetary basis, the proceeds were recognized as revenues. Under the modified accrual basis, the proceeds were recorded as deferred inflows of resources and were being recognized over the duration of the sale agreement, in accordance with GASB 48 and 65. This matter is also discussed in Note 11, under the caption, "Tobacco Settlement Asset-Backed Bonds."

- Under the budgetary basis, property tax revenues are recognized to the extent that they are collectible within one year after year-end. Under the modified accrual basis, property tax revenues are recognized only to the extent that they are collectible within 60 days.

- For budgetary purposes, investment income is recognized prior to the effect of changes in the fair value of investments. Under the modified accrual basis, the effects of such fair value changes have been recognized.

16. BUDGETARY ACCOUNTING DIFFERENCES/RECONCILIATIONS BETWEEN THE BUDGETARY BASIS AND GAAP-Continued

- In conjunction with implementing GASB 45, the County determined that certain assets were held by LACERA (the OPEB administrator) in an OPEB Agency Fund. For budgetary purposes, any excess payments (beyond the pay-as-you-go amount) are recognized as expenditures. Under the modified accrual basis, the expenditures are adjusted to recognize the OPEB Agency assets at June 30, 2015.

The following schedule is a reconciliation of the budgetary and GAAP fund balances for the major governmental funds (in thousands):

	General Fund	Fire Protection District	Flood Control District	Public Library	Regional Park and Open Space District
Fund balance - budgetary basis	$ 1,750,126	$ 82,767	$ 136,226	$ 38,914	$ 233,840
Budgetary fund balances	1,460,697	166,548	239,957	23,609	97,271
Subtotal	3,210,823	249,315	376,183	62,523	331,111
Adjustments:					
Accrual of estimated liability for litigation and self-insurance claims	138,101	(144)	2,670	674	
Accrual of compensated absences	60,107				
Unamortized balance of sale of tobacco settlement revenue	(237,055)				
Change in revenue accruals	(156,250)	(16,539)	(4,942)	(2,485)	(867)
Change in OPEB	174,097	10,190		1,656	
Subtotal	(21,000)	(6,493)	(2,272)	(155)	(867)
Fund balance - GAAP basis	$ 3,189,823	$ 242,822	$ 373,911	$ 62,368	$ 330,244

17. OTHER COMMITMENTS

Construction and Other Significant Commitments

At June 30, 2015, there were contractual commitments of approximately $62.74 million for various general government construction and software and approximately $276.74 million for various hospital construction projects that were financed by bonds and lease revenue obligation notes.

LACERA Capital Commitments

At June 30, 2015, LACERA had outstanding capital commitments to various investment managers, approximating $4.210 billion. Subsequent to June 30, 2015, LACERA funded $266 million of these capital commitments.

17. OTHER COMMITMENTS-Continued

Encumbrances

The County uses "encumbrances" to control expenditure commitments for the year. Encumbrances represent commitments related to executory contracts not yet performed and purchase orders not yet filled. Commitments for such expenditure of monies are encumbered to reserve applicable appropriations. Depending on the source(s) of funding, encumbrances are reported as part of restricted, committed or assigned fund balance on the governmental funds balance sheet. As of June 30, 2015, the encumbrance balances for the governmental funds (in thousands) are reported as follows:

	Restricted	Committed	Assigned	Total
General Fund	$	$	$ 457,427	$ 457,427
Fire Protection District	31,943			31,943
Flood Control District	27,009			27,009
Public Library			11,145	11,145
Regional Park and Open Space District	88,430			88,430
Nonmajor Governmental Funds	101,509	7,386	9,734	118,629
Total Encumbrances	$ 248,891	$ 7,386	$ 478,306	$ 734,583

18. RISK MANAGEMENT

The County purchases insurance for certain risk exposures such as aviation, employee fidelity, boiler and machinery in certain structures, art objects, catastrophic hospital general liability, volunteer, special events, public official bond, crime, safety reserve employee death and disability, and fiduciary liability for the deferred compensation plans. There have been no settlements related to these programs that exceeded insurance coverage in the last three years. The County also has insurance on most major structures. Losses did not exceed coverage in FY 2012-2013, FY 2013-2014 or FY 2014-2015.

The County retains the risk for all other loss exposures. Major areas of risk include workers' compensation, medical malpractice, law enforcement, theft and damage to property including natural disasters, errors and omissions, and torts. Expenditures are accounted for in the fund whose operations resulted in the loss. Claims expenditures and liabilities are reported when it is probable that a loss has been incurred and the amount of that loss, including those incurred but not reported, can be reasonably estimated. The County utilizes actuarial studies, historical data, and individual claims reviews to estimate these liabilities. The liabilities include estimable incremental claim adjustment expenses, net of salvage, and subrogation of approximately 10% of the total liabilities. They do not include other claim adjustment costs because the County does not believe it is practical or cost effective to estimate them.

18. RISK MANAGEMENT-Continued

As indicated in the following table, the County's workers' compensation balance as of June 30, 2015 was approximately $2.168 billion. This amount is undiscounted and is based on an actuarial study of the County's self-insured program as of June 30, 2015. Approximately $75,202,000 of the total liabilities pertain to salary continuation payments and other related costs mandated by the State Labor Code.

As of June 30, 2015, the County's best estimate of these liabilities is $2.435 billion. Changes in the reported liability since July 1, 2013 resulted from the following (in thousands):

	Beginning of Fiscal Year Liability	Current Year Claims and Changes In Estimates	Claim Payments	Balance At Fiscal Year-End
2013-2014				
Workers' Compensation	$ 2,096,349	$ 370,226	$ (348,078)	$ 2,118,497
Other	282,020	39,680	(46,558)	275,142
Total 2013-2014	$ 2,378,369	$ 409,906	$ (394,636)	$ 2,393,639
2014-2015				
Workers' Compensation	$ 2,118,497	$ 452,005	$ (402,603)	$ 2,167,899
Other	275,142	73,314	(81,603)	266,853
Total 2014-2015	$ 2,393,639	$ 525,319	$ (484,206)	$ 2,434,752

In addition to the above estimated liabilities, the County has determined that claims seeking damages of approximately $175.62 million are reasonably possible of creating adverse judgments against the County. Because of the uncertainty of their outcome, no loss has been accrued for these claims.

19. POLLUTION REMEDIATION

GASB 49 establishes accounting and reporting guidelines for the recognition and measurement of a pollution remediation obligation (liability).

The County is involved in several remediation actions to clean up pollution sites within its boundaries. These matters generally coincide with the County's ownership of land, buildings and infrastructure assets. In some cases, regulatory agencies (e.g., Regional Water Quality Board, State Department of Toxic Control, California Coastal Commission) notified the County of the need for remedial action. In addition, the County conducts its own environmental monitoring and this activity identifies pollution sites and matters requiring further investigation and possible remediation. Once the County is aware of these conditions, it commences monitoring, assessment, testing and/or cleanup activities, and recognizes a pollution remediation obligation when estimates can reasonably be determined. The pollution remediation obligation is an estimate and is subject to revision because of price increases or reductions, changes in technology, or changes in applicable laws or regulations. The types of pollution that have been identified include leaking underground storage tanks, water, groundwater and soil contamination, asbestos and lead paint contamination, methane gas detection and excessive levels of other contaminants. Remediation efforts include developing remediation and feasibility studies, source identification studies, site testing, sampling and analysis, ground water cleanup, and removal of storage tanks, asbestos tiles and other hazardous materials.

19. POLLUTION REMEDIATION-Continued

As of June 30, 2015, the County's estimated pollution remediation obligation totaled $20,058,000. This obligation was associated with the County's government-wide governmental activities. Obligations of enterprise and internal service funds were immaterial. The estimated liability was determined by project managers, based on historical cost information for projects of the same type, size and complexity and measured at their current value. In subsequent periods, the County will adjust the estimated obligation when new information indicates that such changes are required. At this time, the County has determined there are no estimated recoveries reducing the obligation.

20. DEFERRED OUTFLOWS AND INFLOWS OF RESOURCES

Deferred outflows and inflows of resources balances in the government-wide financial statements and the proprietary funds as of June 30, 2015 are described as follows:

- The deferred outflows of resources, included on the government-wide statement of net position, relates to the unamortized losses on refunding of debt and changes in the net pension liability as discussed in Note 8. The unamortized losses on refunding of debt are a deferred charge on refunding resulting from the difference in the carrying value of refunded debt and its reacquisition price. This amount is deferred and amortized over the remaining life of the old debt or the life of the new debt, whichever is shorter.

- The deferred inflows of resources, included on the government-wide statement of net position, relates to the future installment payments of service concession arrangements as discussed in Note 7 and from changes in the net pension liability as discussed in Note 8.

Government-wide statements
Statement of Net Position (in thousands)

	Governmental Activities	Business-type Activities	Total
Deferred outflows of resources:			
Unamortized losses on refunding of debt	$ 17,530	$	$ 17,530
Pensions	1,249,917	211,805	1,461,722
Total government-wide deferred outflows of resources	$ 1,267,447	$ 211,805	$1,479,252
Deferred inflows of resources:			
Service concession arrangements	$ 93,233	$	$ 93,233
Pensions	2,457,357	426,559	2,883,916
Total government-wide deferred inflows of resources	$ 2,550,590	$ 426,559	$2,977,149

20. DEFERRED OUTFLOWS AND INFLOWS OF RESOURCES-Continued

Proprietary Fund financial statements
Statement of Net Position (in thousands):

	H-UCLA	OV-UCLA	LAC+USC	Rancho	Total	ISF Funds
Deferred outflows of resources-Pensions	$ 63,506	41,859	87,299	19,141	$211,805	$46,216
Deferred inflows of resources-Pensions	$128,045	84,412	175,688	38,414	$426,559	$93,034

Deferred outflows and inflows of resources balances in the governmental fund financial statements as of June 30, 2015 are described as follows:

- The intra-entity sales of future tobacco settlement revenues are reported as deferred inflows of resources in the General Fund and deferred outflows of resources in the nonmajor governmental funds.

- Under the modified accrual basis of accounting, earning revenues during the current period is not sufficient for revenue recognition in the current period. Revenue must also be susceptible to accrual (i.e., measurable and available to finance expenditures of the current period). Governmental funds report revenues not susceptible to accrual as deferred inflows of resources. The County has included two such items, which are property tax revenues to be collected beyond the 60 day accrual period, plus other long-term receivables, related mostly to SB90 claims, expected to be collected beyond the 12 month accrual period.

Governmental Fund financial statements
Balance Sheet (in thousands):

	General Fund	Fire Protection District	Flood Control District	Public Library	Regional Park and Open Space District	Nonmajor Funds	Total
Deferred outflows of resources - Tobacco settlement revenues	$					237,055	$ 237,055
Deferred inflows of resources:							
Tobacco settlement revenues	$ 237,055					$	237,055
Property tax revenues	114,473	27,444	8,299	4,462	5,889	9,777	170,344
Other long-term receivables	83,581	815	99			109	84,604
Total governmental funds deferred inflows of resources	$ 435,109	28,259	8,398	4,462	5,889	9,886	$ 492,003

21. FUND BALANCES

Fund balances are presented in the following categories: nonspendable, restricted, committed, assigned, and unassigned as described in Note 1. A detailed schedule of fund balances for all the major and nonmajor governmental funds at June 30, 2015 (in thousands) are as follows:

	General Fund	Fire Protection District	Flood Control District	Public Library	Regional Park and Open Space District	Nonmajor Governmental Funds
Fund Balances:						
Nonspendable:						
Inventories	$ 48,186	10,419		1,443		
Long-term receivables	224,198					
Permanent fund principal						2,185
Total Nonspendable	272,384	10,419		1,443		2,185
Restricted for:						
Purpose of fund		232,403	373,812	11,004	330,244	1,711,287
Purpose of utility user tax	45,888					
Grand Avenue project	4,600					
Sheriff Pitchess landfill	3,206					
La Alameda project	2,000					
Capital projects						160,979
Debt service						503,821
Endowments and annuities						203
Total Restricted	55,694	232,403	373,812	11,004	330,244	2,376,290
Committed to:						
Purpose of fund						40,530
Capital projects and extraordinary maintenance	93,291					71,504
Health services-tobacco settlement	46,154					
Budget uncertainties	86,698					
Low to moderate income housing	181					
Assessor tax system	9,300					
Health services operations	16,000					
Interoperable and countywide communication	2,229					
Services to unincorporated areas	13,461					
Financial system	21,995					
Reopening jail beds	12,147					
Department of children and family services	8,840					
Health services future financial requirements	6,513					
Public works-permit tracking system	5,855					

21. FUND BALANCES-Continued

	General Fund	Fire Protection District	Flood Control District	Public Library	Regional Park and Open Space District	Nonmajor Governmental Funds
TTC remittance processing and mailroom equipment	5,600					
Information technology enhancements	2,564					
Live scan	2,000					
Board budget policies and priorities	965					
TTC unsecured property tax system	463					
Sheriff unincorporated patrol	90					
Total Committed	334,346					112,034
Assigned to:						
Purpose of fund			99	49,921		111,449
Future purchases	490,386					
Capital projects						40,814
Imprest cash	1,568					
Total Assigned	491,954		99	49,921		152,263
Unassigned	2,035,445					
Total Fund Balances	$ 3,189,823	242,822	373,911	62,368	330,244	2,642,772

Reserve for "Rainy Day" Fund

On June 22, 2009, the Board established a Reserve for "Rainy Day" fund. The Reserve for "Rainy Day" fund was established and maintained to protect essential County programs against unforeseen emergencies and economic downturns. The Reserve cap should be 10% of on-going locally generated revenue. Transfers of three percent (3%) should be made into the Reserve each year, if feasible, until the 10% cap is met.

When the Reserve cap of 10% is exceeded, the excess may be available for specified one-time purposes such as capital projects, unfunded retiree health obligations, efficiency measures and information technology initiatives. The objective is to avoid on-going commitments with funding that may not be sustainable in an economic downturn.

The County's "Rainy-Day" fund does not meet the criteria for a stabilization arrangement for reporting the funds as either restricted or committed. As such, the Reserve for "Rainy Day" funds in the amount of $306,319,000 is reported as unassigned fund balance in the General Fund.

22. SUBSEQUENT EVENTS

Tax and Revenue Anticipation Notes ("TRANS")

On July 1, 2015, the County issued $900,000,000 in 2015-2016 TRANS, which will mature on June 30, 2016. The TRANS are collateralized by taxes and other revenues attributable to the 2015-2016 fiscal year and were issued in the form of Fixed Rate Notes at an effective interest rate of 0.29%.

Lease Revenue Obligation Notes

On August 17, 2015, the Los Angeles County Capital Asset Leasing Corporation issued an additional $8,000,000 in Lease Revenue Obligation Notes (LRON) with an initial weighted average interest rate of 0.05%. On October 6, 2015, the Corporation issued an additional $23,000,000 in LRON with an initial weighted average interest rate of 0.04%. Also, on October 30, 2015, the Corporation issued an additional $15,000,000 in LRON with an initial weighted average interest rate of 0.03%. The proceeds are being used to fund capital requirements of various capital projects. The LRON are secured by a long-term lease of County real estate and a letter of credit.

Public Works Financing Authority - Lease Revenue Refunding Bonds 2015 Series B and Series C

On September 2, 2015, the authority issued $218,340,000 in lease revenue refunding bonds, maturing from 2020-2033, with yields ranging from 0.09% to 2.67%. Proceeds from the sale of the bonds will be used to refinance outstanding lease revenue obligations related to the 2005 Calabasas Landfill bonds and the 2005A and 2006B Master Refunding Bonds.

Medicaid Demonstration Project Renewal

On October 31, 2015, the State Department of Health Care Services and the federal Centers for Medicare & Medicaid Services announced a conceptual agreement that outlines the major components of California's 1115 Medicaid waiver renewal, along with a temporary extension to December 31, 2015 of the existing waiver while the details of the renewal are determined through the official Special Terms and Conditions. The conceptual agreement includes the following core elements:

- Global Payment Program - for services to the uninsured in designated public hospital systems;
- Public Hospital Redesign and Incentives in Medi-Cal (PRIME) – delivery system transformation and alignment incentive program for designated public hospitals and district/municipal hospitals;
- Dental transformation incentive program;
- Whole Person Care pilot program – a county-based, voluntary program to target providing more integrated care for high-risk, vulnerable populations;
- Independent assessment of access to care and network adequacy for Medi-Cal managed care beneficiaries;
- Independent studies of uncompensated care and hospital financing.

22. SUBSEQUENT EVENTS-Continued

Medicaid Demonstration Project Renewal-Continued

In addition, the waiver extension and renewal will continue certain programs currently authorized in the Medi-Cal Demonstration Project waiver, including the Drug Medi-Cal Organized Delivery System, Coordinated Care Initiative, and Community-Based Adult Services. The County will continue to participate in the new 1115 waiver. However, the financial impact on future fiscal years has not yet been determined.

Schedule of Net Pension Liability and Related Ratios
(Dollar amounts in thousands)

	06/30/2014[1]
Pension Plan's fiduciary net position as percentage of total pension liability	86.804%
County's proportionate share of the collective net pension liability	$6,957,082
County's proportion as percentage of the collective net pension liability	95.897%
Covered-employee payroll[2]	$6,865,817
County's proportionate share of the collective net pension liability as a percentage of its covered-employee payroll	101.329%

Schedule of County's Contributions
(Dollar amounts in thousands)

	2015
Actuarially Determined Contribution (ADC)	$1,494,465
Less: Contributions in relation to the ADC	1,494,465
Contribution Deficiency (excess)	$ 0
Covered-employee payroll[2]	$7,261,852
Contributions as a percentage of total covered-employee payroll	20.580%

(1) Historical information is required only for measurement periods for which GASB 68 and 71 is applicable.
(2) Covered-employee payroll represents total payroll of employees that are provided pensions through the pension plan.

Notes to Required Supplementary Information

Changes of benefit terms

There were no plan changes after June 30, 2013.

Changes of assumptions

None

COUNTY OF LOS ANGELES
REQUIRED SUPPLEMENTARY INFORMATION
(Unaudited)

Schedule of Funding Progress-Other Postemployment Benefits
(Dollar amounts in thousands)

Retiree Health Care

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) Projected Unit Credit (b)	Unfunded AAL (b-a)	Funded Ratio (a/b)	Covered Payroll[1] (c)	Unfunded AAL as a Percentage of Covered Payroll ((b-a)/c)
July 1, 2010	$ 0	$ 22,939,800	$ 22,939,800	0%	$ 6,695,439	342.62%
July 1, 2012	0	25,733,300	25,733,300	0%	6,619,816	388.73%
July 1, 2014	483,800	27,287,900	26,804,100	1.8%	6,672,228	401.73%

Long-Term Disability

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) Projected Unit Credit (b)	Unfunded AAL (b-a)	Funded Ratio (a/b)	Covered Payroll[1] (c)	Unfunded AAL as a Percentage of Covered Payroll ((b-a)/c)
July 1, 2009	$ 0	$ 951,797	$ 951,797	0%	$ 6,547,616	14.54%
July 1, 2011	0	1,018,898	1,018,898	0%	6,650,674	15.32%
July 1, 2013	0	945,687	945,687	0%	6,595,902	14.34%

(1) Covered payroll represents the pensionable payroll of employees that are provided pensions through the pension plan.

Section 8. The Authorized Officers are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable in order to consummate the transactions herein authorized and otherwise to carry out, give effect to and comply with the terms and intent of this Resolution, including, without limitation, applying for, and negotiating the terms of, municipal bond insurance and/or a reserve surety policy or bond (and any contract or mutual insurance agreement for such insurance or surety) for all or a portion of the Bonds if such insurance or surety is determined to be in the best interests of the Authority.

Section 9. All actions heretofore taken by the officers and agents of the Authority with respect to the transactions set forth above are hereby approved, confirmed and ratified.

Section 10. This Resolution shall take effect from and after its date of adoption.

The foregoing Resolution was on the 16th day of February, 2016, adopted by the Board of Directors of the Los Angeles County Public Works Financing Authority.

COUNTY OF LOS ANGELES
CALIFORNIA

PATRICK OGAWA,
Acting Secretary of the Board of Directors of the Los Angeles County Public Works Financing Authority

By:____________________
Deputy

APPROVED AS TO FORM:

MARY C. WICKHAM
County Counsel

By:____________________
Principal Deputy County Counsel

COUNTY OF LOS ANGELES
CALIFORNIA

APPENDIX C

SUMMARY OF PRINCIPAL LEGAL DOCUMENTS

COUNTY OF LOS ANGELES
CALIFORNIA

APPENDIX D

BOOK-ENTRY ONLY SYSTEM

COUNTY OF LOS ANGELES

CALIFORNIA

BOOK-ENTRY ONLY SYSTEM

The information in this Appendix D concerning The Depository Trust Company ("DTC"), New York, New York, and DTC's book entry system has been obtained from DTC, and the Authority, the County and the Underwriters take no responsibility for the completeness or accuracy thereof. The Authority, the County and the Underwriters cannot and do not give any assurances that DTC, DTC Participants or Indirect Participants will distribute to the Beneficial Owners (a) payments of interest, principal or premium, if any, with respect to the Series 2016D Bonds, (b) certificates representing ownership interest in or other confirmation or ownership interest in the Series 2016D Bonds, or (c) redemption or other notices sent to DTC or Cede & Co., its nominee, as the registered owner of the Series 2016D Bonds, or that they will do so on a timely basis, or that DTC, DTC Participants or DTC Indirect Participants will act in the manner described in this Appendix D. The current "Rules" applicable to DTC are on file with the Securities and Exchange Commission and the current "Procedures" of DTC to be followed in dealing with DTC Participants are on file with DTC.

DTC will act as securities depository for the Series 2016D Bonds. The Series 2016D Bonds will be issued as fully registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully registered security certificate will be issued for each maturity of the Series 2016D Bonds, each in the aggregate principal amount of such maturity, and will be deposited with DTC.

DTC, the world's largest securities depository is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has a Standard & Poor's rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at its website.

Purchases of the Series 2016D Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Series 2016D Bonds on DTC's records. The ownership interest of each actual purchaser of each Series 2016D Bond ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Series 2016D Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in the Series 2016D Bonds, except in the event that use of the book-entry system for the Series 2016D Bonds is discontinued.

To facilitate subsequent transfers, all Series 2016D Bonds deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of the Series 2016D Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Series 2016D Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such Series 2016D Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of the Series 2016D Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Series 2016D Bonds, such as redemptions, tenders, defaults, and proposed amendments to the Series 2016D Bond documents. For example, Beneficial Owners of the Series 2016D Bonds may wish to ascertain that the nominee holding the Series 2016D Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

While the Series 2016D Bonds are in the book-entry only system, redemption notices shall be sent to DTC. If less than all of the Series 2016D Bonds within an issue are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to the Series 2016D Bonds unless authorized by a Direct Participant in accordance with DTC's Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the Authority as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Series 2016D Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Principal, interest and redemption proceeds on the Series 2016D Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the Authority or the Trustee, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the Trustee, or the Authority, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal,, interest and redemption proceeds to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the Authority or the Trustee, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the Series 2016D Bonds at any time by giving reasonable notice to the Authority or the Trustee. Under such circumstances, in the event that a successor depository is not obtained, the Series 2016D Bonds certificates are required to be printed and delivered.

The Authority may decide to discontinue use of the system of book-entry-only transfers through DTC (or a successor securities depository). In that event, Series 2016D Bond certificates will be printed and delivered to DTC.

The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that County and the Authority believe to be reliable, but the County and the Authority takes no responsibility for the accuracy thereof.

NONE OF THE AUTHORITY, THE COUNTY, THE UNDERWRITERS OR THE TRUSTEE WILL HAVE ANY RESPONSIBILITY OR OBLIGATION TO DTC PARTICIPANTS, INDIRECT PARTICIPANTS OR BENEFICIAL OWNERS WITH RESPECT TO THE PAYMENTS OR THE PROVIDING OF NOTICE TO DTC PARTICIPANTS, INDIRECT PARTICIPANTS OR BENEFICIAL OWNERS OR THE SELECTION OF SERIES 2016D BONDS FOR PREPAYMENT.

None of the Authority, the County or the Trustee can give any assurances that DTC, DTC Participants, Indirect Participants or others will distribute payments of principal of, premium, if any, and interest on the Series 2016D Bonds paid to DTC or its nominee, as the registered Owner, or any redemption or other notice, to the Beneficial Owners or that they will do so on a timely basis or that DTC will serve and act in a manner described herein.

DTC may discontinue providing its services as depository with respect to the Series 2016D Bonds at any time by giving reasonable notice to the Authority or the Trustee. Under such circumstances, in the event that a successor depository is not obtained, bond certificates are required to be printed and delivered. The Authority may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, Series 2016D Bonds certificates will be printed and delivered. In the event that the book-entry system is discontinued as described above, the requirements of the Indenture will apply.

Beneficial Owners of the Series 2016D Bonds may experience some delay in their receipt of distributions of principal of, redemption proceeds, if any, and interest on, the Series 2016D Bonds, as applicable, since such distributions will be forwarded by the Authority or the trustee, as applicable, to DTC and DTC will credit such distributions to the accounts of the Direct Participants which will thereafter credit them to the accounts of the Beneficial Owners either directly or through Indirect Participants.

Since transactions in the Series 2016D Bonds can be effected only through DTC, Direct Participants, Indirect Participants and certain banks, the ability of a Beneficial Owner to pledge Series 2016D Bonds to persons or entities that do not participate in the DTC system, or otherwise to take actions in respect of such Series 2016D Bonds, as applicable, may be limited due to lack of a physical certificate. Beneficial Owners will not be recognized by the Trustee as registered owners of the Series 2016D Bonds and Beneficial Owners will only be permitted to exercise the rights of registered owners indirectly through DTC and its Participants.

COUNTY OF LOS ANGELES
CALIFORNIA

APPENDIX E

FORM OF CONTINUING DISCLOSURE CERTIFICATE

COUNTY OF LOS ANGELES

CALIFORNIA

CONTINUING DISCLOSURE CERTIFICATE

This Continuing Disclosure Certificate (the "Disclosure Certificate") is executed and delivered by the County of Los Angeles (the "County") in connection with the issuance of the Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D (the "Series 2016D Bonds") by the Los Angeles County Public Works Financing Authority (the "Authority"). The Series 2016D Bonds are being issued pursuant to Marks-Roos Local Bond Pooling Act of 1985, constituting Section 6584 *et seq.* of the California Government Code and the Master Indenture, dated as of February 1, 2015, by and among the County of Los Angeles, California (the "County"), the Los Angeles County Public Works Financing Authority (the "Authority") and Zions Bank, a division of ZB, National Association, formerly known as Zions First National Bank, as trustee (the "Trustee"), as previously amended and supplemented and as further amended and supplemented by that certain Second Supplemental Indenture, dated as of [March 1, 2016], by and among the County, the Authority and the Trustee (as so amended and supplemented, the "Indenture"). The County covenants and agrees as follows:

SECTION 1. Purpose of the Disclosure Certificate. This Disclosure Certificate is being executed and delivered by the County for the benefit of the Holders and Beneficial Owners of the Bonds and in order to assist the Participating Underwriters (Series 2016D Bonds) in complying with Securities and Exchange Commission ("S.E.C.") Rule 15c2-12(b)(5).

SECTION 2. Definitions. In addition to the definitions set forth in the Indenture, which apply to any capitalized term used in this Disclosure Certificate unless otherwise defined in this Section, the following capitalized terms shall have the following meanings:

"Annual Report" shall mean any Annual Report provided by the County pursuant to, and as described in, Sections 3 and 4 of this Disclosure Certificate.

"Beneficial Owner" shall mean any person which has or shares the power, directly or indirectly, to make investment decisions concerning ownership of any Bonds (including persons holding Bonds through nominees, depositories or other intermediaries).

"Dissemination Agent" shall mean the County, or any successor Dissemination Agent designated in writing by the County and which has filed with the County a written acceptance of such designation.

"Holder" shall mean the person in whose name any Bond shall be registered.

"Listed Events" shall mean any of the events listed in Section 5(a) or (b) of this Disclosure Certificate.

"MSRB" shall mean the Municipal Securities Rulemaking Board or any other entity designated or authorized by the Securities and Exchange Commission to receive reports pursuant to the Rule. Until otherwise designated by the MSRB or the Securities and Exchange Commission, filings with the MSRB are to be made through the Electronic Municipal Market Access (EMMA) website of the MSRB, currently located at http://emma.msrb.org.

"Participating Underwriter (Series 2016D Bonds)" shall mean any of the original underwriters of the Series 2016D Bonds required to comply with the Rule in connection with offering of the Series 2016D Bonds.

"Rule" shall mean Rule 15c2-12(b)(5) adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

SECTION 3. Provision of Annual Reports.

(a) The County shall, or shall cause the Dissemination Agent to, not later than April 1 after the end of the County's fiscal year, commencing with the report for the County's June 30, 2015 fiscal year, provide to the MSRB an Annual Report which is consistent with the requirements of Section 4

of this Disclosure Certificate. The Annual Report may cross-reference other information as provided in Section 4 of this Disclosure Certificate; provided, that the audited financial statements of the County may be submitted separately from the balance of the Annual Report and later than the date required above for the filing of the Annual Report if they are not available by that date. If the County's fiscal year changes, it shall give notice of such change in a filing with the MSRB. The Annual Report shall be submitted on a standard form in use by industry participants or other appropriate form and shall identify the Series 2016D Bonds by name and CUSIP number.

(b) Not later than 15 business days prior to said date, the County shall provide the Annual Report to the Dissemination Agent (if other than the County). If the County is unable to provide to the MSRB an Annual Report by the date required in subsection (a), the County shall, in a timely manner, send or cause to be sent to the MSRB a notice in substantially the form attached as Exhibit A.

(c) The Dissemination Agent shall (if the Dissemination Agent is other than the County) file a report with the County certifying that the Annual Report has been provided pursuant to this Disclosure Certificate, stating the date it was provided to the MSRB.

SECTION 4. Content of Annual Reports. The County's Annual Report shall contain or include by reference the following:

(a) Audited financial statements of the County for the preceding fiscal year, prepared in accordance with (1) generally accepted accounting principles as promulgated to apply to governmental entities from time to time by the Governmental Accounting Standards Board and (2) reporting standards as set forth by the State Controller in "State of California Accounting Standards and Procedures for Counties." If the County's audited financial statements are not available by the time the Annual Report is required to be provided to the MSRB pursuant to Section 3(a), the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the final Official Statement, and the audited financial statements shall be provided to the MSRB in the same manner as the Annual Report when they become available.

(b) To the extent not included in the audited financial statement of the County, the Annual Report shall also include the following:

(1) Assessed valuations, tax levies and delinquencies for real property located in the County for the fiscal year of the County most recently ended;

(2) Summary financial information on revenues, expenditures and fund balances for the fiscal year of the County most recently ended;

(3) Summary financial information on the proposed and adopted budgets of the County for the current fiscal year and any changes in the adopted budget;

(4) Summary of aggregate annual debt obligations of the County as of the beginning of the current fiscal year;

(5) Summary of annual outstanding principal obligations of the County as of the beginning of the current fiscal year; and

(6) The ratio of the County's outstanding debt to total assessed valuations as of the most recently ended fiscal year of the County.

Any or all of the items listed above may be set forth in one or a set of documents or may be included by specific reference to other documents, including official statements of debt issues of the County or related public entities, which have been made available to the public on the MSRB's website. The County shall clearly identify each such other document so included by reference.

SECTION 5. Reporting of Significant Events.

(a) The County shall give, or cause to be given, notice of the occurrence of any of the following events with respect to the Series 2016D Bonds in a timely manner not later than ten business days after the occurrence of the event:

(1) Principal and interest payment delinquencies;

(2) Unscheduled draws on debt service reserves reflecting financial difficulties;

(3) Unscheduled draws on credit enhancements reflecting financial difficulties;

(4) Substitution of credit or liquidity providers, or their failure to perform;

(5) Adverse tax opinions or issuance by the Internal Revenue Service of proposed or final determination of taxability or of a Notice of Proposed Issue (IRS Form 5701 TEB);

(6) Tender offers;

(7) Defeasances;

(8) Rating changes; or

(9) Bankruptcy, insolvency, receivership or similar event of the obligated person.

Note: for the purposes of the event identified in subparagraph (9), the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for an obligated person in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the obligated person, or if such jurisdiction has been assumed by leaving the existing governmental body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the obligated person.

(b) The County shall give, or cause to be given, notice of the occurrence of any of the following events with respect to the Series 2016D Bonds, if material, in a timely manner not later than ten business days after the occurrence of the event:

(1) Unless described in paragraph 5(a)(5), other notices or determinations by the Internal Revenue Service with respect to the tax status of the Series 2016D Bonds or other events affecting the tax status of the Series 2016D Bonds;

(2) Modifications to rights of the Series 2016D Bond holders;

(3) Optional, unscheduled or contingent Series 2016D Bond calls;

(4) Release, substitution, or sale of property securing repayment of the Series 2016D Bonds;

(5) Non-payment related defaults;

(6) The consummation of a merger, consolidation, or acquisition involving an obligated person or the sale of all or substantially all of the assets of the obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms; or

(7) Appointment of a successor or additional trustee or the change of name of a trustee.

(c) Upon the occurrence of a Listed Event described in Section 5(a), or upon the occurrence of a Listed Event described in Section 5(b) which the County determines would be material under applicable federal securities laws, the County shall within ten business days of occurrence file a notice of such occurrence with the MSRB. Notwithstanding the foregoing, notice of the Listed Event described in subsections (b)(3) need not be given under this subsection any earlier than the notice (if any) of the underlying event is given to Holders of affected Bonds pursuant to the Indenture.

SECTION 6. Format for Filings with MSRB. Any report or filing with the MSRB pursuant to this Disclosure Certificate must be submitted in electronic format, accompanied by such identifying information as is prescribed by the MSRB.

SECTION 7. Termination of Reporting Obligation. The County's obligations under this Disclosure Certificate shall terminate upon the legal defeasance, prior redemption or payment in full of all of the Series 2016D Bonds. If such termination occurs prior to the final maturity of the Series 2016D Bonds, the County shall give notice of such termination in a filing with the MSRB.

SECTION 8. Dissemination Agent. The County may, from time to time, appoint or engage a Dissemination Agent to assist it in carrying out its obligations under this Disclosure Certificate, and may discharge any such Dissemination Agent, with or without appointing a successor Dissemination Agent. The Dissemination Agent shall not be responsible in any manner for the content of any notice or report prepared by the County pursuant to this Disclosure Certificate. The initial Dissemination Agent shall be the County.

SECTION 9. Amendment; Waiver. Notwithstanding any other provision of this Disclosure Certificate, the County may amend this Disclosure Certificate, and any provision of this Disclosure Certificate may be waived, provided that the following conditions are satisfied:

(a) If the amendment or waiver relates to the provisions of Sections 3(a), 4, or 5(a) or (b), it may only be made in connection with a change in circumstances that arises from a change in legal requirements, change in law, or change in the identity, nature or status of an obligated person with respect to the Series 2016D Bonds, or the type of business conducted;

(b) The undertaking, as amended or taking into account such waiver, would, in the opinion of nationally recognized bond counsel, have complied with the requirements of the Rule at the time of the original issuance of the Series 2016D Bonds, after taking into account any amendments or interpretations of the Rule, as well as any change in circumstances; and

(c) The amendment or waiver does not, in the opinion of nationally recognized bond counsel, materially impair the interests of the Holders or Beneficial Owners of the Series 2016D Bonds.

In the event of any amendment or waiver of a provision of this Disclosure Certificate, the County shall describe such amendment in the next Annual Report, and shall include, as applicable, a narrative explanation of the reason for the amendment or waiver and its impact on the type (or in the case of a change of accounting principles, on the presentation) of financial information or operating data being presented by the County. In addition, if the amendment relates to the accounting principles to be followed in preparing financial statements, (i) notice of such change shall be given in a filing with the MSRB, and (ii) the Annual Report for the year in which the change is made should present a comparison (in narrative form and also, if feasible, in quantitative form) between the financial statements as prepared on the basis of the new accounting principles and those prepared on the basis of the former accounting principles.

SECTION 10. Additional Information. Nothing in this Disclosure Certificate shall be deemed to prevent the County from disseminating any other information, using the means of dissemination set

forth in this Disclosure Certificate or any other means of communication, or including any other information in any Annual Report or notice required to be filed pursuant to this Disclosure Certificate, in addition to that which is required by this Disclosure Certificate. If the County chooses to include any information in any Annual Report or notice in addition to that which is specifically required by this Disclosure Certificate, the County shall have no obligation under this Certificate to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event or any other event required to be reported.

SECTION 11. Default. In the event of a failure of the County to comply with any provision of this Disclosure Certificate, any Holder or Beneficial Owner of the Series 2016D Bonds may take such actions as may be necessary and appropriate, including seeking mandate or specific performance by court order, to cause the County to comply with its obligations under this Disclosure Certificate; provided, that any such action may be instituted only in Superior Court of the State of California in and for the County of Los Angeles or in U.S. District Court in or nearest to the County of Los Angeles. The sole remedy under this Disclosure Certificate in the event of any failure of the County to comply with this Disclosure Certificate shall be an action to compel performance.

SECTION 12. Beneficiaries. This Disclosure Certificate shall inure solely to the benefit of the County, the Dissemination Agent, the Participating Underwriters (Series 2016D Bonds) and Holders and Beneficial Owners from time to time of the Series 2016D Bonds, and shall create no rights in any other person or entity.

Date: __________, 2016.

COUNTY OF LOS ANGELES

By: ____

Authorized Signatory

CONTINUING DISCLOSURE EXHIBIT A

FORM OF NOTICE TO THE MUNICIPAL SECURITIES RULEMAKING BOARD
OF FAILURE TO FILE ANNUAL REPORT

Name of Issuer:	County of Los Angeles
Name of Bond Issue:	Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D
Date of Issuance:	________, 2016

NOTICE IS HEREBY GIVEN that the County has not provided an Annual Report with respect to the above-named Bonds as required by Section 4 of the Continuing Disclosure Certificate of the County, dated the Date of Issuance. [The County anticipates that the Annual Report will be filed by _____________.]

Dated:_______________

COUNTY OF LOS ANGELES

By: ____

APPENDIX F

FORM OF OPINION OF BOND COUNSEL

COUNTY OF LOS ANGELES
CALIFORNIA

Upon delivery of the Series 2016D Bonds, Hawkins Delafield & Wood LLP, Los Angeles, California, Bond Counsel to the Authority, proposes to issue an approving opinion in substantially the following form:

[TO COME]

070076/509440-51762218.9

CONTINUING DISCLOSURE CERTIFICATE

This Continuing Disclosure Certificate (the "Disclosure Certificate") is executed and delivered by the County of Los Angeles (the "County") in connection with the issuance of the Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D (the "Series 2016D Bonds") by the Los Angeles County Public Works Financing Authority (the "Authority"). The Series 2016D Bonds are being issued pursuant to Marks-Roos Local Bond Pooling Act of 1985, constituting Section 6584 *et seq.* of the California Government Code and the Master Indenture, dated as of February 1, 2015, by and among the County of Los Angeles, California (the "County"), the Los Angeles County Public Works Financing Authority (the "Authority") and Zions Bank, a division of ZB, National Association, formerly known as Zions First National Bank, as trustee (the "Trustee"), as previously amended and supplemented and as further amended and supplemented by that certain Second Supplemental Indenture, dated as of [March 1, 2016], by and among the County, the Authority and the Trustee (as so amended and supplemented, the "Indenture"). The County covenants and agrees as follows:

SECTION 1. Purpose of the Disclosure Certificate. This Disclosure Certificate is being executed and delivered by the County for the benefit of the Holders and Beneficial Owners of the Bonds and in order to assist the Participating Underwriters (Series 2016D Bonds) in complying with Securities and Exchange Commission ("S.E.C.") Rule 15c2-12(b)(5).

SECTION 2. Definitions. In addition to the definitions set forth in the Indenture, which apply to any capitalized term used in this Disclosure Certificate unless otherwise defined in this Section, the following capitalized terms shall have the following meanings:

"Annual Report" shall mean any Annual Report provided by the County pursuant to, and as described in, Sections 3 and 4 of this Disclosure Certificate.

"Beneficial Owner" shall mean any person which has or shares the power, directly or indirectly, to make investment decisions concerning ownership of any Bonds (including persons holding Bonds through nominees, depositories or other intermediaries).

"Dissemination Agent" shall mean the County, or any successor Dissemination Agent designated in writing by the County and which has filed with the County a written acceptance of such designation.

"Holder" shall mean the person in whose name any Bond shall be registered.

"Listed Events" shall mean any of the events listed in Section 5(a) or (b) of this Disclosure Certificate.

"MSRB" shall mean the Municipal Securities Rulemaking Board or any other entity designated or authorized by the Securities and Exchange Commission to receive reports pursuant to the Rule. Until otherwise designated by the MSRB or the Securities and Exchange Commission, filings with the MSRB are to be made through the Electronic Municipal Market Access (EMMA) website of the MSRB, currently located at http://emma.msrb.org.

"Participating Underwriter (Series 2016D Bonds)" shall mean any of the original underwriters of the Series 2016D Bonds required to comply with the Rule in connection with offering of the Series 2016D Bonds.

"Rule" shall mean Rule 15c2-12(b)(5) adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

SECTION 3. Provision of Annual Reports.

(a) The County shall, or shall cause the Dissemination Agent to, not later than April 1 after the end of the County's fiscal year, commencing with the report for the County's June 30, 2015 fiscal year, provide to the MSRB an Annual Report which is consistent with the requirements of Section 4

of this Disclosure Certificate. The Annual Report may cross-reference other information as provided in Section 4 of this Disclosure Certificate; provided, that the audited financial statements of the County may be submitted separately from the balance of the Annual Report and later than the date required above for the filing of the Annual Report if they are not available by that date. If the County's fiscal year changes, it shall give notice of such change in a filing with the MSRB. The Annual Report shall be submitted on a standard form in use by industry participants or other appropriate form and shall identify the Series 2016D Bonds by name and CUSIP number.

(b) Not later than 15 business days prior to said date, the County shall provide the Annual Report to the Dissemination Agent (if other than the County). If the County is unable to provide to the MSRB an Annual Report by the date required in subsection (a), the County shall, in a timely manner, send or cause to be sent to the MSRB a notice in substantially the form attached as Exhibit A.

(c) The Dissemination Agent shall (if the Dissemination Agent is other than the County) file a report with the County certifying that the Annual Report has been provided pursuant to this Disclosure Certificate, stating the date it was provided to the MSRB.

SECTION 4. Content of Annual Reports. The County's Annual Report shall contain or include by reference the following:

(a) Audited financial statements of the County for the preceding fiscal year, prepared in accordance with (1) generally accepted accounting principles as promulgated to apply to governmental entities from time to time by the Governmental Accounting Standards Board and (2) reporting standards as set forth by the State Controller in "State of California Accounting Standards and Procedures for Counties." If the County's audited financial statements are not available by the time the Annual Report is required to be provided to the MSRB pursuant to Section 3(a), the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the final Official Statement, and the audited financial statements shall be provided to the MSRB in the same manner as the Annual Report when they become available.

(b) To the extent not included in the audited financial statement of the County, the Annual Report shall also include the following:

(1) Assessed valuations, tax levies and delinquencies for real property located in the County for the fiscal year of the County most recently ended;

(2) Summary financial information on revenues, expenditures and fund balances for the fiscal year of the County most recently ended;

(3) Summary financial information on the proposed and adopted budgets of the County for the current fiscal year and any changes in the adopted budget;

(4) Summary of aggregate annual debt obligations of the County as of the beginning of the current fiscal year;

(5) Summary of annual outstanding principal obligations of the County as of the beginning of the current fiscal year; and

(6) The ratio of the County's outstanding debt to total assessed valuations as of the most recently ended fiscal year of the County.

Any or all of the items listed above may be set forth in one or a set of documents or may be included by specific reference to other documents, including official statements of debt issues of the County or related public entities, which have been made available to the public on the MSRB's website. The County shall clearly identify each such other document so included by reference.

SECTION 5. Reporting of Significant Events.

(a) The County shall give, or cause to be given, notice of the occurrence of any of the following events with respect to the Series 2016D Bonds in a timely manner not later than ten business days after the occurrence of the event:

(1) Principal and interest payment delinquencies;

(2) Unscheduled draws on debt service reserves reflecting financial difficulties;

(3) Unscheduled draws on credit enhancements reflecting financial difficulties;

(4) Substitution of credit or liquidity providers, or their failure to perform;

(5) Adverse tax opinions or issuance by the Internal Revenue Service of proposed or final determination of taxability or of a Notice of Proposed Issue (IRS Form 5701 TEB);

(6) Tender offers;

(7) Defeasances;

(8) Rating changes; or

(9) Bankruptcy, insolvency, receivership or similar event of the obligated person.

Note: for the purposes of the event identified in subparagraph (9), the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for an obligated person in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the obligated person, or if such jurisdiction has been assumed by leaving the existing governmental body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the obligated person.

(b) The County shall give, or cause to be given, notice of the occurrence of any of the following events with respect to the Series 2016D Bonds, if material, in a timely manner not later than ten business days after the occurrence of the event:

(1) Unless described in paragraph 5(a)(5), other notices or determinations by the Internal Revenue Service with respect to the tax status of the Series 2016D Bonds or other events affecting the tax status of the Series 2016D Bonds;

(2) Modifications to rights of the Series 2016D Bond holders;

(3) Optional, unscheduled or contingent Series 2016D Bond calls;

(4) Release, substitution, or sale of property securing repayment of the Series 2016D Bonds;

(5) Non-payment related defaults;

(6) The consummation of a merger, consolidation, or acquisition involving an obligated person or the sale of all or substantially all of the assets of the obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms; or

(7) Appointment of a successor or additional trustee or the change of name of a trustee.

(c) Upon the occurrence of a Listed Event described in Section 5(a), or upon the occurrence of a Listed Event described in Section 5(b) which the County determines would be material under applicable federal securities laws, the County shall within ten business days of occurrence file a notice of such occurrence with the MSRB. Notwithstanding the foregoing, notice of the Listed Event described in subsections (b)(3) need not be given under this subsection any earlier than the notice (if any) of the underlying event is given to Holders of affected Bonds pursuant to the Indenture.

SECTION 6. Format for Filings with MSRB. Any report or filing with the MSRB pursuant to this Disclosure Certificate must be submitted in electronic format, accompanied by such identifying information as is prescribed by the MSRB.

SECTION 7. Termination of Reporting Obligation. The County's obligations under this Disclosure Certificate shall terminate upon the legal defeasance, prior redemption or payment in full of all of the Series 2016D Bonds. If such termination occurs prior to the final maturity of the Series 2016D Bonds, the County shall give notice of such termination in a filing with the MSRB.

SECTION 8. Dissemination Agent. The County may, from time to time, appoint or engage a Dissemination Agent to assist it in carrying out its obligations under this Disclosure Certificate, and may discharge any such Dissemination Agent, with or without appointing a successor Dissemination Agent. The Dissemination Agent shall not be responsible in any manner for the content of any notice or report prepared by the County pursuant to this Disclosure Certificate. The initial Dissemination Agent shall be the County.

SECTION 9. Amendment; Waiver. Notwithstanding any other provision of this Disclosure Certificate, the County may amend this Disclosure Certificate, and any provision of this Disclosure Certificate may be waived, provided that the following conditions are satisfied:

(a) If the amendment or waiver relates to the provisions of Sections 3(a), 4, or 5(a) or (b), it may only be made in connection with a change in circumstances that arises from a change in legal requirements, change in law, or change in the identity, nature or status of an obligated person with respect to the Series 2016D Bonds, or the type of business conducted;

(b) The undertaking, as amended or taking into account such waiver, would, in the opinion of nationally recognized bond counsel, have complied with the requirements of the Rule at the time of the original issuance of the Series 2016D Bonds, after taking into account any amendments or interpretations of the Rule, as well as any change in circumstances; and

(c) The amendment or waiver does not, in the opinion of nationally recognized bond counsel, materially impair the interests of the Holders or Beneficial Owners of the Series 2016D Bonds.

In the event of any amendment or waiver of a provision of this Disclosure Certificate, the County shall describe such amendment in the next Annual Report, and shall include, as applicable, a narrative explanation of the reason for the amendment or waiver and its impact on the type (or in the case of a change of accounting principles, on the presentation) of financial information or operating data being presented by the County. In addition, if the amendment relates to the accounting principles to be followed in preparing financial statements, (i) notice of such change shall be given in a filing with the MSRB, and (ii) the Annual Report for the year in which the change is made should present a comparison (in narrative form and also, if feasible, in quantitative form) between the financial statements as prepared on the basis of the new accounting principles and those prepared on the basis of the former accounting principles.

SECTION 10. Additional Information. Nothing in this Disclosure Certificate shall be deemed to prevent the County from disseminating any other information, using the means of dissemination set

forth in this Disclosure Certificate or any other means of communication, or including any other information in any Annual Report or notice required to be filed pursuant to this Disclosure Certificate, in addition to that which is required by this Disclosure Certificate. If the County chooses to include any information in any Annual Report or notice in addition to that which is specifically required by this Disclosure Certificate, the County shall have no obligation under this Certificate to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event or any other event required to be reported.

SECTION 11. Default. In the event of a failure of the County to comply with any provision of this Disclosure Certificate, any Holder or Beneficial Owner of the Series 2016D Bonds may take such actions as may be necessary and appropriate, including seeking mandate or specific performance by court order, to cause the County to comply with its obligations under this Disclosure Certificate; provided, that any such action may be instituted only in Superior Court of the State of California in and for the County of Los Angeles or in U.S. District Court in or nearest to the County of Los Angeles. The sole remedy under this Disclosure Certificate in the event of any failure of the County to comply with this Disclosure Certificate shall be an action to compel performance.

SECTION 12. Beneficiaries. This Disclosure Certificate shall inure solely to the benefit of the County, the Dissemination Agent, the Participating Underwriters (Series 2016D Bonds) and Holders and Beneficial Owners from time to time of the Series 2016D Bonds, and shall create no rights in any other person or entity.

Date: __________, 2016.

COUNTY OF LOS ANGELES

By: ______________________________________

Authorized Signatory

CONTINUING DISCLOSURE EXHIBIT A

FORM OF NOTICE TO THE MUNICIPAL SECURITIES RULEMAKING BOARD
OF FAILURE TO FILE ANNUAL REPORT

Name of Issuer:	County of Los Angeles
Name of Bond Issue:	Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D
Date of Issuance:	________, 2016

NOTICE IS HEREBY GIVEN that the County has not provided an Annual Report with respect to the above-named Bonds as required by Section 4 of the Continuing Disclosure Certificate of the County, dated the Date of Issuance. [The County anticipates that the Annual Report will be filed by _____________.]

Dated:_______________

COUNTY OF LOS ANGELES

By: ____

RESOLUTION OF THE BOARD OF DIRECTORS OF THE LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY AUTHORIZING THE EXECUTION AND DELIVERY BY THE AUTHORITY OF A SECOND AMENDMENT TO MASTER SITE LEASE, A SECOND AMENDMENT TO MASTER SUBLEASE, A SECOND SUPPLEMENTAL INDENTURE AND A BOND PURCHASE AGREEMENT IN CONNECTION WITH THE ISSUANCE OF LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY LEASE REVENUE BONDS, 2016 SERIES D, AUTHORIZING THE ISSUANCE OF SUCH BONDS IN THE AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED $300,000,000, AUTHORIZING THE DISTRIBUTION OF AN OFFICIAL STATEMENT IN CONNECTION THEREWITH AND AUTHORIZING THE EXECUTION OF NECESSARY DOCUMENTS AND CERTIFICATES AND RELATED ACTIONS

WHEREAS, the Los Angeles County Capital Asset Leasing Corporation (the "Corporation") has issued its Lease Revenue Obligation Commercial Paper Notes (the "Commercial Paper Notes") from time to time for, among other purposes, the financing of a portion of the costs of the acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the community hospital located at 12021 South Wilmington Avenue, Los Angeles, California 90059, commonly known as Martin Luther King, Jr. Community Hospital (the "MLK Hospital"), including the interim financing of the capital improvement projects described on Exhibit A hereto and incorporated herein (the "Project"); and

WHEREAS, the County of Los Angeles desires to provide long-term financing for a portion of the Project by refinancing all of the outstanding Commercial Paper Notes with proceeds of lease revenue bonds to be issued by the Los Angeles County Public Works Financing Authority (the "Authority"); and

WHEREAS, the Authority previously issued certain lease revenue bonds (the "Prior Bonds"), pursuant to a Master Indenture, dated as of February 1, 2015, as supplemented by a First Supplemental Indenture, dated as of September 1, 2015 (collectively, the "Master Indenture"), each by and among the Authority, the County and Zions Bank, a division of ZB, National Association, formerly known as Zions First National Bank (the "Trustee"); and

WHEREAS, in connection with the issuance of the Prior Bonds, the County leased certain real property owned by the County (the "Original Property") to the Authority pursuant to a Master Site Lease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Site Lease, dated as of September 1, 2015 (collectively, the "Master Site Lease"), each by and between the County and the Authority; and

WHEREAS, the County subleased the Original Property back from the Authority pursuant to a Master Sublease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Sublease, dated as of September 1, 2015 (collectively, the "Master Sublease"), each by and between the County and the Authority; and

WHEREAS, the Master Indenture provides that, subject to the conditions set forth therein, the County, the Authority and the Trustee, may by execution of a supplemental indenture, without the consent of the Owners of the Prior Bonds, provide for the issuance of Additional Bonds (as defined in the Master Indenture); and

WHEREAS, the County and the Authority have determined that it would be in the best interests of the County and the Authority to provide the funds necessary to pay the Commercial Paper Notes through the issuance of Additional Bonds designated "Los Angeles County Public Works Financing Authority Lease Revenue Bonds, 2016 Series D" (the "Bonds"); and

WHEREAS, the Master Site Lease provides that the Master Site Lease may be amended only in accordance with the provisions of the Master Sublease; and

WHEREAS, the Master Sublease provides that the Master Sublease and the Master Site Lease and the rights and obligations of the Authority and the County thereunder may be amended at any time by an amendment thereof which shall become binding upon execution by the Authority and the County, without the written consents of any Owners of the Prior Bonds, in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture; and

WHEREAS, the Authority and the County desire to enter into a Second Amendment to Master Site Lease (the "Second Site Lease Amendment") to add certain real property, consisting of the MLK Hospital, to the Original Property (the Original Property as so modified being referred to herein as the "Property"), and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Site Lease as so amended being referred to herein as the "Site Lease"); and

WHEREAS, the Authority and the County desire to enter into a Second Amendment to Master Sublease (the "Second Sublease Amendment") to substitute the Property for the Original Property, to increase the amount of base rental payments payable thereunder and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Sublease as so amended being referred to herein as the "Sublease"); and

WHEREAS, the Authority and the County desire that the Trustee enter into a Second Supplemental Indenture (the "Second Supplemental Indenture") in order to provide for the issuance of the Bonds and to expressly provide that all rights to receive the Base Rental Payments, including the increased amounts thereof provided for in the Second Sublease Amendment, have been assigned without recourse by the Authority to the Trustee; and

WHEREAS, the Bonds will be issued pursuant to the Marks-Roos Local Bond Pooling Act of 1985 (the "Act"), commencing with Section 6584 of the California Government Code; and

WHEREAS, the Board of Directors of the Authority (the "Board of Directors") has determined that securing the timely payment of the principal of and interest on the Bonds by obtaining a municipal bond insurance policy and/or a reserve surety policy or bond with respect thereto could be economically advantageous to the Authority; and

WHEREAS, J.P. Morgan Securities LLC, on behalf of itself, Citigroup Global Markets Inc., RBC Capital Markets, LLC and such other co-underwriters as may be selected by the Treasurer and Tax Collector of the County and the Treasurer of the Authority prior to the sale of the Bonds (collectively, the "Underwriter"), has submitted to the Authority and the County a proposal to purchase the Bonds in the form of a Bond Purchase Agreement (the "Bond Purchase Agreement"); and

WHEREAS, a form of the Preliminary Official Statement (the "Preliminary Official Statement") to be distributed in connection with the public offering of the Bonds has been prepared; and

WHEREAS, the Board of Directors has been presented with the form of each document referred to herein relating to the financing contemplated hereby, and the Board of Directors has examined and approved each document and desires to authorize and direct the execution of such documents and the consummation of such financing; and

WHEREAS, all acts, conditions and things required by the Constitution and laws of the State of California to exist, to have happened and to have been performed precedent to and in connection with the consummation of such financing authorized hereby do exist, have happened and have been performed in regular and due time, form and manner as required by law, and the Authority is now duly authorized and empowered, pursuant to each and every requirement of law, to consummate such financing for the purpose, in the manner and upon the terms herein provided;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY, AS FOLLOWS:

Section 1. All of the recitals herein contained are true and correct and the Board of Directors so finds.

Section 2. The form of the Second Site Lease Amendment, on file with the Secretary of the Authority, is hereby approved, and the Chairman of the Board of Directors of the Authority, and such other member of the Board of Directors as the Chairman may designate, the Treasurer of the Authority or deputy or assistant thereof, and such other officers of the Authority as the Treasurer of the Authority may designate (each an "Authorized Officer" and collectively the "Authorized Officers"), are each hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver the Second Site Lease Amendment in substantially said form, with such changes, insertions and omissions therein as the Authorized Officer executing the same may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 3. The form of the Second Sublease Amendment, on file with the Secretary of the Authority, is hereby approved, and the Authorized Officers are each hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver the Second Sublease Amendment in substantially said form, with such changes, insertions and omissions therein as the Authorized Officer executing the same may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof; provided, however, that the aggregate amount of the principal components of the base rental payments relating to the Bonds shall not exceed $300,000,000, and the true interest cost applicable to the interest components of the base rental payments relating to the Bonds shall not exceed six percent (6%) per annum.

Section 4. The issuance of not to exceed $300,000,000 aggregate principal amount of the Bonds, bearing interest at the rates and maturing on the dates as specified in the Second Supplemental Indenture, as finally executed, is hereby authorized and approved. The form of Second Supplemental Indenture, on file with the Secretary of the Authority, is hereby approved, and the Authorized Officers are each hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver the Second Supplemental Indenture in substantially said form, with such changes, insertions and omissions therein as the Authorized Officer executing the same may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof; provided, however, that the final maturity date of the Bonds shall be no later than December 1, 2047, and the true interest cost applicable to the Bonds shall not exceed six percent (6%) per annum.

Section 5. The form of the Bond Purchase Agreement, submitted to and on file with the Secretary of the Board of Directors, is hereby approved, and the Authorized Officers are each hereby authorized and directed, for and in the name and on behalf of the Authority, to execute and deliver the Bond Purchase Agreement in substantially said form, with such changes, insertions and omissions therein as the Authorized Officer executing the same may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof; provided, however, that the underwriter's discount for the sale of the Bonds shall not exceed six-tenths of one percent (0.6%) of the aggregate principal amount.

Section 6. The form of Preliminary Official Statement, on file with the Secretary of the Authority, with such changes, insertions and omissions therein as may be approved by an Authorized Officer, is hereby approved, and the use of the Preliminary Official Statement in connection with the offering and sale of the Bonds is hereby authorized and approved. The Authorized Officers are each hereby authorized to certify on behalf of the Authority that the Preliminary Official Statement is deemed final as of its date, within the meaning of Rule 15c2-12 promulgated under the Securities Exchange Act of 1934 (as amended, "Rule 15c2-12") (except for the omission of certain final pricing, rating and related information as permitted by Rule 15c2-12).

Section 7. The preparation and delivery of an Official Statement, and its use in connection with the offering and sale of the Bonds, are hereby authorized and approved. The Official Statement shall be in substantially the form of the Preliminary Official Statement with such changes, insertions and omissions as may be approved by an Authorized Officer, such approval to be conclusively evidenced by the delivery thereof.

Section 8. The Authorized Officers are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable in order to consummate the transactions herein authorized and otherwise to carry out, give effect to and comply with the terms and intent of this Resolution, including, without limitation, applying for, and negotiating the terms of, municipal bond insurance and/or a reserve surety policy or bond (and any contract or mutual insurance agreement for such insurance or surety) for all or a portion of the Bonds if such insurance or surety is determined to be in the best interests of the Authority.

Section 9. All actions heretofore taken by the officers and agents of the Authority with respect to the transactions set forth above are hereby approved, confirmed and ratified.

Section 10. This Resolution shall take effect from and after its date of adoption.

The foregoing Resolution was on the 16th day of February, 2016, adopted by the Board of Directors of the Los Angeles County Public Works Financing Authority.

PATRICK OGAWA,
Acting Secretary of the Board of Directors of the Los Angeles County Public Works Financing Authority

By: ______________________
Deputy

APPROVED AS TO FORM:

MARY C. WICKHAM
County Counsel

By: ______________________
Principal Deputy County Counsel

EXHIBIT A

DESCRIPTION OF THE PROJECT

The Project consists of various capital improvements to the community hospital located at 12021 South Wilmington Avenue, Los Angeles, California 90059 (commonly known as Martin Luther King, Jr. Community Hospital), including improvements to the main lobby and admitting building, in-patient tower building, hospital service building, ancillary building and healing garden.

HDW – 1/28/16 Draft

TO BE RECORDED AND WHEN RECORDED RETURN TO:
Hawkins Delafield & Wood LLP
333 South Grand Avenue, 36th Floor
Los Angeles, CA 90071
Attention: Diane K. Quan, Esq.

THIS TRANSACTION IS EXEMPT FROM CALIFORNIA DOCUMENTARY TRANSFER TAX PURSUANT TO SECTION 11921 OF THE CALIFORNIA REVENUE AND TAXATION CODE. THIS DOCUMENT IS EXEMPT FROM RECORDING FEES PURSUANT TO SECTION 27383 OF THE CALIFORNIA GOVERNMENT CODE.

SECOND AMENDMENT TO MASTER SITE LEASE

by and between

COUNTY OF LOS ANGELES

and

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

Dated as of March 1, 2016

TABLE OF CONTENTS

Page

SECOND AMENDMENT TO
MASTER SITE LEASE

THIS SECOND AMENDMENT TO MASTER SITE LEASE (this "Second Amendment") executed and entered into as of March 1, 2016, is by and between the COUNTY OF LOS ANGELES, a political subdivision of the State of California (the "County"), and the LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY, a joint exercise of powers entity organized and existing under and by virtue of the laws of the State of California (the "Authority").

RECITALS

WHEREAS, the Los Angeles County Capital Asset Leasing Corporation (the "Corporation") has issued its Lease Revenue Obligation Commercial Paper Notes (the "Commercial Paper Notes") from time to time for, among other purposes, the financing of a portion of the costs of the acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the community hospital located at 12021 South Wilmington Avenue, Los Angeles, California 90059, commonly known as Martin Luther King, Jr. Community Hospital (the "MLK Hospital"), including the interim financing of the capital improvement projects described on Exhibit A hereto and incorporated herein (the "Project"); and

WHEREAS, the County of Los Angeles desires to provide long-term financing for a portion of the Project by refinancing all of the outstanding Commercial Paper Notes with proceeds of lease revenue bonds to be issued by the Los Angeles County Public Works Financing Authority (the "Authority"); and

WHEREAS, the Authority previously issued certain lease revenue bonds (the "Prior Bonds"), pursuant to a Master Indenture, dated as of February 1, 2015, as supplemented by a First Supplemental Indenture, dated as of September 1, 2015 (collectively, the "Master Indenture"), each by and among the Authority, the County and Zions Bank, a division of ZB, National Association, a national banking association organized and existing under the laws of the United States of America, formerly known as Zions First National Bank, as trustee (the "Trustee"); and

WHEREAS, in connection with the issuance of the Prior Bonds, the County leased certain real property owned by the County (the "Original Property") to the Authority pursuant to a Master Site Lease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Site Lease, dated as of September 1, 2015 (collectively, the "Master Site Lease"), each by and between the County and the Authority; and

WHEREAS, the County subleased the Original Property back from the Authority pursuant to a Master Sublease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Sublease, dated as of September 1, 2015 (collectively, the "Master Sublease"), each by and between the County and the Authority; and

WHEREAS, the Master Indenture provides that, subject to the conditions set forth therein, the County, the Authority and the Trustee, may by execution of a supplemental

indenture, without the consent of the Owners of the Prior Bonds, provide for the issuance of Additional Bonds (as defined in the Master Indenture); and

WHEREAS, the County and the Authority have determined that it would be in the best interests of the County and the Authority to provide the funds necessary to pay the Commercial Paper Notes through the issuance of Additional Bonds designated "Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series A" (the "Series 2016D Bonds"); and

WHEREAS, the Master Site Lease provides that the Master Site Lease may be amended only in accordance with the provisions of the Master Sublease; and

WHEREAS, the Master Sublease provides that the Master Sublease and the Master Site Lease and the rights and obligations of the Authority and the County thereunder may be amended at any time by an amendment thereof which shall become binding upon execution by the Authority and the County, without the written consents of any Owners of the Prior Bonds, in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture; and

WHEREAS, the Authority and the County desire to enter into a Second Amendment to Master Site Lease (the "Second Site Lease Amendment") to add certain real property, consisting of the MLK Hospital, to the Original Property (the Original Property as so modified being referred to herein as the "Property"), and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Site Lease as so amended being referred to herein as the "Site Lease"); and

WHEREAS, the Authority and the County desire to enter into a Second Amendment to Master Sublease (the "Second Sublease Amendment") to substitute the Property for the Original Property, to increase the amount of base rental payments payable thereunder and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Sublease as so amended being referred to herein as the "Sublease"); and

WHEREAS, the Authority and the County desire that the Trustee enter into a Second Supplemental Indenture dated the date hereof (the "Second Supplemental Indenture") in order to provide for the issuance of the Series 2016D Bonds and to expressly provide that all rights to receive the base rental payments, including the increased amounts thereof provided for in the Second Sublease Amendment, have been assigned without recourse by the Authority to the Trustee; and

WHEREAS, all acts, conditions and things required by law to exist, to have happened and to have been performed precedent to and in connection with the execution and entering into of this Second Amendment do exist, have happened and have been performed in regular and due time, form and manner as required by law, and the parties hereto are now duly authorized to execute and enter into this Second Amendment;

NOW, THEREFORE, in consideration of the mutual covenants hereinafter contained, the parties hereto agree as follows:

PART 1

AMENDMENTS TO MASTER SITE LEASE

Part 1.1 <u>Amendments to Section 2.02</u>. Section 2.02 of the Master Site Lease is hereby amended to include the following paragraph immediately following the first paragraph thereof:

> The Authority shall pay to the County as and for rental of the Property hereunder, an additional sum of not to exceed $[Net Purchase Price] in connection with the issuance of the Series 2016D Bonds (the "2016A Site Lease Payment"). The 2016A Site Lease Payment shall be paid from the proceeds of the Series 2016D Bonds; provided, however, that in the event the available proceeds of the Series 2016D Bonds are not sufficient to enable the Authority to pay such amount in full, the remaining amount of the 2016A Site Lease Payment shall be reduced to an amount equal to the amount of such available proceeds.

Part 1.2 <u>Amendments to Exhibit A</u>. Exhibit A of the Master Site Lease is hereby replaced with Exhibit A of this Second Amendment.

PART 2

MISCELLANEOUS

Part 2.1 <u>Effect of Second Amendment</u>. This Second Amendment and all of the terms and provisions herein contained shall form part of the Master Site Lease as fully and with the same effect as if all such terms and provisions had been set forth in the Master Site Lease. The Master Site Lease is hereby ratified and confirmed and shall continue in full force and effect in accordance with the terms and provisions thereof, as heretofore amended and supplemented, and as amended and supplemented hereby. If there shall be any conflict between the terms of this Second Amendment and the terms of the Master Site Lease (as in effect on the day prior to the effective date of this Second Amendment), the terms of this Second Amendment shall prevail.

Part 2.2 <u>Execution in Counterparts</u>. This Second Amendment may be executed in several counterparts, each of which shall be deemed an original, and all of which shall constitute but one and the same instrument.

Part 2.3 <u>Effective Date</u>. This Second Amendment shall become effective upon the Series 2016D Closing Date.

IN WITNESS WHEREOF, the County and the Authority have caused this Second Amendment to be executed by their respective officers thereunto duly authorized, all as of the day and year first above written.

COUNTY OF LOS ANGELES

By: ______________________________
Joseph Kelly,
Treasurer and Tax Collector

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

By: ______________________________
Joseph Kelly,
Treasurer

EXHIBIT A

DESCRIPTION OF THE PROPERTY

All that real property situated in the County of Los Angeles, State of California, described as follows, and any improvements thereto:

CERTIFICATE OF ACCEPTANCE

In accordance with Section 27281 of the California Government Code, this is to certify that the interest in the real property conveyed by the Master Site Lease, dated as of February 1, 2015, as supplemented by the First Amendment to Master Site Lease, dated as of September 1, 2015 and the Second Amendment to Master Site Lease, dated as of March 1, 2016 (collectively, the "Master Site Lease"), each by and between the County of Los Angeles, a political subdivision of the State of California (the "County"), and the Los Angeles County Public Works Financing Authority, a joint powers authority organized and existing under the laws of the State of California (the "Authority"), from the County to the Authority, is hereby accepted by the undersigned on behalf of the Authority pursuant to authority conferred by resolution of the Board of Directors of the Authority adopted on February __, 2016, and the Authority consents to recordation thereof by its duly authorized officer.

Dated: [Closing Date]

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

By: ________________________________

Joseph Kelly,
Treasurer

[Signature Page to Certificate of Acceptance]

HDW – 1/28/16 Draft

TO BE RECORDED AND WHEN RECORDED
RETURN TO:
Hawkins Delafield & Wood LLP
333 South Grand Avenue, 36th Floor
Los Angeles, CA 90071
Attention: Diane K. Quan, Esq.

THIS TRANSACTION IS EXEMPT FROM CALIFORNIA DOCUMENTARY TRANSFER TAX PURSUANT TO SECTION 11921 OF THE CALIFORNIA REVENUE AND TAXATION CODE. THIS DOCUMENT IS EXEMPT FROM RECORDING FEES PURSUANT TO SECTION 27383 OF THE CALIFORNIA GOVERNMENT CODE.

SECOND AMENDMENT TO MASTER SUBLEASE

by and between

COUNTY OF LOS ANGELES

and

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

Dated as of March 1, 2016

TABLE OF CONTENTS

Page

SECOND AMENDMENT TO MASTER SUBLEASE

THIS SECOND AMENDMENT TO MASTER SUBLEASE (this "Second Amendment") executed and entered into as of March 1, 2016, is by and between the COUNTY OF LOS ANGELES, a political subdivision of the State of California (the "County"), and the LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY, a joint exercise of powers entity organized and existing under and by virtue of the laws of the State of California (the "Authority").

RECITALS

WHEREAS, the Los Angeles County Capital Asset Leasing Corporation (the "Corporation") has issued its Lease Revenue Obligation Commercial Paper Notes (the "Commercial Paper Notes") from time to time for, among other purposes, the financing of a portion of the costs of the acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the community hospital located at 12021 South Wilmington Avenue, Los Angeles, California 90059, commonly known as Martin Luther King, Jr. Community Hospital (the "MLK Hospital"), including the interim financing of the capital improvement projects described on Exhibit A hereto and incorporated herein (the "Project"); and

WHEREAS, the County of Los Angeles desires to provide long-term financing for a portion of the Project by refinancing all of the outstanding Commercial Paper Notes with proceeds of lease revenue bonds to be issued by the Los Angeles County Public Works Financing Authority (the "Authority"); and

WHEREAS, the Authority previously issued certain lease revenue bonds (the "Prior Bonds"), pursuant to a Master Indenture, dated as of February 1, 2015, as supplemented by a First Supplemental Indenture, dated as of September 1, 2015 (collectively, the "Master Indenture"), each by and among the Authority, the County and Zions Bank, a division of ZB, National Association, a national banking association organized and existing under the laws of the United States of America, formerly known as Zions First National Bank, as trustee (the "Trustee"); and

WHEREAS, in connection with the issuance of the Prior Bonds, the County leased certain real property owned by the County (the "Original Property") to the Authority pursuant to a Master Site Lease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Site Lease, dated as of September 1, 2015 (collectively, the "Master Site Lease"), each by and between the County and the Authority; and

WHEREAS, the County subleased the Original Property back from the Authority pursuant to a Master Sublease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Sublease, dated as of September 1, 2015 (collectively, the "Master Sublease"), each by and between the County and the Authority; and

WHEREAS, the Master Indenture provides that, subject to the conditions set forth therein, the County, the Authority and the trustee thereunder may by execution of a supplemental

indenture, without the consent of the Owners of the Prior Bonds, provide for the issuance of Additional Bonds (as defined in the Master Indenture); and

WHEREAS, the County and the Authority have determined that it would be in the best interests of the County and the Authority to provide the funds necessary to pay the Commercial Paper Notes through the issuance of Additional Bonds designated "Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D" (the "Series 2016D Bonds"); and

WHEREAS, the Master Site Lease provides that the Master Site Lease may be amended only in accordance with the provisions of the Master Sublease; and

WHEREAS, the Master Sublease provides that the Master Sublease and the Master Site Lease and the rights and obligations of the Authority and the County thereunder may be amended at any time by an amendment thereof which shall become binding upon execution by the Authority and the County, without the written consents of any Owners of the Prior Bonds, in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture; and

WHEREAS, the Authority and the County desire to enter into a Second Amendment to Master Site Lease (the "Second Site Lease Amendment") to add certain real property, consisting of the MLK Hospital, to the Original Property (the Original Property as so modified being referred to herein as the "Property"), and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Site Lease as so amended being referred to herein as the "Site Lease"); and

WHEREAS, the Authority and the County desire to enter into a Second Amendment to Master Sublease (the "Second Sublease Amendment") to add the MLK Hospital to the Original Property, to increase the amount of base rental payments payable thereunder and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Sublease as so amended being referred to herein as the "Sublease"); and

WHEREAS, the Authority and the County desire that the Trustee, enter into a Second Supplemental Indenture (the "Second Supplemental Indenture") in order to provide for the issuance of the Series 2016D Bonds and to expressly provide that all rights to receive the base rental payments, including the increased amounts thereof provided for in this Second Amendment, have been assigned without recourse by the Authority to the Trustee; and

WHEREAS, all acts, conditions and things required by law to exist, to have happened and to have been performed precedent to and in connection with the execution and entering into of this Second Amendment do exist, have happened and have been performed in regular and due time, form and manner as required by law, and the parties hereto are now duly authorized to execute and enter into this Second Amendment;

NOW, THEREFORE, in consideration of the mutual covenants hereinafter contained, the parties hereto agree as follows:

PART 1

AMENDMENTS TO MASTER SUBLEASE

Part 1.1 <u>Amendments to Section 1.01</u>. (a) Section 1.01 of the Master Sublease is hereby amended by modifying the following terms:

> **"Base Rental Deposit Date"** means the first Business Day next preceding each Interest Payment Date.
>
> **"Closing Date"** means, as appropriate to the context, the Series 2015A Closing Date, the Series 2015B/C Closing Date, the Series 2016D Closing Date and/or the closing date(s) for any series of Additional Bonds.

(b) Section 1.01 of the Master Sublease is hereby amended by adding the following definitions:

> **"Series 2016D Closing Date"** means the date upon which the Series 2016D Bonds are delivered to the Series 2016D Bonds Original Purchaser thereof, being [Closing Date].
>
> **"Series 2016D Bonds"** means the Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D, issued under the Indenture.
>
> **"Series 2016D Bonds Original Purchaser"** means J.P. Morgan Securities LLC, on behalf of itself and on behalf of RBC Capital Markets, LLC, [co-managers to be selected], the original purchasers of the Series 2016D Bonds from the Authority.

Part 1.2 <u>Amendments to Section 3.01(b)</u>. (a) Section 3.01(b) of the Master Sublease is hereby amended in full to be as follows:

> (b) *Base Rental Payments.* Subject to the provisions of Section 3.06 hereof, the County shall, on each Base Rental Deposit Date, pay to the Authority a Base Rental Payment in an amount equal to the principal of, and interest on, the Bonds, including the Series 2015 Bonds, the Series 2015B Bonds, the Series 2015C Bonds and the Series 2016D Bonds, due and payable on the next succeeding Principal Payment Date or Interest Payment Date, as applicable, including any such principal due and payable by reason of mandatory sinking fund redemption of the Bonds; provided, however, that the amount of such Base Rental Payment shall be reduced by the amount, if any, available in the Payment Fund, the Principal Account or the Interest Account on such Base Rental Deposit Date to pay such principal of, or interest on, the Bonds.

Part 1.3 <u>Amendments to Section 6.02(a)</u>. (a) Section 6.02(a) of the Master Sublease is hereby amended in full to be as follows:

(a) The County shall have the right to cause the Bonds to be redeemed pursuant to, and in accordance with the provisions of, Section 3.02, Sections 11.05(a), 12.05(a) or 13.05(a) of the Indenture by providing the Trustee with funds sufficient for such purpose (which funds may be derived by the County from any source) and giving notice of the County's exercise of such right as provided in subsection (b) of this Section.

Part 1.4 Amendments to Exhibit A. Exhibit A of the Master Sublease is replaced with Exhibit A of this Second Amendment.

PART 2

MISCELLANEOUS

Part 2.1 Effect of Second Amendment. This Second Amendment and all of the terms and provisions herein contained shall form part of the Master Sublease as fully and with the same effect as if all such terms and provisions had been set forth in the Master Sublease. The Master Sublease is hereby ratified and confirmed and shall continue in full force and effect in accordance with the terms and provisions thereof, as heretofore amended and supplemented, and as amended and supplemented hereby. If there shall be any conflict between the terms of this Second Amendment and the terms of the Master Sublease (as in effect on the day prior to the effective date of this Second Amendment), the terms of this Second Amendment shall prevail.

Part 2.2 Execution in Counterparts. This Second Amendment may be executed in several counterparts, each of which shall be deemed an original, and all of which shall constitute but one and the same instrument.

Part 2.3 Effective Date. This Second Amendment shall become effective upon the Series 2016D Closing Date.

IN WITNESS WHEREOF, the Authority and the County have caused this Second Amendment to be executed by their respective officers thereunto duly authorized, all as of the day and year first above written.

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

By: ________________________________
Joseph Kelly,
Treasurer

COUNTY OF LOS ANGELES

By: ________________________________
Joseph Kelly,
Treasurer and Tax Collector

EXHIBIT A

DESCRIPTION OF THE PROPERTY

All that real property situated in the County of Los Angeles, State of California, described as follows, and any improvements thereto:

CERTIFICATE OF ACCEPTANCE

In accordance with Section 27281 of the California Government Code, this is to certify that the interest in the real property conveyed by the Master Sublease, dated as of February 1, 2015, as supplemented by the First Amendment to Master Sublease, dated as of September 1, 2015 and the Second Amendment to Master Sublease, dated as of March 1, 2016 (collectively, the "Master Sublease"), each by and between the County of Los Angeles, a political subdivision of the State of California (the "County"), and the Los Angeles County Public Works Financing Authority, a joint powers authority organized and existing under the laws of the State of California (the "Authority"), from the Authority to the County, is hereby accepted by the undersigned on behalf of the County pursuant to authority conferred by resolution of the Board of Supervisors of the County adopted on February __, 2016, and the County consents to recordation thereof by its duly authorized officer.

Dated: [Closing Date]

COUNTY OF LOS ANGELES

By: ______________________________________
Joseph Kelly,
Treasurer and Tax Collector

[Signature Page to Certificate of Acceptance]

HDW – 2/1/16 Draft

SECOND SUPPLEMENTAL
INDENTURE

by and among

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

and

COUNTY OF LOS ANGELES

and

ZIONS BANK,
A DIVISION OF ZB, NATIONAL ASSOCIATION

Dated as of March 1, 2016

Relating to

Los Angeles County Public Works Financing Authority
Lease Revenue Bonds
(MLK Hospital Project), 2016 Series D

TABLE OF CONTENTS

SECOND SUPPLEMENTAL INDENTURE

THIS SECOND SUPPLEMENTAL INDENTURE (this "Second Supplemental Indenture"), is made and entered into as of March 1, 2016, by and among the LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY, a joint exercise of powers entity organized and existing under and by virtue of the laws of the State of California (the "Authority"), the COUNTY OF LOS ANGELES, a political subdivision of the State of California (the "County"), and ZIONS BANK, A DIVISION OF ZB, NATIONAL ASSOCIATION, a national banking association duly organized and existing under and by virtue of the laws of the United States of America, formerly known as Zions First National Bank, as trustee (the "Trustee").

W I T N E S S E T H:

WHEREAS, the Los Angeles County Capital Asset Leasing Corporation (the "Corporation") has issued its Lease Revenue Obligation Commercial Paper Notes (the "Commercial Paper Notes") from time to time for, among other purposes, the financing of a portion of the costs of the acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the community hospital located at 12021 South Wilmington Avenue, Los Angeles, California 90059, commonly known as Martin Luther King, Jr. Community Hospital (the "MLK Hospital"), including the interim financing of the capital improvement projects described on Exhibit B hereto and incorporated herein (the "Project"); and

WHEREAS, the County of Los Angeles desires to provide long-term financing for a portion of the Project by refinancing all of the outstanding Commercial Paper Notes with proceeds of lease revenue bonds to be issued by the Los Angeles County Public Works Financing Authority (the "Authority"); and

WHEREAS, the Authority previously issued certain lease revenue bonds (the "Prior Bonds"), pursuant to a Master Indenture, dated as of February 1, 2015, as supplemented by a First Supplemental Indenture, dated as of September 1, 2015 (collectively, the "Master Indenture"), each by and among the Authority, the County and the trustee; and

WHEREAS, in connection with the issuance of the Prior Bonds, the County leased certain real property owned by the County (the "Original Property") to the Authority pursuant to a Master Site Lease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Site Lease, dated as of September 1, 2015 (collectively, the "Master Site Lease"), each by and between the County and the Authority; and

WHEREAS, the County subleased the Original Property back from the Authority pursuant to a Master Sublease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Sublease, dated as of September 1, 2015 (collectively, the "Master Sublease"), each by and between the County and the Authority; and

WHEREAS, the Master Indenture provides that, subject to the conditions set forth therein, in addition to the Prior Bonds, the County, the Authority and the Trustee may by execution of a supplemental indenture, without the consent of the Owners of the Prior Bonds, provide for the issuance of Additional Bonds (as defined in the Master Indenture); and

WHEREAS, the County and the Authority have determined that it would be in the best interests of the County and the Authority to provide the funds necessary to pay the Commercial Paper Notes through the issuance of Additional Bonds, designated "Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D" (the "Series 2016D Bonds"); and

WHEREAS, the Master Site Lease provides that the Master Site Lease may be amended only in accordance with the provisions of the Master Sublease; and

WHEREAS, the Master Sublease provides that the Master Sublease and the Master Site Lease and the rights and obligations of the Authority and the County thereunder may be amended at any time by an amendment thereof which shall become binding upon execution by the Authority and the County, without the written consents of any Owners of the Prior Bonds, in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture; and

WHEREAS, the Authority and the County desire to enter into a Second Amendment to Master Site Lease (the "Second Site Lease Amendment") in order to amend the Master Site Lease so as to add certain real property, consisting of the MLK Hospital, to the Original Property (the Original Property as so modified being referred to herein as the "Property"), and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Site Lease as so amended being referred to herein as the "Site Lease"); and

WHEREAS, the Authority and the County also desire to enter into a Second Amendment to Master Sublease (the "Second Sublease Amendment") in order to amend the Master Sublease to add the MLK Hospital to the Original Property, to increase the amount of base rental payments payable thereunder and to make certain other modifications in order to provide for the issuance of Additional Bonds in accordance with the provisions of the Master Indenture (the Master Sublease as so amended being referred to herein as the "Sublease"); and

WHEREAS, the Trustee, the Authority and the County are entering into this Second Supplemental Indenture in order to provide for the issuance of the Series 2016D Bonds and to expressly provide that all rights to receive the base rental payments, including the increased amounts thereof provided for in the Second Sublease Amendment, have been assigned without recourse by the Authority to the Trustee; and

WHEREAS, all acts, conditions and things required by law to exist, to have happened and to have been performed precedent to and in connection with the execution and entering into of this Second Supplemental Indenture do exist, have happened and have been performed in regular and due time, form and manner as required by law, and the parties hereto are now duly authorized to execute and enter into this Second Supplemental Indenture;

NOW, THEREFORE, in consideration of the premises and of the mutual agreements and covenants contained herein and for other valuable consideration, the parties do hereby agree as follows:

PART 1

PARTICULAR AMENDMENTS

Part 1.1. Amendments to Section 1.01. (a) Section 1.01 of the Master Indenture is hereby amended by modifying the following terms:

> **"Closing Date"** means, as appropriate to the context, the Series 2015A Closing Date, the Series 2015B/C Closing Date, the Series 2016D Closing Date and/or the closing date(s) for any series of Additional Bonds.
>
> **"Interest Payment Date"** means, (a) with respect to the Series 2015 Bonds, each June 1 and December 1, commencing December 1, 2015, (b) with respect to the Series 2015B Bonds and the Series 2015C Bonds, each June 1 and December 1, commencing December 1, 2015, and (c) with respect to the Series 2016D Bonds, each June 1 and December 1, commencing [First Interest Payment Date].
>
> **"Original Purchaser"** means (a) with respect to the Series 2015 Bonds, Barclays Capital Inc., on behalf of itself and on behalf of J.P. Morgan Securities LLC, Siebert Brandford Shank & Co., L.L.C. and Edward Jones, the original purchasers of the Series 2015 Bonds from the Authority, (b) with respect to the Series 2015B Bonds and the Series 2015C Bonds, Goldman, Sachs & Co., on behalf of itself and on behalf of Morgan Stanley & Co. LLC, Raymond James & Associates, Inc., Backstrom McCarley Berry & Co., LLC and KeyBanc Capital Markets Inc., the original purchasers of the Series 2015B Bonds and the Series 2015C Bonds from the Authority and (c) with respect to the Series 2016D Bonds, J.P. Morgan Securities LLC, on behalf of itself and on behalf of Citigroup Global Markets Inc., RBC Capital Markets, LLC, [co-managers to be selected].
>
> **"Rebate Requirement"** has the meaning ascribed thereto in the Tax Certificate, the Tax Certificate (Series 2015B Bonds) or the Tax Certificate (Series 2016D Bonds), as applicable.

(b) Section 1.01 of the Master Indenture is hereby amended by adding thereto the following definitions:

> **"Continuing Disclosure Certificate (Series 2016D Bonds)"** means the Continuing Disclosure Certificate, dated [Closing Date], executed by the County, as originally executed and as it may be amended from time to time in accordance with the terms thereof.
>
> **"Participating Underwriter (Series 2016D Bonds)"** has the meaning ascribed thereto in the Continuing Disclosure Certificate (Series 2016D Bonds).

"Series 2016D Bonds" means the Los Angeles County Public Works Public Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D, issued under the Indenture.

"Series 2016D Closing Date" means the date upon which the Series 2016D Bonds are delivered to the Original Purchaser thereof, being [Closing Date].

"**Tax Certificate (Series 2016D Bonds)**" means the Tax Certificate executed by the Authority and the County at the time of issuance of the Series 2016D Bonds relating to the requirements of Section 148 of the Code, as originally executed and as it may from time to time be amended in accordance with the provisions thereof.

Part 1.2. Amendment to Section 4.01. Section 4.01 of the Master Indenture is hereby amended and supplemented amending the second paragraph thereof to read as follows:

In order to secure the pledge of the Lease Revenues contained in this Section, the Authority hereby sells, assigns and transfers to the Trustee, irrevocably and absolutely, without recourse, for the benefit of the Owners, all of its right, title and interest in and to the Site Lease (as heretofore amended and as same shall be amended from time to time) and the Sublease (as heretofore amended and as same shall be amended from time to time), including, without limitation, the right to receive Base Rental Payments and the right to exercise any remedies provided in the Sublease in the event of a default by the County thereunder; provided, however, that the Authority shall retain the rights to indemnification and to payment or reimbursement of its reasonable costs and expenses under the Sublease. The Trustee hereby accepts said assignment for the benefit of the Owners, subject to the provisions of this Indenture.

PART 2

ADDITION OF ARTICLE XIII

Part 2.1. Addition of Article XIII. The Master Indenture is hereby amended and supplemented by adding thereto an additional Article as follows:

ARTICLE XIII

SERIES 2016D BONDS

Section. 13.01 Issuance of Series 2016D Bonds. The Authority may, at any time, execute the Series 2016D Bonds, in the aggregate principal amount of $[Principal Amount], for issuance hereunder and deliver the same to the Trustee. The Trustee shall authenticate the Series 2016D Bonds and deliver the Series 2016D Bonds to the original purchaser thereof upon receipt of a Written Request of the Authority and upon receipt of the purchase price therefor.

Section. 13.02 Terms of Series 2016D Bonds; Interest Computation. (a) The Series 2016D Bonds shall be designated the "Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D." The aggregate principal amount of Series 2016D Bonds that may be issued and Outstanding under this Indenture shall not exceed $[Principal Amount], except as may be otherwise provided in Section 2.11 hereof.

(b) The Series 2016D Bonds shall be issued in fully registered form without coupons in Authorized Denominations, so long as no Series 2016D Bond shall have more than one maturity date. The Series 2016D Bonds shall be dated the Series 2016D Closing Date, shall be issued in the aggregate principal amount of $[Principal Amount], shall mature on December 1 of each year and shall bear interest (calculated on the basis of a 360-day year comprised of twelve 30-day months) at the rates per annum as follows:

Maturity Date (December 1)	Principal Amount	Interest Rate

(c) Interest on the Series 2016D Bonds shall be payable from the Interest Payment Date next preceding the date of authentication thereof unless (i) a Series 2016D Bond is authenticated on or before an Interest Payment Date and after the close of business on the preceding Record Date, in which event it shall bear interest from such Interest Payment Date, (ii) a Series 2016D Bond is authenticated on or before the first Record Date, in which event interest thereon shall be payable from the dated date thereof, or (iii) interest on any Series 2016D Bond is in default as of the date of authentication thereof, in which event interest thereon shall be payable from the date to which interest has been paid in full, payable on each Interest Payment Date. Interest shall be paid in lawful money of the United States on each Interest Payment Date to the Persons in whose names the ownership of the Series 2016D Bonds is registered on the Registration Books at the close of business on the immediately preceding Record Date, except as provided below. Interest shall be paid by wire or check of the Trustee mailed by first class mail, postage prepaid, on each Interest Payment Date to the Series 2016D Bond Owners at their respective addresses shown on the Registration Books as of the close of business on the preceding Record Date.

(d) The principal and premium, if any, of the Series 2016D Bonds shall be payable in lawful money of the United States of America upon presentation and surrender thereof upon maturity or earlier redemption at the Office of the Trustee.

(e) The Series 2016D Bonds shall be subject to redemption as provided in Section 13.05.

(f) The Series 2016D Bonds shall initially be issued as Book-Entry Bonds.

(g) The Series 2016D Bonds shall constitute Common Reserve Bonds.

Section. 13.03 Form of Series 2016D Bonds. The Series 2016D Bonds shall be in substantially the form set forth in Exhibit A hereto, with appropriate or necessary insertions, omissions and variations as permitted or required hereby.

Section. 13.04 Deposit of Proceeds of Series 2016D Bonds. On the Series 2016D Closing Date, the proceeds received from the sale of the Series 2016D Bonds shall be deposited by the Trustee as follows:

(1) The Trustee shall deposit in the Costs of Issuance Fund the amount of $[COI Deposit], which the Trustee shall reopen and reestablish in connection with the issuance of the Series 2016D Bonds. On the date that is six months after the Series 2016D Closing Date, the Trustee shall transfer any amounts then remaining in the Costs of Issuance Fund to the Project Fund, and upon such transfer the Costs of Issuance Fund shall be closed.

(2) The Trustee shall deposit the amount of $[Reserve Fund Deposit] in an account designated the "2016 Series D Common Reserve Account," which the Trustee shall establish and maintain within the Reserve Fund. Such amount is equal to the Reserve Requirement.

(3) The Trustee shall deposit the amount of $[CP Take Out Amount] in a fund designated the "Refunded Commercial Paper Note Fund," which the Trustee shall establish and maintain. On the Closing Date, the Trustee shall transfer all amounts in such fund to the Commercial Paper Note Issuing and Paying Agent for payment of the Commercial Paper Notes and, upon such transfer, the Refunded Commercial Paper Note Fund shall be closed.

Section. 13.05 Redemption of Series 2016D Bonds. The Series 2016D Bonds shall be subject to redemption as follows:

(a) *Optional Redemption.* The Series 2016D Bonds maturing on or before December 1, 20__, are not subject to optional redemption prior to their respective stated maturity dates. The Series 2016D Bonds maturing on or after December 1, 20__, are subject to optional redemption prior to their respective stated maturity dates, on any date on or after December 1, 20__, in whole or in part, in Authorized Denominations, from (i) amounts received from the County in connection with the County's exercise of its right pursuant to Section 6.02 of the Sublease to cause Bonds to be optionally redeemed, or (ii) any other source of available funds, at a redemption price equal to the principal amount thereof, plus accrued interest thereon to the date fixed for redemption, without premium.

(b) The Series 2016D Bonds maturing December 1, 20__ shall be subject to mandatory sinking fund redemption, in part, on December 1 in each year, commencing December 1, 20__, at a redemption price equal to the principal amount thereof, plus accrued interest thereon to the date fixed for redemption, without premium, in the aggregate respective principal amounts in the respective years as follows:

Sinking Fund Redemption Date (December 1)	Principal Amount to be Redeemed

(maturity)

If some but not all of the Series 2016D Bonds maturing on December 1, 20__ are redeemed pursuant to Section 3.01 of the Master Indenture, the principal amount of Series 2016D Bonds maturing on December 1, 20__ to be redeemed pursuant to this Section shall be reduced by the aggregate principal amount of the Series 2016D Bonds maturing on December 1, 20__ so redeemed pursuant to Section 3.01 of the Master Indenture, such reduction to be allocated among redemption dates as nearly as practicable on a pro rata basis, in amounts equal to Authorized Denominations, as determined by the Trustee, notice of which determination shall be given by the Trustee to the Authority and the County. If some but not all of the Series 2016D Bonds maturing on December 1, 20__ are redeemed pursuant to Section 13.05(a) hereof, the principal amount of Series 2016D Bonds maturing on December 1, 20__ to be redeemed pursuant to this Section shall be reduced by the aggregate principal amount of the Series 2016D Bonds maturing on December 1, 20__ so redeemed pursuant to Section 13.05(a) hereof, such reduction to be allocated among redemption dates in Authorized Denominations, as designated by the County in a Written Certificate of the County.

(c) *Selection.* If some but not all of the Series 2016D Bonds are redeemed pursuant to Section 13.05(a) hereof, the Trustee shall select the Series 2016D Bonds to be redeemed as directed in a Written Certificate of the County.

Section. 13.06 Tax Covenants. (a) Neither the Authority nor the County will take any action, or fail to take any action, if such action or failure to take such action would adversely affect the exclusion from gross income of interest on the Series 2016D Bonds under Section 103 of the Code. Without limiting the generality of the foregoing, the Authority and the County will comply with the requirements of the Tax Certificate (Series 2016D Bonds), which is incorporated herein as if fully set forth herein. This covenant shall survive payment in full or defeasance of the Series 2016D Bonds.

(b) In the event that at any time the Authority is of the opinion that for purposes of this Section it is necessary or helpful to restrict or limit the yield on the investment of any moneys held by the Trustee in any of the funds or accounts established hereunder, the Authority shall so instruct the Trustee in writing, and the Trustee shall take such action as may be necessary in accordance with such instructions.

(c) Notwithstanding any provisions of this Section, if the Authority shall provide to the Trustee an Opinion of Counsel to the effect that any specified action required under this Section is no longer required or that some further or different action is required to maintain the exclusion from federal income tax of interest on the Series 2016D Bonds, the Trustee may conclusively rely on such opinion in complying with the requirements of this Section and of the Tax Certificate (Series 2016D Bonds), and the covenants hereunder shall be deemed to be modified to that extent.

Section. 13.07 Rebate Fund. (a) There shall be deposited in the Rebate Fund such amounts as are required to be deposited therein pursuant to the Tax Certificate (Series 2016D Bonds). All money at any time deposited in the Rebate Fund shall be held by the Trustee in trust, to the extent required to satisfy the Rebate Requirement (as defined in the Tax Certificate (Series 2016D Bonds)), for payment to the United States of America. Notwithstanding defeasance of the Series 2016D Bonds pursuant to Article XIII hereof or anything to the contrary contained herein, all amounts required to be deposited into or on deposit in the Rebate Fund with respect to the Series 2016D Bonds shall be governed exclusively by this Section and by the Tax Certificate (Series 2016D Bonds) (which is incorporated herein by reference). The Trustee shall be deemed conclusively to have complied with such provisions if it follows the written directions of the Authority, and shall have no liability or responsibility to enforce compliance by the Authority with the terms of the Tax Certificate (Series 2016D Bonds). The Trustee may conclusively rely upon the Authority's determinations, calculations and certifications required by the Tax Certificate (Series 2016D Bonds). The Trustee shall have no responsibility to independently make any calculation or determination or to review the Authority's calculations.

(b) Any funds remaining in the Rebate Fund with respect to the Series 2016D Bonds after payment in full of all of the Series 2016D Bonds and after payment of any amounts described in this Section, shall, upon receipt by the Trustee of a Written Request of the County, be withdrawn by the Trustee and remitted to the County.

Section. 13.08 Continuing Disclosure. The County shall comply with and carry out all of the provisions of the Continuing Disclosure Certificate (Series 2016D Bonds). Notwithstanding any other provision of this Indenture, failure of the County to comply with the Continuing Disclosure Certificate (Series 2016D Bonds) shall not constitute an event of default hereunder; provided, however, that the Trustee may (and, at the written direction of any Participating Underwriter (Series 2016D Bonds) or the holders of at least 25% of the aggregate principal evidenced by Outstanding Series 2016D Bonds, and upon indemnification of the Trustee to its reasonable satisfaction, shall) or any holder or beneficial owner of the Series 2016D Bonds may take such actions as may be necessary and appropriate to compel performance, including seeking mandate or specific performance by court order.

PART 3

MISCELLANEOUS

Part 3.1. Effect of Second Supplemental Indenture. This Second Supplemental Indenture and all of the terms and provisions herein contained shall form part of the Indenture as fully and with the same effect as if all such terms and provisions had been set forth in the Indenture. The Indenture is hereby ratified and confirmed and shall continue in full force and effect in accordance with the terms and provisions thereof, as heretofore amended and supplemented, and as amended and supplemented hereby. If there shall be any conflict between the terms of this Second Supplemental Indenture and the terms of the Indenture (as in effect on the day prior to the effective date of this Second Supplemental Indenture), the terms of this Second Supplemental Indenture shall prevail.

Part 3.2. Execution in Counterparts. This Second Supplemental Indenture may be executed in several counterparts, each of which shall be deemed an original, and all of which shall constitute but one and the same instrument.

Part 3.3. Governing Law. This Second Supplemental Indenture shall be construed and governed in accordance with the laws of the State of California.

Part 3.4. Effective Date. This Second Supplemental Indenture shall become effective upon Series 2016D Closing Date.

IN WITNESS WHEREOF, the parties hereto have executed this Second Supplemental Indenture by their officers thereunto duly authorized as of the day and year first written above.

ZIONS BANK, A DIVISION OF ZB, NATIONAL ASSOCIATION, as Trustee

By: ________________________________
Authorized Officer

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

By: ________________________________
Joseph Kelly,
Treasurer

COUNTY OF LOS ANGELES

By: ________________________________
Joseph Kelly,
Treasurer and Tax Collector

EXHIBIT A

FORM OF SERIES 2016D BOND

No. $____________

LOS ANGELES PUBLIC WORKS FINANCING AUTHORITY
LEASE REVENUE BOND
(MLK HOSPITAL PROJECT), 2016 SERIES D

INTEREST RATE	MATURITY DATE	DATED DATE	CUSIP
%	December 1, 20__	March __, 2015	________

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT: ____________________________ DOLLARS

The Los Angeles County Public Works Financing Authority (the "Authority"), for value received, hereby promises to pay, solely from the Lease Revenues as provided in the Indenture (as hereinafter defined) or amounts in certain funds and accounts held under the Indenture, to the Registered Owner identified above or registered assigns (the "Registered Owner"), on the Maturity Date identified above or on any earlier redemption date, the Principal Amount identified above in lawful money of the United States of America; and to pay interest thereon at the Rate of Interest identified above in like lawful money from the date hereof payable semiannually on June 1 and December 1 in each year, commencing [First Interest Payment Date] (the "Interest Payment Dates"), until payment of such Principal Amount in full. This Bond shall bear interest from the Interest Payment Date next preceding the date of authentication of this Bond (unless this Bond is authenticated on or before an Interest Payment Date and after the fifteenth calendar day of the month preceding such Interest Payment Date, whether or not such day is a business day, in which event it shall bear interest from such Interest Payment Date, or unless this Bond is authenticated on or prior to ________ 15, 2016, in which event it shall bear interest from the Dated Date identified above; provided, however, that if, at the time of authentication of this Bond, interest is in default on this Bond, this Bond shall bear interest from the Interest Payment Date to which interest hereon has previously been paid or duly provided for). The Principal Amount hereof is payable upon surrender hereof upon maturity or earlier redemption at the Office of the Trustee (as hereinafter defined). Interest hereon is payable by wire or check of Zions Bank, a division of ZB, National Association, as trustee for the Owners of the herein referenced Series 2016D Bonds (the "Trustee"), mailed by first class mail on each Interest Payment Date to the Registered Owner hereof at the address of the Registered Owner as it appears on the Registration Books of the Trustee as of the close of business on the fifteenth calendar day of the month preceding such Interest Payment Date. "Office of the Trustee" means the principal corporate trust office of the Trustee in Los Angeles, California, or such other office as may be specified to the Authority by the Trustee in writing.

This Bond is one of a series of a duly authorized issue of bonds issued for the purpose of refinancing the construction of certain public facilities, and is one of the series of bonds designated “Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D” (the “Series 2016D Bonds”) in the aggregate principal amount of $[Principal Amount]. The Series 2016D Bonds are issued pursuant to the Master Indenture, dated as of February 1, 2015, as supplemented by the First Supplemental Indenture, dated as of September 1, 2015, and the Second Supplemental Indenture, dated as of March 1, 2016 (collectively, the “Indenture”), each by and among the Authority, the County of Los Angeles (the “County”) and the Trustee. This reference incorporates the Indenture herein, and by acceptance hereof the owner of this Bond assents to said terms and conditions. The Series 2016D Bonds are on a parity with the Los Angeles County Public Works Financing Authority Lease Revenue Bonds (Multiple Capital Projects), 2015 Series A (the “Series 2015A Bonds”), the Los Angeles County Public Works Financing Authority Lease Revenue Refunding Bonds, 2015 Series B (Tax-Exempt) and the Los Angeles County Public Works Financing Authority Lease Revenue Refunding Bonds, 2015 Series C (Federally Taxable) (collectively, the “Prior Bonds”), previously issued pursuant to the terms of the Indenture. Pursuant to and as more particularly provided in the Indenture, additional bonds (“Additional Bonds”) may be issued by the Authority secured by a lien on a parity with the lien securing the Prior Bonds and the Series 2016D Bonds. The Prior Bonds, the Series 2016D Bonds and any Additional Bonds are collectively referred to as the “Bonds”. The Indenture is entered into, and this Bond is issued under, the Marks-Roos Local Bond Pooling Act of 1985 (the “Act”) and the laws of the State of California. Capitalized undefined terms used herein have the meanings ascribed thereto in the Indenture.

Reference is hereby made to the Indenture and to any and all amendments thereof and supplements thereto for a description of the agreements, conditions, covenants and terms securing the Bonds, for the nature, extent and manner of enforcement of such agreements, conditions, covenants and terms, for the rights, duties and immunities of the Trustee, for the rights and remedies of the Owners of the Bonds with respect thereto and for the other agreements, conditions, covenants and terms upon which the Bonds are issued thereunder, to all of which provisions the Registered Owner by acceptance hereof, assents and agrees.

The Bonds are special obligations of the Authority, payable solely from the Lease Revenues and the other assets pledged therefor under the Indenture. Neither the faith and credit nor the taxing power of the Authority, the County or the State of California, or any political subdivision thereof, is pledged to the payment of the Bonds. The Lease Revenues consist of all Base Rental Payments payable by the County pursuant to the Master Sublease, dated as of February 1, 2015, as supplemented by the First Amendment to Master Sublease, dated as of September 1, 2015, and the Second Amendment to Master Sublease, dated as of March 1, 2016 (collectively, the “Sublease”), each by and between the County, as lessee, and the Authority, as lessor, including any prepayments thereof, any Net Proceeds and any amounts received by the Trustee as a result of or in connection with the Trustee’s pursuit of remedies under the Sublease upon a Lease Default Event. Subject only to the provisions of the Indenture permitting the application thereof for the purposes and on the terms and conditions set forth therein, all of the Lease Revenues and all amounts on deposit from time to time in the funds and accounts established under the Indenture (other than the Rebate Fund) are pledged to the payment of the principal of and interest on the Bonds as provided therein, and the Lease Revenues shall not be used for any other purpose while any of the Bonds remain Outstanding. Said pledge constitutes a first lien on such assets. In order to secure such pledge of the Lease Revenues, the Authority has sold assigned and transferred to the Trustee, irrevocably and absolutely, without recourse, for the benefit of the Owners, all of its right, title and interest in and to the Site Lease and the Sublease, including, without limitation, the right to receive Base Rental Payments and the right to exercise any remedies provided in the Sublease in the event of a default by the County thereunder; provided, however, that the Authority has retained the rights to indemnification and to payment or reimbursement of its reasonable costs and expenses under the Sublease.

The Series 2016D Bonds are authorized to be issued in the form of fully registered bonds in denominations of $5,000 or any integral multiple thereof ("Authorized Denominations").

The Series 2016D Bonds are subject to redemption at the times, in the manner, at the redemption prices and upon notice as specified in the Indenture.

Any Bond may, in accordance with its terms, be transferred upon the Registration Books by the Person in whose name it is registered, in person or by his duly authorized attorney, upon surrender of such Bond for cancellation, accompanied by delivery of a written instrument of transfer, duly executed in a form acceptable to the Trustee. Whenever any Bond or Bonds shall be surrendered for transfer, the Authority shall execute and the Trustee shall authenticate and shall deliver a new Bond or Bonds of the same Series and maturity in a like aggregate principal amount, in any Authorized Denomination. The Trustee shall require the Owner requesting such transfer to pay any tax or other governmental charge required to be paid with respect to such transfer. The Bonds may be exchanged at the Office of the Trustee for a like aggregate principal amount of Bonds of the same Series and maturity of other Authorized Denominations. The Trustee shall require the payment by the Owner requesting such exchange of any tax or other governmental charge required to be paid with respect to such exchange.

To the extent and in the manner permitted by the terms of the Indenture, the provisions of the Indenture may be amended or supplemented by the parties thereto.

The Indenture contains provisions permitting the Authority to make provision for the payment of interest on, and the principal and premium, if any, of any of the Bond so that such Bonds shall no longer be deemed to be outstanding under the terms of the Indenture.

This Bond shall not be entitled to any benefit, protection or security under the Indenture or become valid or obligatory for any purpose until the certificate of authentication and registration hereon endorsed shall have been executed and dated by an authorized signatory of the Trustee.

Unless this Bond is presented by an authorized representative of The Depository Trust Company to the Trustee for registration of transfer, exchange or payment, and any Bond issued is registered in the name of Cede & Co. or such other name as requested by an authorized representative of The Depository Trust Company and any payment is made to Cede & Co., ANY TRANSFER, PLEDGE OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL since the registered owner hereof, Cede & Co., has an interest herein.

It is hereby certified that all acts, conditions and things required by law to exist, to have happened and to have been performed precedent to and in the issuance of the Bonds do exist, have happened and have been performed in due time, form and manner as required by law.

IN WITNESS WHEREOF, the Authority has caused this Bond to be signed in its name and on its behalf by the manual or facsimile signature of its Chairman of the Authority, attested by the manual or facsimile signature of the Secretary, all as of the Dated Date identified above.

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

By: ________________________________
Chairman

Attest:

____
Secretary

FORM OF TRUSTEE'S CERTIFICATE OF AUTHENTICATION

This is one of the Series 2016D Bonds described in the within-mentioned Indenture and registered on the Registration Books.

Date:____________________

ZIONS BANK, A DIVISION OF ZB, NATIONAL ASSOCIATION

By: __________________________________
Authorized Signatory

ASSIGNMENT

For value received the undersigned hereby sells, assigns and transfers unto ___________________________________ whose address and social security or other tax identifying number is _____________________, the within-mentioned Bond and hereby irrevocably constitute(s) and appoint(s) _______________________________ attorney, to transfer the same on the registration books of the Trustee with full power of substitution in the premises.

Dated: ____________

Signature Guaranteed:

____

Note: Signature(s) must be guaranteed by an eligible guarantor.

____

Note: The signature(s) on this Assignment must correspond with the name(s) as written on the face of the within Bond in every particular without alteration or enlargement or any change whatsoever.

EXHIBIT B

THE PROJECT

1. Main Lobby and Admitting Building (the “MLA Building”). The MLA Building will occupy approximately 8,402 square feet and includes a lobby, conference rooms, cashiers stations, gift shop, vending area and a waiting room. Improvements to the existing MLA Building include removal and replacement of the roof, and pre-casting concrete exterior wall panels, gypsum-board wall and metal studs and the exterior window system.

2. In-Patient Tower Building (the “IPT Building”). Improvements to the existing IPT Building include improvements to allow the building to serve as a 185,706 square-foot licensed community hospital with 120 acute care beds, demolition and renovation of interior spaces on all floors including the roof and penthouse level, construction of treatment rooms, ultra-sound, radiology, electrical rooms and medical gas room.

3. Hospital Service Building (the “HSB Building”). Improvements to the existing 29,067 square-foot concrete HSB Building include structural seismic upgrade, tenant improvement upgrade to allow the building to provide ‘back-of-house’ services to the affiliated new 120-bed acute care facility, demolition of the existing stairs, existing loading dock and interior spaces on both levels, construction of a kitchen, linen storage, waste management, mail room, storage, a reception area, staff offices and an electrical room.

4. Ancillary Building (the “Ancillary Building”). This component of the Project entails construction of a new 25,917 square-foot building to house a kitchen and outdoor cafeteria, lobby, meeting rooms, and offices. The Ancillary Building includes a basement that will house the mechanical room, passenger and freight elevators, electrical and storage rooms.

5. Healing Garden (the “Healing Garden”). Improvements to an existing courtyard to construct an artist-inspired Healing Garden.

$[_________]
LOS ANGELES COUNTY
PUBLIC WORKS FINANCING AUTHORITY
Lease Revenue Bonds
(MLK Hospital Project), 2016 Series A

BOND PURCHASE AGREEMENT

___________, 2016

Los Angeles County Public Works Financing Authority
Los Angeles, California

Board of Supervisors
County of Los Angeles, California
Los Angeles, California

Ladies and Gentlemen:

The undersigned, J.P. Morgan Securities LLC, as Representative (the "Representative") on behalf of itself and the other underwriters set forth on Exhibit A hereto (the "Underwriters"), offers to enter into this Bond Purchase Agreement (the "Bond Purchase Agreement") with the Los Angeles County Public Works Financing Authority (the "Authority") and the County of Los Angeles (the "County"), a political subdivision of the State of California (the "State"), which, upon acceptance of this offer by the Authority and the County, will be binding upon the Authority, the County and the Underwriters. This offer made is subject to receipt by the Underwriters of the documents referred to in Section 9 hereof and to acceptance by the Authority and the County by execution and delivery of this Bond Purchase Agreement to the Underwriters at or prior to 8:00 P.M., California time, on the date first above written, and if not so accepted will be subject to withdrawal by the Underwriters upon notice delivered to the Authority and the County at any time prior to the acceptance hereof by the Authority and the County. Capitalized terms in this Bond Purchase Agreement that are not otherwise defined herein shall have the meanings given to such terms in the Indenture.

1. Purchase and Sale. Upon the terms and conditions and upon the basis of the representations, warranties, covenants and agreements hereinafter set forth, the Underwriters hereby agree to purchase from the Authority to offer to the public, and the Authority hereby agrees to cause, Zions First National Bank, as Trustee ("the Trustee"), to deliver to the Underwriters for such purpose, all (but not less than all), in the manner provided herein, of the Authority's (a) $[___________] aggregate principal amount of Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project) 2016 Series A (the "Series 2016A Bonds"). The Series 2016A Bonds are being issued pursuant to the Master Indenture, dated as of February 1, 2015 (the "Original Indenture"), by and among the County, the Authority and the Trustee, as amended and supplemented by the Second Supplemental Indenture, dated as of [March 1, 2016], by and among the County, the Authority and the Trustee (the Original Indenture, as so amended and supplemented, the "Indenture").

The Series 2016A Bonds shall be delivered in fully registered form in denominations of $5,000 or any integral multiple thereof. The Series 2016A Bonds shall be dated their date of delivery and mature on the dates and in the principal amounts, and shall be computed at the interest rates, all as shown in Exhibit B. Interest on the Series 2016A Bonds will be payable semiannually each June 1 and December 1, commencing on [June/December] 1, 2016. The Series 2016A Bonds shall otherwise be as described in the Official Statement (as defined herein) with respect to the Series 2016A Bonds, dated [_________], 2016 (as further defined below), and be subject to redemption as provided therein.

The aggregate purchase price of the Series 2016A Bonds shall be $[_________] representing the aggregate principal amount of the Series 2016A Bonds, [plus][less] a [net] original issue [premium][discount] of $[__________] and less underwriters' discount of $[__________].

The Authority and the County acknowledge and agree that: (a) the purchase and sale of the Series 2016A Bonds pursuant to this Bond Purchase Agreement is an arm's-length commercial transaction between (i) the Authority and the County and (ii) the Underwriters; (b) the Underwriters are acting solely as underwriters and principals in connection with the matters contemplated by and all communications under this Bond Purchase Agreement, and are not acting as the agents or fiduciaries or Municipal Advisors (as defined in Section 15B of the Securities and Exchange Act of 1934) of the Authority or the County and their advisors in connection with the matters contemplated by this Bond Purchase Agreement; (c) the Underwriters have financial and other interests that differ from those of the Authority and the County; and (d) in connection with the purchase and sale of the Series 2016A Bonds, the Authority and the County have consulted their own financial and other advisors to the extent they have deemed appropriate. The Authority and the County also acknowledge that they previously received from each of the Underwriters a letter regarding Municipal Securities Rulemaking Board ("MSRB") Rule G-17 Disclosures, and that they have provided to the Underwriters acknowledgements of such letters.

2. The Series 2016A Bonds. The Series 2016A Bonds shall be issued in accordance with Article 4, Chapter 5, Division 7, Title 1 (commencing with Section 6584) of the California Government Code (the "Act"), the Indenture, a Resolution of the Authority approving the issuance of the Series 2016A Bonds and certain matters relating thereto (the "the Authority Resolution"), and a Resolution of the County approving the issuance of the Series 2016A Bonds and certain matters relating thereto (the "County Resolution").

The Series 2016A Bonds are special obligations of the Authority that are secured and payable solely from Lease Revenues (as that term is defined in the Indenture), including Base Rental Payments (as that term is defined in the Indenture) payable by the County pursuant to that certain Master Sublease Agreement, dated as of February 1, 2015, as supplemented by a First Amendment to Master Sublease, dated as of September 1, 2015 (the "Original Sublease"), by and between the County and the Authority, as amended and supplemented by the Second Amendment to Sublease, dated as of March 1, 2016, by and between the County and the Authority (the Original Sublease, as so amended and supplemented, the "Sublease"), relating to certain real properties and improvements located thereon (the "Property"), and the other assets pledged thereafter under the Indenture. In connection therewith, the County and the Authority have entered into a Master Site Lease, dated as of February 1, 2015, as supplemented by a First Amendment to Master Site Lease, dated as of September 1, 2015 (the "Original Site Lease"), as amended and supplemented by the Second Amendment to Site Lease, dated as of March 1, 2016 (the Original Site Lease, as so amended and supplemented, the "Site Lease"), providing for the lease of the Property by the County to the Authority. The Sublease provides for the sublease of the Property from the Authority back to the County. Pursuant to the Original Indenture, the Authority has assigned to the Trustee certain of its rights, title and interest in and to the Original Site Lease and the Original Sublease and will further assign to the Trustee certain of its rights, title and interest in and to the Site Lease and the Sublease, as amended.

3. Purpose of the Series 2016A Bonds. The proceeds of the Series 2016A Bonds will be used to (a) finance and refinance certain capital improvement projects described in the Official Statement,

including payment of certain Lease Revenue Obligation Commercial Paper Notes issued by the Los Angeles County Capital Asset Leasing Corporation for, among other purposes, the financing of a portion of the costs of the acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the community hospital located at 12021 South Wilmington Avenue, Los Angeles, California, commonly known as Martin Luther King, Jr. Community Hospital, (b) fund a portion of the Common Reserve Account established under the Indenture for the lease revenue bonds previously issued by the Authority and the Series 2016A Bonds, and (c) pay certain costs of issuance incurred in connection with the issuance of the Series 2016A Bonds.

4. Offering. (a) It shall be a condition to the Authority's obligation to sell and issue the Series 2016A Bonds to the Underwriters and to the Underwriters' obligations to purchase, to accept delivery of and to pay for Series 2016A Bonds that the entire aggregate principal amount of the Series 2016A Bonds referred to in Section 1 shall be issued by the Authority and purchased, accepted and paid for by the Underwriters at Closing (as defined herein). The Underwriters agree to make an initial public offering of all of the Series 2016A Bonds at the public offering prices (or yields) set forth on Exhibit B attached hereto and incorporated herein by reference. Subsequent to the initial public offering, the Underwriters reserve the right to change the public offering prices (or yields) as the Underwriters deem necessary in connection with the marketing of the Series 2016A Bonds, provided that the Underwriters shall not change the interest rates set forth on Exhibit B. The Series 2016A Bonds may be offered and sold to certain dealers (including dealers depositing the Series 2016A Bonds into investment trusts) at prices lower than such initial public offering prices. The County and the Authority hereby authorize the use by the Underwriters of this Bond Purchase Agreement, the Indenture, the Sublease, the Site Lease, the Authority Resolution, the County Resolution, the Continuing Disclosure Certificate (hereinafter defined), and the Official Statement, and any supplements or amendments thereto, and the information contained in each of such documents, in connection with the public offering and sale of the Series 2016A Bonds (each as defined herein and, collectively, the "Legal Documents").

(b) The Underwriters agree as follows:

(i) to file, on or before the date of Closing, a copy of the Official Statement, including any supplements thereto, with the MSRB through its Electronic Municipal Market Access system; and

(ii) to comply with rules of the Securities & Exchange Commission and the MSRB which are applicable to the Underwriters governing the offering, sale and delivery of the Series 2016A Bonds to the ultimate purchasers.

5. Official Statement. Upon the Authority's and the County's acceptance of this offer, the Authority and the County shall be deemed to have ratified, approved and confirmed the Preliminary Official Statement dated [_________], 2016 (together with any appendices thereto, any documents incorporated therein by reference and any supplements or amendments thereto and as disseminated in its printed physical form or in electronic form in all respects materially consistent with such physical form, the "Preliminary Official Statement") with respect to the Series 2016A Bonds, in connection with the public offering and sale of the Series 2016A Bonds by the Underwriters. The Authority shall deliver the Official Statement to the Underwriters (a) in "designated electronic format" (as defined in Rule G-32 of the Municipal Securities Rulemaking Board) and (b) in printed form in such quantities as the Underwriters shall reasonably request, dated the date hereof, substantially in the form of the Preliminary Official Statement, with only such changes as shall have been accepted by the Representative (said document, including its cover page, inside cover page and appendices, as the same may be amended and supplemented in accordance with this Bond Purchase Agreement and as disseminated in its printed physical form or in electronic form in all respects materially consistent with such physical form, the

"Official Statement"), approved for distribution pursuant to the Authority Resolution and the County Resolution. The Authority shall, as soon as practicable, but not later than seven (7) business days from the date hereof, deliver to the Underwriters such copies of the Official Statement and, in the event the date of Closing is less than seven (7) business days after the date hereof, upon request of the Representative, in sufficient time to accompany any confirmation requesting payment from any customers of any Underwriter and not later than three (3) business days prior to Closing; provided, however, that the failure of the County to comply with this requirement due to any circumstance outside of the control of the County shall not constitute cause for a failure of or refusal by the Underwriters to accept delivery of, or pay for, the Series 2016A Bonds.

6. Representations, Warranties and Agreements of the County. The County hereby represents, warrants and agrees with the Underwriters as follows:

(a) the County is, and will be on the date of Closing, a political subdivision of the State organized and operating pursuant to the Constitution and laws of the State with the full power and authority to execute and deliver the Legal Documents to be executed by it and to own its properties and to carry on its business as presently conducted;

(b) by official action of the County, prior to or concurrently with the acceptance hereof, the County has duly authorized and approved the execution and delivery of, and the performance by the County of the obligations on its part contained in, the Legal Documents to be executed by it and the consummation by it of all other transactions contemplated by the Legal Documents;

(c) this Bond Purchase Agreement, the Preliminary Official Statement and the Official Statement have been, as of the date hereof, and the other Legal Documents will have been as of the date of Closing, duly authorized, executed and delivered by the County and constitute legal, valid and binding agreements of the County, enforceable in accordance with their respective terms, except as enforcement thereof may be limited by bankruptcy, insolvency or other laws affecting enforcement of creditors' rights generally and by the application of equitable principles if equitable remedies are sought;

(d) to the best knowledge of the County, the execution and delivery of the Legal Documents by the County and compliance with the provisions on the County's part contained herein and therein, will not in any material respect conflict with or constitute a breach of or default under any law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument to which the County is a party or to which the County or any of the Property or its assets is otherwise subject, nor will any such execution, delivery, adoption or compliance result in the creation or imposition of any lien, charge or other security interest or encumbrance of any nature whatsoever upon any of the properties or assets of the County under the terms of any such law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument, except as provided in the Legal Documents executed by the County;

(e) to the best knowledge of the County, the County is not in breach of or default under any applicable law or administrative regulation of the State or any applicable judgment or decree or any loan agreement, indenture, bond, note, resolution, agreement or other instrument to which the County is a party or is otherwise subject, which breach or default would materially adversely affect the County's ability to enter into or perform its obligations under the Legal Documents to be executed by it, and, no event has occurred and is continuing which, with the passage of time or the giving of notice, or both, would constitute such a breach or default;

(f) to the best knowledge of the County, and except as disclosed in the Preliminary Official Statement and in the Official Statement, there is no action, suit, proceeding, inquiry or investigation, at law or in equity, before or by any court, governmental agency, public board or body, pending in which service of process has been completed against the County or threatened against the County in any material respect affecting the existence of the County or the titles of its officers to their respective offices or seeking to prohibit, restrain or enjoin the adoption of the County Resolution or the payment of Base Rental Payments as required under the Sublease or in any way contesting or affecting the validity or enforceability of the Act or the Legal Documents or contesting the powers of the County or its authority to enter into, adopt or perform its obligations under any of the foregoing, or contesting in any way the completeness or accuracy of the Preliminary Official Statement or the Official Statement, or any amendment or supplement thereto, wherein an unfavorable decision, ruling or finding would materially adversely affect the validity or enforceability of the Legal Documents to be executed by the County or this Bond Purchase Agreement or that could have a material adverse impact upon the ability of the County to enter into or perform its obligations under such documents or that may result in any material adverse change in the business, properties, assets or the financial condition of the County or in any way contesting the existence or powers of the County;

(g) the County will furnish such information, execute such instruments and take such other actions in cooperation with the Representative as the Representative may reasonably request in order (i) to qualify the Series 2016A Bonds for offer and sale under the blue sky or other securities laws and regulations of such states and other jurisdictions of the United States as the Representative may designate and (ii) to determine the eligibility of the Series 2016A Bonds for investment under the laws of such states and other jurisdictions, and will use its best efforts to continue such qualification in effect so long as required for distribution of the Series 2016A Bonds; provided, however, that in no event shall the County be required to qualify to do business or consent to service of process in any jurisdiction without its approval;

(h) the information contained in the Preliminary Official Statement was, as of the date thereof, and is, as of the date hereof (excluding any information permitted to be omitted pursuant to Rule 15c2-12 of the Securities and Exchange Commission ("Rule 15c2-12")), and the information contained in the Official Statement will be, as of the date of Closing, true and correct in all material respects and such information did not, does not and will not, as applicable, contain any untrue or misleading statement of a material fact or omit to state any material fact necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading;

(i) if between the date hereof and the date which is 25 days after the End of the Underwriting Period for the Series 2016A Bonds, an event occurs which might or would cause the information contained in the Official Statement, as then supplemented or amended, to contain an untrue statement of a material fact or to omit to state a material fact necessary to make such information therein, in the light of the circumstances under which it was presented, not misleading, the County will notify the Representative, and, if in the reasonable opinion of the Representative, such event requires the preparation and publication of a supplement or amendment to the Official Statement, the County shall cooperate with the Authority in preparing and furnishing to the Underwriters (at the expense of the County) a reasonable number of copies of an amendment of or supplement to the Official Statement (in form and substance satisfactory to counsel for the Underwriters) that will amend or supplement the Official Statement so that it will not contain an untrue statement of a material fact or omit to state a material fact necessary in order to make the statements therein, in the light of the circumstances existing at the time the Official Statement is delivered to prospective purchasers, not misleading; provided that, for the purposes of this subsection, between the date hereof and the date that is 25 days after the End of the Underwriting Period for the Series 2016A Bonds, the County will furnish such information with respect to itself as the Representative may from time to time reasonably request; provided, further, as used in this Bond Purchase Agreement, the term "End of the Underwriting Period" for the Series 2016A Bonds shall mean the earlier of (i) the date of Closing unless the County and the Authority shall have been notified in writing to the contrary by the Representative on or prior to said date or (ii) the date on which the End of the Underwriting Period for the Series 2016A Bonds has occurred under Rule 15c2-12, provided, however, that the County and the Authority may treat as the End of the Underwriting Period for the Series 2016A Bonds as the date specified as such in a notice from the Representative stating the date that is the End of the Underwriting Period;

(j) if the information contained in the Official Statement is amended or supplemented pursuant to the terms hereof, at the time of each supplement or amendment thereto and (unless subsequently again supplemented or amended pursuant to such subparagraph) at all times subsequent thereto up to and including the date which is 25 days after the End of the Underwriting Period for the Series 2016A Bonds, the County will further amend or supplement the Official Statement so that the Official Statement, as supplemented or amended (including any financial and statistical data contained therein), will not contain any untrue statement of a material fact or omit to state a material fact necessary to make such information therein, in the light of the circumstances under which it was presented, not misleading;

(k) except as may be required under blue sky or other securities laws of any state, no consent, approval, authorization or order of any State court or governmental body is required for the consummation by the County of the transactions contemplated by the Official Statement, except such as have been obtained and except such as may be required under state securities or blue sky laws in connection with the purchase and distribution of the Series 2016A Bonds by the Underwriters;

(l) after the date of Closing, the County will not participate in the issuance of any amendment of or supplement to the Official Statement to which, after being furnished with a copy, the Representative shall reasonably object in writing or which shall be disapproved by counsel for the Underwriters;

(m) except as set forth in the Official Statement, the County has not within the last five years failed to comply in any material respect with any continuing disclosure undertakings with regard to Rule 15c2-12;

(n) the financial statements of, and other financial information regarding, the County contained in the Official Statement fairly present the financial position and results of the operations of the County as of the dates and for the periods therein set forth, and, to the best of the County's knowledge, (i) the audited financial statements have been prepared in accordance with generally accepted accounting principles consistently applied, and (ii) the other financial information has been determined on a basis substantially consistent with that of the County's audited financial statements included in the Official Statement;

(o) any certificate signed by an Authorized County Representative and delivered to the Representative pursuant to this Bond Purchase Agreement shall be deemed a representation and warranty by the County to each of the Underwriters as to the truth of the statements therein made; and

(p) the exceptions set forth in the preliminary title report with respect to the Property, subject to permitted encumbrances, do not, and the exceptions set forth in the policy or policies of title insurance will not, materially impair the value of the Property, the existing facilities thereon or the sites thereof, nor materially impair the County's enjoyment of the same for any purposes for which they are, or may reasonably be expected to be, used.

7. <u>Representations, Warranties and Agreements of the Authority</u>. The Authority represents, warrants and agrees with the Underwriters as follows:

(a) the Authority is, and will be on the date of Closing, a joint exercise of powers authority duly organized and operating pursuant to Chapter 5, Division 7, Title 1 of the California Government Code with the full power and authority to issue the Series 2016A Bonds, execute and deliver the Legal Documents to be executed by it and own its properties and carry on its business as presently conducted;

(b) by official action of the Authority prior to or concurrently with the acceptance hereof, the Authority has duly authorized and approved the execution and delivery of, and the performance by the Authority of the obligations on its part contained in the Legal Documents to be executed by it and the consummation by it of all other transactions contemplated by the Legal Documents;

(c) this Bond Purchase Agreement, the Preliminary Official Statement and the Official Statement have been, as of the date hereof, and the other Legal Documents will have been as of the date of Closing, duly authorized, executed and delivered by the Authority and constitute legal, valid and binding agreements of the Authority, enforceable in accordance with their respective terms, except as enforcement thereof may be limited by bankruptcy, insolvency or other laws affecting enforcement of creditors' rights generally and by the application of equitable principles if equitable remedies are sought;

(d) to the best knowledge of the Authority, the issuance of the Series 2016A Bonds and the execution and delivery of the Legal Documents by the Authority and compliance with the provisions on the Authority's part contained herein and therein, will not in any material respect conflict with or constitute a breach of or default under any law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument to which the Authority is a party or is otherwise subject, nor will any such execution, delivery, adoption or compliance result in the creation or imposition of any lien, charge or other security interest or encumbrance of any nature whatsoever upon any of the properties or assets of the Authority under the terms of any such law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument, except as provided in the Series 2016A Bonds or the Legal Documents executed by the Authority;

(e) to the best knowledge of the Authority, the Authority is not in breach of or default under any applicable law or administrative regulation of the State or any applicable judgment or decree or any loan agreement, indenture, bond, note, resolution, agreement or other instrument to which the Authority is a party or is otherwise subject, which breach or default would materially adversely affect the Authority's ability to issue the Series 2016A Bonds or enter into or perform its obligations under the Legal Documents to be executed by it, and, no event has occurred and is continuing which, with the passage of time or the giving of notice, or both, would constitute such a breach or default;

(f) to the best knowledge of the Authority, there is no action, suit, proceeding, inquiry or investigation, at law or in equity, before or by any court, governmental agency, public board or body, pending in which service of process has been completed against the Authority or threatened against the Authority in any material respect affecting the existence of the Authority or the titles of its officers to their respective offices or seeking to prohibit, restrain or enjoin the adoption of the Authority Resolution or the sale, execution or delivery of the Series 2016A Bonds or the payment of principal and interest on the Series 2016A Bonds or in any way contesting or affecting the validity or enforceability of the Series 2016A Bonds, the Legal Documents or contesting the powers of the Authority or its authority to enter into, adopt or perform its obligations under any of the foregoing, or contesting in any way the completeness or accuracy of the Preliminary Official Statement or the Official Statement, or any amendment or supplement thereto, wherein an unfavorable decision, ruling or finding would materially adversely affect the validity or enforceability of the Legal Documents to be executed by the Authority or this Bond Purchase Agreement or that could have a material adverse impact upon the ability of the Authority to issue the Series 2016A Bonds or enter into or perform its obligations under such documents or that may result in any material adverse change in the business, properties, assets or the financial condition of the Authority or in any way contesting the existence or powers of the Authority;

(g) the Authority will furnish such information, execute such instruments and take such other actions in cooperation with the Representative as the Representative may reasonably request in order (i) to qualify the Series 2016A Bonds for offer and sale under the blue sky or other securities laws and regulations of such states and other jurisdictions of the United States as the Representative may designate and (ii) to determine the eligibility of the Series 2016A Bonds for investment under the laws of such states and other jurisdictions, and will use its best efforts to continue such qualification in effect so long as required for distribution of the Series 2016A Bonds; provided, however, that in no event shall the Authority be required to qualify to do business or consent to service of process in any jurisdiction without its approval;

(h) the information contained in the Preliminary Official Statement was, as of the date thereof, and is, as of the date hereof (excluding any information permitted to be omitted pursuant to Rule 15c2-12), and the information contained in the Official Statement will be, as of the date of Closing, true and correct in all material respects and such information did not, does not and will not, as applicable, contain any untrue or misleading statement of a material fact or omit to state any material fact necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading;

(i) if between the date hereof and the date which is 25 days after the End of the Underwriting Period for the Series 2016A Bonds, an event occurs which might or would cause the information contained in the Official Statement, as then supplemented or amended, to contain an untrue statement of a material fact or to omit to state a material fact necessary to make such information therein, in the light of the circumstances under which it was presented, not misleading, the Authority will notify the Representative, and, if in the reasonable opinion of the Underwriters, such event requires the preparation and publication of a supplement or amendment to the Official Statement, the Authority shall forthwith prepare and furnish to the Underwriters (at the expense of the County) a reasonable number of copies of an amendment of or supplement to the Official Statement (in form and substance satisfactory to counsel for the Underwriters) that will amend or supplement the Official Statement so that it will not contain an untrue statement of a material fact or omit to state a material fact necessary in order to make the statements therein, in the light of the circumstances existing at the time the Official Statement is delivered to prospective purchasers, not misleading; provided that, for the purposes of this subsection, between the date hereof and the date that is 25 days after the End of the Underwriting Period for the Series 2016A Bonds, the Authority will furnish such information with respect to itself as the Representative may from time to time reasonably request;

(j) if the information contained in the Official Statement is amended or supplemented pursuant to the terms hereof, at the time of each supplement or amendment thereto and (unless subsequently again supplemented or amended pursuant to such subparagraph) at all times subsequent thereto up to and including the date which is 25 days after the End of the Underwriting Period for the Series 2016A Bonds, the Authority will further amend or supplement the Official Statement so that the Official Statement, as supplemented or amended (including any financial and statistical data contained therein), will not contain any untrue statement of a material fact or omit to state a material fact necessary to make such information therein, in the light of the circumstances under which it was presented, not misleading;

(k) except as may be required under blue sky or other securities laws of any state, no consent, approval, authorization or order of any State court or governmental body is required for the consummation by the Authority of the transactions contemplated by the Official Statement, except such as have been obtained and except such as may be required under state securities or blue sky laws in connection with the purchase and distribution of the by the Underwriters;

(l) after the date of Closing, the Authority will not participate in the issuance of any amendment of or supplement to the Official Statement to which, after being furnished with a copy, the Representative shall reasonably object in writing or which shall be disapproved by counsel for the Underwriters; and

(m) any certificate signed by an Authorized Authority Representative and delivered to the Representative pursuant to this Bond Purchase Agreement shall be deemed a representation and warranty by the Authority to each of the Underwriters as to the truth of the statements therein made.

8. Closing. At 8:00 a.m., California time, on [__________], 2016, or at such other date and time as shall have been mutually agreed upon by the Authority, the County and the Representative, the Authority will issue or cause to be issued to the Representative the Series 2016A Bonds in definite form duly executed and authenticated by the Trustee in book-entry form through the facilities of The Depository Trust Company, New York, New York ("DTC") as described below, or at such other place upon which the Representative, the Authority and the County may mutually agree, and the other documents hereinafter mentioned shall be delivered at the office of Hawkins Delafield & Wood LLP, Los Angeles, California ("Bond Counsel"), or at such other place as shall have been mutually agreed upon by the Authority, the County and the Representative. Subject to the terms and conditions hereof, the Representative will accept delivery of the Series 2016A Bonds and pay the purchase price thereof as set forth herein in federal or other immediately available funds (such delivery of and payment for the Series 2016A Bonds is herein called the "Closing"). The Series 2016A Bonds shall be prepared and delivered to the Representative on the date of Closing in the form of one certificate for each maturity of the Series 2016A Bonds, fully registered in the name of Cede & Co., as nominee of DTC.

9. Closing Conditions. The Underwriters have entered into this Bond Purchase Agreement in reliance upon the representations, warranties and agreements of the Authority and the County contained herein, the representations, warranties and agreements to be contained in the documents and instruments to be delivered at Closing and upon the performance by the Authority and the County of their respective obligations herein, both as of the date hereof and as of the date of Closing. Accordingly, the Underwriters' obligations under this Bond Purchase Agreement to purchase, accept issuance of, and pay for the Series 2016A Bonds shall be conditioned upon the performance by the Authority and the County of their obligations to be performed herein and the accuracy and delivery of the documents and instruments required to be delivered hereby at or prior to the date of Closing, and shall also be subject to the following additional conditions:

(a) the representations and warranties of the Authority and the County contained or incorporated herein shall be true, complete and correct in all material respects at the date hereof and on and as of the date of Closing as if made on the date of Closing;

(b) at the time of Closing, the Legal Documents shall be in full force and effect as valid and binding agreements between the various parties thereto, and the Legal Documents and the Official Statement shall not have been amended, modified or supplemented after the date thereof except as may have been agreed to in writing by the Representative, there shall be in full force and effect such resolutions as, in the opinion of Bond Counsel, shall be necessary in connection with the transactions contemplated hereby and by the Legal Documents and the County and the Authority shall have performed their obligations required under or specified in the Legal Documents to be performed at or prior to Closing;

(c) at the time of Closing, all official actions of the Authority and the County relating to the Legal Documents and the Series 2016A Bonds shall be in full force and effect in accordance with their respective terms and shall not have been amended, modified or supplemented in any material respect from the date hereof except as may have been agreed to in writing by the Representative;

(d) at the time of Closing, the Official Statement (as amended and supplemented) shall be true and correct in all material respects, and shall not omit any statement or information necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading;

(e) at or prior to the time of Closing, the Representative shall receive the following documents, in each case reasonably satisfactory in form and substance to the Representative:

(i) the Official Statement and each supplement or amendment thereto, if any;

(ii) a certified copy of the Statement of Facts Roster of Public Agencies Filing of the Authority, together with all amendments thereto;

(iii) executed copies of the Legal Documents;

(iv) the unqualified approving opinion of Hawkins Delafield & Wood LLP, Bond Counsel, dated the date of Closing and addressed to the Authority and the County, substantially in the form set forth in Appendix F to the Official Statement, together with a letter of such counsel, dated the date of Closing and addressed to the Underwriters, to the effect that the foregoing approving legal opinion addressed to the Authority and the County may be relied upon by the Underwriters to the same extent as if such letter were addressed to them;

(v) a supplemental opinion of Bond Counsel dated the date of Closing and addressed to the Underwriters to the effect that:

(A) this Bond Purchase Agreement and the Continuing Disclosure Certificate of the County (the "Continuing Disclosure Certificate") have been duly authorized, executed and delivered by the County and, assuming due authorization, execution and delivery by the other party thereto (if any), constitute the valid and binding agreements of the County, enforceable against the County in accordance with their respective terms, except as the same may be limited by bankruptcy, moratorium, insolvency, reorganization or other laws relating to or affecting the enforcement of creditors' rights generally, by the exercise of judicial discretion in accordance with general principles of equity or otherwise in appropriate cases (regardless of whether such enforceability is considered in a proceeding in equity or at law) and by the limitation upon legal remedies against public agencies in the State;

(B) the Series 2016A Bonds are exempt from the registration requirements of the Securities Act of 1933, as amended, and the Indenture is exempt from qualification pursuant to the Trust Indenture Act of 1939, as amended; and

(C) the statements contained in the Official Statement under the captions "THE SERIES 2016A BONDS," "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016A BONDS" and "TAX MATTERS," and in APPENDIX C – "Summary of Principal Legal Documents," insofar as such statements purport to summarize certain provisions of the Series 2016A Bonds, the Site Lease, the Sublease and the Indenture, and applicable Federal and State tax law, are accurate in all material respects;

(vi) an opinion of the County Counsel, as counsel to the County, dated the date of Closing and addressed to the Underwriters to the effect that:

(A) the County is a political subdivision of the State, duly organized and validly existing pursuant to the laws and Constitution of the State, and has full legal right, power and authority to execute and deliver, and to perform its obligations under, the Legal Documents to which it is a party;

(B) the County Resolution was duly adopted at a meeting of the Board of Supervisors of the County, as the governing board of the County, which was called and held pursuant to law and with all public notice required by law and at which a quorum was present and acting at the time of adoption;

(C) the Legal Documents to which the County is a party have been duly authorized, executed and delivered by the County, and, assuming due authorization, execution and delivery by the other respective parties thereto, constitute legal, valid and binding obligations of the County, enforceable against the County in accordance with their respective terms;

(D) to the best of County Counsel's knowledge, the County is not in breach of or default under any applicable law or administrative regulation of the State or any applicable judgment or decree or any loan agreement, indenture, bond, note, resolution, agreement or other instrument to which the County is a party or is otherwise subject, which breach or default would materially adversely affect the County's ability to enter into or perform its obligations under the Legal Documents to be executed by it, and, to the best of County Counsel's knowledge, no event has occurred and is continuing which, with the passage of time or the giving of notice, or both, would constitute such a breach or default; and the execution and delivery of the Legal Documents by the County and compliance with the provisions on the County's part contained herein and therein, will not in any material respect conflict with or constitute a breach of or default under any law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument known to County Counsel after reasonable inquiry to which the County is a party or to which the County or the Property or its assets is otherwise subject, nor will any such execution, delivery, adoption or compliance result in the creation or imposition of any lien, charge or other security interest or encumbrance of any nature whatsoever upon any of the properties or assets of the County under the terms of any such law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument, except as provided in the Legal Documents executed by the County;

(E) to the best of County Counsel's knowledge, and except as disclosed in the Official Statement, there is no action, suit, proceeding, inquiry or investigation, at law or in equity, before or by any court, government agency, public board or body, pending in which service of process has been completed against the County or threatened against the County affecting the corporate existence of the County or the titles of its officers to their respective offices, or affecting or seeking to prohibit, restrain or enjoin the County's covenant to make the necessary annual appropriations for all the Base Rental Payments as required under the Sublease or contesting or affecting as to the County the validity or enforceability of the Act or the Legal Documents, [or contesting the tax exempt status of payment and interest as would be received by the Owners of the Series 2016A Bonds,] or contesting the completeness or accuracy of the Official Statement or any supplement or amendment thereto, or contesting the powers of the County or any authorization in connection with the adoption of the County Resolution, or the execution and delivery by the County of the Legal Documents to which the County is party wherein an unfavorable decision, ruling or finding which would materially adversely affect the validity or enforceability of the Act as to the County or the performance by the County of its obligations under and in connection with the Legal Documents to which the County is a party; and

(F) the preparation and distribution of the Official Statement have been duly authorized by the Board of Supervisors of the County;

(vii) an opinion of the County Counsel, as counsel to the Authority, dated the date of Closing and addressed to the Underwriters to the effect that:

(A) the Authority is a joint exercise of powers authority duly organized and operating pursuant to Chapter 5, Division 7, Title 1 of the California Government Code, and has full legal right, power and authority to execute and deliver, and to perform its obligations under the Legal Documents to which it is a party and the Series 2016A Bonds;

(B) the Authority Resolution was duly adopted at a meeting of the Board of Directors of the Authority, which was called and held pursuant to law and with all public notice required by law and at which a quorum was present and acting at the time of adoption;

(C) the Legal Documents and the Series 2016A Bonds have been duly authorized, executed and delivered and issued, as applicable, by the Authority and, assuming due authorization, execution and delivery by the other respective parties thereto, constitute legal, valid and binding obligations of the Authority, enforceable against the Authority in accordance with their respective terms;

(D) to the best of County Counsel's knowledge, the Authority is not in breach of or default under any applicable law or administrative regulation of the State or any applicable judgment or decree or any loan agreement, indenture, bond, note, resolution, agreement or other instrument to which the Authority is a party or is otherwise subject, which breach or default would materially adversely affect the Authority's ability to issue the Series 2016A Bonds or enter into or perform its obligations under the Legal Documents to be executed by it, and, to the best of County Counsel's knowledge, no event has occurred and is continuing which, with the passage of time or the giving of notice, or both, would constitute such a breach or default; the issuance of the Series 2016A Bonds and the execution and delivery of the Legal Documents by the Authority and compliance with the provisions on the Authority's part contained herein and therein, will not in any material respect conflict with or constitute a breach of or default under any law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument known to County Counsel after reasonable inquiry to which the Authority is a party or is otherwise subject, nor will any such execution, delivery, adoption or compliance result in the creation or imposition of any lien, charge or other security interest or encumbrance of any nature whatsoever upon any of the properties or assets of the Authority under the terms of any such law, administrative regulation, judgment, decree, loan agreement, indenture, bond, note, resolution, agreement or other instrument, except as provided in the Series 2016A Bonds or Legal Documents executed by the Authority; and the issuance of the Series 2016A Bonds and the execution and delivery of the Legal Documents, and compliance with the provisions on the Authority's part contained therein will not conflict with or constitute a material breach of or default under any constitutional provision, law, administrative regulation, judgment or decree or any provision of any loan agreement, indenture, bond, note, resolution, agreement or other instrument known to us after reasonable inquiry to which the Authority is a party or to which the Authority, the Property or the assets of the Authority is otherwise subject, nor will any such execution, delivery, adoption or compliance result in the creation or imposition of any lien, charge or other security interest or encumbrance of any nature whatsoever upon any of the Property or assets of the Authority or under the terms of any such law, regulation or instrument, except as expressly provided by the Series 2016A Bonds (as set forth in the Indenture), the Authority Resolution, or the Bond Purchase Agreement; and

(E) to the best of County Counsel's knowledge, and except as disclosed in the Official Statement, there is no action, suit, proceeding, inquiry or investigation, at law or in equity, before or by any court, government agency, public board or body, pending in which service of process has been completed against the Authority or threatened against the Authority affecting the corporate existence of the Authority or the titles of its officers to their respective offices, or affecting or seeking to prohibit, restrain or enjoin the issuance or sale of the Series 2016A Bonds or the County's covenant to make the necessary annual appropriations for all the Base Rental Payments as required under the Sublease or contesting or affecting as to the Authority the validity or enforceability of the Act, the Series 2016A Bonds or the Legal Documents, [or contesting the tax exempt status of payment and interest as would be received by the Owners of the Series 2016A Bonds,] or contesting the completeness or accuracy of the Official Statement or any supplement or amendment thereto, or contesting the powers of the Authority or any authorization in connection with the issuance of the Series 2016A Bonds, the adoption of the Authority Resolution, or the execution and delivery by the Authority of the Series 2016A Bonds or the Legal Documents to which the Authority is a party wherein an unfavorable decision, ruling or finding which would materially adversely affect the validity or enforceability of the Act as to the Authority or the performance by the Authority of its obligations under and in connection with the Series 2016A Bonds or the Legal Documents; and

(F) the preparation and distribution of the Official Statement have been duly authorized by the Board of Directors of the Authority;

(viii) a certificate of an Authorized County Representative dated the date of Closing to the effect that:

(A) the representations and warranties of the County contained herein are true and correct in all material respects on and as of the date of Closing as if made on the date of Closing, except that all references herein to the Preliminary Official Statement shall be deemed to be references to the Official Statement;

(B) to the best of his or her knowledge, no event affecting the County has occurred since the date of the Official Statement which should be disclosed in the Official

Statement, as the same may be supplemented or amended, in order that the Official Statement not contain an untrue statement of a material fact or omit to state a material fact necessary to make the statements therein, in the light of the circumstances under which they are made, not misleading;

(C) the County has obtained insurance, or otherwise provided for self-insurance, as required by the Sublease and all required policies are in full force and effect and have not been revoked or rescinded;

(D) to the best knowledge of the Authorized County Representative, there does not exist any action, suit, proceeding or investigation pending in which service of process has been completed against the County, or threatened against the County which if adversely determined, could materially adversely affect the financial position of the County; and

(E) the County has complied with all of the agreements and satisfied all of the conditions on its part to be performed or satisfied pursuant to the Legal Documents to which it is a party at or prior to the time of Closing;

(ix) a certificate of an Authorized Authority Representative dated the date of Closing to the effect that:

(A) the representations and warranties of the Authority contained herein are true and correct in all material respects on and as of the date of Closing as if made on the date of Closing, except that all references therein to the Preliminary Official Statement shall be deemed to be references to the Official Statement;

(B) to the best of his or her knowledge, no event affecting the Authority has occurred since the date of the Official Statement which should be disclosed in the Official Statement, as the same may be supplemented or amended, in order that the Official Statement not contain an untrue statement of a material fact or omit to state a material fact necessary to make the statements therein, in the light of the circumstances under which they are made, not misleading;

(C) to the best knowledge of the Authorized Authority Representative, there does not exist any action, suit, proceeding or investigation pending in which service of process has been completed against the Authority, or threatened against the Authority which if adversely determined, could materially adversely affect the financial position of the Authority; and

(D) the Authority has complied with all of the agreements and satisfied all of the conditions on its part to be performed or satisfied pursuant to the Legal Documents to which it is a party at or prior to the time of Closing;

(x) a certificate of the Trustee dated the date of Closing to the effect that:

(A) the Trustee is duly organized and existing as a national banking association organized and existing under the laws of the United States of America, having the full power and authority to enter into and perform its duties under the Indenture and to authenticate and deliver the Series 2016A Bonds;

(B) the Trustee is duly authorized to enter into the Indenture, and, when the Indenture is duly authorized, executed and delivered by the other parties thereto, to deliver the Series 2016A Bonds to the Representative pursuant to the terms of the Indenture;

(C) the execution and delivery by the Trustee of the Indenture and the Series 2016A Bonds, and compliance with the terms thereof, will not conflict with, or result in a violation or breach of, or constitute a default under, any loan agreement, indenture, bond, note, resolution or any other agreement or instrument to which the Trustee is a party or by which it is bound, or, to its best knowledge, any law or any rule, regulation, order or decree of any court or governmental agency or body having jurisdiction over the Trustee or any of its activities or properties (except that no representation, warranty or agreement is made by the Trustee with respect to any federal or state securities or blue sky laws or regulations);

(D) no authorization, approval, consent or order of any governmental agency or any other person is required for the valid authorization, execution and delivery of the Indenture by the Trustee or the delivery of the Series 2016A Bonds by the Trustee;

(E) there is no action, suit, proceeding or investigation at law or in equity before or by any court, public board or body, that has been served on, or, to the best of the knowledge of the Trustee, threatened against or affecting the existence of the Trustee or in any way contesting or affecting the validity or enforceability of the Series 2016A Bonds or the Indenture, or contesting the powers of the Trustee or its authority to enter into and perform its obligations under any of the foregoing, or wherein an unfavorable decision, ruling or finding would adversely affect the Trustee or the transactions contemplated in connection with the delivery of the Series 2016A Bonds, or which, in any way, would adversely affect the validity of the Series 2016A Bonds or the Indenture or any agreement or instrument to which the Trustee is a party and which is used or contemplated for use in the Indenture, or the consummation of the transactions contemplated in connection with the issuance of the Series 2016A Bonds; and

(F) subject to the provisions of the Indenture, the Trustee will apply the proceeds from the Series 2016A Bonds to the purposes specified in the Indenture;

(xi) an opinion of counsel to the Trustee dated the date of Closing addressed to the County, the Authority and the Underwriters to the effect that:

(A) the Trustee is a national banking association organized and existing under the laws of the United States, having full power and being qualified to enter, accept and administer the trust created under the Indenture and to deliver the Series 2016A Bonds; and

(B) the Series 2016A Bonds have been duly delivered by the Trustee in accordance with the Indenture, and the Indenture has been duly authorized, executed and delivered by the Trustee and, assuming due authorization, execution and delivery thereof by the other parties thereto, constitutes the legal, valid and binding obligations of the Trustee enforceable in accordance with its terms, except as the enforcement thereof may be limited by bankruptcy, insolvency, or other laws affecting the enforcement of creditors' rights generally and by the application of equitable principles if equitable remedies are sought;

(xii) an opinion of Polsinelli LLP, Los Angeles, California, as counsel to the Underwriters, dated the date of Closing and addressed to the Underwriters in form reasonably satisfactory to the Representative;

(xiii) evidence of the existence and validity of a policy or policies of title insurance with respect to the Property;

(xiv) certified copies of the general resolution of the Trustee authorizing the execution and delivery of certain documents by certain officers of the Trustee, which resolution authorizes the execution and delivery of the Indenture;

(xv) evidence that the conditions for the issuance of the Series 2016A Bonds as set forth in Sections 2.04 and 2.05 of the Original Indenture have been satisfied;

(xvi) copies of the Authority Resolution certified by the Clerk of the Board of Directors of the Authority authorizing the execution and delivery of the Legal Documents to which the Authority is a party;

(xvii) copies of the County Resolution certified by the Clerk of the Board of Supervisors of the County authorizing the execution and delivery of the Legal Documents to which the County is a party;

(xviii) the preliminary and final Notice of Sale required to be delivered to the California Debt and Investment Advisory Commission pursuant to Section 53583 of the California Government Code and Section 8855(g) of the California Government Code;

(xix) an executed copy of the Tax Certificate for the Series 2016A Bonds, in form and substance acceptable to Bond Counsel;

(xx) evidence that the ratings on the Series 2016A Bonds are as described in the Official Statement;

(xxi) [a letter from ___________________, counsel to MLK-LA, permitting the Underwriters to rely on the opinion of such counsel to the effect that MLK-LA is an organization described in Section 501(c)(3) of the Code and no event has occurred which with notice or the passage of time or both could change such status]; and

(xxii) such additional legal opinions, certificates, instruments and other documents as Bond Counsel or the Underwriters may reasonably request to evidence compliance by the Trustee, the County and the Authority with legal requirements, the truth and accuracy, as of the time of Closing, of the representations contained herein and in the Official Statement, the lack of any material adverse litigation or proceeding and the due performance or satisfaction by the Trustee, the Authority and the County, at or prior to such time of all agreements then to be performed and all conditions then to be satisfied.

10. <u>Termination</u>. The Representative shall have the right to terminate in its discretion the Underwriters' obligations under this Bond Purchase Agreement to purchase, to accept delivery of and to pay for the Series 2016A Bonds by notifying the County or Authority of its election to do so if, after the execution hereof and prior to Closing:

(a) Legislation shall be enacted by the Congress of the United States or favorably reported out for passage to either House of Congress by any committee of such House, or passed by either House of Congress, or a decision shall have been rendered by a court of the United States or the United States Tax Court, or a ruling shall have been made or a regulation shall have been proposed or made by the Treasury Department of the United States or the Internal Revenue Service, with respect to the federal taxation of interest received on or evidenced by obligations of the general character of the Series 2016A Bonds, which, in the opinion of Bond Counsel has, or will have, the effect of making such interest subject to inclusion in gross income for purposes of federal income taxation, except to the extent such interest shall be includable in such gross income as of the date hereof;

(b) any action shall have been taken by the Securities and Exchange Commission or by a court which would require registration of any security under the Securities Act of 1933, as amended, or qualification of any indenture under the Trust Indenture Act of 1939, as amended, in connection with the public offering of the Series 2016A Bonds, or any action shall have been taken by any court or by any government authority suspending the use of the Official Statement or any amendment or supplement thereto, or any proceeding for that purpose shall have been initiated or threatened in any such court or by any such authority;

(c) (i) the Constitution of the State shall be amended or an amendment shall qualify for the ballot, or (ii) legislation shall be enacted, or (iii) a decision shall have been rendered as to matters of State law, or (iv) any order, ruling or regulation shall have been issued or proposed by or on behalf of the State by an official, agency or department thereof, affecting the tax status of the County or Authority, its property or income, its bonds or notes (including the Series 2016A Bonds) or the interest thereon, which in the reasonable judgment of the Representative would make it impracticable to market the Series 2016A Bonds on the terms and in the manner contemplated in the Official Statement;

(d) (i) trading of any securities of the County or Authority shall have been suspended on any exchange or in any over-the-counter market, (ii) a general banking moratorium by Federal, New York or California authorities or a general suspension of trading on any national securities exchange shall have been declared or a material disruption in commercial banking or securities settlement or clearances services affecting the Series 2016A Bonds shall have occurred, or (iii) a national emergency or war or other crisis shall have been declared by the United States or there shall have occurred an outbreak or escalation in major military hostilities by the United States or any calamity relating to the effective operation of the government or the financial community in the United States which, in the case of any of the events specified in clauses (i) through (iii), either singly or together with any other such event, makes it, in the reasonable judgment of the Representative, impracticable to market the Series 2016A Bonds on the terms and in the manner contemplated in the Official Statement;,

(e) there shall have occurred any downgrading, or any notice shall have been given of any downgrading, in the rating accorded the Series 2016A Bonds by any "nationally recognized statistical rating organization," as such term is defined for purposes of Rule 436(g)(2) under the Securities Act of 1933, as amended;

(f) the New York Stock Exchange or other national securities exchange, or any governmental authority shall have: (i) imposed additional material restrictions not in force as of the date hereof with respect to trading in the Series 2016A Bonds; or (ii) materially increased restrictions now in force with respect to the extension of credit by or the charge to the net capital requirements of underwriters or broker-dealers, which, in the case any of the events specified in clauses (i) or (ii), either singly or together with any other such event, makes it, in the reasonable judgment of the Representative, impracticable to market the Series 2016A Bonds, including any supplements or amendments thereto;

(g) the purchase of and payment for the Series 2016A Bonds by the Underwriters, or the resale of the Series 2016A Bonds by the Underwriters, on the terms and conditions herein provided shall be prohibited by any applicable law, governmental authority, board, agency or commission; or

(h) any event or circumstance shall exist that either makes untrue or incorrect in any material respect any statement or information in the Official Statement (other than any statement provided by the Underwriters or pertaining to DTC) or is not reflected in the Official Statement but should be reflected therein in order to make the statements therein, in the light of the circumstances under which they were made, not misleading and, in either such event, the County refuses to permit the Official Statement to be supplemented to supply such statement or information.

11. Expenses. (a) The Underwriters shall be under no obligation to pay and the Authority and the County shall pay or cause to be paid the expenses incident to the performance of their obligations hereunder including, but not limited to, (i) the cost of preparation, printing and delivery of the Indenture, the Sublease, the Site Lease and the other Legal Documents; (ii) the costs of preparation, printing and delivery of the Preliminary Official Statement and the Official Statement and any supplements and amendments thereto; (iii) the cost of preparation and printing of the Series 2016A Bonds; (iv) the fees and disbursements of Bond Counsel and the County Counsel; (v) the fees and disbursements of Public Resources Advisory Group for its services as financial advisor to the Authority or the County; (vi) the fees and disbursements of any other engineers, accountants, and other experts, consultants or advisers retained by the Authority or the County; (vii) the fees, if any, for bond ratings; (viii) the fees and disbursements of the Trustee, and (ix) the fees and disbursements of independent certified public accountants and any other independent auditor of the Authority or the County.

(b) The Underwriters shall pay only: (i) the cost of preparing the Blue Sky Memorandum; (ii) all advertising expenses and blue sky filing fees in connection with the public offering of the Series 2016A Bonds; (iii) the fees and disbursements of Polsinelli LLP, as counsel to the Underwriters; (iv) all California Debt and Investment Advisory Commission fees, and (v) all other expenses incurred by the Underwriters in connection with the public offering of the Series 2016A Bonds, including the fees and disbursements of any other counsel retained by them. Some or all of the expenses to be paid by the Underwriters may be included as part of the expense component of the underwriting discount or may be reimbursed to the Underwriters as out-of-pocket expenses.

12. Representations of Representative. The Representative represents and warrants to and agrees with the Authority and the County that it is authorized to take any action under this Bond Purchase Agreement required to be taken by and on behalf of the Underwriters and that this Bond Purchase Agreement is a binding contract of the Underwriters enforceable in accordance with its terms.

13. Notices. Any notice or other communication (other than the acceptance hereof as specified in the first paragraph hereof) to be given under this Bond Purchase Agreement may be given by delivering the same in writing to the County to:

County of Los Angeles
Treasurer and Tax Collector
Kenneth Hahn Hall of Administration
500 West Temple Street, Room 432
Los Angeles, California 90012
Attention: Public Finance

to the Authority:

Los Angeles County Public Works Authority
500 West Temple Street, Room 432
Los Angeles, California 90012
Attention: Treasurer

and to the Underwriters:

J.P. Morgan Securities LLC
2029 Century Park East, Suite 4110
Los Angeles, California 90067
Attention: Shawn Dralle

14. Parties in Interest; Survivability of Representations, Warranties and Agreements. This Bond Purchase Agreement is made solely for the benefit of the Authority, the County and the Underwriters and no other person shall acquire or have any right hereunder or by virtue hereof. All of the Authority's and the County's representations, warranties and agreements contained in this Bond Purchase Agreement shall remain operative and in full force and effect, regardless of: (i) any investigations made by or on behalf of the Underwriters; (ii) issuance of and payment for the Series 2016A Bonds pursuant to this Bond Purchase Agreement; and (iii) any termination of this Bond Purchase Agreement.

15. Governing Law. The laws of the State shall govern the validity, interpretation and performance of this Bond Purchase Agreement.

16. Entire Agreement. This Bond Purchase Agreement, when accepted by the Authority and the County in writing as heretofore specified, shall constitute the entire agreement among the Authority, the County and the Underwriters.

17. Headings. The headings of the paragraphs of this Bond Purchase Agreement are inserted for convenience of reference only and shall not be deemed to be a part hereof.

18. Effectiveness. This Bond Purchase Agreement shall become effective upon the execution of the acceptance hereof by an Authorized County Representative and an Authorized Authority Representative and shall be valid and enforceable at the time of such acceptance.

[Remainder of page left intentionally blank.]

19. Counterparts. This Bond Purchase Agreement may be executed in several counterparts, which together shall constitute one and the same instrument.

Very truly yours,

J.P. MORGAN SECURITIES LLC,
as Representative, on behalf of itself and
the other underwriters set forth on Exhibit A hereto

By: ___________________________________
Name:_________________________
Title:__________________________

ACCEPTED:

This [___] day of [February], 2016

COUNTY OF LOS ANGELES, CALIFORNIA

By: ___________________________________
Joseph Kelly
Treasurer and Tax Collector

LOS ANGELES COUNTY PUBLIC WORKS
FINANCING AUTHORITY

By: ___________________________________
Joseph Kelly
Treasurer

Approved as to Form:

MARY C. WICKHAM
County Counsel

By: ___________________________________
Principal Deputy County Counsel

[Signature page to Bond Purchase Agreement]

EXHIBIT A

UNDERWRITERS

Citigroup Global Markets Inc.

RBC Capital Markets, LLC

EXHIBIT B

MATURITY SCHEDULE

$[______________]
LOS ANGELES COUNTY
PUBLIC WORKS FINANCING AUTHORITY
Lease Revenue Bonds (MLK Hospital Project) 2016 Series A

Date (December 1)	Principal Amount	Interest Rate	Yield

*Priced to first optional redemption date of December 1, [20__] at par.

070076/509440-51812818.6

PRELIMINARY OFFICIAL STATEMENT DATED [FEBRUARY __], 2016

NEW ISSUE – BOOK-ENTRY ONLY **RATINGS: See "RATINGS" herein.**

In the opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the Authority, under existing statutes and court decisions and assuming continuing compliance with certain tax covenants described herein, (i) interest on the Series 2016D Bonds (as defined below) is excluded from gross income for Federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and (ii) interest on the Series 2016D Bonds is not treated as a preference item in calculating the alternative minimum tax imposed on individuals and corporations under the Code; such interest, however, is included in the adjusted current earnings of certain corporations for purposes of calculating the alternative minimum tax imposed on such corporations. In addition, in the opinion of Bond Counsel to the Authority, under existing statutes, interest on the Series 2016D Bonds is exempt from personal income taxes imposed by the State of California. See "TAX MATTERS" herein.

$[__________]*

LOS ANGELES COUNTY PUBLIC WORKS FINANCING AUTHORITY

Lease Revenue Bonds (MLK Hospital Project), 2016 Series D

Dated: Date of Delivery **Due: December 1, as shown on the inside cover page**

This cover page contains information for reference only. Investors must read the entire Official Statement to obtain information essential in making an informed investment decision. Capitalized terms used in this cover page shall have the meanings given such terms herein.

The Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D (the "Series 2016D Bonds") are special obligations of the Los Angeles County Public Works Financing Authority (the "Authority"), payable solely from Lease Revenues and the other assets pledged therefor under the Master Indenture, dated as of February 1, 2015, as amended and supplemented as described herein (as so amended and supplemented, the "Indenture"), by and among the County of Los Angeles, California (the "County"), the Authority, and Zions Bank, a division of ZB, National Association, formerly known as Zions First National Bank, as trustee (the "Trustee"). Lease Revenues consist primarily of Base Rental Payments to be made by the County for the use of certain real property and the improvements located thereon (the "Property") pursuant to the Master Sublease, dated as of February 1, 2015, as amended and supplemented as described herein (as so amended and supplemented, the "Sublease"), by and between the County and the Authority. The County has covenanted under the Sublease to make all Base Rental Payments and Additional Rental Payments (collectively, the "Rental Payments") provided for therein, to include all such Rental Payments in its annual budgets and to make necessary annual appropriations for all such Rental Payments. The County's obligation to make Base Rental Payments is subject to abatement during any period in which, by reason of material damage to, or destruction or condemnation of, the Property, or any defect in title to the Property, there is substantial interference with the County's right to use and occupy any portion of the Property. See "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016D Bonds" herein.

The Authority has previously issued certain lease revenue bonds pursuant to the Indenture (the "Prior Bonds") in the original aggregate principal amount of $371,555,000. Subject to satisfaction of certain conditions precedent, the Authority may issue additional bonds (the "Additional Bonds") under the Indenture. The Series 2016D Bonds will be issued as Additional Bonds under the Indenture. The Prior Bonds and the Series 2016D Bonds are payable from Lease Revenues on a parity with all other Additional Bonds issued under the Indenture. See "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016D Bonds – Parity Obligations; Additional Bonds" herein.

The proceeds of the Series 2016D Bonds will be used to (i) finance and refinance certain capital improvement projects described herein, including repayment of certain Commercial Paper Notes (as described herein) issued by the Los Angeles County Capital Asset Leasing Corporation for, among other purposes, the financing of a portion of the costs of acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the Project (as defined below), (ii) fund a portion of the Common Reserve Account established under the Indenture for the Prior Bonds and the Series 2016D Bonds, and (iii) pay certain costs of issuance incurred in connection with the issuance of the Series 2016D Bonds. See "THE PROJECT" and "ESTIMATED SOURCES AND USES OF FUNDS" herein.

The Series 2016D Bonds will be issued in denominations of $5,000 and any integral multiple thereof. The Series 2016D Bonds will be dated their date of delivery and are payable with respect to interest semiannually each June 1 and December 1, commencing on [June/December] 1, 2016. The Series 2016D Bonds will be delivered in fully-registered form only, and when delivered, will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"). DTC will act as securities depository for the Series 2016D Bonds. Ownership interests in the Series 2016D Bonds may be purchased in book-entry form only. Principal of and interest and redemption premium, if any, on the Series 2016D Bonds will be paid by the Trustee to DTC or its nominee, which will in turn remit such payments to its Participants (defined herein) for subsequent disbursement to the Beneficial Owners of the Series 2016D Bonds. See APPENDIX D – "Book-Entry Only System" attached hereto.

The Series 2016D Bonds are subject to redemption prior to maturity, as described herein. See "THE SERIES 2016D Bonds – Redemption of the Series 2016D Bonds" herein.

---

* Preliminary; subject to change.

See "CERTAIN RISK FACTORS" for a discussion of factors that should be considered, in addition to the other matters set forth herein, in evaluating the investment quality of the Series 2016D Bonds.

THE OBLIGATION OF THE COUNTY TO PAY THE BASE RENTAL PAYMENTS DOES NOT CONSTITUTE A DEBT OF THE COUNTY OR OF THE STATE OF CALIFORNIA OR OF ANY POLITICAL SUBDIVISION THEREOF IN CONTRAVENTION OF ANY CONSTITUTIONAL OR STATUTORY DEBT LIMIT OR RESTRICTION, AND DOES NOT CONSTITUTE AN OBLIGATION FOR WHICH THE COUNTY OR THE STATE OF CALIFORNIA IS OBLIGATED TO LEVY OR PLEDGE ANY FORM OF TAXATION OR FOR WHICH THE COUNTY OR THE STATE OF CALIFORNIA HAS LEVIED OR PLEDGED ANY FORM OF TAXATION. THE SERIES 2016D BONDS SHALL BE SPECIAL OBLIGATIONS OF THE AUTHORITY, PAYABLE SOLELY FROM THE LEASE REVENUES AND THE OTHER ASSETS PLEDGED THEREFOR UNDER THE INDENTURE. NEITHER THE FAITH AND CREDIT NOR THE TAXING POWER OF THE AUTHORITY, THE COUNTY OR THE STATE OF CALIFORNIA, OR ANY POLITICAL SUBDIVISION THEREOF, IS PLEDGED TO THE PAYMENT OF THE SERIES 2016D BONDS. THE AUTHORITY HAS NO TAXING POWER AND HAS NO OBLIGATION TO PAY BASE RENTAL PAYMENTS.

The Series 2016D Bonds are offered when, as and if issued, subject to the approval as to their validity by Hawkins Delafield & Wood LLP, Los Angeles, California, Bond Counsel to the Authority. Certain legal matters will be passed upon for the Authority and the County by County Counsel and for the Underwriters by their counsel, Polsinelli LLP, Los Angeles, California. It is anticipated that the Series 2016D Bonds will be available for delivery through the facilities of DTC in New York, New York on or about ______________, 2016.

J.P. Morgan

Citi **RBC Capital Markets**

Dated: _________, 2016

MATURITY SCHEDULE*

$[______________]
LOS ANGELES COUNTY
PUBLIC WORKS FINANCING AUTHORITY
Lease Revenue Bonds, 2016 Series D

(Base CUSIP†: 54473E)

Due (December 1)	Principal Amount	Interest Rate	Yield	CUSIP†	Due (December 1)	Principal Amount	Interest Rate	Yield	CUSIP†

$___________ Series 2016D Term Bonds Due December 1, 20__, at _____%, Yield ___%, CUSIP† 54473E___

* Preliminary; subject to change.

† Copyright 2016, American Bankers Association. CUSIP® is a registered trademark of the American Bankers Association. CUSIP data herein is provided by CUSIP Global Services, operated on behalf of the American Bankers Association by S&P Capital IQ, a division of McGraw Hill Financial Inc. This data is not intended to create a database and does not serve in any way as a substitute for the CUSIP Global Services. CUSIP numbers have been assigned by an independent company not affiliated with the County or the Authority and are included solely for the convenience of the registered owners of the applicable bonds. None of the Underwriters, the Financial Advisors, the County or the Authority is responsible for the selection or use of these CUSIP numbers and no representation is made as to their correctness on the applicable bonds or as included herein. The CUSIP number for a specific maturity is subject to being changed after the issuance of the bonds as a result of various subsequent actions including, but not limited to, a refunding in whole or in part or as a result of the procurement of secondary market portfolio insurance or other similar enhancement by investors that is applicable to all or a portion of certain maturities of the bonds.

COUNTY OF LOS ANGELES

LOS ANGELES COUNTY
PUBLIC WORKS FINANCING AUTHORITY
LEASE REVENUE BONDS,
2016 Series D

Board of Supervisors

Hilda L. Solis
First District, Chair

Mark Ridley-Thomas
Second District

Sheila Kuehl
Third District

Don Knabe
Fourth District

Michael D. Antonovich
Fifth District

Patrick Ogawa
Acting Executive Officer-Clerk
Board Of Supervisors

County Officials

Sachi A. Hamai
Chief Executive Officer

Mary C. Wickham
County Counsel

Joseph Kelly
Treasurer And Tax Collector

John Naimo
Auditor-Controller

Hawkins Delafield & Wood LLP
Bond Counsel

Public Resources Advisory Group
Financial Advisor

Zions Bank, a division of ZB, National Association
Trustee

No dealer, broker, salesperson or other person has been authorized to give any information or to make any representations other than those contained herein. If given or made, such other information or representations must not be relied upon as having been authorized by the County or the Authority. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the Series 2016D Bonds by any person in any jurisdiction in which it is unlawful for such person to make such an offer, solicitation or sale.

This Official Statement is not to be construed as a contract with the purchasers of the Series 2016D Bonds. Statements contained herein which involve estimates, projections, forecasts or matters of opinion, whether or not expressly so described herein, are intended solely as such and are not to be construed as representations of facts.

The information set forth herein has been obtained from the Authority and the County, and other sources that are believed by the Authority and the County to be reliable. The information and expressions of opinion herein are subject to change without notice and neither delivery of this Official Statement nor any sale of the Series 2016D Bonds made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the County or the Authority since the date hereof. All summaries of the documents and laws are made subject to the provisions thereof and do not purport to be complete statements of any or all such provisions. Preparation of this Official Statement and its distribution have been duly authorized and approved by the County and the Authority.

The Underwriters have provided the following sentence for inclusion herein. The Underwriters have reviewed the information herein in accordance with, and as part of, their responsibilities to investors under the federal securities laws as applied to the facts and circumstances of this transaction, but the Underwriters do not guarantee the accuracy or completeness of such information.

Certain statements included or incorporated by reference herein constitute "forward-looking statements." Such statements are generally identifiable by the terminology used, such as "plan," "expect," "estimate," "budget" or other similar words. The achievement of certain results or other expectations contained in such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements described to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Neither the County nor the Authority plans to issue any updates or revisions to those forward-looking statements if or when their expectations, or events, conditions or circumstances on which such statements are based, occur.

The County maintains a website. However, the information presented there is not part of this Official Statement and should not be relied upon in making an investment decision with respect to the Series 2016D Bonds.

IN CONNECTION WITH THE OFFERING OF THE SERIES 2016D BONDS, THE UNDERWRITERS MAY OVER ALLOT OR EFFECT TRANSACTIONS WHICH STABILIZE OR MAINTAIN THE MARKET PRICE OF THE SERIES 2016D BONDS AT A LEVEL ABOVE THAT WHICH MIGHT OTHERWISE PREVAIL IN THE OPEN MARKET. SUCH STABILIZING, IF COMMENCED, MAY BE DISCONTINUED AT ANY TIME. THE UNDERWRITERS MAY OFFER AND SELL THE SERIES 2016D BONDS TO CERTAIN DEALERS, INSTITUTIONAL INVESTORS AND OTHERS AT PRICES LOWER THAN THE PUBLIC OFFERING PRICES STATED ON THE INSIDE COVER PAGE HEREOF AND SUCH PUBLIC OFFERING PRICES MAY BE CHANGED FROM TIME TO TIME BY THE UNDERWRITERS.

TABLE OF CONTENTS

POLSINELLI DRAFT DATED JANUARY 28, 2016

$[__________]*
LOS ANGELES COUNTY
PUBLIC WORKS FINANCING AUTHORITY
Lease Revenue Bonds
(MLK Hospital Project), 2016 Series D

INTRODUCTION

General

This Official Statement, including the cover page, the inside cover page and the appendices attached hereto (this "Official Statement"), provides certain information concerning the sale and issuance of the Los Angeles County Public Works Financing Authority Lease Revenue Bonds, 2016 Series D (the "Series 2016D Bonds"). The Series 2016D Bonds are being issued pursuant to the Marks-Roos Local Bond Pooling Act of 1985, constituting Section 6584 *et seq.* of the California Government Code and the Master Indenture, dated as of February 1, 2015, by and among the County of Los Angeles, California (the "County"), the Los Angeles County Public Works Financing Authority (the "Authority") and Zions Bank, a division of ZB, National Association, formerly known as Zions First National Bank, as trustee (the "Trustee"), as previously amended and supplemented and as further amended and supplemented by that certain the Second Supplemental Indenture, dated as of [March 1, 2016] (the "Second Supplemental Indenture"), by and among the County, the Authority and the Trustee (as so amended and supplemented, the "Indenture").

The Series 2016D Bonds are special obligations of the Authority, are payable solely from the Lease Revenues (as defined below) and the other assets pledged for the Series 2016D Bonds under the Indenture as described herein. Lease Revenues consist primarily of Base Rental Payments (as defined below) to be made by the County for the use of certain real property and the improvements located thereon, as more particularly described herein (the "Property"), pursuant to the Master Sublease, dated as of February 1, 2015, by and between the County and the Authority, as previously amended and supplemented and as further amended and supplemented by the Second Amendment to Master Sublease, dated as of [March 1, 2016], by and between the County and the Authority (as so amended and supplemented, the "Sublease"). "Lease Revenues" means all Base Rental Payments payable by the County pursuant to the Sublease, including any prepayments thereof, any Net Proceeds (as defined below) and any amounts received by the Trustee as a result of or in connection with the Trustee's pursuit of remedies under the Sublease upon a Sublease Default Event (as defined below). "Base Rental Payments" means all amounts payable to the Authority by the County as Base Rental Payments pursuant to the Sublease. "Net Proceeds" means any insurance proceeds or condemnation award paid with respect to any of the Property, which proceeds or award, after payment therefrom of all reasonable expenses incurred in the collection thereof, are in an amount greater than $50,000. "Sublease Default Event" means an event of default pursuant to and as described in the Sublease.

This introduction is not a summary of this Official Statement. It is only a brief description of and guide to, and is qualified by, more complete and detailed information contained in the entire Official Statement, including the cover page and appendices to this Official Statement, and the documents summarized or described in this Official Statement. A full review should be made of the entire Official Statement. The sale and delivery of Series 2016D Bonds to potential investors is made only by means of this Official Statement.

* Preliminary; subject to change.

All capitalized terms used herein (unless otherwise defined herein) which are defined in the Indenture or the Sublease shall have the same meanings assigned to such terms as set forth therein. See APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS."

The County

The County is located in the southern coastal portion of the State of California (the "State") and covers approximately 4,084 square miles. The County was established under an act of the State Legislature on February 18, 1850. It is the most populous county in the nation and is more populous than 43 states. The economy of the County includes manufacturing, technology, world trade, financial services, motion picture and television production and tourism. For additional economic, demographic and financial information with respect to the County, see APPENDIX A – "THE COUNTY OF LOS ANGELES INFORMATION STATEMENT" and APPENDIX B – "THE COUNTY OF LOS ANGELES AUDITED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED JUNE 30, [2014]."

The Authority

The Authority was formed pursuant to a Joint Exercise of Powers Agreement, dated May 18, 1993 (as amended by a Certificate of Amendment dated April 26, 1994, and a Certificate of Amendment dated October 22, 1996, and as further amended from time to time, the "JPA Agreement"), to provide financial assistance from time to time to the County, the Los Angeles County Flood Control District, the Los Angeles County Regional Park and Open Space District, the Community Facilities District No. 2 (Rowland Heights Area) of the County of Los Angeles and any entity that becomes a party to the JPA Agreement in accordance with its terms. The Authority has previously issued obligations secured by certain revenues of and rental payments from certain contracting parties and may issue additional obligations in the future. These other obligations of the Authority are not secured by the Lease Revenues, and the Series 2016D Bonds, the Prior Bonds and any other Additional Bonds (each as defined herein) are not secured by any other assets or property of the Authority other than the Lease Revenues and the other assets pledged to the payment of the Series 2016D Bonds under the Indenture.

Description of the Series 2016D Bonds

The Series 2016D Bonds will be issued in denominations of $5,000 and any integral multiple thereof (the "Authorized Denominations"). The Series 2016D Bonds will be dated their date of delivery and are payable with respect to interest semiannually each June 1 and December 1, commencing on [June/December] 1, 2016.

The Series 2016D Bonds will be delivered in fully-registered form only, and when delivered, will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"). DTC will act as securities depository for the Series 2016D Bonds. Ownership interests in the Series 2016D Bonds may be purchased in book-entry form only. Principal of and interest on the Series 2016D Bonds will be paid by the Trustee to DTC or its nominee, which will in turn remit such payments to its Participants (defined herein) for subsequent disbursement to the beneficial owners (the "Beneficial Owners") of the Series 2016D Bonds. See APPENDIX D – "BOOK-ENTRY ONLY SYSTEM."

The Series 2016D Bonds are subject to redemption prior to maturity, as described herein. See "THE SERIES 2016D BONDS – Redemption of the Series 2016D Bonds."

For a more complete description of the Series 2016D Bonds and the basic documentation pursuant to which they are being issued, see "THE SERIES 2016D BONDS," "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016D BONDS" and APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS."

Security and Sources of Payment for the Bonds

The County leases the Property to the Authority pursuant to a Master Site Lease, dated as of February 1, 2015, by and between the County and the Authority, as previously amended and supplemented and as further amended and supplemented by the Second Amendment to Master Site Lease, dated as of [March 1, 2016], by and between the County and the Authority (as so amended and supplemented, the "Site Lease"). The County subleases the Property from the Authority pursuant to the Sublease. The Series 2016D Bonds shall be special obligations of the Authority, payable solely from the Lease Revenues and the other assets pledged therefor under the Indenture as described herein.

Pursuant to the Indenture the Authority has previously issued the (i) Los Angeles County Public Works Financing Authority Lease Revenue Bonds (Multiple Capital Projects), 2015 Series A (the "Series 2015A Bonds") in the original aggregate principal amount of $153,215,000; (ii) Los Angeles County Public Works Financing Authority Lease Revenue Refunding Bonds, 2015 Series B (Tax-Exempt) (the "Series 2015B Bonds") in the original aggregate principal amount of $133,330,000; and (iii) Los Angeles County Public Works Financing Authority Lease Revenue Refunding Bonds, 2015 Series C (Federally Taxable) (the "Series 2015C Bonds" and together with the Series 2015A Bonds and the Series 2015B Bonds, the "Prior Bonds") in the original aggregate principal amount of $85,010,000. Subject to satisfaction of certain conditions precedent, the Authority may issue additional bonds (the "Additional Bonds") under the Indenture. The Series 2016D Bonds will be issued as Additional Bonds under the Indenture, and the Prior Bonds, the Series 2016D Bonds and any other Additional Bonds hereafter issued (collectively, the "Bonds") are payable from Lease Revenues on a parity with all other Bonds issued under the Indenture.

Base Rental Payments to be made by the County under the Sublease will be used to pay principal of and interest and premium, if any, on the Bonds when due. The Base Rental Payments are equal to the principal of and interest on the Bonds when due. The County has covenanted under the Sublease to make all Base Rental Payments and Additional Rental Payments (as defined below) (collectively, the "Rental Payments") provided for in the Sublease, to include all such Rental Payments in the County's annual budgets and to make necessary annual appropriations for all such Rental Payments." Additional Rental Payments" means all amounts payable by the County as Additional Rental Payments pursuant to the Sublease.

The County's obligation to pay Base Rental Payments is subject to abatement during any period in which, by reason of material damage to, or destruction or condemnation of, the Property, or any defect in title to the Property, there is substantial interference with the County's right to use and occupy any portion of the Property. Failure of the County to pay Base Rental Payments during any such period shall not constitute a default under the Sublease, the Indenture or the Bonds.

The obligation of the County to pay the Base Rental Payments does not constitute a debt of the County or of the State or of any political subdivision thereof in contravention of any constitutional or statutory debt limit or restriction, and does not constitute an obligation for which the County or the State is obligated to levy or pledge any form of taxation or for which the County or the State has levied or pledged any form of taxation. The Bonds shall be special obligations of the Authority, payable solely from the Lease Revenues and the other assets pledged therefor under the Indenture. Neither the faith and credit nor the taxing power of the Authority, the County or the State, or any political subdivision thereof, is pledged to the payment of the Bonds. The Authority has no taxing power and has no obligation to pay Base Rental Payments. See "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016D Bonds" and APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS."

Reserve Fund

Pursuant to the Indenture, the Trustee shall establish and maintain a special fund designated the "Reserve Fund." Within the Reserve Fund, the Trustee shall establish and maintain a separate account designated the "Common Reserve Account" and may establish and maintain one or more additional Reserve Accounts, each of which may secure one or more Series of Bonds pursuant to the Indenture (all Bonds, including the Series 2016D Bonds, issued pursuant to the Indenture being referred to as the "Bonds") and to the Supplemental Indenture authorizing the issuance of such Series of Bonds. Amounts in the Common Reserve Account will secure the payment of principal of and interest on the Prior bonds, the Series 2016D Bonds and any other Series of Additional Bonds issued under the Indenture secured by the Common Reserve Account (collectively, the "Common Reserve Bonds") as provided in the Supplemental Indenture providing for the issuance of each such Series of Additional Bonds. The Reserve Fund will be funded in an amount sufficient to satisfy the Reserve Requirement, which is defined as an amount equal to (a) with respect to the Common Reserve Bonds, as of the date of any calculation, the least of (i) 50% Maximum Annual Debt Service of such Common Reserve Bonds, (ii) 10% of the original aggregate principal amount of the Common Reserve Bonds (excluding Bonds refunded with the proceeds of subsequently issued Bonds), and (iii) 125% of Average Annual Debt Service of such Common Reserve Bonds, and (b) with respect to any Series of Additional Bonds that are not Common Reserve Bonds, such amount, if any, as shall be specified in the Supplemental Indenture authorizing the issuance of such Series of Additional Bonds; provided, however, that in no event shall any Reserve Requirement exceed an amount permitted by the Code (as defined below). See "ESTIMATED SOURCES AND USES OF FUNDS" and "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016D Bonds – Reserve Fund."

Parity Obligations; Additional Bonds

The Series 2016D Bonds will be issued as Additional Bonds under the Indenture. The Authority has previously issued the Prior Bonds pursuant to the Indenture payable from Lease Revenues on a parity with the Series 2016D Bonds and all other Additional Bonds hereafter issued under the Indenture. Under the Indenture, the Authority may issue other Additional Bonds payable from Lease Revenues on a parity with all other Bonds theretofore issued under the Indenture, but subject to the satisfaction of certain conditions precedent, including, (1) the provision to the Trustee of a Supplemental Indenture that, among other things, specifies whether such Additional Bonds shall (a) constitute Common Reserve Bonds secured by the Common Reserve Account, (b) be secured by any other Reserve Account, or (c) not be secured by any Reserve Account and (2) the filing with the Trustee, among other things, of (a) a certificate of the County to the effect that, upon the issuance of such Additional Bonds, the sum of Base Rental Payments, including any increase in the Base Rental Payments as a result of the issuance of such Additional Bonds, plus Additional Rental Payments, in any Rental Period, is not in excess of the annual fair rental value of the Property after taking into account the use of the proceeds of such Additional Bonds, and (b) a CLTA title insurance policy or other appropriate form of policy in the amount of the Additional Bonds of the type set forth in the Sublease. See "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016D Bonds – Parity Obligations; Additional Bonds" and APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – INDENTURE – The Bonds – Conditions for the Issuance of Additional Bonds" and "– Procedure for the Issuance of Additional Bonds."

Purpose of the Series 2016D Bonds

The Los Angeles County Capital Asset Leasing Corporation (the "Corporation") previously issued certain of its Lease Revenue Obligation Commercial Paper Notes (the "Commercial Paper Notes") for, among other purposes, the financing of a portion of the costs of acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the Project (as defined below). The proceeds of the Series 2016D Bonds will be used to (a) finance and refinance certain capital improvements of the Project including repayment of certain of the Commercial Paper Notes, (b) fund a portion of the Common Reserve Account established under the Indenture for the Prior Bonds and the Series 2016D Bonds, and (c) pay certain costs of issuance incurred in connection with the issuance of the

Series 2016D Bonds. See "THE PROJECT; PLAN OF FINANCE" and "ESTIMATED SOURCES AND USES OF FUNDS."

Continuing Disclosure

Pursuant to the Continuing Disclosure Certificate to be executed in connection with the issuance of the Series 2016D Bonds, the County has covenanted to provide, or cause to be provided, by not later than April 1 of each fiscal year, commencing on April 1, 2016, to the Municipal Securities Rulemaking Board through its Electronic Municipal Market Access system certain annual financial information and operating data and, in a timely manner, notice of certain enumerated events. These covenants have been made in order to assist the Underwriters of the Series 2016D Bonds in complying with the Rule 15c2-12 (the "Rule") promulgated by the U.S. Securities and Exchange Commission pursuant to the Securities Exchange Act of 1934, as amended. See "CONTINUING DISCLOSURE" and APPENDIX E – "FORM OF CONTINUING DISCLOSURE CERTIFICATE."

Certain Risk Factors

Certain events could affect the ability of the County to make the Base Rental Payments when due. See "CERTAIN RISK FACTORS" for a discussion of certain factors that should be considered, in addition to other matters set forth herein, in evaluating an investment in the Series 2016D Bonds.

Forward-Looking Statements

Certain statements included or incorporated by reference in the Official Statement constitute "forward-looking statements." Such statements are generally identifiable by the terminology used such as "plan," "expect," "estimate," "budget" or other similar words. The achievement of certain results or other expectations contained in such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements described to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Although such expectations reflected in such forward-looking statements are reasonable, there can be no assurance that such expectations will prove to be correct. The County is not obligated to issue any updates or revisions to the forward-looking statements if or when its expectations, or events, conditions or circumstances on which such statements are based occur.

Other Information

The descriptions herein of the Indenture, the Site Lease and the Sublease and any other agreements relating to the Series 2016D Bonds are qualified in their entirety by reference to such documents, and the descriptions herein of the Series 2016D Bonds are qualified in their entirety by the forms thereof and the information with respect thereto included in the aforementioned documents. See APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS." Copies of the Indenture, the Site Lease and the Sublease may be obtained upon request from the Trustee at: 550 South Hope Street, Suite 2650, Los Angeles, California 90071, Attention: Corporate Trust Services.

The information and expressions of opinion herein speak only as of their date and are subject to change without notice. Neither the delivery of this Official Statement nor any sale made under this Official Statement nor any future use of this Official Statement, under any circumstances, creates any implication that there has been no change in the affairs of the County or the Authority since the date of this Official Statement.

The presentation of information, including tables of receipt of revenues, is intended to show recent historical information and is not intended to indicate future or continuing trends in the financial position or other affairs of the County or the Authority. No representation is made that past experience, as it might be shown by such financial and other information, will necessarily continue or be repeated in the future.

THE PROJECT; PLAN OF FINANCE

The Project consists of the following elements that are located within the campus of the Martin Luther King, Jr. Community Hospital (the "MLK Hospital"), and some of the elements described below have already been completed (collectively, the "Project"):

The Project

Main Lobby and Admitting Building Project. Undertake improvements to the existing Main Lobby and Admitting Building (the "MLA Building") located in the MLK Hospital campus, including significant exterior and tenant improvements to allow the MLA Building to provide public services to a new 120-bed acute care facility at the MLK Hospital, removal and replacement of the roof, and pre-casting concrete exterior wall panels, gypsum-board wall and metal studs and the exterior window system. The MLA Building occupies approximately 8,402 square feet and includes a lobby, conference rooms, cashiers stations, gift shop, vending area and a waiting room.

In-Patient Tower Building Project. Undertake improvements to the existing In-Patient Tower Building (the "IPT Building") which is also located within the MLK Hospital campus, including significant tenant improvements to allow the IPT Building to allow the IPT Building to serve as a new 120-bed acute care facility at the MLK Hospital, demolition of existing spaces, wall partitions, ceilings, doors and hardware, interior windows and finishes, exterior window and gasket replacement, addition of two elevators within the penthouse, widening and rebuilding of existing mechanical, electrical plumbing and lighting, and completion of re-roofing and drainage system. The IPT Building occupies approximately 185,706 square feet and includes treatment rooms, ultra-sound, radiology, electrical rooms and medical gas room. The basement of the IPT Building houses offices, storage, treatment rooms and bio-medical storage and containment. The first floor of the IPT Building contains treatment areas and offices. The second floor of the IPT Building houses patient, treatment and bio-medical areas. The third, fourth and fifth floors of the IPT Building contain offices, sleeping rooms, storage and work areas. The penthouse level of the IPT Building houses electrical and mechanical rooms.

Hospital Service Building Project. Undertake improvements to the existing Hospital Services Building (the "HSB Building") which is also located within the MLK Hospital campus, including significant structural seismic upgrade and tenant improvement upgrade to allow this building to provide 'back-of-house' services to a new 120-bed acute care facility at the MLK Hospital, demolition of the existing stairs, existing loading dock and interior spaces on both levels. The HSB Building occupies approximately 29,067 square feet, is a concrete building consisting of two stories. The HSB Building houses a kitchen, linen storage, waste management, mail room, storage, a reception area, staff offices and an electrical room. The loading dock of the HSB Building is situated on the back (south) end of the HSB Building. The loading dock features dock-high loading areas under a canopy cover and each truck well has hydraulic lifts. The loading dock contains approximately 5,462 square feet of platform area.

Ancillary Building Project. Undertake construction of the Ancillary Building (the "Ancillary Building") which is also located within the MLK Hospital campus, including construction of a kitchen and outdoor cafeteria, lobby, meeting rooms and offices. The Ancillary Building is designed to occupy approximately 25,917 square feet with a basement that will house the mechanical room, passenger and freight elevators, electrical and storage rooms.

Healing Garden Project. Undertake improvements to the courtyard to the north of the MLA Building and east of the Ancillary Building (in between the MLA Building, Ancillary Building and IPT Building) to develop an artist-inspired Healing Garden (the "Healing Garden"). The Healing Garden encompasses approximately 4,472 square feet.

Plan of Finance

The Corporation previously issued certain of the Commercial Paper Notes for, among other purposes, the financing of a portion of the costs of acquisition, construction, renovation, improvement or equipping of certain capital expenditures relating to the Project. The proceeds of the Series 2016D Bonds will be used to (a) finance and refinance certain capital improvements of the Project including repayment of certain of the Commercial Paper Notes, (b) fund a portion of the Common Reserve Account established under the Indenture for the Prior Bonds and the Series 2016D Bonds, and (c) pay certain costs of issuance incurred in connection with the issuance of the Series 2016D Bonds.

Pursuant to the Second Supplemental Indenture, the Trustee is required to (i) deposit an amount sufficient to repay the Commercial Paper Notes to be repaid, in a fund designated therefor, which the Trustee is also required to establish and maintain, and (ii) transfer all amounts in such fund to the issuing and paying agent for the Commercial Paper Notes for the payment of such Commercial Paper Notes, and upon such transfer such fund is required to be closed.

DESCRIPTION OF THE PROPERTY

The Property consists of:

The MLA Building, the IPT Building, the HSB Building, the Ancillary Building and the Healing Garden Area, comprising five separate assets located at the MLK Hospital campus – as described above. See “THE PROJECT; PLAN OF FINANCE.” The MLK Hospital is a non-profit facility owned by Los Angeles County which functions as a Multi-Service Ambulatory Care Center which is comprised of an Urgent Care Center and approximately 70 specialty Outpatient Clinics. The MLK Hospital campus is located on the west side of Wilmington Avenue and extends west to Compton Avenue and north to 120th Street. located at 12021 South Wilmington Avenue, Los Angeles, California. The primary entrance to the MLK Hospital is on South Wilmington Avenue, and ingress and egress are also available via Compton Avenue and 120th Street. The MLK Hospital provides a full spectrum of emergency, inpatient and outpatient services for County patients. As such, it does not operate as a market facility, for-profit. The 131-bed community hospital has a 21-bed emergency department, 20 ICU beds, and 18 labor, delivery, and postpartum beds. The MLK Hospital’s mission is to provide compassionate, innovative and quality care, and collaborating with providers and our community to create a healthier South Los Angeles. The MLK Hospital is designed to serve 1.35 million residents of South Los Angeles. The site area occupies a portion of 23.89 total acres of County property. The MLK Hospital is a brand new state-of-the-art facility, with all new equipment, technology, staff, and administration. It is occupied and administered by the Martin Luther King, Jr.-Los Angeles (MLK-LA) Healthcare Corporation (“MLK-LA”) pursuant to a lease agreement dated as of April 25, 2014 between the County as landlord and MLK-LA as tenant, which lease agreement is subject and subordinate to the Site Lease and the Sublease.

Los Angeles County Civic Center Heating and Refrigeration Plant. The Los Angeles County Civic Center Heating and Refrigeration Plant (the “Refrigeration Plant”) is located on a 2.28 acre property in the City of Los Angeles situated on the north side of Temple Street, and extending between Hill Street and North Broadway. The site also has frontage on the south side of the Hollywood/Santa Ana (101) Freeway right-of-way. The Refrigeration Plant was originally constructed in 1959, and was modified as new systems and upgrades were implemented. It supplies electrical steam and chilled water to the Los Angeles County Civic Center and other nearby County buildings. The Refrigeration Plant’s main building is a special-purpose industrial structure designed for a cogeneration facility that is divided into a boiler or heating plant that occupies the north section and a refrigeration plant that occupies the south portion.

Internal Services Department Headquarters. The Internal Services Department Headquarters (the "ISD Headquarters") is located on a 32.8-acre property at 1100 North Eastern Avenue in the City of Los Angeles and consists of two one-story industrial buildings, one administrative office building, a metal industrial building, and one office/communications building. The combined gross building area is 455,383 square feet. The ISD Headquarters is occupied by the Internal Services Department of the County of Los Angeles ("ISD") and used as a maintenance, storage and service facility. ISD provides computer, telecommunications, building maintenance and repair, purchasing and contracts, vehicle repair, mail messenger and printing services to County departments.

Manhattan Beach Library. The Manhattan Beach Library consists of a two-story 21,500 square foot library completed in January 2015, and located on County-owned property within the Manhattan Beach City Civic Center. The library includes a homework center, group study/tutoring rooms, 100-seat community meeting room, express-service checkout machines, automated materials handling system, information service desks, public access computers, and associated site improvements including landscaping, walkways and security lighting.

Zev Yaroslavsky Family Support Center. The Zev Yaroslavsky Family Support Center is located on a 6.78 acre County-owned property in Van Nuys, California. The facility includes office space and facilitates the delivery of various health and social services on behalf of the Departments of Child Support Services, Children and Family Services, Health Services, Mental Health, Public Health, Public Social Services and Probation. The facility consists of a five-story office building with 212,000 square feet of space, and a multi-story parking structure with approximately 1,350 parking spaces. The office building was completed in July 2015 and is designed to provide an efficient service delivery center for families requiring access to multiple government services. The parking structure is scheduled for completion in September 2015. [TO BE UPDATED]

Antelope Valley Courthouse. The Antelope Valley Courthouse is located on a 17-acre site at the intersection of 4th Street West and Avenue M in the City of Lancaster in Los Angeles County. The courthouse consists of a five story building of approximately 380,000 square feet, and houses 21 courtrooms, related facilities including a cafeteria and surface and underground parking.

Los Angeles County Superior Court — Airport Branch. The Airport Branch of the Los Angeles County Superior Court consists of a 10-story building totaling approximately 292,000 square feet, including 12 courtrooms, 14 judges' chambers and areas for supporting departments. This facility also includes 93 surface and subsurface parking spaces and a parking structure that accommodates between 400 and 450 vehicles. The Courthouse is located near the Los Angeles International Airport at 11707 South La Cienega Boulevard, south of the 105 Freeway in the City of Los Angeles.

West San Fernando Valley Courthouse. The West San Fernando Valley Courthouse consists of a 302,000 square foot structure, with three stories above ground and one story below ground. The facility is located on a 9.6-acre site on the southeast corner of Winnetka Avenue and Plummer Street in the Chatsworth area of the City of Los Angeles. The Courthouse includes 16 municipal courtrooms, 22 judges' chambers and ancillary space for support services, with 703 surface parking spaces and 31 spaces on the lower level.

Lost Hills Sheriff Station. The Lost Hills Sheriff Station is a 32,000 square foot sheriff station in an unincorporated area of the County near the City of Agoura. The site is located near the intersection of Agoura Road and Malibu Hills road on County-owned land. The station has a single story sheriff's building which includes thirty-one detention cells, a detox cell and a holding cell. This facility includes an emergency generator and complete heating, cooling and ventilation systems plus a fire sprinkler system. The station has a single story 5,800 square foot service building, including an auto repair shop.

The station has evidence, bicycle and general storage areas and is equipped with a microwave communication tower and a helipad with refueling provisions.

ESTIMATED SOURCES AND USES OF FUNDS

The proceeds of the Series 2016D Bonds are expected to be applied approximately as set forth below:

	Series 2016D Bonds
Sources of Funds:	
Principal Amount of the Series 2016D Bonds	
Net Original Issue [Premium/Discount]	
TOTAL SOURCES	
Uses of Funds:	
Repayment of Commercial Paper Notes	
Common Reserve Account(1)	
Costs of Issuance(2)	
TOTAL USES	

(1) Amount, together with amount on deposit in the Common Reserve Account [($20,749,425.99)] prior to the issuance of the Series 2016D Bonds, represents the Reserve Requirement for the Common Reserve Bonds as of the date of the delivery of the Series 2016D Bonds.

(2) Includes underwriters' discount, title insurance costs, rating agency fees, bond counsel fees, financial advisor fees, trustee, printing costs and other miscellaneous expenses.

THE SERIES 2016D BONDS

The following is a summary of certain provisions of the Series 2016D Bonds. Reference is made to the Series 2016D Bonds for the complete text thereof and to the Indenture for a more detailed description of such provisions. The discussion herein is qualified by such reference.

General

The Series 2016D Bonds will be issued in denominations of $5,000 and any integral multiple thereof. The Series 2016D Bonds will be dated their date of delivery and are payable with respect to interest semiannually each June 1 and December 1, commencing on [December/June 1], 2016.

The Series 2016D Bonds will be delivered in fully-registered form only, and when delivered, will be registered in the name of Cede & Co., as nominee of DTC. DTC will act as securities depository for the Series 2016D Bonds. Ownership interests in the Series 2016D Bonds may be purchased in book-entry form only. Principal of and interest and premium, if any, on the Series 2016D Bonds will be paid by the Trustee to DTC or its nominee, which will in turn remit such payments to its Participants (defined herein) for subsequent disbursement to the Beneficial Owners of the Series 2016D Bonds. See APPENDIX D – "BOOK-ENTRY ONLY SYSTEM."

Redemption of the Series 2016D Bonds*

Optional Redemption of the Series 2016D Bonds. The Series 2016D Bonds maturing on or before December 1, 20__, are not subject to optional redemption prior to their respective stated maturity dates. The Series 2016D Bonds maturing on or after December 1, 20__, are subject to optional redemption prior to their respective stated maturity dates, on any date on or after December 1, 20__, in whole or in part, in Authorized Denominations, from (i) amounts received from the County in connection with the County's exercise of its right pursuant to the Sublease to cause Bonds to be optionally redeemed, or (ii) any other source of available funds, at a redemption price equal to the principal amount thereof, plus accrued interest thereon to the date fixed for redemption, without premium.

Mandatory Sinking Fund Redemption of the Series 2016D Term Bonds. The Series 2016D Bonds maturing December 1, 20__ (the "Series 2016D Term Bonds") shall be subject to mandatory sinking fund redemption, in part, on December 1 in each year, commencing December 1, 20__, at a redemption price equal to the principal amount thereof, plus accrued interest thereon to the date fixed for redemption, without premium, in the aggregate respective principal amounts in the respective years as follows:

Sinking Fund Redemption Date (December 1)	Principal Amount to be Redeemed
	$
20__ (Maturity)	

If some but not all of the Series 2016D Term Bonds are redeemed pursuant to the extraordinary redemption provisions as described herein under the caption " – Extraordinary Redemption of the Bonds," the principal amount of Series 2016D Term Bonds to be redeemed pursuant to the mandatory sinking fund redemption provisions shall be reduced by the aggregate principal amount of Series 2016D Term Bonds so redeemed pursuant to the extraordinary redemption provisions, such reduction to be allocated among sinking fund redemption dates as nearly as practicable on a pro rata basis, in amounts equal to Authorized Denominations, as determined by the Trustee, notice of which determination shall be given by the Trustee to the Authority and the County. If some but not all of the Series 2016D Term Bonds are redeemed pursuant to the optional redemption provisions as described herein under the caption "– Optional Redemption of the Series 2016D Bonds," the principal amount of Series 2016D Term Bonds to be redeemed pursuant to the mandatory sinking fund redemption provisions shall be reduced by the aggregate principal amount of Series 2016D Term Bonds so redeemed pursuant to the optional redemption provisions, such reduction to be allocated among redemption dates in Authorized Denominations, as designated by the County.

Extraordinary Redemption of the Bonds. The Bonds shall be subject to redemption, in whole or in part, on any date, in denominations of $5,000 or any integral multiple thereof, from and to the extent of any Net Proceeds (other than Net Proceeds of rental interruption insurance) received with respect to all or a portion of the Property and deposited by the Trustee in the Redemption Fund in accordance with the provisions of the Indenture, at a redemption price equal to the principal amount thereof, plus accrued interest thereon to the date fixed for redemption, without premium.

Selection of Series 2016D Bonds for Redemption. Whenever provision is made in the Indenture for the redemption of less than all of the Bonds, the Trustee shall select the Bonds to be redeemed from all Bonds not previously called for redemption (a) with respect to any redemption described above under the caption "– Extraordinary Redemption" among maturities of all Series of Bonds on a pro rata basis as

* Preliminary; subject to change.

nearly as practicable, (b) with respect to any optional redemption of either Series of the Series 2016D Bonds, among maturities as directed by the County, and (c) with respect to either Series of Series 2016D Bonds with the same maturity, by lot in any manner which the Trustee in its sole discretion shall deem appropriate and fair.

Notice of Redemption. The Trustee on behalf of the Authority shall mail (by first class mail) notice of any redemption to the respective Owners of any Series 2016D Bonds designated for redemption at their respective addresses appearing on the Registration Books at least 30 but not more than 60 days prior to the date fixed for redemption. Such notice shall state the date of the notice, the redemption date, the redemption place and the redemption price and shall designate the CUSIP numbers, the Bond numbers and the maturity or maturities of the applicable Series of Series 2016D Bonds to be redeemed (except in the event of redemption of all of the Series 2016D Bonds of such maturity or maturities in whole), and shall require that such Series 2016D Bonds be then surrendered at the Office of the Trustee for redemption at the redemption price, giving notice also that further interest on such Series 2016D Bonds will not accrue from and after the date fixed for redemption. Neither the failure to receive any notice so mailed, nor any defect in such notice, shall affect the validity of the proceedings for the redemption of the Series 2016D Bonds or the cessation of accrual of interest thereon from and after the date fixed for redemption. With respect to any notice of any optional redemption of Series 2016D Bonds of a Series, unless at the time such notice is given the Series 2016D Bonds to be redeemed shall be deemed to have been paid within the meaning of the Indenture, such notice shall state that such redemption is conditional upon receipt by the Trustee, on or prior to the date fixed for such redemption, of moneys that, together with other available amounts held by the Trustee, are sufficient to pay the redemption price of, and accrued interest on, the Series 2016D Bonds to be redeemed, and that if such moneys shall not have been so received said notice shall be of no force and effect and the Authority shall not be required to redeem such Series 2016D Bonds. In the event a notice of redemption of Series 2016D Bonds contains such a condition and such moneys are not so received, the redemption of Series 2016D Bonds as described in the conditional notice of redemption shall not be made and the Trustee shall, within a reasonable time after the date on which such redemption was to occur, give notice to the individuals, corporations, limited liability companies, firms, associations, partnerships, trusts, or other legal entities or groups of entities, including governmental entities or any agencies or political subdivisions thereof (each, a "Person") and in the manner in which the notice of redemption was given, that such moneys were not so received and that there shall be no redemption of Series 2016D Bonds pursuant to such notice of redemption.

Notice having been mailed as described above, and moneys for the redemption price, and the interest to the applicable date fixed for redemption, having been set aside, the Series 2016D Bonds shall become due and payable on said date and, upon presentation and surrender thereof at the Office of the Trustee, said Series 2016D Bonds shall be paid at the redemption price thereof, together with interest accrued and unpaid to said date. If, on said date fixed for redemption, moneys for the redemption price of all the Series 2016D Bonds to be redeemed, together with interest to said date, shall be held by the Trustee so as to be available therefor on such date, and, if notice of redemption thereof shall have been mailed as described above and not canceled, then, from and after said date, interest on said Series 2016D Bonds shall cease to accrue and become payable. All moneys held by or on behalf of the Trustee for the redemption of Series 2016D Bonds shall be held in trust for the account of the Owners of the Series 2016D Bonds so to be redeemed without liability to such Owners for interest thereon.

SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2016D BONDS

Special Obligations; Pledge of Lease Revenues

The Series 2016D Bonds shall be special obligations of the Authority, payable solely from the Lease Revenues, including the Base Rental Payments to be made by the County under the Sublease for the use of the Property, and the other assets pledged therefor under the Indenture as described herein. Neither the faith and credit nor the taxing power of the Authority, the County or the State, or any political subdivision thereof, is pledged to the repayment of the Series 2016D Bonds. The Indenture provides that, subject only to the provisions of the Indenture permitting the application thereof for the purposes and on the terms and conditions set forth therein, all of the Lease Revenues and all amounts on deposit from time to time in the funds and accounts established under the Indenture (other than the Rebate Fund) are pledged to the payment of the principal of and interest on the Bonds as provided in the Indenture, and that the Lease Revenues shall not be used for any other purpose while any of the Bonds remain Outstanding. The Indenture provides that said pledge shall constitute a first lien on such assets.

In order to secure the pledge of the Lease Revenues under the Indenture, the Authority, in the Indenture, sells, assigns and transfers to the Trustee, irrevocably and absolutely, without recourse, for the benefit of the Owners, all of its right, title and interest in and to the Site Lease and the Sublease, including, without limitation, the right to receive Base Rental Payments and the right to exercise any remedies provided in the Sublease in the event of a default by the County thereunder; provided that the Authority retains the rights to indemnification and to payment or reimbursement of its reasonable costs and expenses under the Sublease. See "– Base Rental Payments; Abatement" and "CERTAIN RISK FACTORS – Bankruptcy."

Base Rental Payments; Abatement

The County covenants under the Sublease to take such action as may be necessary to include all Base Rental Payments and Additional Rental Payments (which include taxes and assessments affecting the Property, administrative costs of the Authority relating to the Property, fees and expenses of the Trustee, insurance premiums and other amounts payable under the Sublease or the Indenture), due under the Sublease in its annual budgets and to make the necessary annual appropriations therefor. The Sublease provides that it shall be, and shall be deemed and construed to be, a "net-net-net lease" and that the Rental Payments shall be an absolute net return to the Authority, free and clear of any expenses, charges or set-offs whatsoever and notwithstanding any dispute between the County and the Authority. Base Rental Payments to be made by the County under the Sublease will be used to pay principal of and interest and premium, if any, on the Bonds when due. The Base Rental Payments are equal to the principal of and interest on the Bonds when due. See APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – SUBLEASE – Rental Payments – Base Rental Payments."

The obligation of the County to pay the Base Rental Payments does not constitute a debt of the County or of the State or of any political subdivision thereof in contravention of any constitutional or statutory debt limit or restriction, and does not constitute an obligation for which the County or the State is obligated to levy or pledge any form of taxation or for which the County or the State has levied or pledged any form of taxation.

During any period in which, by reason of material damage to, or destruction or condemnation of, the Property, or any defect in title to the Property, there is substantial interference with the County's right to use and occupy any portion of the Property, Rental Payments shall be abated, and the County waives any and all other rights to terminate the Sublease by virtue of any such interference, and the Sublease shall continue in full force and effect. The amount of such abatement shall be such that the resulting Rental Payments do not exceed the lesser of (i) the amount necessary to pay the Rental Payments remaining unpaid, and (ii) the fair rental value for the use and possession of the Property of which there is no such substantial interference. The County and the Authority shall provide the Trustee with a certificate setting forth the amount of such abatement and the basis therefor. Such abatement shall continue for the period commencing with the date of interference resulting from such damage, destruction, condemnation or title defect and, with respect to damage to or destruction of the Property, ending with the substantial completion of the work of repair or replacement of the Property, or the portion thereof so damaged or destroyed, and the term of the Sublease shall be extended as provided in the Sublease; provided, however, that such term shall in no event be extended more than ten years beyond the Scheduled Termination Date. Notwithstanding the foregoing, to the extent that moneys are available for the payment of Rental Payments in any of the funds and accounts established under the Indenture, Rental Payments shall not be abated as provided above but, rather, shall be payable by the County as a special obligation payable solely from said funds and accounts. See APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – SUBLEASE – Rental Payments – Rental Abatement."

Subject to the abatement provisions set forth in the Sublease, the Base Rental Payments are equal to the principal of and interest on the Bonds when due and are payable on the first Business Day next preceding each Interest Payment Date. A table of the aggregate annual Base Rental Payments to be made by the County under the Sublease is set forth below.

SCHEDULE OF BASE RENTAL PAYMENTS

	Prior Bonds		**Series 2016D Bonds**		
Fiscal Year Ending June 30	**Principal**	**Interest**	**Principal**	**Interest[(1)]**	**Total Base Rental Payments[(1)]**
2016					
2017					
2018					
2019					
2020					
2021					
2022					
2023					
2024					
2025					
2026					
2027					
2028					
2029					
2030					
2031					
2032					
2033					
2034					
2035					
2036					
2037					
2038					
2039					
2040					
2041					
2042					
2043					
2044					
2045					
Total[(1)]					

(1) Amounts reflect individual rounding.

Additional Rental

The County shall also pay, as Additional Rental Payments, such amounts as shall be required for the payment of the following: (a) all taxes and assessments of any type or nature charged to the Authority or the County or affecting the Property or the respective interests or estates of the Authority or the County therein; (b) all reasonable administrative costs of the Authority relating to the Property including, but without limiting the generality of the foregoing, salaries, wages, fees and expenses payable by the Authority under the Indenture, fees of auditors, accountants, attorneys or engineers, and all other necessary and reasonable administrative costs of the Authority or charges required to be paid by it in order to maintain its existence or to comply with the terms of the Indenture or the Sublease or to defend the Authority and its members, officers, agents and employees; (c) insurance premiums for all insurance required pursuant to the Sublease; (d) any amounts with respect to the Bonds required to be rebated to the federal government in accordance with the Code; and (e) all other payments required to be paid by the County under the provisions of the Sublease or the Indenture.

Reserve Fund

Pursuant to the Indenture, the Trustee shall establish and maintain a Reserve Fund. Within the Reserve Fund, the Trustee shall establish and maintain a Common Reserve Account and may establish and maintain one or more additional Reserve Accounts, each of which may secure one or more Series of Bonds pursuant to the Indenture and to the Supplemental Indenture authorizing the issuance of such Series of Bonds. Amounts in the Common Reserve Account will secure the payment of principal of and interest on the Prior Bonds, the Series 2016D Bonds and any Series of Additional Bonds issued under the Indenture secured by the Common Reserve Account as provided in the Supplemental Indenture providing for the issuance of each such Series of Additional Bonds. The Reserve Fund will be funded in an amount sufficient to satisfy the Reserve Requirement, which is defined as an amount equal to (a) with respect to the Common Reserve Bonds, as of the date of any calculation, the least of (i) 50% Maximum Annual Debt Service of such Common Reserve Bonds, (ii) 10% of the original aggregate principal amount of the Common Reserve Bonds (excluding Bonds refunded with the proceeds of subsequently issued Bonds), and (iii) 125% of Average Annual Debt Service of such Common Reserve Bonds, and (b) with respect to any Series of Additional Bonds that are not Common Reserve Bonds, such amount, if any, as shall be specified in the Supplemental Indenture authorizing the issuance of such Series of Additional Bonds; provided, however, that in no event shall any Reserve Requirement exceed an amount permitted by the Code. The Common Reserve Account was funded in the amount of $20,749,426 from a portion of the proceeds of the Prior Bonds and an additional deposit to the Common Reserve Account in the amount of $_______ will be made from a portion of the proceeds of the Series 2016D Bonds. See "ESTIMATED SOURCES AND USES OF FUNDS" herein. In connection with the issuance of Additional Bonds, there will additionally be deposited in the Common Reserve Account or any other Reserve Account established and/or maintained for such Additional Bonds, as applicable, the amount required to be deposited therein under the Supplemental Indenture pursuant to which such Additional Bonds are issued. The Indenture also permits the issuance of Additional Bonds not secured by any Reserve Account.

"Maximum Annual Debt Service" means the largest Annual Debt Service for any Bond Year, including the Bond Year the calculation is made. "Annual Debt Service" means, for each Bond Year, the sum of (a) the interest due on the Outstanding Bonds in such Bond Year, assuming that the Outstanding Bonds are retired as scheduled (including by reason of mandatory sinking fund redemptions), and (b) the scheduled principal amount of the Outstanding Bonds due in such Bond Year (including any mandatory sinking fund redemptions due in such Bond Year). "Bond Year" means each twelve-month period beginning on July 1 in each year and extending to the next succeeding June 30, both dates inclusive, except that the first Bond Year shall begin on the date of issuance of the Series 2016D Bonds and end on [June 30, 2016]. "Average Annual Debt Service" means the average of the Annual Debt Service for all Bond Years, including the Bond Year in which the calculation is made.

The County may substitute a Reserve Facility for all or part of the moneys on deposit in any Reserve Account by depositing such Reserve Facility with the Trustee, provided that, at the time of such substitution, the amount on deposit in such Reserve Account, together with the amount available under all Reserve Facilities on deposit in such Reserve Account, shall be at least equal to the Reserve Requirement for such Reserve Account. "Reserve Facility" means any line of credit, letter of credit, insurance policy, surety bond or similar instrument, in form reasonably satisfactory to the Trustee, that (a) names the

Trustee as beneficiary thereof, (b) provides for payment on demand, (c) cannot be terminated by the issuer thereof so long as any of the Bonds secured by such Reserve Facility remain Outstanding, (d) is issued by an obligor, the obligations of which under the Reserve Facility are, at the time such Reserve Facility is substituted for all or part of the moneys on deposit in the applicable Reserve Account, rated in one of the two highest rating categories (without regard to any modifier) by any one rating agency then rating the Bonds secured by such Reserve Facility, and (e) is deposited with the Trustee pursuant to the Indenture.

If the sum of the amount on deposit in any Reserve Account, plus the amount available under all available Reserve Facilities held for such Reserve Account, is less than the Reserve Fund Requirement for such Reserve Account, the first of Base Rental Payments thereafter received from the County under the Sublease and not needed to pay the principal of and interest on the Bonds on the next Interest Payment Date or Principal Payment Date shall be used, first, to reinstate the amounts available under any Reserve Facilities that have been drawn upon and, second, to increase the amount on deposit in the Reserve Accounts, so that the amount available under all available Reserve Facilities, when added to the amount on deposit in the Reserve Fund, shall equal the Reserve Requirement for each Reserve Account; provided, however, that such Base Rental Payments shall be allocated among all Reserve Accounts ratably without preference or priority of any kind, according to each Reserve Account's percentage share of the total deficiencies in all Reserve Accounts.

If, as a result of the payment of principal of or interest on any Series of Bonds, the Reserve Requirement applicable to such Series of Bonds is reduced, amounts on deposit in the applicable Reserve Account in excess of such reduced Reserve Requirement shall be transferred to the related Interest Account(s) and Principal Account(s) of the Payment Fund as directed in a Written Request of the County. On any date on which Bonds of a Series are defeased in accordance with the Indenture, the Trustee shall, if so directed in a Written Request of the County, transfer any moneys in the related Reserve Account in excess of the applicable Reserve Requirement resulting from such defeasance to the entity or fund so specified in such Written Request of the County, to be applied to such defeasance. Moneys, if any, on deposit in a Reserve Account shall be withdrawn and applied by the Trustee for the final payments of principal of and interest on the Bonds secured by such Reserve Account.

See APPENDIX C — "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – INDENTURE – Pledge and Assignment; Funds and Accounts – Reserve Fund."

Parity Obligations; Additional Bonds

The Series 2016D Bonds will be issued as Additional Bonds under the Indenture. The Authority has previously issued the Prior Bonds pursuant to the Indenture payable from Lease Revenues on a parity with the Series 2016D Bonds and all other Additional Bonds hereafter issued under the Indenture. Under the Indenture, the Authority may also issue other Additional Bonds payable from Lease Revenues on a parity with all other Bonds theretofore issued under the Indenture, but only subject to satisfaction of certain conditions precedent, including, (1) the provision to the Trustee of a Supplemental Indenture that, among other things, specifies whether such Additional Bonds shall (a) constitute Common Reserve Bonds secured by the Common Reserve Account, (b) be secured by any other Reserve Account, or (c) not be secured by any Reserve Account and (2) the filing with the Trustee, among other things, of (a) a certificate of the County to the effect that, upon the issuance of such Additional Bonds, the sum of Base Rental Payments, including any increase in the Base Rental Payments as a result of the issuance of such Additional Bonds, plus Additional Rental Payments, in any Rental Period, is not in excess of the annual fair rental value of the Property after taking into account the use of the proceeds of such Additional Bonds, and (b) a CLTA title insurance policy or other appropriate form of policy in the amount of the Additional Bonds of the type set forth in the Sublease. See APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – INDENTURE – The Bonds – Conditions for Issuance of Additional Bonds" and "– Procedure for the Issuance of Additional Bonds."

Insurance

The Sublease requires the County to maintain reasonable and customary liability insurance. The Sublease also requires the County to maintain or cause to be maintained casualty insurance insuring the Property against fire, lightning and all other risks covered by an extended coverage endorsement (excluding earthquake) to the full insurable value of the Property, subject to a $100,000 loss deductible provision. The insurance referenced in the preceding sentence may be maintained in the form of self-insurance by the County, in compliance with the terms of the Sublease. The County intends to self-insure for workers' compensation and general liability with respect to the Property. The Sublease also requires the County to maintain rental interruption insurance to cover the Authority's loss, total or partial, of Base Rental Payments resulting from the loss, total or partial, of the use of any part of the Property as a result of certain hazards in an amount not less than an amount equal to two times Maximum Annual Debt Service. The County may not self-insure for rental interruption insurance. See Appendix C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – SUBLEASE – Insurance."

The County is also required under the Sublease to obtain title insurance on the Property, in an aggregate amount of not less than the initial aggregate principal amount of the Bonds, subject only to Permitted Encumbrances, as defined in the Sublease.

Substitution and Release of Property

Subject to the provisions described below, the Sublease provides that the County may substitute alternate real property for any portion of the Property or release a portion of the Property from the Sublease. Notwithstanding any substitution or release pursuant to the Sublease, the Sublease provides that there shall be no reduction in or abatement of the Base Rental Payments due from the County thereunder as a result of such substitution or release. Any such substitution or release of any portion of the Property shall be subject to, among other things, the following conditions: (a) a qualified employee of the County or an independent certified real estate appraiser selected by the County shall have certified that (i) the sum of Base Rental Payments plus Additional Rental Payments due under the Sublease in any Rental Period is not in excess of the annual fair rental value of the Property, as constituted after such substitution or release, and (ii) the Property, as constituted after such substitution or release, has a useful life equal to or greater than the maximum remaining term of the Sublease (including extensions thereof as provided under the Sublease); (b) the County shall have obtained or caused to be obtained a CLTA title insurance policy or policies with respect to any substituted property in the amount of the fair market value of such substituted property; (c) the County shall have filed or caused to be filed with the Trustee an Opinion of Counsel to the effect that such substitution or release will not, in and of itself, cause the interest on Tax-Exempt Bonds to be included in gross income for federal income tax purposes; and (d) the County shall have certified to the Trustee that the substituted real property is essential for performing the County's governmental functions. See APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS –SUBLEASE – Assignment and Subletting; Substitution or Release; Title – Substitution or Release of the Property."

Events of Default and Remedies

An Event of Default under the Sublease includes, among other events, (a) the failure of the County to pay any Rental Payment payable under the Sublease when the same becomes due and payable, time being expressly declared to be of the essence in the Sublease and (b) the failure by the County to observe and perform any of the other covenants, agreements or conditions on its part in the Sublease contained, if such failure shall have continued for a period of 30 days after written notice thereof, specifying such failure and requiring the same to be remedied, shall have been given to the County by the Trustee, the Authority or the Owners of not less than 5% in aggregate principal amount of the Bonds at the time Outstanding; provided, however, that if, in the reasonable opinion of the County, the failure stated in the notice can be corrected, but not within such 30 day period, such failure shall not constitute an Event of Default if corrective action is instituted by the County within such 30 day period and the County shall thereafter diligently and in good faith cure such failure in a reasonable period of time, provided, further, however, that the period of time for such cure shall not exceed 90 days without the prior written consent of the Authority. See APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – SUBLEASE – Events of Default and Remedies."

In each and every case during the continuance of an Event of Default under the Sublease, the Trustee, as assignee of the Authority, shall have the right, without terminating the Sublease or the County's right to possession of the Property, to collect each installment of Rental Payments as the same become due and enforce any other terms or provisions of the Sublease to be kept or performed by the County, regardless of whether or not the County has abandoned the Property. The Sublease provides that the County shall remain liable and agrees to keep or perform all covenants and conditions contained in the Sublease to be kept or performed by the County and to pay the full amount of the Rental Payments to the end of the term of the Sublease; and further agrees to pay said Rental Payments punctually at the same time and in the same manner as provided in the Sublease, notwithstanding the fact that the Authority may have received in previous years or may receive hereafter in subsequent years Rental Payments in excess of the Rental Payments specified in the Sublease. Notwithstanding anything to the contrary contained in the Sublease, the Authority in the Sublease expressly waives (i) any right to terminate the Sublease or the County's right to possession of the Property thereunder regardless of whether or not the County has abandoned the Property and (ii) any right of entry or re-entry to take possession of and/or re-let the Property. Further, the Authority shall have no right to accelerate Rental Payments upon the occurrence or continuance of a default or an Event of Default under the Sublease. See "CERTAIN RISK FACTORS – Limitations on Remedies; No Acceleration Upon an Event of Default" and APPENDIX C – "SUMMARY OF PRINCIPAL LEGAL DOCUMENTS –SUBLEASE – Events of Default and Remedies."

CERTAIN RISK FACTORS

The following factors, along with all other information herein, should be considered by potential investors in evaluating the Series 2016D Bonds. However, they do not purport to be an exhaustive listing of risks and other considerations which may be relevant to an investment in the Series 2016D Bonds. In addition, the order in which the following factors are presented is not intended to reflect the relative importance of any such risks.

Not a Pledge of Taxes

The Series 2016D Bonds shall be special obligations of the Authority, payable solely from the Lease Revenues and the other assets pledged therefor under the Indenture. Neither the faith and credit nor the taxing power of the Authority, the County or the State, or any political subdivision thereof, is pledged to the payment of the Series 2016D Bonds. The Authority has no taxing power and has no obligation to pay Base Rental Payments. The obligation of the County to pay the Base Rental Payments does not constitute a debt of the County or of the State or of any political subdivision thereof in contravention of any constitutional or statutory debt limit or restriction, and does not constitute an obligation for which the County or the State is obligated to levy or pledge any form of taxation or for which the County or the State has levied or pledged any form of taxation.

Although the Sublease does not create a pledge, lien or encumbrance upon the funds of the County, the County is obligated under the Sublease to pay the Base Rental Payments from legally available funds for the use and possession of the Property as provided therein and the County has covenanted in the Sublease to take such action as may be necessary to include all Base Rental Payments and Additional Rental Payments due thereunder in its annual budget and to make the necessary annual appropriations for all such Base Rental and Additional Rental Payments except to the extent such payments are abated in accordance with the Sublease. The County is currently liable on other obligations payable from general revenues, some of which may have priority over the Base Rental Payments and Additional Rental Payments.

Additional Obligations of the County

The County has the capability to enter into other obligations which may constitute additional charges against its revenues. To the extent that additional obligations are incurred by the County, the funds available to make Base Rental Payments may be decreased.

The Base Rental Payments and other payments due under the Sublease (including payment of costs of replacement, maintenance and repair of the Property and taxes, other governmental charges and utility charges levied against the Property) are payable from funds lawfully available to the County. In the event that the amounts which the County is obligated to pay in a Fiscal Year exceed the County's revenues for such year, the County may choose to make some payments rather than making other payments, including Base Rental Payments, based on the perceived needs of the County. The same result could occur if, because of California constitutional limits on expenditures, the County is not permitted to appropriate and spend all of its available revenues. In such event, the County may not have sufficient funds available to pay the Base Rental Payments when due.

Adequacy of County Insurance Reserves or Insurance Proceeds

The County may self-insure for certain types of insurance required under the Sublease. See "SECURITY AND SOURCES OF PAYMENT FOR THE BONDS – Insurance" and APPENDIX C – SUMMARY OF PRINCIPAL LEGAL DOCUMENTS – SUBLEASE – Insurance." The County intends to self-insure for workers' compensation insurance and general liability insurance with respect to the Property. If the County elects to self-insure against other risks, no assurance can be given that the insurance reserves established by the County will be sufficient to satisfy any loss which the County may experience. See "SECURITY AND SOURCES OF PAYMENT FOR THE BONDS – Abatement" and "– Abatement" below.

Abatement

During any period in which, by reason of material damage to, or destruction or condemnation of, the Property, or any defect in title to the Property, there is substantial interference with the County's right to use and occupy any portion of the Property, Rental Payments shall be abated, and the County waives any and all other rights to terminate the Sublease by virtue of any such interference, and the Sublease shall continue in full force and effect. The amount of such abatement shall be such that the resulting Rental Payments do not exceed the lesser of (i) the amount necessary to pay the Rental Payments remaining unpaid, and (ii) the fair rental value for the use and possession of the Property of which there is no such substantial interference. The County and the Authority shall provide the Trustee with a certificate setting forth the amount of such abatement and the basis therefor. Such abatement shall continue for the period commencing with the date of interference resulting from such damage, destruction, condemnation or title defect and, with respect to damage to or destruction of the Property, ending with the substantial completion of the work of repair or replacement of the Property, or the portion thereof so damaged or destroyed, and the term of the Sublease shall be extended as provided in the Sublease; provided, however, that such term shall in no event be extended more than ten years beyond the Scheduled Termination Date. Notwithstanding the foregoing, to the extent that moneys are available for the payment of Rental Payments in any of the funds and accounts established under the Indenture, Rental Payments shall not be abated as provided above but, rather, shall be payable by the County as a special obligation payable solely from said funds and accounts.

In the event that such portion of the Property, if damaged or destroyed by an insured casualty, could not be replaced during the period of time in which proceeds of the County's rental interruption insurance will be available in lieu of Base Rental Payments, plus the period for which funds are available from the Reserve Fund or other funds and accounts established under the Indenture, or in the event that casualty insurance proceeds or condemnation proceeds are insufficient to provide for complete repair or replacement of such portion of the Property or redemption of the Bonds, there could be insufficient funds to make payments to Owners of the Series 2016D Bonds in full.

Bankruptcy

In addition to the limitation on remedies contained in the Indenture, the rights and remedies provided in the Indenture and the Sublease may be limited by and are subject to the provisions of federal bankruptcy laws and to other laws or equitable principles, as now or hereinafter enacted, that may affect the enforcement of creditors' rights. The legal opinions to be delivered concurrently with the delivery of the Series 2016D Bonds will be qualified, as described under "– Limitations on Remedies; No Right of Re-Entry or Re-let; No Acceleration" below.

The County is a governmental unit and the Authority is a public agency, therefore neither the County nor the Authority can be the subject of an involuntary case under the United States Bankruptcy Code (the "Bankruptcy Code"). However, pursuant to Chapter 9 of the Bankruptcy Code, the County and the Authority may seek voluntary protection from their respective creditors for purposes of adjusting their respective debts. In the event either of such entities was to become a debtor under the Bankruptcy Code, the affected entity would be entitled to all of the protective provisions of the Bankruptcy Code as applicable in a Chapter 9 proceeding. Among the adverse effects of such a bankruptcy might be: (i) the application of the automatic stay provisions of the Bankruptcy Code, which, until relief is granted, would prevent collection of payments from the affected entity, or the commencement of any judicial or other action for the purpose of recovering or collecting a claim against the affected entity, or otherwise enforcing the obligations of the affected entity, and could prevent the Trustee from making payments from funds in its possession; (ii) the avoidance of preferential transfers occurring during the relevant period prior to the filing of a bankruptcy petition; (iii) the existence of unsecured or secured debt which may have a priority of payment superior to that of the Owners of the Series 2016D Bonds; and (iv) the possibility of the adoption of a plan (a "Plan") for the adjustment of the affected entity's various obligations without the consent of the Trustee or all of the Owners of the Series 2016D Bonds, which Plan may restructure, delay, compromise or reduce the amount of any claim of the Owners of the Series 2016D Bonds if the Bankruptcy Court finds that the Plan is fair and equitable and in the best interest of creditors. The County may also be able to obtain authorization from the bankruptcy court to sell to a third party the Property, free and clear of the Site Lease, the Sublease, and the rights of the Trustee and the Owners of the Series 2016D Bonds, over the objections of the Trustee. The provisions of the transaction documents that require the County to make payments directly to the Trustee rather than to the Authority may no longer be enforceable, and all payments may be required to be made to the Authority. In addition, in a bankruptcy of the Authority, the assignment by the Authority to the Trustee of the Site Lease and the Sublease could be characterized as a pledge rather than an absolute assignment. Such a characterization could result in delays or reductions in payments on the Series 2016D Bonds or other losses to the Owners of the Series 2016D Bonds.

In addition, if the Site Lease or the Sublease were determined to constitute a true lease by bankruptcy court (rather than a financing lease in connection with the extension of credit), the County or the Authority, as the case may be, may be able to either reject the Site Lease or the Sublease, assume or assume and assign the Site Lease or the Sublease despite any provision of the Site Lease or the Sublease which makes the bankruptcy or insolvency of the affected entity an event of default thereunder. In the event the affected entity rejects the Site Lease or the Sublease, as applicable, the Trustee, on behalf of the Owners of the Series 2016D Bonds, would have a pre-petition unsecured claim that may be substantially limited in amount and this claim could be treated in a manner under a Plan over the objections of the Trustee or Owners of the Series 2016D Bonds. Moreover, such rejection may terminate both the Site Lease and the Sublease and the obligations of the County to make payments under the Sublease but could result in the affected entity remaining in possession of the Property, notwithstanding its rejection of the Site Lease or the Sublease.

Limitations on Remedies; No Right of Re-Entry or Re-let; No Acceleration

In accordance with the Sublease, in each and every case during the continuance of an Event of Default under the Sublease, the Trustee, as assignee of the Authority, shall have the right, without terminating the Sublease or the County's right to possession of the Property, to collect each installment of Rental Payments as the same become due and enforce any other terms or provisions of the Sublease to be kept or performed by the County, regardless of whether or not the County has abandoned the Property. The Sublease provides that the County shall remain liable and agrees to keep or perform all covenants and conditions contained in the Sublease to be kept or performed by the County and to pay the full amount of the Rental Payments to the end of the term of the Sublease; and further agrees to pay said Rental Payments punctually at the same time and in the same manner as provided in the Sublease, notwithstanding the fact that the Authority may have received in previous years or may receive hereafter in subsequent years Rental Payments in excess of the Rental Payments specified in the Sublease. Notwithstanding anything to the contrary contained in the Sublease, the Authority in the Sublease expressly waives (i) any right to terminate the Sublease or the County's right to possession of the Property thereunder regardless of whether or not the County has abandoned the Property and (ii) any right of entry or re-entry to take possession of and/or re-let the Property. Further, the Authority shall have no right to accelerate Rental Payments upon the occurrence or continuance of a default or an Event of Default under the Sublease.

If the County defaults on its obligations to make Rental Payments, the Trustee, as assignee of the Authority's rights under the Sublease, would be required to seek a separate judgment each year for that year's defaulted Rental Payments. Any such suit would be subject to limitations on legal remedies against counties in the State, including a limitation on enforcement of judgments against funds of a fiscal year other than the fiscal year in which the Rental Payments were due and against funds needed to serve the public welfare and interest.

Additionally, enforceability of the rights and remedies of the Owners, and the obligations incurred by the Authority and the County, may become subject to the federal bankruptcy code and applicable bankruptcy, insolvency, reorganization, moratorium, or similar laws relating to or affecting the enforcement of creditor's rights generally, now or hereafter in effect, equity principles which may limit the specific enforcement under State law of certain remedies, the exercise by the United States of America of the powers delegated to it by the Constitution, the reasonable and necessary exercise, in certain exceptional situations, of the police powers inherent in the sovereignty of the State and its governmental bodies in the interest of serving a significant and legitimate public purpose and the limitations on remedies against counties in the State. Bankruptcy proceedings, or the exercise of powers by the federal or state government, if initiated, could subject the Owners to judicial discretion and interpretation of their rights in bankruptcy or otherwise, and consequently may entail risks of delay, limitation, or modification of their rights. See "– Bankruptcy" above.

The Authority in the Sublease expressly waives any right to terminate the Sublease. Thus, the Trustee may not terminate the Sublease and proceed against the County to recover damages.

Hazardous Substances

Beneficial use of the Property may be limited by the discovery of hazardous materials or the existence or handling of hazardous material in a manner inconsistent with applicable law. In general, the owners and lessees of the Property may be required by law to remedy conditions of such parcel relating to release or threatened releases of hazardous substances. The federal Comprehensive Environmental Response, Compensation and Liability Act of 1980, sometimes referred to as "CERCLA" or the "Superfund Act," is the most well-known and widely applicable of these laws, but California laws with regard to hazardous substances are also similarly stringent. Under many of these laws, the owner or lessee is obligated to remedy a hazardous substance condition of the property whether or not the owner or lessee had anything to do with creating or handling the hazardous substance.

Further it is possible that the beneficial use of the Property may be limited in the future resulting from the current existence on the Property of a substance currently classified as hazardous but which has not been released or the release of which is not presently threatened, or may arise in the future resulting from the current existence on the Property of a substance not presently classified as hazardous but which may in the future be so classified. Further, such liabilities may arise not simply from the existence of a hazardous substance but from the method in which it is handled. All of these possibilities could significantly limit the beneficial use of the Property.

The Property includes various real property and improvements thereto, including MLK Hospital, the typical operations of which include the handling, use, storage, transportation, disposal and discharge of hazardous, infectious, toxic, radioactive, flammable and other hazardous materials, wastes, pollutants and contaminants. The County is unaware of the existence of hazardous substances on the Property sites which would materially interfere with the beneficial use thereof.

Seismic Events

The County, like most regions in the State, and the Property, are located in an area of seismic activity from movements along active fault zones and, therefore, could be subject to potentially destructive earthquakes. Additionally, numerous minor faults transect the area. Seismic hazards encompass both potential surface rupture and ground shaking. The occurrence of severe seismic activity in the area of the County could result in substantial damage and interference with the County's right to use and occupy all or a portion of the Property, which could result in the Base Rental Payments being subject to abatement. Each of the facilities constituting the Property was constructed in compliance with applicable seismic standards.

See "CERTAIN RISK FACTORS – Abatement."

No Liability of Authority to the Owners

Except as expressly provided in the Indenture, the Authority will not have any obligation or liability to the Owners of the Series 2016D Bonds with respect to the payment when due of the Base Rental Payments by the County, or with respect to the performance by the County of other agreements and covenants required to be performed by it contained in the Sublease or the Indenture, or with respect to the performance by the Trustee of any right or obligation required to be performed by it contained in the Indenture.

Economic Conditions in the State of California

State income tax and other receipts can fluctuate significantly from year to year, depending on economic conditions in the State and the nation. Decreases in the State's General Fund revenues may significantly affect appropriations made by the State to public agencies, including the County. See APPENDIX A – "THE COUNTY OF LOS ANGELES INFORMATION STATEMENT."

Loss of Tax Exemption; Maintenance of MLK-LA Tax-Exempt Status

As discussed under the caption "TAX MATTERS," in order to maintain the exclusion from gross income for federal income tax purposes of the interest on the Series 2016D Bonds, the Authority and the County have covenanted in the Indenture not to take any action, or fail to take any action, if such action or failure to take such action would adversely affect the exclusion from gross income of interest on the Series 2016D Bonds under Section 103 of the Internal Revenue Code of 1986, as amended. Interest on the Series 2016D Bonds could become includable in gross income for purposes of Federal income taxation retroactive to the date the Series 2016D Bonds were issued, as a result of acts or omissions of the Authority or the County in violation of the Code. Should such an event of taxability occur, the Series 2016D Bonds are not subject to early redemption and will remain outstanding to maturity or until prepaid under the optional redemption provisions of the Indenture. See "TAX MATTERS" herein.

MLK-LA has been determined to be a tax-exempt organization described in Section 501(c)(3) of the Code. The federal tax-exempt status of the Series 2016D Bonds depends, in part, upon maintenance by MLK-LA of its tax-exempt status which includes conducting its operations in a manner consistent with the representations previously made to the Internal Revenue Service (the "IRS") and with current and future IRS regulations and rulings governing tax-exempt healthcare facilities. The loss of the tax-exempt status of MLK-LA could result in the loss of excludability of interest on the Series 2016D Bonds in gross income for federal income tax purposes. Factors such as compliance by MLK-LA with Patient Protection and Affordable Care Act, 42 U.S.C. § 18001 et seq. (2010) and IRS reporting requirements applicable to tax-exempt organizations can affect maintenance of tax-exempt status. The tax-exempt status of nonprofit corporations has been the subject of review by various federal, state and local legislative, regulatory and judicial bodies. This review has included proposals to broaden and strengthen existing federal tax law with respect to unrelated business income of nonprofit corporations. In the lease agreement dated as of April 25, 2014 between the County as landlord and MLK-LA as tenant, MLK-LA has covenanted to maintain its status as a federal tax-exempt organization. However, there can be no assurance that MLK-LA will maintain its tax-exempt status or that future changes in the laws and regulations of the federal, state or local governments will not materially and adversely affect the tax-exempt status of MLK-LA and the excludability of interest on the Series 2016D Bonds in gross income for federal income tax purposes retroactive to their date of issue. See "TAX MATTERS" herein.

TAX MATTERS

In the opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the Authority, under existing statutes and court decisions and assuming continuing compliance with certain tax covenants described herein, (i) interest on the Series 2016D Bonds is excluded from gross income for Federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and (ii) interest on the Series 2016D Bonds is not treated as a preference item in calculating the alternative minimum tax imposed on individuals and corporations under the Code; such interest, however, is included in the adjusted current earnings of certain corporations for purposes of calculating the alternative minimum tax imposed on such corporations. In rendering its opinion, Bond Counsel has relied on certain representations, certifications of fact, and statements of reasonable expectations made by the Authority in connection with the Series 2016D Bonds, and Bond Counsel has assumed compliance by the Authority with certain ongoing covenants to comply with applicable requirements of the Code to assure the exclusion of interest on the Series 2016D Bonds from gross income under Section 103 of the Code. In addition, in rendering its opinion, Bond Counsel has relied on the opinion of counsel to MLK-LA regarding, among other matters, the current qualifications of MLK-LA as an organization described in Section 501(c)(3) of the Code.

In addition, in the opinion of Bond Counsel to the Authority, under existing statutes, interest on the Series 2016D Bonds is exempt from personal income taxes imposed by the State of California.

Bond Counsel expresses no opinion regarding any other Federal or state tax consequences with respect to the Series 2016D Bonds. Bond Counsel renders its opinion under existing statutes and court decisions as of the issue date, and assumes no obligation to update, revise or supplement its opinion to reflect any action hereafter taken or not taken, or any facts or circumstances that may hereafter come to its attention, or changes in law or in interpretations thereof that may hereafter occur, or for any other reason. Bond Counsel expresses no opinion on the effect of any action hereafter taken or not taken in reliance upon an opinion of other counsel on the exclusion from gross income for Federal income tax purposes of interest on the Series 2016D Bonds, or under state and local tax law.

Certain Ongoing Federal Tax Requirements and Covenants

The Code establishes certain ongoing requirements that must be met subsequent to the issuance and delivery of the Series 2016D Bonds in order that interest on the Series 2016D Bonds be and remain excluded from gross income under Section 103 of the Code. These requirements include, but are not limited to, requirements relating to use and expenditure of gross proceeds of the Series 2016D Bonds, yield and other restrictions on investments of gross proceeds, and the arbitrage rebate requirement that certain excess earnings on gross proceeds be rebated to the Federal government. Noncompliance with such requirements may cause interest on the Series 2016D Bonds to become included in gross income for Federal income tax purposes retroactive to their issue date, irrespective of the date on which such noncompliance occurs or is discovered. The Authority and MLK-LA have covenanted to comply with certain applicable requirements of the Code to assure the exclusion of interest on the Series 2016D Bonds from gross income under Section 103 of the Code.

Certain Collateral Federal Tax Consequences

The following is a brief discussion of certain collateral Federal income tax matters with respect to the Series 2016D Bonds. It does not purport to address all aspects of Federal taxation that may be relevant to a particular owner of a Series 2016D Bond. Prospective investors, particularly those who may be subject to special rules, are advised to consult their own tax advisors regarding the Federal tax consequences of owning and disposing of the Series 2016D Bonds.

Prospective owners of the Series 2016D Bonds should be aware that the ownership of such obligations may result in collateral Federal income tax consequences to various categories of persons, such as corporations (including S corporations and foreign corporations), financial institutions, property and casualty and life insurance companies, individual recipients of Social Security and railroad retirement benefits, individuals otherwise eligible for the earned income tax credit, and taxpayers deemed to have incurred or continued indebtedness to purchase or carry obligations the interest on which is excluded from gross income for Federal income tax purposes. Interest on the Series 2016D Bonds may be taken into account in determining the tax liability of foreign corporations subject to the branch profits tax imposed by Section 884 of the Code.

Original Issue Discount

"Original issue discount" ("OID") is the excess of the sum of all amounts payable at the stated maturity of a Series 2016D Bond (excluding certain "qualified stated interest" that is unconditionally payable at least annually at prescribed rates) over the issue price of that maturity. In general, the "issue price" of a maturity means the first price at which a substantial amount of the Series 2016D Bonds of that maturity was sold (excluding sales to bond houses, brokers, or similar persons acting in the capacity as underwriters, placement agents, or wholesalers). In general, the issue price for each maturity of Series 2016D Bonds is expected to be the initial public offering price set forth on the inside cover page of the Official Statement. Bond Counsel further is of the opinion that, for any Series 2016D Bonds having OID (a "Discount Bond"), OID that has accrued and is properly allocable to the owners of the Discount Bonds under Section 1288 of the Code is excludable from gross income for Federal income tax purposes to the same extent as other interest on the Series 2016D Bonds.

In general, under Section 1288 of the Code, OID on a Discount Bond accrues under a constant yield method, based on periodic compounding of interest over prescribed accrual periods using a compounding rate determined by reference to the yield on that Discount Bond. An owner's adjusted basis in a Discount Bond is increased by accrued OID for purposes of determining gain or loss on sale, exchange, or other disposition of such Series 2016D Bond. Accrued OID may be taken into account as an increase in the amount of tax-exempt income received or deemed to have been received for purposes of determining various other tax consequences of owning a Discount Bond even though there will not be a corresponding cash payment.

Owners of Discount Bonds should consult their own tax advisors with respect to the treatment of original issue discount for Federal income tax purposes, including various special rules relating thereto, and the state and local tax consequences of acquiring, holding, and disposing of Discount Bonds.

Bond Premium

In general, if an owner acquires a Series 2016D Bond for a purchase price (excluding accrued interest) or otherwise at a tax basis that reflects a premium over the sum of all amounts payable on the Series 2016D Bond after the acquisition date (excluding certain "qualified stated interest" that is unconditionally payable at least annually at prescribed rates), that premium constitutes "bond premium" on that Series 2016D Bond (a "Premium Bond"). In general, under Section 171 of the Code, an owner of a Premium Bond must amortize the bond premium over the remaining term of the Premium Bond, based on the owner's yield over the remaining term of the Premium Bond determined based on constant yield principles (in certain cases involving a Premium Bond callable prior to its stated maturity date, the amortization period and yield may be required to be determined on the basis of an earlier call date that results in the lowest yield on such Bond). An owner of a Premium Bond must amortize the bond premium by offsetting the qualified stated interest allocable to each interest accrual period under the owner's regular method of accounting against the bond premium allocable to that period. In the case of a tax-exempt Premium Bond, if the bond premium allocable to an accrual period exceeds the qualified stated interest allocable to that accrual period, the excess is a nondeductible loss. Under certain circumstances, the owner of a Premium Bond may realize a taxable gain upon disposition of the Premium Bond even though it is sold or redeemed for an amount less than or equal to the owner's original acquisition cost. Owners of any Premium Bonds should consult their own tax advisors regarding the treatment of bond premium for Federal income tax purposes, including various special rules relating thereto, and state and local tax consequences, in connection with the acquisition, ownership, amortization of bond premium on, sale, exchange, or other disposition of Premium Bonds.

Information Reporting and Backup Withholding

Information reporting requirements apply to interest paid on tax-exempt obligations, including the Series 2016D Bonds. In general, such requirements are satisfied if the interest recipient completes, and provides the payor with, a Form W-9, "Request for Taxpayer Identification Number and Certification," or if the recipient is one of a limited class of exempt recipients. A recipient not otherwise exempt from information reporting who fails to satisfy the information reporting requirements will be subject to "backup withholding," which means that the payor is required to deduct and withhold a tax from the interest payment, calculated in the manner set forth in the Code. For the foregoing purpose, a "payor" generally refers to the person or entity from whom a recipient receives its payments of interest or who collects such payments on behalf of the recipient.

If an owner purchasing a Series 2016D Bond through a brokerage account has executed a Form W-9 in connection with the establishment of such account, as generally can be expected, no backup withholding should occur. In any event, backup withholding does not affect the excludability of the interest on the Series 2016D Bonds from gross income for Federal income tax purposes. Any amounts withheld pursuant to backup withholding would be allowed as a refund or a credit against the owner's Federal income tax once the required information is furnished to the Internal Revenue Service.

Miscellaneous

Tax legislation, administrative actions taken by tax authorities, or court decisions, whether at the Federal or state level, may adversely affect the tax-exempt status of interest on the Series 2016D Bonds under Federal or state law or otherwise prevent beneficial owners of the Series 2016D Bonds from realizing the full current benefit of the tax status of such interest. In addition, such legislation or actions (whether currently proposed, proposed in the future, or enacted) and such decisions could affect the market price or marketability of the Series 2016D Bonds. For example, the Fiscal Year 2016 Budget proposed by the Obama Administration recommends a 28% limitation on "all itemized deductions, as well as other tax benefits" including "tax-exempt interest." The net effect of such a proposal, if enacted into law, would be that an owner of a tax-exempt bond with a marginal tax rate in excess of 28% would pay some amount of Federal income tax with respect to the interest on such tax-exempt bond regardless of issue date.

Prospective purchasers of the Series 2016D Bonds should consult their own tax advisors regarding the foregoing matters.

CONTINUING DISCLOSURE

Pursuant to the Continuing Disclosure Certificate to be executed in connection with the issuance of the Series 2016D Bonds, the County has covenanted to provide, or cause to be provided, by not later than April 1 of each fiscal year, commencing on April 1, 2016, to the Municipal Securities Rulemaking Board through its Electronic Municipal Market Access system certain annual financial information and operating data and, in a timely manner, notice of certain enumerated events. These covenants have been made in order to assist the Underwriters of the Series 2016D Bonds in complying with the Rule. See APPENDIX E – "FORM OF CONTINUING DISCLOSURE CERTIFICATE."

[SUBJECT TO FURTHER REVIEW] The County's underlying rating was upgraded by Standard & Poor's Ratings Services, a division of The McGraw-Hill Companies, Inc. ("Standard & Poor's"), from "A+" to "AA" in October 2012 in connection with the issuance of its Los Angeles County Public Works Financing Authority Lease Revenue Bonds (Multiple Capital Projects II), Series 2012 (the "Series 2012 Bonds ") and disclosed in the Official Statement for the Series 2012 Bonds. The County did not file an event notice for the rating changes assigned to the County's other General Fund obligations. In addition, the County did not file notices of certain rating changes on bonds insured by a financial guaranty insurance company. The County has since filed notices setting forth the current ratings on each of its obligations.

CERTAIN LEGAL MATTERS

The validity of the Series 2016D Bonds and certain other legal matters are subject to the approving opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the Authority. Bond Counsel has not undertaken any responsibility for the accuracy, completeness or fairness of this Official Statement. A complete copy of the proposed form of opinion of Bond Counsel is contained in APPENDIX F – "FORM OF OPINION OF BOND COUNSEL." Certain legal matters will be passed upon for the Authority and the County by County Counsel and for the Underwriters by their counsel, Polsinelli LLP, Los Angeles, California.

FINANCIAL STATEMENTS

The Fiscal Year [2013-14] financial statements of the County, pertinent sections of which are included in Appendix B to this Official Statement, have been audited by Macias Gini & O'Connell LLP (the "Independent Auditor"), certified public accountants, as stated in their report appearing in Appendix B. The Independent Auditor has not consented to the inclusion of its report as Appendix B and has not undertaken to update its report or to take any action intended or likely to elicit information concerning the accuracy, completeness or fairness of the statements made herein, and no opinion is expressed by Independent Auditor with respect to any event subsequent to its report dated [TBD].

FINANCIAL ADVISOR

Public Resources Advisory Group has served as Financial Advisor to the County in connection with the issuance of the Series 2016D Bonds. The Financial Advisor has not been engaged, nor has it undertaken, to make an independent verification or assume responsibility for the accuracy, completeness, or fairness of the information contained herein.

LITIGATION

To the best knowledge of the County and the Authority, there is no litigation pending or threatened against the County or the Authority concerning the validity of the Series 2016D Bonds or challenging any action taken by the County or the Authority in connection with the authorization of the Indenture, the Sublease or any other document relating to the Series 2016D Bonds to which the County or the Authority is or is to become a party or the performance by the County or the Authority of any of their obligations under any of the foregoing.

There are a number of lawsuits and claims pending against the County. Included in these are a number of property damage, personal injury and wrongful death actions seeking damages in excess of the County's insurance limits. In the opinion of the County Counsel, such suits and claims as are presently pending will not materially impair the ability of the County to make the Rental Payments when due. See APPENDIX A – "THE COUNTY OF LOS ANGELES INFORMATION STATEMENT – General Litigation."

RATINGS

Fitch Ratings ("Fitch"), Moody's Investors Service ("Moody's") and Standard & Poor's Ratings Group ("S&P") have assigned the Series 2016D Bonds ratings of "__" "__" and "__," respectively. Such ratings reflect only the views of Fitch, Moody's and Standard & Poor's, and do not constitute a recommendation to buy, sell or hold the Series 2016D Bonds. Explanation of the significance of such ratings, including any outlook thereon, may be obtained only from the respective organizations at: Fitch Ratings, One State Street Plaza, New York, New York 10004; Moody's Investors Service, Inc., 7 World Trade Center, 250 Greenwich Street, New York, New York 10007-2796; and Standard and Poor's Ratings Services, 55 Water Street, New York, New York 10041. [The County furnished the ratings agencies with certain information and materials concerning the Series 2016D Bonds, the Project, the County and related matters, some of which is not included herein.] Generally, a rating agency bases its ratings on the information and materials furnished to it and on investigations, studies and assumptions of its own. There is no assurance that any such ratings will continue for any given period of time or that they will not be revised downward or withdrawn entirely by the respective rating agencies, if in the judgment of any such rating agency circumstances so warrant. Any such downward revision or withdrawal of such ratings may have an adverse effect on the market price of the Series 2016D Bonds.

UNDERWRITING

The Series 2016D Bonds are being purchased by J.P. Morgan Securities LLC ("JPMS"), as representative of itself and the underwriters identified on the cover page of this Official Statement (collectively, the "Underwriters"). The Underwriters have agreed to purchase (a) the Series 2016D Bonds from the County and the Authority at an aggregate purchase price of $__________ (consisting of the aggregate principal amount of the Series 2016D Bonds of $_________, [plus][less] a [net] original issue [premium][discount] of $__________ and less underwriters' discount of $__________), pursuant to the terms of the Bond Purchase Agreement, dated ______, 2015, among the County, the Authority and the Underwriters. The Bond Purchase Agreement provides that the obligations of the Underwriters are subject to certain conditions precedent and that the Underwriters will be obligated to purchase all of the Series 2016D Bonds offered under the Bond Purchase Agreement if any of the Series 2016D Bonds offered thereunder are purchased.

JPMS, one of the underwriters of the Series 2016D Bonds, has entered into negotiated dealer agreements (each, a "Dealer Agreement") with each of Charles Schwab & Co., Inc. (CS&Co.") and LPL Financial LLC ("LPL") for the retail distribution of certain securities offerings at the original issue prices. Pursuant to each Dealer Agreement, each of CS&Co. and LPL may purchase the Series 2016D Bonds from JPMS at the original issue price less a negotiated portion of the selling concession applicable to any Series 2016D Bonds that such firm sells.

The Underwriters and their respective affiliates are full service financial institutions engaged in various activities, which may include sales and trading, commercial and investment banking, advisory, investment management, investment research, principal investment, hedging, market making, brokerage and other financial and non-financial activities and services. Certain of the Underwriters and their respective affiliates have provided, and may in the future provide, a variety of these services to the issuer and to persons and entities with relationships with the issuer, for which they received or will receive customary fees and expenses.

In the ordinary course of their various business activities, the Underwriters and their respective affiliates, officers, directors and employees may purchase, sell or hold a broad array of investments and actively trade securities, derivatives, loans, commodities, currencies, credit default swaps and other financial instruments for their own account and for the accounts of their customers, and such investment and trading activities may involve or relate to assets, securities and/or instruments of the issuer (directly, as collateral securing other obligations or otherwise) and/or persons and entities with relationships with the issuer. The Underwriters and their respective affiliates may also communicate independent investment recommendations, market color or trading ideas and/or publish or express independent research views in respect of such assets, securities or instruments and may at any time hold, or recommend to clients that they should acquire, long and/or short positions in such assets, securities and instruments.

ADDITIONAL INFORMATION

Included herein are brief summaries of certain documents and reports, which summaries do not purport to be complete or definitive, and reference is made to such documents and reports for full and complete statements of the contents thereof. Copies of the Indenture, the Site Lease and the Sublease may be obtained upon request from the Trustee at: 550 South Hope Street, Suite 2650, Los Angeles, California 90071, Attention: Corporate Trust Services. Any statements herein involving matters of opinion, whether or not expressly so stated, are intended as such and not as representations of fact. This Official Statement is not to be construed as a contract or agreement among the Authority, the County and the purchasers or Owners of any of the Series 2016D Bonds.

The County regularly prepares a variety of reports, including audits, budgets, and related documents, as well as certain monthly activity reports. Any Owner of the Series 2016D Bonds may obtain a copy of any such report, as available, from the County at the address set forth below.

This Official Statement and its distribution have been duly authorized by the County and the Authority.

DOUG BARON
ASSISTANT TREASURER AND TAX COLLECTOR
COUNTY OF LOS ANGELES TREASURER AND TAX COLLECTOR
KENNETH HAHN HALL OF ADMINISTRATION, ROOM 432
500 WEST TEMPLE STREET
LOS ANGELES, CALIFORNIA 90012
(213) 974-8359

COUNTY OF LOS ANGELES

CALIFORNIA

APPENDIX A

THE COUNTY OF LOS ANGELES INFORMATION STATEMENT

COUNTY OF LOS ANGELES
CALIFORNIA

THE COUNTY OF LOS ANGELES
Information Statement

GENERAL INFORMATION

The County of Los Angeles (the "County") was established by an act of the California State Legislature on February 18, 1850 as one of California's original 27 counties. Located in the southern coastal portion of the State, the County covers 4,084 square miles and includes 88 incorporated cities as well as many unincorporated communities. With a population of nearly 10.1 million in 2014, the County is the most populous of the 58 counties in California and has a larger population than 43 states.

As required by the County Charter, County ordinances, and State or Federal mandates, the County is responsible for providing government services at the local level for activities including public welfare, health and justice, the maintenance of public records, and administration of ad valorem taxes. The County provides services such as law enforcement and public works to cities within the County on a cost-recovery contract basis. The County also provides certain municipal services to unincorporated areas of the County and operates recreational and cultural facilities throughout the County.

COUNTY GOVERNMENT

The County is governed by a five-member Board of Supervisors, each of whom is elected by residents from their respective supervisorial districts to serve four-year terms. The other elected officials of the County are the Assessor, District Attorney and Sheriff. On March 5, 2002, County voters approved two charter amendments that introduced mandatory term limits for the elected officials of the County. As a result, each Supervisor is now limited to serving a maximum of three consecutive terms commencing as of December 2002.

On September 27, 2011, the Board of Supervisors adopted a Supervisorial District Boundary Plan based on the results of the 2010 census. The redistricting plan, which took effect on October 27, 2011, reduced the total variance in population among the five districts from 9.97% to 1.59% and moved approximately 277,600 residents to new supervisorial districts.

In March 2007, the Board of Supervisors amended the County Code by adopting the Interim Governance Structure Ordinance, which was designed to improve the operational efficiency of County governance. The new governance structure delegated additional responsibilities for the administration of the County to the Chief Executive Office (the "CEO"), including the oversight, evaluation and recommendation for appointment and removal of specific department heads and County officers. The five departments that continued to report directly to the Board of Supervisors were the Fire Department, Auditor-Controller, County Counsel, Executive Office of the Board of Supervisors, and the CEO. In May 2011, the Board of Supervisors further revised the governance structure by directing the Department of Children and Family Services and the Probation Department to report directly to the Board.

The County has recently experienced significant changes to its elected leadership, senior management personnel and governance structure. In December 2014, the Supervisors for the First District and the Third District reached their term limits, with their successors elected by voters in the November 2014 election. The new Supervisors for the First and Third Districts commenced their first terms on December 1, 2014. In November 2014, voters also elected a new Assessor and a new Sheriff. Other key management changes to County departments include appointments by the Board of Supervisors of a new Auditor-Controller in October 2014, a new Treasurer and Tax Collector in January 2015, a new CEO in October 2015, and a new County Counsel in November 2015.

On July 7, 2015, the Board of Supervisors approved recommendations by the CEO to amend the County Code by repealing the 2007 Interim Governance Structure Ordinance, and to establish a new governance structure. Under the new governance structure, all non-elected department heads will report directly to the Board of Supervisors and all Deputy CEO positions were eliminated. County departments will continue to report to the CEO for day-to-day operations, as well as for administrative and budget matters. The CEO will continue to function as the Board of Supervisor's agent to manage countywide policy objectives and departmental performance management. The new governance structure is designed to streamline County governance by improving communications with County departments, which will facilitate more effective decision making and greater responsiveness to the Board of Supervisors' policy objectives.

COUNTY SERVICES

The vast majority of the County population resides in the 88 incorporated cities located within its boundaries. The County provides some municipal services to these cities on a contract basis under the Contract Services Plan. Established in 1954, this plan was designed to allow cities to contract for municipal services without incurring the cost of creating numerous city departments and facilities. Under the Contract Services Plan, the County will provide various municipal services to a city on a cost recovery basis at the same level of service as provided in unincorporated areas, or at any higher service level that a city may choose.

Over one million people live in the unincorporated areas of the County. For the residents of these areas, the County Board of Supervisors functions as their "City Council," and County departments provide all of their municipal services, including law enforcement, fire protection, land use and zoning, building and business permits, road maintenance, animal care and control, and public libraries. Beyond the unincorporated areas, the County provides a wide range of services to all citizens who live within its boundaries.

Many of the County's core service functions are required by the County Charter, County ordinances, or by State or Federal mandate. State and Federal mandated programs, primarily related to social services and health care, are required to be maintained at certain minimum levels of service, which can limit the County's flexibility in these areas.

Health and Welfare

Under State Law, the County is required to administer Federal and State health and welfare programs, and to fund a portion of the program costs with local revenues, such as sales and property taxes. Health care services are provided through a network of County hospitals and comprehensive health centers.

In addition, the County provides public health, immunization, environmental and paramedic services, and is responsible for the design and establishment of the county-wide emergency trauma network, which includes two medical centers operated by the County. The County also has responsibility for providing and partially funding mental health, drug and alcohol abuse prevention, and various other treatment programs. These services are provided at County facilities and through a network of contract providers.

While many of the patients receiving services at County facilities are indigent or covered by Medi-Cal (a State health insurance program), the County health care delivery system has been designed with the objective of providing quality health care services to the entire population. Through its affiliation with two medical schools and by operating its own school of nursing, the County Department of Health Services ("DHS") is a major provider of health care professionals throughout California.

Disaster Services

The County operates and coordinates a comprehensive disaster recovery network that is responsible for providing critical services in response to floods, fires, storms, earthquakes, and other emergency events. Centralized command centers can be established at any Sheriff station or in mobile trailers throughout the County. To prevent floods and conserve water, the County maintains and operates a system of 15 major dams, 131 debris basins, 86,500 catch basins, 42 sediment placement sites, and over 2,825 miles of storm drains and channels. County lifeguards monitor 31 miles of beachfront and County rescue boats patrol 75 miles of coastline, including the Catalina Channel.

Public Safety

The County criminal justice network is primarily supported by local County revenue sources, State Public Safety sales tax revenue and fees from contracting cities. The Sheriff provides county-wide law enforcement services and will perform specific functions requested by local police departments, including the training of thousands of police officers employed by the incorporated cities of the County. Specifically, the County provides training for narcotics, vice, homicide, consumer fraud, and arson investigations, as well as assistance in locating and analyzing crime scene evidence. The County also operates and maintains one of the largest jail systems in the United States, with an average daily population of over 18,000 inmates.

General Government

The County is responsible for the administration of the property tax system, including property assessment, assessment appeals, collection of taxes, and distribution of property tax revenue to cities, agencies, special districts, and local school districts. Another essential general government service is the County's voter registration and election system, which provides services to an estimated 4.1 million registered voters and maintains 5,000 voting precincts for countywide elections.

Culture and Recreation

Through a partnership with community leaders, non-profit organizations, volunteers and the private sector, the County operates the Music Center complex, which includes the Dorothy Chandler Pavilion, Mark Taper Forum, Ahmanson Theater, and the Walt Disney Concert Hall. The County also functions as the operator of the Hollywood Bowl, the John Anson Ford Theater, the Los Angeles County Museum of Art, the Museum of Natural History, and the George C. Page Museum.

The County manages over 63,000 acres of parks and operates a network of regional recreational facilities, including Marina del Rey (a small craft harbor), 7 major regional parks, 87 local and community regional parks, 31 public swimming pools, 344 miles of horse and hiking trails, and 19 golf courses. The County also maintains botanical centers, including the Arboretum, the South Coast Botanic Garden, Descanso Gardens, and the Virginia Robinson Estate, providing County residents with a valuable educational resource.

EMPLOYEE RELATIONS/COLLECTIVE BARGAINING

Approximately 88.2% of the County workforce is represented by sixty (62) separate collective bargaining units that are certified employee organizations. These organizations include the Services Employees International Union ("SEIU") Local 721, which has twenty-four (24) collective bargaining units that represent 56.8% of County employees; the Coalition of County Unions ("CCU"), which includes twenty-four (24) collective bargaining units representing 23.5% of County employees; and the Independent Unions (the "Independent Unions"), which encompass fourteen (14) collective bargaining units representing 7.9% of County employees. Under labor relations policy direction from the Board of Supervisors and Chief Executive Officer, the CEO Employee Relations Division is responsible for negotiating sixty (60) individual collective bargaining agreements for wages and salaries and two (2) fringe benefit agreements with SEIU Local 721 and the CCU. The Independent Unions are covered by one of the two fringe benefit agreements.

With the exception of the bargaining units representing Physician Assistants, Building Trades, Physicians, Interns and Residents, the County has negotiated Memoranda of Understanding ("MOUs") with all of its collective bargaining units covering wages, salaries and fringe benefits. A summary of the current MOUs in effect for County employees is provided below.

On September 29, 2015, the Board of Supervisors approved successor agreements to five (5) MOUs covering wages and work rules for the collective bargaining units representing Deputy Probation Officers, Supervising Peace Officers, Public Defender Investigators, Beach Lifeguards and Supervising Beach Lifeguards. The five MOUs have three-year terms, with the MOUs for the Beach Lifeguards and Supervising Beach Lifeguards expiring on December 31, 2017, and the MOUs for Deputy Probation Officers, Supervising Peace Officers and Public Defender Investigators expiring on January 31, 2018. All five unions received a 10% cost of living increase over the term of the agreements.

On November 13, 2015, the Board of Supervisors approved successor agreements to ten (10) MOUs covering wages and work rules for the collective bargaining units representing Peace Officers, Fire Fighters, Supervisory Fire Fighters, Criminalists/Forensic ID Specialists, Custody Assistants, Coroner Investigators, Supervising Coroner Investigators, Probation Directors, Supervising Child Support Officers and Assistant Deputy District Attorneys. The MOUs for these unions also have three-year terms, which will expire on December 31, 2017 (Fire Fighters; Supervisory Fire Fighters) and January 31, 2018 (the remaining units). Each bargaining unit received a 10% cost of living increase over the term of the agreements.

On December 8, 2015, the Board of Supervisors approved successor agreements to four (4) MOUs covering wages and work rules for the collective bargaining units representing Automotive and Equipment Maintenance, Agricultural Inspectors, Child Support Attorneys and the twenty-four (24) collective bargaining units representing SEIU Local 721. Also approved on the same date was an MOU covering fringe benefits for SEIU Local 721 members. All of the MOUs have a three-year term expiring on September 30, 2018, with each union receiving a 10% cost of living increase over the term of the agreements.

On January 5, 2016, the Board of Supervisors approved successor agreements to the Fringe Benefit MOU for employees represented by the CCU. The MOU has a three-year term expiring on September 30, 2018.

There are 14 MOUs where agreements have been reached with the bargaining units, but the successor MOUs have yet to be approved by the Board of Supervisors. If approved by the Board of Supervisors, each successor MOU includes a three-year term expiring on September 30, 2018 and a 10% cost of living increase over the term of the agreements.

The new SEIU Local 721 and the CCU fringe benefit agreements include provisions to change the cafeteria plan contributions and subsidies for temporary and part-time employees, additional annual vacation leave of up to 40 hours after 24 years or more of service, an additional paid holiday in recognition of Cesar Chavez' birthday, a change in eligibility for sick personal leave for rehired retirees, and an expansion of bereavement leave provisions (SEIU Local 721 Fringe Benefit MOU only).

Non-represented employees also received the 10% cost of living increase that was agreed to with SEIU, CCU and the Independent Unions.

RETIREMENT PROGRAM

General Information

All permanent County employees of three-quarter time or more are eligible for membership in the Los Angeles County Employees Retirement Association ("LACERA"). LACERA was established in accordance with the County Employees Retirement Law of 1937 (the "Retirement Law") to administer the County's Employee Retirement Trust Fund (the "Retirement Fund"). LACERA operates as a cost-sharing multi-employer defined benefit plan for the County and four minor participating agencies. The four non-County agencies account for less than one percent (1%) of LACERA's membership. Through the Retirement Fund and various benefit plans, LACERA provides retirement benefits to all general and safety members.

LACERA is governed by the Board of Retirement (the "Board of Retirement"), which is responsible for the administration of the Retirement Fund, the retiree healthcare program, and the review and processing of disability retirement applications. The Board of Retirement is comprised of four positions appointed by the Board of Supervisors, two positions elected by general LACERA members, two positions (one active and one alternate) elected by LACERA safety members and two positions (one active and one alternate) elected by retired LACERA members. The County Treasurer and Tax Collector is required by law to serve as an ex-officio member of the Board of Retirement.

The LACERA plans are structured as "defined benefit" plans in which benefit allowances are provided based on salary, length of service, age and membership classification. Law enforcement officers, firefighters, foresters and lifeguards are classified as "safety" employees, with all other positions classified as "general" employees. County employees have the option to participate in a contribution based defined benefit plan or a non-contribution based defined benefit plan. In the contribution based plans (Plans A, B, C, D & G), employees contribute a fixed percentage of their monthly earnings to LACERA based on rates determined by LACERA's independent actuary. The contribution rates depend upon age, the date of entry into the plan and the type of membership (general or safety). County employees who began their employment after January 4, 1982 also have the option to participate in Plan E, which is a non-contribution based plan. The contribution based plans (A through G) have higher monthly benefit payments for retirees compared to Plan E.

LACERA's total membership as of June 30, 2015 was 167,409, consisting of 73,518 active vested members, 20,156 active non-vested members, 60,606 retired members and 13,129 terminated vested (deferred) members. Of the 93,674 active members (vested and non-vested), 81,228 are general members in General Plans A through G, and 12,446 are safety members in Safety Plans A through C.

Of the 60,606 retired members, 48,958 are general members in General Plans A through E, and 11,648 are safety members in Safety Plans A, B and C. Beginning in 1977, both the General Plan A and the Safety Plan A were closed to new members. The County elected to close these plans in response to growing concerns regarding the future cost of Plan A benefits, which were considerably more generous than other plan options currently available to County employees.

As of June 30, 2015, approximately 72% of active general members were enrolled in General Plan D, and over 99% of all active safety members were enrolled in Safety Plan B. The basic benefit structure of General Plan D is a "2.0% at 61" funding formula that provides for annual 2.0% increases in benefits, with no benefit reductions for members who retire at age 61 or older. For the Safety Plan B, the benefit structure is a "2.0% at 50" formula that provides benefit increases of 2.0% and no benefit reductions beginning at age 50. To illustrate the potential financial impact of the retirement benefit, a General Plan D member with 35 years of experience can retire at age 61 with benefits equal to approximately 70% of current salary; and a Safety Plan B member with 25 years of experience can retire at age 50 with benefits equal to approximately 50% of current salary.

In an internal survey completed by the CEO in Fiscal Year 2010-11, it was determined that the benefit structures of other public retirement plans in California differ considerably from the County's two primary contribution-based plans (General Plan D and Safety Plan B). For example, the CEO found that six of the ten largest counties in the State, and nine of the ten largest cities in the State, provide their general employees with at least 2.0% annual increases, and no reduction in benefits for those employees who retire at age 55 or younger. By comparison, the County's General Plan D requires six additional years (at age 61) before a participant can retire without a reduction in annual benefits. In addition, seven of the ten largest counties, and seven of the ten largest cities, provide their public safety personnel with annual benefit increases of 3.0%, and no reduction in benefits for employees who retire at age 50 or younger. This compares to the County's Safety Plan B, which only allows for 2.0% annual increases up through the age of 50.

2012 State Pension Reform

On August 28, 2012, the Governor and the State Legislature reached agreement on a new law that will reform pensions for State and local government employees. AB 340, which was signed into law by the Governor on September 12, 2012, established the California Public Employees' Pension Reform Act ("PEPRA") to govern pensions for public employers and public pension plans on and after January 1, 2013. For new employees, PEPRA includes pension caps, equal sharing of pension costs, changes to retirement age, and three-year final compensation provisions. For all employees, changes required by PEPRA include the prohibition of retroactive pension increases, pension holidays, and purchases of service credit.

PEPRA applies to all State and local public retirement systems, including county and district retirement systems created pursuant to the County Employees Retirement Law of 1937, independent public retirement systems, and to individual retirement plans offered by public employers. PEPRA only exempts the University of California system and certain charter cities and counties whose pension plans are not governed by State law. Because the County's retirement system is governed by the County Employees Retirement Law of 1937, LACERA is required to comply with the provisions of PEPRA.

As a result of PEPRA, the County implemented General Plan G and Safety Plan C for new hires, effective January 1, 2013. Based on the June 30, 2015 Actuarial Valuation (the "2015 Actuarial Valuation"), the total employer contribution rate for new employees hired on and after January 1, 2013 is 16.07% for General Plan G and 21.93% for Public Safety Plan C. The new employer contribution rates are lower than the comparative rates of 16.19% for General Plan D participants and 22.97% for Public Safety Plan B participants. The basic benefit structure of Plan G using the PEPRA funding formula is "2.5% at 67" and provides for annual 2.0% cost of living adjustments during retirement, with no benefit reductions for members who retire at age 61 or older. For Safety Plan C, the benefit structure is a "2.7% at 57" formula that provides for annual 2.0% cost of living adjustments during retirement, with no benefit reductions beginning at age 50. Overall, the implementation of General Plan G and Safety Plan C is expected to result in a slight decrease to the total normal cost rate and an increase in the average member contribution rate, thus resulting in a decrease in the total employer contribution rate.

Contributions

Employers and members contribute to LACERA based on rates recommended by the independent actuary (using the Entry Age Normal Cost Funding Method) and adopted by the Board of Investments of LACERA (the "Board of Investments") and the County's Board of Supervisors. Contributory plan members are required to contribute between 5% and 15% of their annual covered salary. Employers and participating agencies are required to contribute the remaining amounts necessary to finance the coverage of their employees (members) through monthly or annual pre-funded contributions at actuarially determined rates. The annual contribution rates are based on the results of investments and various other factors set forth in the actuarial valuations and investigations of experience, which are described below.

Investment Policy

The Board of Investments has exclusive control of all Retirement Fund investments and has adopted an Investment Policy Statement. The Board of Investments is comprised of four active and retired members and four public directors appointed by the Board of Supervisors. The County Treasurer and Tax Collector serves as an ex-officio member. The Investment Policy Statement establishes LACERA's investment policies and objectives and defines the principal duties of the Board of Investments, investment staff, investment managers, master custodian, and consultants.

Actuarial Valuation

The Retirement Law requires the County to contribute to the Retirement Fund on behalf of employees using rates determined by the plan's independent actuary, which is currently Milliman Consultants and Actuaries ("Milliman"). Such rates are required under the Retirement Law to be calculated at least once every three years. LACERA presently conducts annual valuations to assess changes in the Retirement Fund's portfolio.

In June 2002, the County and LACERA entered into the Retirement Benefits Enhancement Agreement (the "2002 Agreement") to enhance certain retirement benefits in response to changes to State programs enacted in 2001 and fringe benefit changes negotiated in 2000. However, unlike other local governments in California, the County did not agree to major increases in pension benefits as part of its 2002 Agreement. The 2002 Agreement, which expired in July 2010, provided for a 30-year rolling amortization period for any unfunded actuarial accrued liability ("UAAL"). UAAL is defined as the actuarial accrued liability minus the actuarial value of the assets of LACERA at a particular valuation date.

When measuring assets to determine the UAAL, the County has elected to "smooth" gains and losses to reduce the potential volatility of its funding requirements. If in any year, the actual investment return on the Retirement Fund's assets is lower or higher than the current actuarial assumed rate of return, then the shortfall or excess is smoothed, or spread, over a multi-year time period. The impact of this valuation method will result in "smoothed" assets that are lower or higher than the market value of assets depending on whether the remaining amount to be smoothed is either a net gain or a net loss.

In December 2009, the Board of Investments adopted a new Retirement Benefit Funding Policy (the "2009 Funding Policy"), which amended the terms of the 2002 Agreement. The impact of the 2009 Funding Policy on the LACERA plans was reflected in the June 30, 2009 Actuarial Valuation prepared by Milliman (the "2009 Actuarial Valuation"). The two most significant changes in the 2009 Funding Policy are described as follows:

- Asset Smoothing Period: The smoothing period to account for asset gains and losses increased from three years to five years. This initially resulted in a higher Funded Ratio (as determined by dividing the valuation assets by the AAL) and a lower contribution rate than would have been calculated under the previous three-year smoothing period.

- Amortization Period: The UAAL is amortized over a closed thirty-year layered period, compared to an open thirty-year period under the 2002 Agreement. If LACERA achieves a Funded Ratio in excess of 100%, the surplus funding position will be amortized over a thirty-year open period.

In addition to annual actuarial valuations, LACERA requires its actuary to review the reasonableness of the economic and non-economic actuarial assumptions every three years. This review, commonly referred to as the Investigation of Experience, is accomplished by comparing actual results during the preceding three years to what was expected to occur according to the actuarial assumptions. On the basis of this review, the actuary recommends whether any changes in the assumptions or methodology would allow a more accurate projection of total benefit liabilities and asset growth. Based on the Investigation of Experience for the three-year period ended June 30, 2010, (the

"2010 Investigation of Experience"), Milliman recommended that the Board of Investments consider the adoption of some key changes to the economic assumptions related to inflation and investment returns, and other minor changes to the demographic assumptions.

In October 2011, based on the 2010 Investigation of Experience, the Board of Investments decided to lower the assumed investment rate of return from 7.75% to 7.5%, and to phase in the reduction over a three-year period commencing as of June 30, 2011. The assumed rates of return were adjusted to 7.7%, 7.6% and 7.5% for the June 30th year-end actuarial valuations in 2011, 2012 and 2013, respectively.

In December 2013, Milliman released the 2013 Investigation of Experience for Retirement Benefit Assumptions (the "2013 Investigation of Experience"). The 2013 Investigation of Experience provided the basis for Milliman's recommended changes to the actuarial assumptions in the June 30, 2013 Actuarial Valuation (the "2013 Actuarial Valuation"). The key changes to the actuarial assumptions proposed by Milliman included a reduction in the assumed investment rate of return from 7.5% to 7.25%; reductions in the assumed rates for wage growth and price inflation from 3.75% and 3.25% to 3.5% and 3.0%, respectively; and a reduction in the mortality rate (increase in life expectancy) for all retirees. In December 2013, the Board of Investments approved Milliman's recommended changes to the actuarial assumptions to be used in the 2013 Actuarial Valuation, with the exception of the assumed rate of return, which remained unchanged at 7.5%.

UAAL and Deferred Investment Returns

For the June 30, 2014 Actuarial Valuation (the "2014 Actuarial Valuation"), LACERA reported a rate of return on Retirement Fund assets of 16.8%, which was significantly higher than the 7.50% assumed rate of return. As a result of the strong investment performance, the market value of Retirement Fund Assets increased by $5.949 billion or 14.2% to $47.722 billion as of June 30, 2014. With the five-year smoothing process, the actuarial value of Retirement Fund assets increased by $3.722 billion or 9.3% from $39.932 billion to $43.654 billion as of June 30, 2014. The 2014 Actuarial Valuation reported that the AAL increased by $1.695 billion to $54.942 billion, but the UAAL decreased by $2.027 billion to $11.288 billion from June 30, 2013 to June 30, 2014.

With the strong performance of Retirement Fund assets in Fiscal Year 2013-14 and the recognition of significant deferred actuarial investment gains, the Funded Ratio increased from 75.0% to 79.5% as of June 30, 2014.

The 2014 Actuarial Valuation provided the basis for establishing the contribution rates effective July 1, 2015. The County's required contribution rate decreased from 21.34% to 19.33% of covered payroll in Fiscal Year 2015-16. The decrease in the contribution rate is comprised of a decrease in the funding requirement to finance the UAAL over 30 years from 11.90% to 10.04%, and a decrease in the normal cost contribution rate from 9.44% to 9.29%.

The 2014 Actuarial Valuation did not include $3.569 billion of net deferred investment gains that will be partially recognized and available to offset future actuarial investment losses over the next four fiscal years. If the actual market value of Retirement Fund assets was used as the basis for the valuation, the Funded Ratio would have been 86.0% as of June 30, 2014, and the required County contribution rate would have been 16.23% for Fiscal Year 2015-16.

For the 2015 Actuarial Valuation, LACERA reported a rate of return on Retirement Fund assets of 4.3%, which was lower than the 7.50% assumed rate of return. As a result of the weaker than assumed investment performance, the market value of Retirement Fund Assets increased by only $1.096 billion or 2.3% to $48.818 billion as of June 30, 2015. With the five-year smoothing process, the actuarial value of Retirement Fund assets increased by $3.674 billion or 8.4% from $43.645 billion to $47.328 billion as of June 30, 2015. The 2015 Actuarial Valuation reported that the AAL increased by $1.877 billion to $56.819 billion, but the UAAL decreased by $1.797 billion to $9.490 billion from June 30, 2014 to June 30, 2015.

Due to the recognition of significant deferred actuarial investment gains, which more than offset the weaker than assumed investment performance, the Funded Ratio increased from 79.5% to 83.3% as of June 30, 2015.

After reaching a cyclical high of 94.5%, prior to the economic downturn, the Funded Ratio declined steadily from June 30, 2008 to June 30, 2013. The steady decline in the Funded Ratio over the five-year period was primarily driven by continuous growth in the AAL and the partial recognition of significant actuarial investment losses in Fiscal Years 2008-09 and 2011-12 (especially the losses in Fiscal Year 2008-09). The $10.428 billion of actuarial investment losses incurred in Fiscal Year 2008-09 were fully accounted for in the valuation of the Retirement Fund as of June 30, 2013. The increase in the Funded Ratio as of June 30, 2015, represents the second consecutive year of improved funding for the Retirement Fund since June 30, 2007.

The 2015 Actuarial Valuation provides the basis for establishing the contribution rates effective July 1, 2016. The County's required contribution rate will decrease from 19.33% to 17.77% of covered payroll in Fiscal Year 2016-17. The decrease in the contribution rate is comprised of a decrease in the funding requirement to finance the UAAL over 30 years from 10.04% to 8.49%, and a decrease in the normal cost contribution rate from 9.29% to 9.28%.

The 2015 Actuarial Valuation does not include $980 million of net deferred investment gains that will be partially recognized and available to offset any future actuarial investment losses over the next four fiscal years. If the actual market value of Retirement Fund assets was used as the basis for the valuation, the Funded Ratio would have been 85.0% as of June 30, 2015, and the required County contribution rate would have been 16.97% for Fiscal Year 2016-17.

As of November 30, 2015, LACERA reported a -0.3% fiscal year to date return on Retirement Fund assets, which is significantly below the actuarial assumed investment rate of return of 7.5%. The asset allocation percentages for the Retirement Fund as of November 30, 2015 were 26.7% domestic equity, 23.7% international equity, 23.4% fixed income, 11.8% real estate, 9.2% private equity, 1.7% commodities, 1.6% hedge funds and 1.9% cash.

A six-year history of the County's UAAL is provided in Table 1 ("Retirement Plan UAAL and Funded Ratio"), and a summary of investment returns for the prior six years is presented in Table 2 ("Investment Return on Retirement Plan Assets") on page A-11.

Pension Funding

Since Fiscal Year 1997-98, the County has funded 100% of its annual required contribution to LACERA. In Fiscal Years 2012-13 and 2013-14, the County's total contributions to the

Retirement Fund were $1.119 billion and $1.263 billion, respectively. In Fiscal Year 2014-15, the County's required contribution payments increased by over $167 million to $1.430 billion. For Fiscal Year 2015-16, the County is estimating retirement contribution payments to LACERA of $1.376 billion, which would represent a 3.8% or $54.0 million decrease from Fiscal Year 2014-15.

A summary of actual and projected County pension payments to LACERA for the eight-year period ending June 30, 2015 is presented in Table 3 ("County Pension Related Payments") on page A-11.

During the early and mid-1990's, the County relied heavily upon the use of excess earnings to fund all or a portion of its annually required contribution to LACERA. The County's excess earnings were generated as a result of an agreement between the County and LACERA, which allowed the County to share in Retirement Plan earnings (through June 30, 1998) in excess of the actuarial assumed rate of return. Beginning in 1996, the County embarked on a multi-year plan to lessen its reliance on excess earnings by systematically increasing its net County cost to the Retirement Plan. The required contribution for Fiscal Year 2007-08 represented the first year that excess earnings were not used to fund the County's required contribution. The remaining balance of excess earnings maintained with LACERA (the "County Contribution Credit Reserve") was $470.71 million as of June 30, 2012. The County Contribution Credit Reserve was never included in the actuarial valuation of Retirement Fund assets. In Fiscal Year 2012-13, the County transferred $448.8 million from the County Contribution Credit Reserve to fund the establishment of an OPEB trust. As of June 30, 2015, the remaining balance in the County Contribution Credit Reserve was $21.891 million, all of which is attributable to the Los Angeles County Superior Court.

STAR Program

The Supplemental Targeted Adjustment for Retirees program ("STAR Program") is a discretionary program that provides a supplemental cost-of-living increase from excess earnings to restore retirement allowances to 80% of the purchasing power held by retirees at the time of retirement. As of June 30, 2015, $614 million was available in the STAR Program Reserve to fund future benefits. Under the 2009 Funding Policy, the entire STAR Program Reserve was included in the Retirement Fund's valuation assets. However, there is no corresponding liability for any STAR Program benefits in the 2015 Actuarial Valuation that may be granted in the future. If the STAR Program Reserve was excluded from the valuation assets, the County's required contribution rate would have increased from 17.77% to 18.28% for Fiscal Year 2016-17, and the Funded Ratio would have decreased from 83.3% to 82.2% as of June 30, 2015. The exclusion of the STAR Program Reserve from the valuation assets would require the County to increase its required contribution to LACERA by approximately $35.7 million in Fiscal Year 2016-17.

Pension Obligation Securities

In California, the obligation of the County to fund the UAAL by making actuarially required contributions is an obligation imposed by State Law. The County previously issued pension obligation bonds and certificates in 1994 and transferred the proceeds to LACERA to finance its then-existing UAAL. All of the outstanding pension obligation bonds and certificates related to the 1994 financing were repaid in full as of June 30, 2011.

New Pension Accounting Standards

In June 2012, the Governmental Accounting Standards Board ("GASB") issued new statements to replace the existing pension accounting and reporting requirements for defined pension benefit plans such as LACERA, and employers such as the County. GASB Statement No. 67, Financial Reporting for Pension Plans, replaces the requirements of GASB Statement No. 25 and is focused on pension plan administrators such as LACERA. GASB 67 was implemented with the issuance of LACERA's Fiscal Year 2013-14 financial statements and has expanded the pension-related note disclosures and supplementary information requirements.

GASB Statement No. 68, Accounting and Financial Reporting for Pensions, has replaced the requirements of GASB Statement No. 27 and is focused on employers that provide defined pension benefits such as the County. GASB 68 has been implemented with the issuance of the County's Fiscal Year 2014-15 financial statements. Although GASB 68 does not materially affect the existing process for calculating the UAAL, it requires the County to recognize a net pension liability directly on the Statement of Net Position (government-wide balance sheet). The net pension liability is the difference between the total pension liability (the present value of projected benefit payments to employees based on their past service) and the assets (mostly investments reported at fair value) held by LACERA to pay pension benefits. The new requirement to recognize a liability in the financial statements represents a significant and material change to the existing standards, which previously, only required the disclosure of such amounts in the notes to the financial statements. GASB 68 also includes additional requirements, which have expanded the existing pension-related note disclosures and supplementary information requirements.

The new GASB pension standards are only applicable to the accounting and reporting for pension benefits in the County's financial statements. Accordingly, there will be no impact on the County's existing statutory obligations and policies to fund pension benefits.

Postemployment Health Care Benefits

LACERA administers a health care benefits program for retirees under an agreement with the County. The program includes medical, dental, vision and life insurance benefit plans for over 88,000 retirees or survivors and their eligible dependents. Retirement Plan net assets are not held in trust for such postemployment benefits and LACERA's Board of Retirement reserves the right to amend or revise the medical plans and programs under the retiree health program at any time. County payments for postemployment benefits are calculated based on the employment service credit of retirees, survivors, and dependents. For eligible members with 10 years of service credit, the County pays 40% of the health care plan premium. For each year of service credit beyond 10 years, the County pays an additional 4% of the plan premium, up to a maximum of 100% for a member with 25 years of service credit.

In Fiscal Years 2012-13 and 2013-14, total payments from the County to LACERA for postemployment health care benefits were $441.1 million and $447.0 million, respectively. In Fiscal Year 2014-15, payments to LACERA for retiree health care increased to $450.2 million. For Fiscal Year 2015-16, the County is projecting $507.1 million in retiree health care payments to LACERA, which would represent a 12.7% or $57.0 million increase from Fiscal Year 2014-15.

Financial Reporting for Other Postemployment Benefits

The Governmental Accounting Standards Board ("GASB") has issued two statements that address other postemployment benefits ("OPEB"), which are defined to include many post-retirement benefits other than pension-related benefits. Health care and disability benefits are the most significant of these benefits provided by the County.

GASB Statement No. 43, Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans ("GASB 43"), established financial reporting standards for OPEBs in a manner similar to those currently in effect for pension benefits. GASB 43 is focused on the entity that administers such benefits (which, in the case of the County, is LACERA) and requires an actuarial valuation to determine the funded status of accrued benefits. LACERA has complied with GASB 43 requirements for all annual reporting periods beginning with the Fiscal Year ended June 30, 2008.

GASB Statement No. 45, Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions ("GASB 45"), establishes financial reporting standards designed to measure, recognize, and disclose OPEB costs. GASB 45 is focused on the County's financial statements, and related note disclosures, and is intended to associate the costs of the OPEB with the periods in which employee services are rendered in exchange for the OPEB. Starting with the June 30, 2008 Comprehensive Annual Financial Report ("CAFR"), the County implemented the requirements of GASB 45 in its financial reporting process.

The core requirement of GASB 45 is that an actuarial analysis must be prepared at least once every two-year period with respect to projected benefits ("Plan Liabilities"), which would be measured against the actuarially determined value of the related assets (the "Plan Assets"). To the extent that Plan Liabilities exceeded Plan Assets, the difference could be amortized over a period not to exceed 30 years. GASB 45 does not require the funding of any OPEB liability related to the implementation of this reporting standard.

OPEB Actuarial Valuation

In order to comply with the requirements of GASB 43 and GASB 45, LACERA engaged Milliman to complete actuarial valuations of OPEB liabilities for the LACERA plans. In their OPEB valuations, Milliman has provided a determination of the AAL for LACERA's health, dental, vision and life insurance benefits plan. The County's members comprise approximately 95% of LACERA's retiree population and the County is responsible for this percentage of OPEB costs. The 5% of LACERA retirees who do not contribute to the County's OPEB liability are predominantly members of the Los Angeles Superior Court. The demographic and economic assumptions used in the OPEB valuations are modeled on the assumptions used by LACERA for its pension program. The healthcare cost assumptions are based on discussions with other consultants and actuaries used by the County, LACERA and labor groups.

In accordance with the requirements of GASB 43, Milliman completed an OPEB actuarial valuation report as of July 1, 2010 (the "2010 OPEB Valuation"), which was issued in March 2011. In the 2010 OPEB Valuation, Milliman reported an AAL of $24.031 billion for LACERA's OPEB program (including employees of the Los Angeles Superior Court). The County's share of this liability was $22.94 billion, which represented a 9.8% increase from the 2008 OPEB Valuation. The OPEB ARC as of July 1, 2010 was estimated to be $1.938 billion, which represented 28.79% of the County's payroll costs, and an 11.4% increase from the prior OPEB Valuation.

In May 2013, Milliman released the next OPEB actuarial valuation report ("the 2012 OPEB Valuation") as of July 1, 2012. In the 2012 OPEB Valuation, Milliman reported an AAL of $26.953 billion for LACERA's OPEB program (including employees of the Los Angeles Superior Court). The County's share of this liability was $25.733 billion, which represented a 12.2% increase from the 2010 OPEB Valuation. The OPEB ARC as of July 1, 2012 was estimated to be $2.126 billion, which represented 32.07% of the County's payroll costs and a 9.7% increase from the 2010 OPEB Valuation. The increase in the County's OPEB liability from 2010 to 2012 was the result of several offsetting factors, with the most significant factor being a reduction in the discount rate from 5% to 4.35%.

For the Fiscal Year ended June 30, 2013, the County reported an OPEB ARC of $2.162 billion, which represented a $174 million or 8.8% increase from June 30, 2012. The OPEB ARC was partially offset by $927.5 million in County payment contributions (including the $448.8 million transfer from the County Contribution Credit Reserve), which resulted in an increase in the net OPEB obligation of $1.235 billion in Fiscal Year 2012-13. The net OPEB obligation of $8.154 billion as of June 30, 2013 represented a 17.8% increase from the $6.919 billion obligation reported as of June 30, 2012. Excluding the transfer from the County Contribution Credit Reserve, the remaining "pay as you go" contribution of $478.7 million represented approximately 22% of the County's OPEB ARC, which is consistent with the funding level in Fiscal Year 2011-12.

For the Fiscal Year ended June 30, 2014, the County reported an OPEB ARC of $2.178 billion, which represents a $16 million or 0.74% increase from June 30, 2013. The OPEB ARC was partially offset by $484.3 million in County "pay as you go" contributions, which resulted in an increase in the net OPEB obligation of $1.694 billion in Fiscal Year 2013-14. The net OPEB obligation of $9.848 billion as of June 30, 2014 represents a 20.8% increase from the $8.154 billion obligation reported as of June 30, 2013. The "pay as you go" County contribution represents 22.2% of the County's OPEB ARC, which is consistent with the funding level in Fiscal Year 2012-13.

In June 2015, Milliman released the most recent OPEB actuarial valuation report ("the 2014 OPEB Valuation") as of July 1, 2014. In the 2014 OPEB Valuation, Milliman reported an AAL of $28.547 billion for LACERA's OPEB program (including employees of the Los Angeles Superior Court). The County's share of this liability is $27.288 billion, which represents a 6.0% increase from the 2012 OPEB Valuation. The OPEB ARC as of July 1, 2014 is estimated to be $2.152 billion, which represents 31.82% of the County's payroll costs and a 1.2% increase from the 2012 OPEB Valuation. The increase in the County's OPEB liability from 2012 to 2014 was the result of several offsetting factors, with the most significant factors being a reduction in the discount rate from 4.35% to 3.75% and lower than expected increases in health insurance premiums.

For the Fiscal Year ended June 30, 2015, the County reported an OPEB ARC of $2.177 billion, which represents a $933,000 or 0.04% decrease from June 30, 2014. The OPEB ARC was partially offset by $490.0 million in County "pay as you go" contributions, which resulted in an increase in the net OPEB obligation of $1.687 billion in Fiscal Year 2014-15. The net OPEB obligation of $11.535 billion as of June 30, 2015 represents a 17.1% increase from the $9.848 billion obligation reported as of June 30, 2014. The "pay as you go" County contribution represents 22.5% of the County's OPEB ARC, which is consistent with the funding level in Fiscal Year 2013-14.

Funding for Other Postemployment Benefits

In May 2012, the Board of Supervisors approved the establishment of a tax-exempt OPEB trust pursuant to a Trust and Investment Services Agreement (the "OPEB Trust") between LACERA and the County. In accordance with the OPEB Trust, the LACERA Board of Investments will function as the trustee and investment manager, and the Board of Supervisors will have exclusive discretion over the amount of contributions and/or transfers the County may invest or allocate to the OPEB Trust. In Fiscal Year 2012-13, the County transferred $448.8 million from the County Contribution Credit Reserve for the initial funding of the OPEB Trust. The balance of the OPEB Trust as of June 30, 2015 was $488.4 million, consisting of $388.3 million in equity securities and $100.1 million in fixed income securities.

On June 22, 2015, the Board of Supervisors approved a multi-year plan to begin pre-funding the County's unfunded OPEB liability. The plan requires the County to begin the process to fully fund the OPEB ARC by incrementally increasing the annual contribution to the OPEB Trust. In the 2015-16 Adopted Budget, the County is projecting a $24 million contribution to the OPEB Trust, which will be funded by a $10 million Net County Cost ("NCC") contribution from the General Fund and $14 million of subvention revenue received from Federal, State and other local government entities. In future fiscal years, the County expects to incrementally increase its OPEB funding by $60 million per year, including an annual $25 million increase in the NCC contribution from the General Fund and a $35 million annual increase funded by subvention revenue. Based on the 2014 OPEB Valuation, the County will need to increase its annual OPEB contribution to more than $1.7 billion from the current $500 million pay-as-you-go funding amount in order to fully fund its OPEB ARC on an annual basis. Given current projections for the funding plan, the OPEB ARC would be fully funded by Fiscal Year 2027-28.

The County reached an agreement with CCU and SEIU to add a new tier of retiree healthcare benefits for employees who begin County service on or after July 1, 2014. Under the new agreement, the County will provide paid medical coverage at the retiree only premium level and not at the current level of full family coverage. The retiree will have the option to purchase coverage for dependents, but the County will only provide a financial subsidy to the retiree. In addition, Medicare-eligible retirees will be required to enroll in Medicare, with the County subsidy based on a Medicare supplement plan. The same vesting rights and years of service crediting formula of 40% after 10 years and 100% after 25 years will still apply to the new tier. The agreement will not affect current retirees or current employees hired prior to July 1, 2014. The new retiree healthcare benefit tier is projected to save an estimated $840 million over the next 30 years and reduce the unfunded liability for retiree healthcare by 20.8%. The agreement was approved by the Board of Retirement and by the Board of Supervisors in June 2014.

On April 30, 2014, the California Supreme Court declined to consider an appeal by a retired City of San Diego employee regarding changes to retirement healthcare benefits. The Supreme Court's denial of the appeal effectively upholds an appellate court ruling affirming the city's ability to modify non-vested retiree healthcare benefits, and further establishes a difference between the treatment of retiree healthcare benefits and pension benefits under State law. Public pension benefits in California have much stronger legal protection, and reform options are generally limited to lowering benefit formulas for future employees only. In contrast, California municipalities can reduce OPEB benefits provided that State collective bargaining laws are followed and that benefits were not established as vested contractual rights. The Supreme Court action is expected to provide California public entities with future budgetary flexibility to manage or change their OPEB liabilities.

Long-Term Disability Benefits

In addition to its Retirement Plan, the County administers a Disability Benefits Plan ("DBP") that is separate from LACERA. The DBP covers employees who become disabled as a direct result of an injury or disease while performing assigned duties. Generally, the long-term disability plans included in the DBP provide employees with a basic monthly benefit of between 40% and 60% of such employee's monthly compensation, commencing after 6 months of disability. The benefits under these plans normally terminate when the employee is no longer totally disabled or turns age 65, whichever occurs first. The health plans included in the DBP generally cover qualified employees who are sick or disabled and provide for the payment of a portion of the medical premiums for these individuals.

The County has determined that the liability related to long-term disability benefits is an additional OPEB obligation, which is reported as a component of the OPEB ARC in the CAFR. Following completion of the original OPEB Valuation, the County engaged Buck Consultants to prepare actuarial valuations of the long-term disability portion of its DBP as of July 1, 2009, July 1, 2011 (the "2011 LTD Valuation") and July 1, 2013 (the "2013 LTD Valuation"). In the 2013 LTD Valuation, the AAL for the County's long-term DBP was $946 million, which represents a 7.2% decrease from the $1.019 billion AAL reported in the 2011 LTD Valuation. Based on the 2013 LTD Valuation, the June 30, 2014 net OPEB obligation of $9.848 billion includes $231.5 million for long-term disability benefits. As of June 30, 2015, the County's net OPEB obligation of $11.535 billion includes $271.8 million for long-term disability benefits.

In Fiscal Years 2013-14 and 2014-15, the County made total DBP payments of $37.3 million and $39.9 million, respectively. For Fiscal Year 2015-16, the County is estimating DBP payments of $41.8 million. The annual "pay-as-you-go" DBP payments are accounted for as an offset to the County's OPEB obligation.

LITIGATION

The County is a party to numerous cases. The following are summaries of the most significant pending legal proceedings, as reported by the Office of the County Counsel. A further discussion of legal matters that directly affect the budget and the revenue generating powers of the County is provided in the Budgetary Information section of Appendix A.

Wage and Hour Cases

In 2007 and 2008, several collective action lawsuits were filed against the County by Deputy Sheriffs, the Association for Los Angeles Deputy Sheriffs ("ALADS") and the Los Angeles County Professional Peace Officers Association (the "PPOA"). In 2010, the County was able to successfully defeat the "class certification" in the PPOA lawsuit based on a recent decision from the Ninth Circuit in *Bamonte v. City of Mesa,* which held that the time police officers spend before and after their paid shifts donning and doffing their police uniforms and related protective gear is not compensable under the Federal Fair Labor Standards Act ("FLSA") as long as the officers have the option and ability to don and doff their uniform and gear off of the employer's premises. Following the *Bamonte* decision, both ALADS and PPOA filed "class action grievances" under their respective Memorandums of Understanding against the County. These collective action lawsuits and grievances seek to recover compensation for overtime related to performing pre-shift and post-shift employment activities such as preparing patrol cars, preparing reports, working through meal times and other such activities which occurred "off the clock." Taken together, the number of claimants in the collective actions exceeded 3,000, and there is the potential that the number of claimants to the class grievances may include as many as 9,000 public safety personnel. The initial PPOA class action lawsuit settled for a total of $60,000. In August 2012, a Federal court granted the County's motion with regard to most of the plaintiffs' claims in the two remaining collective actions and granted the County's motion to decertify the collective classes, which resulted in the dismissal of all of the "opt-in" plaintiffs. Following the Federal court's ruling, the plaintiffs in the ALADS case dismissed that case in its entirety, leaving the remaining PPOA case with only three remaining plaintiffs and significantly reducing the County's liability exposure. The County filed a State court action challenging the proposed proceedings involving the class grievances. The State court granted the County's petition for writ of mandate, essentially precluding the cases from proceeding as class grievances. The balance of the State litigation is still in the early stages of the legal process.

Public Safety Cases

Two lawsuits were filed against the County in 2011 and another in 2013, related to allegations that each of the plaintiffs had been falsely convicted of murder and served over twenty years in prison. The Courts subsequently ordered new trials based on new evidence. In regard to the 2011 lawsuits, one case was re-tried and the plaintiff was acquitted, and in the other case, the District Attorney decided not to retry the plaintiff. In regard to the 2013 lawsuit, the District Attorney has not yet decided if the original case will be retried. The potential liability exposure to the County is estimated to be $15 million for both lawsuits.

On December 16, 2014, the Board of Supervisors entered into a settlement agreement in the *Rosas v. Baca, et al.* lawsuit. *Rosas v. Baca, et al* was a Federal court class action lawsuit filed by the American Civil Liberties Union alleging a pattern and practice of excessive use of force in the County jails. Under the terms of the agreement, the Sheriff Department will implement various reforms recommended by the court-appointed *Rosas* Monitors. The settlement agreement requires that the Sheriff Department comply with various recommendations by specific target dates. The County continues to make progress toward compliance with these recommendations.

On June 4, 2014, the U.S. Department of Justice (the "DOJ") issued a public report alleging that systemic deficiencies related to suicide prevention and mental health care existed in the County jails, and that those deficiencies violated inmates' constitutional rights. The Sheriff's Department ("Department") and the Department of Mental Health ("DMH") have reached a proposed settlement with the DOJ concerning the DOJ's allegations that the County and Department are violating inmates' constitutional rights with respect to mental health services and suicide prevention in the County's jails ("Jails") as well as DOJ's concerns about the use of excessive force in the Jails. At this time, the cost of compliance for both this DOJ matter, and *Rosas* is still being evaluated.

Health and Social Services Cases

In February, 2014, Sutherland Health Care Solutions, a County contract provider that provides claim and billing services to the Department of Health Services was the victim of a commercial burglary in which a number of desktop computers were stolen. The burglary resulted in the breach of approximately 338,000 individual patient accounts. Four separate class action lawsuits were originally filed against the County and Sutherland Health Care Solutions: *A. Doe v. Sutherland Healthcare Solutions, et al., Harasim et al., v. County of Los Angeles, et al., Rogers, et al., v. Sutherland Healthcare Solutions, Inc. et al, and Kamon, et al, v. Sutherland Healthcare Solutions, Inc. et.al*. The Harasim plaintiff voluntarily dismissed its case, reducing the number of pending cases to three, which have been consolidated. Under the State's California Medical Information Act, the plaintiff can assert both nominal and actual damages, as well as seek attorney fees. While the plaintiffs may also assert punitive damages, the County would not be subject to payment on such claims. Nominal damages and attorney fees could exceed $700 million. Should the State exercise regulatory damages and civil penalties, those amounts could be $2,500 for each violation. The litigation is in the discovery stage. The County expects to be indemnified by Sutherland Health Care Solutions to the fullest extent possible.

On April 8, 2014, a class action lawsuit entitled *Guillory, et al. v. County of Los Angeles* was filed in the Los Angeles Superior Court alleging that the County's administration of its General Relief program has been contrary to both State and federal law. The County corrected the alleged deficiencies and negotiated a settlement in the amount of $7.9 million to be distributed to class members, as well as a fee award to class counsel in an amount not to exceed $400,000. The claims period has ended, and the County is awaiting court approval for the distribution of unclaimed funds.

Property Tax Cases

In 2008, in *Los Angeles Unified School District v. County of Los Angeles, et al.,* the school district alleged that the Auditor-Controller improperly calculated statutory pass through payments related to the Educational Revenue Augmentation Fund ("ERAF") that were payable to LAUSD under redevelopment law. The Court of Appeal reversed a trial court decision in favor of the County, and the County's petition for review was denied by the California Supreme Court. On remand in January 2012, the trial court issued a decision in favor of the County regarding calculation of the statutory payments that temporarily reduced the County's exposure. On September 7, 2012, LAUSD appealed the trial court's ruling. On June 26, 2013, the Court of Appeal reversed the trial court ruling and sided with LAUSD, holding that the statutory payments to LAUSD should have included a higher share of the ERAF revenue diverted by the "Triple Flip" and Vehicle License Fee swap legislation. The California Supreme Court denied the County's petition for review in October 2013. The Court of Appeal's decisions have resulted in higher statutory pass through payments to school districts and lower pass through payments to the County. Three other districts, Los Angeles Community College District, Montebello Unified School District, and Long Beach Unified School District, subsequently filed lawsuits with the same allegations litigated by LAUSD. The three cases were stayed until August 14, 2014 to allow for a settlement of all litigation concerning this issue. The estimated County General Fund exposure from the lawsuits by the three districts is $18 million. The estimated County General Fund exposure from the LAUSD lawsuit is $52 million. The total estimated County exposure (including separate agencies governed by the same County officials) is $80 million. The County has reserved $80 million for the expected resolution of these lawsuits. A partial settlement of the lawsuit is currently being negotiated.

In September 2011, a lawsuit entitled *City of Cerritos et al, v. State of California, et al* was filed against the State and other defendants, including the County. The lawsuit challenged the constitutionality of the redevelopment dissolution legislation (ABx1 26). If the petitioners had prevailed, the court could have retroactively reinstated redevelopment agencies and required the County to return any residual property tax revenue that it received from the Redevelopment Property Tax Trust Fund (RPTTF). The County estimated the potential liability of this case to be $789 million. The Court of Appeals rejected the plaintiffs' allegations of unconstitutionality of the legislation and sent the case back to the trial court for a final court order in favor of the State of California and all respondents. The ruling in favor of the State and the other respondents is final; the County has no liability; and the matter is not subject to further appeal.

Other Litigation

In March, 2008, a lawsuit entitled Natural Resources Defense Council, Inc., et al., v. County of Los Angeles, et al., was filed against the County and the Los Angeles County Flood Control District (the "LACFCD") under the citizen suit provision of the Federal Clean Water Act. The plaintiffs sought injunctive relief, civil penalties and attorneys' fees for alleged violations of water quality standards contained in a municipal stormwater permit. The case was bifurcated to first determine liability and then remedies. The District Court found that the County and the LACFCD had violated water quality standards in the ocean near Malibu, California. A partial summary judgment was granted to the County and LACFCD on all other claims, which plaintiffs appealed to the Ninth Circuit. After multiple appellate proceedings, the Ninth Circuit partially overturned the District Court's ruling, finding the County and LACFCD liable for water quality violations on two out of four watershed claims, and remanded the case to the District Court for further proceedings on the three total claims for which the County and LACFCD have been found to be liable.

The District Court dismissed plaintiffs' prayer for injunctive relief as moot, determined that the County is liable for 224 violations and the LACFCD for 274 violations, and set a trial date to determine an appropriate award of civil penalties and attorneys' fees. The maximum civil penalty that can be awarded for each violation ranges from $27,500 to $37,500 depending on the date of the violation. The County estimates that the maximum award of statutory penalties to be approximately $7.6 million for the County and approximately $9.2 million for the LACFCD, but that penalties would likely be significantly lower due to mitigating factors. The plaintiffs will also be entitled to substantial attorneys' fees. The plaintiffs claim the current amount of their attorneys' fees exceeds $6 million, but the County and the LACFCD are disputing that amount. The plaintiffs have filed a notice of appeal of the dismissal of the request for injunctive relief and the District Court has stayed further trial proceedings pending resolution of the appeal. Any award against the County will be paid from the County General Fund, and any award against the LACFCD will be paid from a separate fund attributable to the LACFCD.

In October 2011, Accent Builders, Inc. ("ABI"), the general contractor for the construction of the La Plaza de Cultura y Artes cultural museum project, sued the County for breach of the contract. The County cross-complained against ABI and its alter-ego and subcontractor Superior Gunite, Inc. ("SGI"), for breach of contract and violation of the False Claims Act ("FCA"). SGI was dismissed from the action on January 7, 2014, after the trial court granted ABI's and SGI's demurrer as to the FCA claim. Following a bench trial, ABI obtained a damages award of $3.738 million, plus $2.028 million in attorneys' fees, costs, and prejudgment interest, resulting in a total judgment against the County of $5.766 million. The County's earlier-filed appeal of SGI's judgment was decided in favor of the County, with the Court of Appeal ruling that the trial court erred in sustaining SGI's demurrer. The County also appealed the ABI judgment on the grounds that the trial court used the wrong measure of damages, and that the trial erroneously dismissed the County's FCA claims against ABI. ABI appealed the judgment in regards to the court's reduction, by half, of the amount of attorneys' fees, costs, and prejudgment interest sought by ABI. After the appeals were filed and before the appellate briefing commenced, the parties entered into mediation and agreed to a final payment by the County to ABI of $5.785 million, which was the judgment amount plus $18,945, with ABI giving up post-judgment interest and attorneys' fees of over $500,000. The Board of Supervisors approved the proposed settlement on October 27, 2015. Final payment of the agreed-upon sum was made on November 20, 2015.

In January, 2014, the Board of Supervisors voted to add a rooftop cross to the existing image of the San Gabriel Mission depicted on the County's official seal. The intent of the Board of Supervisors, as reflected in a motion to add the cross, was for the depiction of the San Gabriel mission on the County seal to be artistically and architecturally correct in order to accurately reflect the cultural and historical role that the Mission played in the development of the Los Angeles County region. In February 2014, the American Civil Liberties Union, on behalf of a number of plaintiffs, filed an equitable relief action entitled *Davies v. County of Los Angeles* in federal court, challenging the Board's action. The lawsuit primarily asserts that the Board's action to add a cross to the County seal violates the Establishment Clause of the United States Constitution and the California Constitution by demonstrating a preference for Christianity over all other religions and non-religions. A one-day trial was held on November 12, 2015. At the conclusion of the trial, the case was submitted and is currently awaiting a decision from the court.

Pending Litigation

There are a number of other lawsuits and claims pending against the County. Included in these are a number of property damage, personal injury and wrongful death actions seeking damages in excess of the County's insurance limits. In the opinion of the County Counsel, such suits and claims that are presently pending will not impair the ability of the County to make debt service payments or otherwise meet its outstanding lease or debt obligations.

TABLE 1: RETIREMENT PLAN UAAL AND FUNDED RATIO

(in thousands)

Actuarial Valuation Date	Market Value of Plan Assets	Actuarial Value of Plan Assets	Actuarial Accrued Liability	UAAL	Funded Ratio
06/30/2008	$38,724,671	$39,662,361	$41,975,631	$2,313,270	94.49%
06/30/2009	30,498,981	39,541,865	44,468,636	4,926,771	88.92%
06/30/2010	33,433,888	38,839,392	46,646,838	7,807,446	83.26%
06/30/2011	39,452,011	39,193,627	48,598,166	9,404,539	80.65%
06/30/2012	38,306,756	39,039,364	51,320,699	12,281,335	76.07%
06/30/2013	41,773,519	39,932,416	53,247,776	13,315,360	74.99%
06/30/2014	47,722,277	43,654,462	54,942,453	11,287,991	79.45%
06/30/2015	48,818,350	47,328,270	56,819,215	9,490,945	83.30%

Source: Milliman Actuarial Valuation (of LACERA) for June 30, 2015.

TABLE 2: INVESTMENT RETURN ON RETIREMENT PLAN ASSETS
(in thousands)

Fiscal Year	Market Value of Plan Assets	Market Rate of Return	Funded Ratio Based on Market Value
2007-08	$33,724,671	-1.5%	90.1%
2008-09	30,498,981	-18.3%	66.8%
2009-10	33,433,888	11.8%	69.9%
2010-11	39,452,011	20.4%	79.4%
2011-12	38,306,756	0.3%	73.7%
2012-13	41,773,519	12.1%	77.6%
2013-14	47,722,277	16.8%	86.0%
2014-15	48,818,350	4.3%	85.0%

Source: Milliman Actuarial Valuation (of LACERA) for June 30, 2015.

TABLE 3: COUNTY PENSION AND OPEB PAYMENTS
(in thousands)

Fiscal Year	Pension Payment to LACERA	OPEB Payment to LACERA	Pension Bonds Debt Service	Total Pension & OPEB Payments	Percent Change Year to Year
2008-09	$805,300	$365,424	$320,339	$1,491,063	-4.5%
2009-10	802,500	384,034	358,165	1,544,699	3.6%
2010-11	898,803	406,937	372,130	1,677,870	8.6%
2011-12	1,026,867	424,030	-	1,450,897	-13.5%
2012-13	1,118,514	441,062	-	1,559,576	7.5%
2013-14	1,262,754	446,979	-	1,709,733	9.6%
2014-15	1,430,462	450,202	-	1,880,664	10.0%
2015-16	1,376,490 *	507,192 *		1,883,682	0.2%

Source: Milliman Actuarial Valuations (of LACERA), Los Angeles County CAFRs and County of Los Angeles Chief Executive Office.
* Estimated

BUDGETARY INFORMATION

COUNTY BUDGET PROCESS

The County is required by California State Law to adopt a balanced budget by October 2nd of each year. The CEO of the County prepares a preliminary forecast of the County budget based on the current year budget, the State budget, and other projected revenue and expenditure trends. Expanding on this forecast, the CEO prepares a target County budget for the ensuing fiscal year, and projected resources are tentatively allocated to the various County programs and services.

The CEO normally presents the Recommended County Budget to the Board of Supervisors in April. The Board of Supervisors is required to adopt a Recommended Budget no later than June 30th. If a final County Budget is not adopted by June 30th, the appropriations approved in the Recommended Budget, with certain exceptions, become effective for the new fiscal year until the final budget is approved.

The CEO generally recommends revisions to the County Budget after adoption of the final State budget to align County expenditures with approved State funding. After conducting public hearings and deliberating on the details of the budget, the Board of Supervisors is required to adopt the Final County Budget by October 2nd of each year.

Throughout the remainder of the fiscal year, the Board of Supervisors approves various adjustments to the Final County Budget to reflect changes in appropriation requirements and funding levels. The annual revenues from the State and Federal governments are generally allocated pursuant to formulas specified in State and Federal statutes. For budgetary or other reasons, such statutes are often subject to change which may affect the level of County revenues and budgetary appropriations.

COUNTY BUDGET OVERVIEW

The County Budget is comprised of eight fund groups through which the County's resources are allocated and controlled. These groups include the General Fund and Hospital Enterprise Fund (which represents the General County Budget), Special Revenue Funds, Capital Project Special Funds, Special District Funds, Other Enterprise Funds, Internal Services Fund, and Agency Fund.

The General County Budget accounts for approximately 77.0% of the 2015-16 Final Adopted Budget and appropriates funding for programs that are provided on a mostly county-wide basis *(e.g.*, health care, welfare, and detention facilities), municipal services to the unincorporated areas not otherwise included in a special district, and certain municipal services to various cities on a contract fee-for-service basis *(e.g.*, law enforcement, planning and engineering).

Special Revenue Funds represent approximately 10.9% of the 2015-16 Final Adopted Budget, and are used to account for the allocation of revenues that are restricted to defined purposes, such as public library operations, road construction and maintenance programs, and specific automation projects.

Capital Project Special Funds account for approximately 1.3% of the 2015-16 Final Adopted Budget and provide funding for the acquisition or construction of major capital facilities that are not financed through other funding sources.

Special District Funds, which account for approximately 8.4% of the 2015-16 Final Adopted Budget, are separate legal entities funded by specific taxes and assessments. These districts provide public improvements and/or services benefiting targeted properties and residents. Special Districts are governed by the Board of Supervisors and include, among others, Flood Control, Garbage Disposal, Sewer Maintenance and Regional Park and Open Space Districts. The remaining fund groups, Other Enterprise, Internal Services and Agency Funds account for 2.4% of the 2015-16 Final Adopted Budget.

CONSTITUTIONAL PROVISIONS AFFECTING TAXES AND APPROPRIATIONS

Proposition 13

Article XIIIA of the California Constitution limits the taxing powers of California public agencies. Article XIIIA provides that the maximum ad valorem tax on real property cannot exceed 1% of the "Full Cash Value" of the property, and effectively prohibits the levying of any other ad valorem property tax except for taxes required to pay debt service on voter-approved general obligation bonds. Full Cash Value is defined as the County Assessor's valuation of real property as shown on the 1975-76 tax bill under 'full cash value' or, thereafter, the appraised value of real property when purchased, newly constructed, or a change in ownership has occurred after the 1975 assessment.

The Full Cash Value is subject to annual adjustment to reflect inflation at a rate not to exceed 2%, or a reduction as shown in the consumer price index (or comparable local data), or a decline in property value caused by damage, destruction or other factors. The foregoing limitation does not apply to ad valorem taxes or special assessments to pay the interest and redemption charges on certain types of indebtedness approved by the voters.

Article XIIIB of the California Constitution limits the amount of appropriations by local governments to "Proceeds of Taxes." The County's appropriation limit for Proceeds of Taxes for Fiscal Year 2015-16 is $20,799,777,985. The 2015-16 Adopted Budget included proceeds from taxes of $7,850,480,333, which is substantially below the statutory limit.

Proposition 62

Proposition 62, a 1986 ballot initiative that amended the California Constitution, requires voter approval of all new taxes or any increases to local taxes. A challenge to taxes subject to Proposition 62 may only be made for those taxes collected beginning one year before a claim is filed. Such a claim is a necessary prerequisite to the filing of a lawsuit against a public entity in California.

Proposition 218

Proposition 218, a 1996 ballot initiative that added Articles XIIIC and XIIID to the California Constitution, established the following requirements on all taxes and property-related assessments, fees, and charges:

- precluded special purpose districts or agencies, including school districts, from levying general taxes;
- precluded any local government from imposing, extending or increasing any general tax unless such tax is approved by a majority of the electorate;
- precluded any local government from imposing, extending or increasing any special purpose tax unless such tax is approved by two-thirds of the electorate; and
- ensured that voters may reduce or repeal local taxes, assessments, or fees through the initiative process.

An Appellate Court decision determined that Proposition 218 did not supersede Proposition 62. Consequently, voter approval alone may not be sufficient to validate the imposition of general taxes adopted, increased or extended after January 1, 1995.

Proposition 218 also expressly extends to voters the power to reduce or repeal local taxes, assessments, and fees through the initiative process, regardless of the date such charges were imposed. SB 919, the Proposition Omnibus Implementation Act, was enacted in 1997 to prescribe specific procedures and parameters for local jurisdictions to comply with Proposition 218. SB 919 states that the initiative power provided for in Proposition 218 shall not be construed to mean that any owner or beneficial owner of a municipal security, purchased before or after November 6, 1998, assumes the risk of, or in any way consents to, any action by initiative measure that constitutes an impairment of contractual rights" protected by the United States Constitution.

In the 2006 case of *Bighorn-Desert View Water Agency v. Virjil (Kelley)*, the State Supreme Court suggested that the initiative power under Proposition 218 is not free of all limitations, and could be subject to restrictions imposed by the contract clause of the United States Constitution. No assurance can be given, however, that voters in the County will not, in the future, approve an initiative that reduces or repeals local taxes, assessments, fees or charges that are deposited into the County's General Fund. In addition, "fees" and "charges" are not defined by Article XIIIC or SB 919, and the scope of the initiative power under Article XIIIC could include all sources of General Fund revenue not received from or imposed by the Federal or State government or derived from investment income.

Proposition 1A 2004

Proposition 1A 2004, approved by the voters in November 2004, amended the State Constitution by limiting the State's authority to reduce local sales tax rates or alter their method of allocation, shift property tax revenues from local governments to schools or community college districts, or decrease Vehicle License Fee ("VLF") revenues without providing replacement funding. Proposition 1A 2004 further amended the State Constitution by requiring the State to suspend State laws that create unfunded mandates in any year that the State does not fully reimburse local governments for their costs to comply with such mandates. Pursuant to Proposition 1A 2004, the State can no longer reallocate local property tax revenues without triggering a constitutional obligation to repay the local taxing agencies within three years. The State is further prohibited from reallocating local property tax revenues on more than two occasions within a ten-year period.

Proposition 26

On November 2, 2010, voters approved Proposition 26, which amended the State Constitution to expand the definition of a tax so that certain fees and charges imposed by the State and local governments will now be subject to approval by two-thirds of each house of the State Legislature or approval by local voters, as applicable. Proposition 26 requires a two-thirds approval by each house of the State Legislature to enact new laws that increase taxes on any taxpayer, and repealed State laws that were in conflict with the measure, unless they were approved again by two-thirds of each house of the State Legislature.

In terms of its direct fiscal impact on the County, Proposition 26 is likely to result in the loss of approximately $61 million in annual State tax revenue to County road districts, which are separate legal entities responsible for the operation and maintenance of streets and roads in the unincorporated areas of the County. Since the County is unlikely to backfill any reduction in State revenue to the road districts, there is no projected fiscal impact to the County General Fund. Additional effects of Proposition 26 on the future financial condition of the County are unknown at this time.

Future Initiatives

Propositions 13, 62, 218, 1A 2004 and 26 were each adopted as measures that qualified for the ballot pursuant to the State's initiative process. From time to time, other initiative measures could be adopted, further affecting County revenues or the County's ability to expend revenues.

FEDERAL AND STATE FUNDING

A significant portion of the County budget is comprised of revenues received from the Federal and State governments. As indicated in the table "Historical Appropriations by Fund" on page A-XX of this Appendix A, $4.236 billion of the $21.729 billion 2015-16 Final Adopted General County Budget is received from the Federal government and $5.543 billion is funded by the State. The remaining $11.950 billion of County revenues are generated from property taxes and a variety of other sources. The fact that 45% of General County funding is provided by the State and Federal government illustrates the County's significant reliance on outside funding sources.

Federal Budget Update

The overall Federal budget outlook for the County is positive for the remainder of Fiscal Year 2015-16 and through Fiscal Year 2016-17. The County receives most of its Federal revenue through Medicaid and Title IV-E Foster Care and Adoption Assistance, which are open-ended entitlements that do not require the enactment of Federal legislation for continued funding. Most of the County's remaining Federal revenue is received through the Temporary Assistance for Needy Families Program (CalWORKs in California), Child Support Enforcement, and the Supplemental Nutrition Assistance Program (CalFresh in California), which are mandatory spending programs with funding levels that are not established through annual appropriations bills, thus providing more stable and secure sources of Federal revenue.

In addition, the County expects the risk of any significant reduction in the County's remaining Federal revenues that are received through appropriated discretionary programs to be minimal in the current session of Congress. This is especially true with the enactment of the Bipartisan Budget Act of 2015, which increased the non-defense discretionary spending cap by $25 billion in Federal Fiscal Year (FFY) 2016 and $15 billion in FFY 2017, thus resulting in an increase in the total pool of funds available for discretionary programs through which the County receives funding.

Although the County does not expect Congress to enact legislation in the current session that would significantly reduce its Federal revenue, any future legislative action in regard to Federal spending or the Affordable Care Act, and its fiscal impact to future County budgets, cannot be predicted at this time.

STATE BUDGET PROCESS

Over the past twenty-five years, the State budget has experienced broad fluctuations as the State responded to the economic recession of the early 1990's, the economic recovery later in the same decade, the 2001 recession and subsequent recovery, and the most recent economic downturn that started in 2008. With the steady improvement in the State economy since the 2008 recession and the passage of Proposition 30 in the November 2012 election, the State has experienced significant improvement to its budget stability and overall financial condition. The State's budgetary decisions in response to the changing economic environment will continue to have a significant financial and programmatic impact on counties, cities, and other local jurisdictions.

Fiscal Year 1991-92 Realignment Program

In Fiscal Year 1991-92, the State and county governments collectively developed a program realignment system (the "1991-92 Realignment Program") that removed State funding for certain health and welfare programs, and provided counties with additional flexibility to administer such programs. Under the 1991-92 Realignment Program, certain health and welfare services are funded by a 0.5% increase in sales taxes and increased vehicle license fees. Since counties receive their share of the funding for health and welfare programs under a fixed formula prescribed by State law, the flow of funds is no longer subject to the State budget process. If sales tax and vehicle license fee revenues are not realized as expected, county governments will still maintain responsibility for the management and cost of such programs.

On June 27, 2013, Governor Brown signed into law AB 85, which provides a mechanism for the State to redirect certain 1991-92 Realignment Program health care funding to social service programs. With California electing to implement a state-run Medicaid expansion pursuant to the Affordable Care Act, the State anticipates that the cost to counties for providing health care services to the indigent population will decrease as this population becomes eligible for coverage through Medi-Cal or the State-run health insurance exchange. The impact of the AB 85 legislation to the County is discussed in further detail in the Health Services Budget section

Public Safety Realignment

The approval of the Public Safety Realignment Act of 2011 (AB 109) transferred responsibility for the custody and supervision of specific low-level inmates and parolees from the California Department of Corrections and Rehabilitation to counties. Funding for AB 109 is financed by redirecting 1.0625% of State sales tax revenue and a portion of Vehicle License Fee revenues from the State to the counties. In November 2012, California voters passed Proposition 30, which created a constitutional amendment prohibiting the Legislature from reducing or removing AB 109 funding.

The Fiscal Year 2015-16 State Budget Act (the "State Budget Act") estimated AB 109 funding at $1.3 billion. The California State Association of Counties (CSAC) has submitted a recommendation to the State for a long-term funding distribution formula among the counties. Based on this formula, the County would maintain its funding allocation and receive approximately $378.6 million, which would provide sufficient funding for all County AB 109 programs. In addition, the County Board of Supervisors has authorized the use of AB 109 reserves, accumulated from prior-year unused AB 109 funding, to fund pilot programs designed to reduce recidivism and long-term incarceration costs among inmates with mental health illness and substance abuse disorders.

Redevelopment Agencies

Effective February 1, 2012, and pursuant to Assembly Bill x1 26 ("ABx1 26"), redevelopment agencies throughout the State were abolished and prohibited from engaging in future redevelopment activities. ABx1 26 requires successor agencies to take over from the former redevelopment agencies and perform the following functions:

- Continue making payments on existing legal obligations without incurring any additional debt.

- Wind down the affairs of the former redevelopment agencies and return the funds of liquidated assets to the county Auditor-Controller, who will in turn distribute these funds to the appropriate local taxing entities.

Under ABx1 26, property tax revenues are allocated to pay enforceable legal obligations, pass-through payments and eligible administrative costs. Any remaining property tax revenues, otherwise known as "residual taxes", are to be distributed as property tax revenue to the appropriate local taxing entities, including the County. Prior to their dissolution, the estimated annual tax increment to fund redevelopment agencies in the County General Fund was approximately $453 million in Fiscal Year 2009-10. In Fiscal Years 2012-13, 2013-14 and 2014-15, the County General Fund received $100.8, $118.6 million and $151.1 million of residual taxes, respectively. The 2015-16 Final Adopted Budget includes a conservative $140.0 million projection for residual tax receipts for the General Fund.

The County's direct involvement in redevelopment activities was limited to unincorporated areas of the County and to a small number of projects. The successor agency for these activities is the County's Community Development Commission. The dissolution of County related projects is not expected to have a material impact, if any, to the financial condition of the County.

2015-16 STATE BUDGET

On June 24, 2015, Governor Brown signed the 2015-16 State Budget Act, which projects a beginning fund balance surplus from Fiscal Year 2014-15 of $2.423 billion, total revenues and transfers of $115.033 billion, total expenditures of $115.369 billion, and a year-end surplus of $2.087 billion for Fiscal Year 2015-16. Of the projected year-end surplus, $971 million will be allocated to the Reserve for Liquidation of Encumbrances and $1.116 billion will be deposited to the Special Fund for Economic Uncertainties. The 2015-16 State Budget Act provides for a deposit into the State's Budget Stabilization Account (Rainy Day Fund) in the amount of $3.460 billion, which remains unchanged from the May Budget Revision.

Throughout the Fiscal Year 2015-16 State budget process from the release of the Proposed State Budget to the 2015-16 State Budget Act, total revenues and transfers increased by $1.653 billion or 1.46%, and total expenditures increased by $2.071 billion or 1.83%. The total revenues and transfers of $115.033 million in the 2015-16 State Budget Act represent a $9.545 billion, or 9.0% increase from the Fiscal Year 2014-15 State Budget Act (the "2014-15 State Budget Act"), and reflects the continued improvement in the financial condition of the State.

The 2015-16 State Budget Act is not expected to result in any loss of funding for County-administered programs, and includes a number of proposals that are favorable to the County. The State Budget Act includes the repayment of $765 million statewide in pre-2004 deferred State mandate payments owed to local governments, which will effectively payoff the State's remaining pre-2004 deferred mandate payments owed to local governments. The County's estimated share of this repayment in Fiscal Year 2015-16 is $134.7 million. The 2015-16 State Budget Act includes a base allocation for the AB 109/2011 Public Safety Realignment of $1.1 billion, which will provide sufficient funding for all County AB 109 programs. The County estimates that the 2015-16 State Budget Act will result in a $101.3 million redirection of 1991-92 Realignment Program funding from the County to the State, which remains unchanged from the May Budget Revision, but is a significant reduction from the $238.3 million redirection for Fiscal Year 2014-15. The 2015-16 State Budget Act appropriates $245.3 million of total statewide funding for the counties to conduct Medi-Cal enrollment, which represents an increase of $95.3 million from the May Budget Revision. The County is expected to receive a significant share of the statewide funding amount.

2016-17 STATE BUDGET

On January 7, 2016, Governor Brown released his Fiscal Year 2016-17 Proposed State Budget (the "Proposed State Budget"), The Proposed State Budget projects a beginning fund balance surplus from Fiscal Year 2015-16 of $5.172 billion, total revenues and transfers of $120.633 billion, total expenditures of $122.609 billion, and a year-end surplus of $3.196 billion for Fiscal Year 2016-17. Of the projected year-end surplus, $966 million will be allocated to the Reserve for Liquidation of Encumbrances and $2.230 billion will be deposited to the Special Fund for Economic Uncertainties. In accordance with the 2014-15 State Budget Act, the Proposed State Budget continues to provide for a deposit into the State's Budget Stabilization Account (Rainy Day Fund) in the amount of $8.011 billion, which represents a significant increase from the 2015-16 State Budget Act.

The Proposed State Budget includes an increase in the projected year-end surplus for Fiscal Year 2015-16 of $3.085 billion and an increase in total revenues and transfers of $5.6 billion or 4.9% from the 2015-16 State Budget Act. The total expenditures in the Proposed State Budget are projected to increase by $7.2 billion or 6.3% from the 2015-16 State Budget Act. The $8.69 billion or 7.4% increase in the total resources available to fund the higher level of expenditures in the Proposed State Budget reflects the ongoing improvement in the financial condition of the State.

Based on a preliminary review by the CEO, the Proposed State Budget is not expected to result in any loss of funding for County programs and services. The Proposed State Budget includes a statewide redirection of 1991-92 Realignment Program funding of $564.5 million from the counties to the State attributable to indigent health care savings as a result of Medi-Cal expansion. The Proposed State Budget estimates that actual statewide county savings redirected to the State in Fiscal Year 2013-14 were $151.7 million lower than projected, and that counties will be reimbursed for this amount in Fiscal year 2016-17. The Proposed State Budget also includes an increase in the base allocation for the AB 109/2011 Public Safety Realignment to $1.2 billion, which will continue to provide sufficient funding for all County AB 109 programs. The Proposed State Budget specifically notes that the Governor remains committed to working with the County to create a more collaborative State and local corrections system. The CEO, in collaboration with the Sheriff and other impacted departments, will continue to work with the State to secure additional funding for correctional facility expansion, infrastructure improvements and treatment programs for inmates.

RECENT COUNTY BUDGETS

General County Budgets have reflected a conservative approach and have sought to maintain a stable budgetary outlook in an uncertain fiscal environment. As a result of the previous economic downturn, which started to impact the budget in Fiscal Year 2008-09, the County experienced a "cyclical" budget deficit, as revenues declined and spending on safety net programs and pension-related costs increased. The economic downturn had a significant impact on the Net County Cost (NCC) budget gap, which reached a peak of $491.6 million in Fiscal Year 2010-11. NCC is the portion of the County's budget that is financed with County discretionary funding (also known as locally generated revenues).

In order to manage the budget gaps, the County used a balanced approach of curtailing departmental budgets, and using reserves and capital funding appropriations to achieve a balanced budget. To control costs, the County achieved significant savings through its efficiency initiative program, and the implementation of a hiring freeze and a freeze on non-essential services, supplies and equipment, which ended as of July 1, 2013. The County eliminated 2,735 budgeted positions from Fiscal Year 2009-10 to Fiscal Year 2011-12, and the County's employee labor groups agreed to zero cost-of-living adjustments and no salary increases for a five-year period beginning in Fiscal Year 2008-09. If the County had relied solely on curtailments, the impact to County services and its residents would have been much more severe and most likely would have resulted in the reduction of critical services and the layoff of large numbers of County employees. The measured approach to managing budgetary challenges, including the use of one-time funding sources, enabled the County to more strategically achieve balanced budgets, and maintain critical core services.

The reliability of property tax revenue is due in large part to Proposition 13, which helps insulate the County from the cyclical nature of the real estate market. Proposition 13 limits the growth of assessed valuations and allows for reassessments when a property is sold or when new construction occurs. Assessed valuation can also be adjusted for inflation or deflation. As a result of Proposition 13, there is a significant amount of “stored” home value appreciation that is not reflected on the property tax rolls, which helped to offset a significant decrease in property values during the most recent economic downturn.

To illustrate this point, average median home prices in the County declined by 48% from their peak value in August 2007 ($562,346) to a low in January 2012 ($290,015), but the net revenue-producing value of the property tax roll (the “Net Local Roll”) decreased by only 0.5% and 1.9% in Fiscal Year 2009-10 and 2010-11, respectively. After the downturn and with the ongoing recovery in the real estate market, the County has experienced a steady pattern of accelerating growth in assessed valuation, with increases in the Net Local Roll of 1.4%, 2.2%, 4.7% and 5.47% in Fiscal Years 2011-12, 2012-13, 2013-14 and 2014-15, respectively.

For Fiscal Year 2015-16, the Assessor is reporting a Net Local Roll of $1.265 trillion, which represents an increase of 6.13% or $73.1 billion from Fiscal Year 2014-15. The Fiscal Year 2015-16 Net Local Roll represents the largest revenue-producing valuation in the history of the County, and the fifth consecutive year of accelerated growth in assessed valuation. The largest factors contributing to the increase in assessed valuation in Fiscal Year 2015-16 are transfers in ownership ($38.5 billion), decline-in-value restorations ($9.3 billion), and an increase in the consumer price index ($20.7 billion). For the Fiscal Year 2015-16 tax roll, the Assessor estimates that approximately 11.9% of all single-family residential parcels, 12.4% of all residential income parcels and 15.3% of commercial-industrial parcels are 1975 base-year parcels, which indicates a significant amount of stored value that can be realized on future tax rolls when these parcels are sold and re-assessed at higher values

With the downturn in the real estate market that started in 2007, the County Assessor initiated Proposition 8 reviews of 791,000 parcels. As a result of the Assessor's proactive approach to Proposition 8 reviews, the valuations of 552,000 parcels sold during the height of the real estate market were adjusted downward to reflect current market values at the time of the review. The lower valuations would insulate the County from future reductions in the Net Local Roll if these properties were re-sold at lower market values. In response to the improvement in the real estate market, and beginning with the Fiscal Year 2008-09 Assessment Roll, the Assessor began to review the 552,000 parcels to evaluate whether a reduced assessed value was still warranted under Proposition 13. Based on this review, the Assessor has fully restored approximately 356,000 parcels to their Proposition 13 base year value, with 196,000 parcels still eligible for potential restorations in value.

FISCAL YEAR 2014-15 FINAL ADOPTED BUDGET

The Fiscal Year 2014-15 Final Adopted Budget (the 2014-15 Final Adopted Budget), which was approved on September 30, 2014, appropriated $27.141 billion, which reflected a $1.042 billion or 4.0% increase in total funding requirements from Fiscal Year 2013-14. The General County Budget (General Fund and Hospital Enterprise Fund) appropriated $20.948 billion, which represented a $938.6 million or 4.7% increase from Fiscal Year 2013-14. The 2014-15 Final Adopted Budget appropriated $6.193 billion for Special Funds/District, reflecting a $103.6 million or 1.7% decrease from Fiscal Year 2013-14.

The primary changes to the NCC component of the 2014-15 Final Adopted Budget are outlined in the following table.

Fiscal Year 2014-15 NCC Budget Changes

2013-14 One-Time Budget Solutions	$ (8,798,000)
Unavoidable Cost Increases	
Health Insurance Subsidy	(30,474,000)
Pension Costs	(79,172,000)
Employee Salary Increases	(82,156,000)
Deferred Compensation Cap Increase	(8,100,000)
Various Cost Increases	(8,628,000)
Program Changes	
Sheriff Jail Violence Recommendations	(38,142,000)
Sheriff Restore Curtailments	(18,000,000)
Mental Health Inpatient Beds - COLA	(6,321,000)
Psychiatric Emergency Services	(5,438,000)
Various Assistance Cost Increases	(4,877,000)
Sheriff Unincorporated Patrol	(12,031,000)
Mental Health Services in County Jails	(10,000,000)
Enhanced Unincorporated Area Services	(9,073,000)
All Other Program Changes	(43,473,000)
Revenue Changes	
Property Taxes	254,032,000
Property Taxes - Supplemental Appointment	(19,000,000)
Property Taxes - CRA Dissolution Residual	75,000,000
Realignment Sales Tax	35,471,000
Public Safety Sales Tax	31,681,000
Registrar-Recorder Revenue Shortfall	(13,181,000)
Various Revenue Changes	680,000
Total Projected Budget Gap	$ -

<u>**Unavoidable Cost Increases**</u>

The primary drivers of unavoidable cost increases were directly related to salaries and employee benefits. For the first time since August 2008 for safety employees, and January 2009 for all other employees, the County approved salary increases. Over the previous five-year period, employee labor groups actively partnered with the County by agreeing to zero salary increases, which played a critical role in enabling the County to emerge from the economic downturn in a stable financial condition. The Board of Supervisors approved 6% salary increases with nearly all of its collective bargaining units, which were reflected in the higher expenditures for employee salaries in the Fiscal Year 2013-14 and 2014-15 Final Adopted Budgets. In addition to employee salaries, the County also experienced cost increases for employee health insurance premiums.

The increase in the County's retirement contribution expenditures was primarily due to the actuarial investment losses sustained by LACERA in Fiscal Years 2008-09 and

2011-12, and the reductions in the assumed investment rates of return. The impact of the actuarial investment losses sustained in Fiscal Year 2008-09 were fully recognized and accounted for by the end of Fiscal Year 2014-15.

Program Changes

On June 4, 2014, the Federal Department of Justice (DOJ) issued a report, which concluded that the County was out of compliance with the terms of a 2002 MOA regarding the provision of mental health services in County Jails. The DOJ asserted that the MOA has been ineffective in achieving compliance and that a court-enforceable settlement agreement should now be substituted for the 2002 MOA. The DOJ report identified 53 remedial measures to address deficient mental health services and suicide prevention issues. The DOJ expects the Sheriff's Department and the Department of Mental Health (DMH) to address the remedial measures through the court-enforceable agreement.

Based on preliminary estimates, the multi-year budget impact to achieve full compliance with some of the remedial measures is $48.0 million. The Fiscal Year 2014-15 Final Adopted Budget included $20.0 million to fund implementation of the remedial measures.

Revenue Increases

As a result of improving economic conditions, the County's primary revenue sources experienced continued growth in Fiscal Year 2014-15, including increases in a variety of locally generated revenue along with an increase in statewide sales tax revenue. As noted above, the Assessor reported a 5.47% increase in the total revenue-producing valuation in the Fiscal Year 2014-15 Assessment Roll. The increase in assessed valuation provided the basis for the $254.0 million projected increase in property tax revenue in the 2014-15 Final Adopted Budget. The increase in property tax revenue was partially offset by an estimated $19.0 million reduction in supplemental property taxes due to a change in the supplemental apportionment factor. In addition to the projected growth in property tax revenue, the County included an additional $75 million revenue increase from the property tax residual in Fiscal Year 2014-15 as a result of the redevelopment agency dissolution.

Based on recent trends, and a survey of local economic forecasts, the County assumed a 4.0% growth factor in its overall sales tax projection for the 2014-15 Final Adopted Budget. Based on the 4% growth rate, the County projected a $67.2 million increase in Proposition 172 Sales Tax and Realignment Sales Tax in Fiscal Year 2014-15.

The increase in property tax and sales tax revenue was partially offset by a $13.2 million reduction in recording fee revenue, as the Registrar-Recorder/County Clerk experienced a significant drop in a variety of recording filings and a $10.6 million reduction in the utility user tax.

FISCAL YEAR 2015-16 FINAL ADOPTED BUDGET

The Fiscal Year 2015-16 Final Adopted Budget was approved by the Board of Supervisors on September 29, 2015. The 2015-16 Final Adopted Budget appropriates $28.195 billion, which reflects a $1.054 billion or 3.9% increase in total funding requirements from the Fiscal Year 2014-15 Final Adopted Budget. The General County Budget (General Fund and Hospital Enterprise Fund) appropriates $21.729 billion, which represents a $781 million or 3.7% increase from the Fiscal Year 2014-15 Final Adopted Budget. The 2015-16 Final Adopted Budget appropriates $6.466 billion for Special Funds/District, reflecting a $273 million or 4.4% increase from the Fiscal Year 2014-15 Final Adopted Budget.

The primary changes to the NCC component of the 2015-16 Final Adopted Budget are outlined in the following table.

Fiscal Year 2015-16 NCC Budget Changes

Public Assistance Changes	$ (2,928,000)
Unavoidable Cost Increases	
Health Insurance Subsidy	29,667,000
Pension Costs	(42,399,000)
Employee Salaries	165,907,000
Prefund Retiree Healthcare Benefits	10,000,000
Various Cost Changes	(190,000)
Program Changes	
Rosas Settlement	64,470,000
Mental Health Services in County Jails	23,456,000
County Jails ADA Settlement	1,208,000
Sheriff DOJ AV Settlement	2,251,000
Sheriff Special Victims Bureau	2,203,000
Sheriff Citizens Commission on Jail Violence	4,227,000
Diversion - Inmate Treatment Program	10,000,000
Curtailment Restoration	7,434,000
All Other Program Changes	19,658,000
Fiscal Policies	
Appropriation for Contingency	15,919,000
Deferred Maintenance	5,000,000
Total Net County Cost Increases	**315,883,000**
Revenue Changes	
Property Taxes	273,892,000
Property Taxes - CRA Dissolution Residual	25,000,000
Public Safety Sales Tax	17,742,000
Various Revenue Changes	(751,000)
Total Locally Generated Revenues	**315,883,000**
Total Projected Budget Gap	$ -

Public Assistance Changes

With the decline in the unemployment rate in the County and the improving local economy, the number of residents seeking General Relief aid has declined, which has helped reduce the overall cost of providing public assistance by $14.8 million. The decrease will be partially offset by an $11.9 million increase in wages for In-Home Supportive Services workers.

Unavoidable Cost Increases

Salaries and Employee Benefits - Unavoidable cost increases are primarily the result of previously approved salaries and employee benefits increases as well as salary and employee benefits increases that were approved subsequent to the adoption of the 2015-16 Final Adopted Budget. The County has successfully completed contract negotiations with all but five (5) collective bargaining units. The labor agreements provide for a 10% increase over three (3) years along with various market-based inequity adjustments that were negotiated in support of recruitment and retention efforts and certain differentials or special pay practices that were adjusted or newly established.

Prefund Retiree Healthcare Benefits – This expenditure adds $10.0 million in NCC, which will be supplemented by a projected $14.0 million of subvention revenue received from Federal, State and other local government entities. The total projected contribution of $24 million is the first step in a multi-year plan approved by the Board of Supervisors on June 22, 2015 that is expected to incrementally increase the prefunding of retiree healthcare benefits on an annual basis.

Program Changes

County Jails Excessive Use of Force – This expenditure reflects $64.5 million in ongoing funding and $10.5 million in one-time funding, for a total of $75.0 million to be set aside in the Provisional Financing Uses (PFU) budget to address allegations of excessive use of force in the jails. In January 2012, the American Civil Liberties Union (ACLU) filed the Alex Rosas Federal court class action lawsuit alleging a pattern and practice of excessive use of force in the County jails. The settlement agreement presented to the Board of Supervisors on December 16, 2014, requires the Sheriff's Department to implement various reforms recommended by the court-appointed Rosas Monitors. On October 14, 2014, the Monitors submitted to the Court their final Implementation Plan containing their recommendations for reforms in the jails. The Implementation Plan delineates 21 areas of proposed reforms with a total of 106 recommendations, many of which expand upon those of the Citizens' Commission on Jail Violence and have already been implemented. The settlement agreement requires that the Sheriff's Department achieve specific compliance objectives related to the Implementation Plan by June 30, 2015, December 31, 2015 and December 31, 2016. The CEO will continue to work with the Sheriff's Department to determine the level of resources that are required in order to achieve full compliance with the Rosas settlement.

County Jails Mental Health Needs – This expenditure adds $23.5 million in ongoing funding to the PFU budget. This amount, along with $10.0 million in ongoing funding included in the 2014-15 Final Adopted Budget, brings the total ongoing funding amount to $33.5 million for mental health issues at County jails. The Sheriff and DMH are continuing to identify priorities and develop action plans to address the 53 remedial measures outlined in the June 4, 2014 DOJ report, some of which will require additional funding and staff to address certain recommendations.

Comprehensive Diversion Inmate Treatment Program – Supplements $20.0 million in one-time funding in the PFU budget unit with $10.0 million of ongoing funding for this program. The funding is being set aside in anticipation of the District Attorney's report on a Comprehensive Criminal Justice Mental Health Plan.

Fiscal Policies

County budget policies require the establishment of a Rainy Day Fund as a hedge against future economic uncertainties, with a target funding amount equivalent to 10% of locally generated revenues. The current balance of the Rainy Day Fund is $337.7 million. On June 30, 2015, the County received $109.4 million from the State for pre-2004 deferred State mandate payments owed to local governments. An additional interest payment of approximately $25.9 million related to the deferred mandates is expected in Fiscal Year 2015-16. In August 2015, the CEO recommended that the Board of Supervisors approve a supplemental deposit to the Rainy Day Fund in the amount of $50 million, which was funded with the pre-2004 deferred mandate payment received from the State.

On September 30, 2014, the County updated its budget policies to require that between 5% to 10% of new ongoing discretionary revenues be set aside during the budget process in the Appropriation for Contingency as a hedge against unforeseen budget issues that may occur during any fiscal year. As part of the 2015-16 Adopted Budget, $15.9 million was set aside in the Appropriation for Contingency, which reflects 5% of discretionary revenues. In addition, the revised budget policies required that $5.0 million be allocated for deferred maintenance needs as part of the annual Recommended Budget.

Revenue Changes

As a result of improving economic conditions, the County's primary revenue sources are expected to show continued growth in Fiscal Year 2015-16. The County is also forecasting a $25.0 million increase in property tax residual from the dissolution of redevelopment agencies.

The County is forecasting increases in a variety of locally generated revenues along with increases in statewide sales tax revenues. The County Assessor is reporting a 6.13% increase in the Net Local Roll for Fiscal Year 2015-16, which provides the basis for the $273.9 million of additional property tax revenue included in the 2015-16 Final Adopted Budget.

Based on current trends and a survey of local economic forecasts, the County has assumed a 5% growth factor in its overall sales tax projection for the 2015-16 Adopted Budget. Based on the 5% growth rate, the County is projecting a $27.9 million increase in Proposition 172 Sales Tax in Fiscal Year 2015-16.

HEALTH SERVICES BUDGET

The Department of Health Services ("DHS") provides vital inpatient acute care through four hospitals: LAC+USC Medical Center, Harbor-UCLA Medical Center, Olive View-UCLA Medical Center and Rancho Los Amigos National Rehabilitation Center. Two of the hospitals, LAC+USC Medical Center and Harbor-UCLA Medical Center, operate trauma centers and emergency rooms; Olive View-UCLA Medical Center provides emergency room services; and Rancho Los Amigos National Rehabilitation Center operates as an acute rehabilitation facility. Outpatient services are provided at all four hospitals as well as multiple other facilities, including one outpatient center, one regional health center, six comprehensive health centers, eleven community health centers, and over 100 contracted Community Partner clinics located throughout the County. DHS also manages the emergency medical services system for the entire County. In collaboration with the University of Southern California and the University of California at Los Angeles, the County provides training for approximately 1,000 physician residents on an annual basis.

As a safety net provider, the County is the medical provider of last resort for millions of indigent County residents. Historically, the cost of providing health services exceeded the combined total of DHS revenues and the annual subsidies from the

County General Fund, which resulted in an ongoing structural deficit for DHS. By developing new revenue sources, implementing efficiencies and hiring freezes, and using one-time reserve funds, DHS has been able to cover its prior years' structural deficits.

The improvement in the DHS fiscal outlook from prior years is primarily due to the five-year Section 1115 Hospital Financing Waiver (the "Waiver"), which became effective in November 2010, and the implementation of the Affordable Care Act (the "ACA"), effective January 1, 2014. As a result of the ACA implementation, DHS has experienced a significant reduction in the number of uninsured patients, providing an overall fiscal benefit. Since the ACA has resulted in an expanded revenue base for DHS, the budgetary pressures on DHS have been significantly reduced. Furthermore, as explained below, Assembly Bill (AB) 85 establishes a sum certain for the maintenance of effort ("MOE") requirement for the County's contribution to DHS, as well as providing additional revenue sources.

Section 1115 Hospital Financing Waiver

The Centers for Medicare and Medicaid Services ("CMS") approved the Waiver (the "Waiver") for public hospitals in California, effective November 1, 2010, which provided partial funding for uncompensated care and a new funding source for system improvements at public hospitals through the Delivery System Reform Incentive Pool. In addition, the Waiver permited the federal government to waive certain Medicaid (referred to as Medi-Cal in California) statutory requirements and allows California to receive Federal matching funds for Medi-Cal services that would otherwise not be eligible for Federal funding, thus further enhancing DHS revenues.

Renewal of Section 1115 Hospital Financing Waiver

The current Waiver, which was set to expire on October 31, 2015, was renewed for an additional two-month period through December 31, 2015, pending the outcome of ongoing negotiations between the State and CMS for a renewal of the Waiver. On December 30, 2015, CMS approved the State's Waiver renewal for a five-year period commencing January 1, 2016 through December 31, 2020. The new Waiver includes $6.2 billion of initial Federal funding to support programs for Medi-Cal beneficiaries and uninsured patients in California. Although the County is currently in the process of evaluating the specific budgetary impact of the new Waiver, it is not expected to have a material adverse effect on the financial condition of DHS and the County.

Affordable Care Act

The ACA provided the framework for the Waiver by allowing an early implementation of some of the law's coverage expansion provisions. The ACA's Medicaid Coverage Expansion ("MCE") program provides Medi-Cal coverage for citizens or legal residents, and uninsured adults (ages 19-64) with incomes at or below 138% of the Federal poverty level. The Waiver included the Low Income Health Program ("LIHP") that implemented the MCE program prior to January 2014. The LIHP was known as Healthy Way LA ("HWLA") in Los Angeles County and provided for early enrollment for many uninsured DHS patients. As the Affordable Care Act became effective on January 1, 2014, HWLA enrollees were automatically transitioned to coverage under the MCE program. HWLA and the MCE have significantly improved DHS' payer mix and provided additional revenues as previously uninsured patients have transitioned to Medi-Cal coverage.

Assembly Bill 85

Based on the implementation of the ACA and the expected reduction in the number of uninsured patients, the State proposed a restructuring of its relationship to the counties in terms of the State's funding of health care and human services programs that have been in place since the 1991-92 Realignment Program. Negotiations between the State and the counties regarding the State's proposed reductions ultimately resulted in the enactment of AB 85 (amended by SB 98). This legislation details the methodology that will be used to determine the amount of realignment revenue that will be "redirected" from the County's Realignment Revenue Health Subaccount to the County's Family Support Subaccount, which benefits social services programs. The County was able to negotiate its own agreement with the State and a formula that is different than that of the other counties in the State.

The County's unique formula takes into account the entire DHS budget and includes cost caps, revenue requirements, specific sharing ratios, and a County MOE. A mathematical formula will be used to determine whether there are "excess" funds available for "redirection" of 1991-92 Realignment Program revenue back to the State. The amount of revenue redirection will be reconciled to the formula two years after the close of each respective fiscal year. If there are "excess" funds resulting from the formula calculation, the sharing ratio for the excess amount of health care realignment revenue in Fiscal Year 2013-14 is 70% State and 30% County. For Fiscal Year 2014-15 and forward, the sharing ratio will be 80% State and 20% County.

As a result of AB 85, the State redirected $87.5 million of 1991-92 Realignment Program revenue from the County for Fiscal Year 2013-14, $238.3 million for Fiscal Year 2014-15, and $101.3 million for Fiscal Year 2015-16. DHS believes that the State has overestimated the amount of excess funds available for redirection, which will be subject to future adjustments upon final reconciliation two-years after the close of the fiscal year.

In addition, AB 85 established an MOE funding requirement for the County's General Fund contribution in the amount of $323.0 million, which the County is currently meeting. The MOE funding requirement is based on Fiscal Year 2012-13 funding levels and will increase by one percent each subsequent fiscal year. The MOE is expected to provide a stable and ongoing source of funding for DHS from the County General Fund.

DHS Reserve Funds

In Fiscal Year 2014-15, DHS closed the year with a budgetary surplus of $161.2 million. The State will audit Fiscal Year 2013-14 AB 85 redirected amounts by June 30, 2016, and any excess funds that are owed to DHS will be recorded upon completion of the audit. The surplus funds are maintained in a reserve account and are available to fund DHS operations in the future, as needed.

General Fund Contributions

The NCC contribution to DHS peaked in Fiscal Year 2007-08 at 18.2% of the total DHS budget, and has declined steadily thereafter. The decrease in the NCC contribution is a direct result of enhanced revenue streams, improved patient demographics, and more efficient hospital operations. In Fiscal Year 2015-16, the County General Fund is expected to contribute $635.5 million of NCC, which includes $265.5 million in VLF revenue, to DHS in support of its health care operations. In relation to the overall DHS budget, the projected County contribution in Fiscal Year 2015-16 represents 15.5% of total DHS net appropriations.

General Fund Advances and Cash Flow

The County maintains separate Enterprise Funds to account for hospital and ambulatory care services in various regions of the County, commonly referred to as the Hospital Funds. The County's General Fund provides cash advances to each of the Hospital Funds to provide for the net cash flow requirements of the hospitals. On a daily basis, the County reviews the cash inflows and outflows of the Hospital Funds and adjusts the amount of advances in a manner designed to provide the Hospital Funds with a minimal daily cash position of approximately $10.0 million.

The Federal and State governments are the primary sources of revenue for the Hospital Funds. The Hospital Funds typically receive cash reimbursement several months after the County has delivered and paid for services. As of December 31, 2015, the balance of General Fund cash advances to the Hospital Funds was approximately $543.5 million.

In addition to the funding sources described above, the County's General Fund has also advanced cash to the Hospital Funds for certain long-term receivables that are owed by the State to the hospitals. The receivables are associated with the Cost Based Reimbursement Clinics ("CBRC") program. Although the CBRC receivables are reliable assets, the collection process is contingent upon annual audits by the State. The last audit completed by the State was for Fiscal Year 2010-11. As of June 30, 2015, the overall receivable balance was $155.1 million. The County has recognized an equivalent reserve against the fund balance associated with the CBRC receivable, since it is not currently available to fund the County's budgetary requirements. The CBRC receivable balance for Fiscal Year 2015-16 will be determined during the fiscal year-end closing process.

Martin Luther King Jr. Hospital

The County-operated Martin Luther King, Jr. Hospital (the "MLK Hospital") was closed in 2007 and converted to a Multi-Service Ambulatory Care Center. Since the closing of the previous MLK Hospital, the County and the University of California (the "UC") established an independent, non-profit 501(c)(3) entity to operate a new hospital at the previous MLK Hospital site. A seven-member MLK Hospital Board of Directors was appointed by the County and the UC in August 2010 to oversee MLK-LA Healthcare, the new 501(c)(3) private, non-profit MLK Hospital. The new 131-bed MLK Hospital will serve as a safety-net community hospital providing services to a high volume of Medi-Cal and uninsured patients from the surrounding community. The MLK-LA Hospital completed licensing activities and began treating patients in July 2015.

To assist with the opening of the MLK Hospital, the County has provided MLK-LA with $50.0 million of coordination start-up funds, $39.1 million of grant funding, and $82 million of long-term loan funding, which includes a 30-year loan in the amount of $50 million, a 10-year revolving line of credit in the amount of $20 million, and a 2-year loan in the amount of $12 million. On January 5, 2016, the Board of Supervisors approved an additional short-term revolving loan in the amount of $40 million to assist MLK-LA with post-hospital opening expenses. The short-term revolving loan is due and payable to the County by June 30, 2016. In addition, the Department of Health Services has committed to make ongoing annual payments of $18 million for indigent care support, and $50.0 million of intergovernmental transfers for the benefit of the new MLK Hospital.

For use of the County-owned hospital facility, MLK-LA Healthcare will make annual lease payments to the County in the amount of $18.0 million. The County has initially financed the construction of the MLK Hospital with $284.3 million of short-term lease-revenue notes, which are currently outstanding. The County intends to refinance the MLK Hospital and redeem the short-term notes with proceeds from the issuance of long-term lease-revenue bonds in March 2016.

Tobacco Settlement Revenue

In November 1998, the attorneys general of 46 states (including the State of California) and other territories reached agreement with the then four largest United States tobacco manufacturers to settle more than forty pending lawsuits brought by these public entities. The Master Settlement Agreement (the "MSA") requires the tobacco companies to make payments to the states in perpetuity, with the payments totaling an estimated $206 billion through 2025. California will receive 12.76%, or approximately $25.0 billion of the total settlement. In accordance with the terms of the MSA, the annual TSRs are subject to numerous adjustments, offsets and recalculation. While the County's share of the State settlement was initially expected to average approximately $100 million per year, the actual amount of Tobacco Settlement Revenues ("TSRs") received by the County has fluctuated significantly from year to year. Factors that impact the annual payments to the State include actions of the Federal government, overall declines in smoking participation rates, reduction in cigarette sales and declining market share among the participating manufacturers in the MSA, lawsuits, tobacco company bankruptcies, and various adjustments under the terms of the MSA.

In February 2006, the County issued $319.8 million in tax-exempt Tobacco Settlement Asset-Backed Bonds (the "Tobacco Bonds"). The Tobacco Bonds are secured and payable from 25.9% of the County's TSRs beginning in 2011, which represented the initial year for the payment of debt service on the Tobacco Bonds. The proceeds from the sale of the Tobacco Bonds were used to finance a portion of the construction costs related to the LAC+USC Medical Center, as well as to partially insure against the risk of a significant reduction of the County's ongoing TSRs as a result of the various factors described above. The use of this fixed percentage of TSRs as security for the repayment of the Tobacco Bonds is not expected to materially impact the DHS programs that rely on such revenues for funding.

To date there have been multiple legal challenges to the MSA under a variety of claims, including claims on anti-trust and Commerce Clause grounds. None of these lawsuits has been successful or resulted in the termination of the original agreement. However, previous actions by certain participating manufacturers have reduced the settlement funding received by

`

the State and may adversely impact future payments. Specifically, a portion of the settlement payments were withheld or made under protest. In March 2013, an arbitrated settlement among certain MSA participants (including California), which included a new method for calculating future payment adjustments, resolved the status of the disputed payments from 2003 to 2012. However, given the terms of the MSA, the fiscal impact to the County of future protests and payment adjustments to the MSA cannot be predicted at this time.

Neither the MSA nor the Memorandum of Understanding restricts the use of the County's settlement funds to any specific purpose. Proceeds received by the County from the settlement have been deposited in the County's General Fund and unused amounts have been set aside as obligated fund balance Committed for Health Services-Tobacco Settlement. In Fiscal Year 2014-15, the County received $63.4 million in TSRs from the participating manufacturers. The distribution of TSRs to the County are net of the 25.9% of TSRs pledged for the repayment of the Tobacco Bonds, which have been deposited with a trustee for the payment of debt service on the Tobacco Bonds. As of June 30, 2015, the County has received approximately $1.600 billion in TSRs and accrued interest, with approximately $1.554 billion of the collected proceeds disbursed, and $46.2 million remaining in reserves and available for future appropriations. While DHS has identified programmatic uses for projected ongoing TSRs, it continues to develop plans to use the funds currently in reserve, primarily for one-time uses that will help improve the operational efficiency of the health system.

BUDGET TABLES

The 2015-16 Final Adopted Budget is supported by $4.766 billion in property taxes, $4.236 billion in Federal funding, $5.543 billion in State funding, $283 million in cancelled obligated fund balance, $1.750 billion in Fund Balance and $5.151 billion from other funding sources.

The tables on the following pages provide historical detail on General County budget appropriations, along with a summary and comparison of the 2015-16 Final Adopted Budget with the 2014-15 Final Adopted Budget.

County of Los Angeles: General County Budget
Historical Appropriations by Fund
(in thousands)

Fund	Final 2011-12	Final 2012-13	Final 2013-14	Final 2014-15	Final 2015-16
General Fund	$ 16,229,826	$ 16,750,817	$ 17,206,258	$ 17,782,636	$ 18,532,749
Hospital Enterprise Fund	2,268,712	2,592,117	2,803,170	3,165,359	3,195,948
Total General County Budget	$ 18,498,538	$ 19,342,934	$ 20,009,428	$ 20,947,995	$ 21,728,697

County of Los Angeles: General County Budget
Historical Funding Requirements and Revenue Sources

	Final 2011-12	Final 2012-13	Final 2013-14	Final 2014-15	Final 2015-16
Requirements					
Social Services	$ 5,539,798	$ 5,572,820	$ 5,846,911	$ 6,206,407	$ 6,446,374
Health	5,600,822	5,952,459	6,208,232	6,373,399	6,590,413
Justice	4,697,762	4,985,441	5,146,062	5,442,540	5,674,407
Other	2,660,156	2,832,214	2,808,223	2,925,649	3,017,503
Total	**$ 18,498,538**	**$ 19,342,934**	**$ 20,009,428**	**$ 20,947,995**	**$ 21,728,697**
Revenue Sources					
Property Taxes	$ 3,750,746	$ 3,814,906	$ 4,177,683	$ 4,467,240	$ 4,765,596
State Assistance	4,670,351	5,168,427	5,024,219	5,366,757	5,542,998
Federal Assistance	4,712,400	5,008,928	4,342,123	4,184,128	4,236,481
Other	5,365,041	5,350,673	6,465,403	6,929,870	7,183,622
Total	**$ 18,498,538**	**$ 19,342,934**	**$ 20,009,428**	**$ 20,947,995**	**$ 21,728,697**

County of Los Angeles: General County Budget
Historical Summary of Funding Requirements by Budgetary Object and Available Financing
(in thousands)

	Final 2011-12	Final 2012-13	Final 2013-14	Final 2014-15	Final 2015-16
Financing Requirements					
Salaries & Employee Benefits	$ 8,895,017	$ 9,322,969	$ 9,671,291	$ 10,353,404	$ 10,988,705
Services & Supplies	6,706,121	6,869,576	7,138,148	7,362,617	7,696,979
Other Charges	3,621,050	3,734,605	3,901,664	4,082,120	3,878,926
Capital Assets	890,217	1,025,119	982,969	946,383	864,488
Other Financing Uses	640,310	615,357	619,569	263,903	595,100
Appropriations for Contingencies	-	-	-	5,000	15,919
Interbudget Transfers[1]	(1,419,532)	(1,476,794)	(1,417,786)	(1,054,758)	(1,411,193)
Gross Appropriation	$ 19,333,183	$ 20,090,832	$ 20,895,855	$ 21,958,669	$ 22,628,924
Less: Intrafund Transfers	975,236	942,276	944,775	990,638	1,008,980
Net Appropriation	$ 18,357,947	$ 19,148,556	$ 19,951,080	$ 20,968,031	$ 21,619,944
Provision for Obligated Fund Balance					
General Reserve	$ -	$ -	$ -	$ -	$ -
Assigned for Rainy Day Funds	-	10,000	35,033	24,274	31,414
Committed Fund Balance	140,591	184,378	23,315	(44,310)	77,339
Total Financing Requirements	**$ 18,498,538**	**$ 19,342,934**	**$ 20,009,428**	**$ 20,947,995**	**$ 21,728,697**
Available Financing					
Fund Balance	$ 1,601,571	$ 1,565,502	$ 1,497,581	$ 1,566,263	$ 1,750,126
Cancel Provision for Obligated Fund Balance	271,027	208,484	239,852	143,419	282,930
Property Taxes: Regular Roll	3,709,801	3,778,085	4,123,069	4,414,842	5,705,966
Supplemental Roll	40,945	36,821	54,614	52,398	59,630
Revenue	12,875,194	13,754,042	14,094,312	14,771,073	13,930,045
Total Available Financing	**$ 18,498,538**	**$ 19,342,934**	**$ 20,009,428**	**$ 20,947,995**	**$ 21,728,697**

[1] This amount includes certain non-program expenditures and revenues that are included in the budget for accounting purposes. Failure to exclude such amounts, totaling $1.4 billion in 2015-16, from the above table would give the impression that there are more resources than are actually

Source: Chief Executive Office

COUNTY OF LOS ANGELES
GENERAL COUNTY BUDGET
COMPARISON OF 2014-15 TO 2015-16 FINAL ADOPTED BUDGET
Net Appropriation: By Function
(In thousands)

Function	2014-15 Adopted (1)	2015-16 Adopted (2)	Difference	Percentage Difference
REQUIREMENTS				
General				
General Government	$ 957,997.0	$ 1,127,634.0	$ 169,637.0	17.71%
General Services	831,769.0	839,057.0	7,288.0	0.88%
Public Buildings	985,554.0	776,418.0	(209,136.0)	-21.22%
Total General	$ 2,775,320.0	$ 2,743,109.0	$ (32,211.0)	-1.16%
Public Protection				
Justice	$ 5,088,427.0	$ 5,334,342.0	$ 245,915.0	4.83%
Other Public Protection	224,896.0	192,298.0	(32,598.0)	-14.49%
Total Public Protection	$ 5,313,323.0	$ 5,526,640.0	$ 213,317.0	4.01%
Health and Sanitation	6,369,735.0	6,586,249.0	216,514.0	3.40%
Public Assistance	6,102,852.0	6,330,105.0	227,253.0	3.72%
Recreation and Cultural Services	334,441.0	344,762.0	10,321.0	3.09%
Insurance and Loss Reserve	67,360.0	73,160.0	5,800.0	8.61%
Provision for Obligated Fund Balance	(20,036.0)	108,753.0	128,789.0	-642.79%
Appropriations for Contingencies	5,000.0	15,919.0	10,919.0	218.38%
Total Requirements	**$ 20,947,995.0**	**$ 21,728,697.0**	**$ 780,702.0**	**3.73%**
AVAILABLE FUNDS				
Property Taxes	$ 4,467,240.0	$ 4,765,596.0	$ 298,356.0	6.68%
Fund Balance	1,566,263.0	1,750,126.0	183,863.0	11.74%
Cancelled Prior-Year Reserves	143,419.0	282,930.0	139,511.0	97.28%
Intergovernmental Revenues				
State Revenues				
In-Lieu Taxes	$ 262,465.0	$ 335,042.0	$ 72,577.0	27.65%
Homeowners' Exemption	20,500.0	19,000.0	(1,500.0)	-7.32%
Public Assistance Subventions	989,506.0	807,966.0	(181,540.0)	-18.35%
Other Public Assistance	1,779,457.0	1,998,418.0	218,961.0	12.30%
Public Protection	1,186,553.0	1,206,729.0	20,176.0	1.70%
Health and Mental Health	958,162.0	1,040,118.0	81,956.0	8.55%
Capital Projects	137,193.0	102,617.0	(34,576.0)	-25.20%
Other State Revenues	32,921.0	33,108.0	187.0	0.57%
Total State Revenues	$ 5,366,757.0	$ 5,542,998.0	$ 176,241.0	3.28%
Federal Revenues				
Public Assistance Subventions	$ 2,430,816.0	$ 2,637,251.0	$ 206,435.0	8.49%
Other Public Assistance	227,827.0	196,319.0	(31,508.0)	-13.83%
Public Protection	219,627.0	120,524.0	(99,103.0)	-45.12%
Health and Mental Health	1,259,156.0	1,241,398.0	(17,758.0)	-1.41%
Capital Projects	1,336.0	917.0	(419.0)	-31.36%
Other Federal Revenues	45,366.0	40,072.0	(5,294.0)	-11.67%
Total Federal Revenues	$ 4,184,128.0	$ 4,236,481.0	$ 52,353.0	1.25%
Other Governmental Agencies	25,860.0	39,252.0	13,392.0	51.79%
Total Intergovenmental Revenues	$ 9,576,745.0	$ 9,818,731.0	$ 241,986.0	
Fines, Forfeitures and Penalties	214,981.0	218,396.0	3,415.0	1.59%
Licenses, Permits and Franchises	48,431.0	53,760.0	5,329.0	11.00%
Charges for Services	3,981,588.0	3,540,706.0	(440,882.0)	-11.07%
Other Taxes	194,726.0	209,479.0	14,753.0	7.58%
Use of Money and Property	126,401.0	159,529.0	33,128.0	26.21%
Miscellaneous Revenues	439,612.0	636,618.0	197,006.0	44.81%
Operating Contribution from General Fund	188,589.0	292,826.0	104,237.0	55.27%
Total Available Funds	**$ 20,947,995.0**	**$ 21,728,697.0**	**$ 780,702.0**	**3.73%**

(1) Reflects the 2014-15 Final Adopted General County Budget approved by the Board of Supervisors on September 30, 2014
(2) Reflects the 2015-16 Final Adopted General County Budget approved by the Board of Supervisors on September 29, 2015

COUNTY OF LOS ANGELES
FINAL ADOPTED BUDGET 2014-15 GENERAL COUNTY BUDGET (1)
Net Appropriation: By Fund and Function
(In thousands)

Function	General Fund	Hospital Enterprise Fund	Total General County
REQUIREMENTS			
General			
General Government	$ 957,997.0	$ -	$ 957,997.0
General Services	831,769.0	-	831,769.0
Public Buildings	985,554.0	-	985,554.0
Total General	$ 2,775,320.0	$ -	$ 2,775,320.0
Public Protection			
Justice	$ 5,088,427.0	$ -	$ 5,088,427.0
Other Public Protection	224,896.0	-	224,896.0
Total Public Protection	$ 5,313,323.0	$ -	$ 5,313,323.0
Health and Sanitation	$ 3,204,376.0	$ 3,165,359.0	$ 6,369,735.0
Public Assistance	6,102,852.0	-	6,102,852.0
Recreation and Cultural Services	334,441.0	-	334,441.0
Insurance and Loss Reserve	67,360.0	-	67,360.0
Provision for Obligated Fund Balance	(20,036.0)	-	(20,036.0)
Appropriation for Contingency	5,000.0	-	5,000.0
Total Requirements	**$ 17,782,636.0**	**$ 3,165,359.0**	**$ 20,947,995.0**
AVAILABLE FUNDS			
Property Taxes	$ 4,467,240.0	$ -	$ 4,467,240.0
Fund Balance	1,566,263.0	-	1,566,263.0
Cancel Provision for Obligated Fund Balance	143,419.0	-	143,419.0
Intergovernmental Revenues			
State Revenues			
In-Lieu Taxes	$ 262,465.0	$ -	$ 262,465.0
Homeowners' Exemption	20,500.0	-	20,500.0
Public Assistance Subventions	989,506.0	-	989,506.0
Other Public Assistance	1,779,457.0	-	1,779,457.0
Public Protection	1,186,553.0	-	1,186,553.0
Health and Mental Health	910,224.0	47,938.0	958,162.0
Capital Projects	137,193.0	-	137,193.0
Other State Revenues	32,921.0	-	32,921.0
Total State Revenues	5,318,819.0	47,938.0	5,366,757.0
Federal Revenues			
Public Assistance Subventions	$ 2,405,381.0	$ 25,435.0	$ 2,430,816.0
Other Public Assistance	227,827.0	-	227,827.0
Public Protection	219,627.0	-	219,627.0
Health and Mental Health	921,403.0	337,753.0	1,259,156.0
Capital Projects	1,336.0	-	1,336.0
Other Federal Revenues	45,366.0	-	45,366.0
Total Federal Revenues	$ 3,820,940.0	$ 363,188.0	$ 4,184,128.0
Other Governmental Agencies	25,860.0	-	25,860.0
Total Intergovenmental Revenues	$ 9,165,619.0	$ 411,126.0	$ 9,576,745.0
Fines, Forfeitures and Penalties	214,948.0	33.0	214,981.0
Licenses, Permits and Franchises	48,305.0	126.0	48,431.0
Charges for Services	1,646,255.0	2,335,333.0	3,981,588.0
Other Taxes	194,726.0	-	194,726.0
Use of Money and Property	126,316.0	85.0	126,401.0
Miscellaneous Revenues	209,545.0	230,067.0	439,612.0
Operating Contribution from General Fund	-	188,589.0	188,589.0
Total Available Funds	**$ 17,782,636.0**	**$ 3,165,359.0**	**$ 20,947,995.0**

(1) Reflects the 2014-15 Final Adopted General County Budget approved by the Board of Supervisors on September 30, 2014

COUNTY OF LOS ANGELES
FINAL ADOPTED BUDGET 2015-16 GENERAL COUNTY BUDGET (1)
Net Appropriation: By Fund and Function
(In thousands)

Function		General Fund		Hospital Enterprise Fund		Total General County
REQUIREMENTS						
General						
General Government	$	1,127,634.0	$	-	$	1,127,634.0
General Services		839,057.0		-		839,057.0
Public Buildings		776,418.0		-		776,418.0
Total General	$	2,743,109.0	$	-	$	2,743,109.0
Public Protection						
Justice	$	5,334,342.0	$	-	$	5,334,342.0
Other Public Protection		192,298.0		-		192,298.0
Total Public Protection	$	5,526,640.0	$	-	$	5,526,640.0
Health and Sanitation	$	3,390,301.0	$	3,195,948.0	$	6,586,249.0
Public Assistance		6,330,105.0		-		6,330,105.0
Recreation and Cultural Services		344,762.0		-		344,762.0
Insurance and Loss Reserve		73,160.0		-		73,160.0
Provision for Obligated Fund Balance		108,753.0		-		108,753.0
Appropriation for Contingency		15,919.0		-		15,919.0
Total Requirements	**$**	**18,532,749.0**	**$**	**3,195,948.0**	**$**	**21,728,697.0**
AVAILABLE FUNDS						
Property Taxes	$	4,765,596.0	$	-	$	4,765,596.0
Fund Balance		1,750,126.0		-		1,750,126.0
Cancel Provision for Obligated Fund Balance		60,001.0		222,929.0		282,930.0
Intergovernmental Revenues						
State Revenues						
In-Lieu Taxes	$	335,042.0	$	-	$	335,042.0
Homeowners' Exemption		19,000.0		-		19,000.0
Public Assistance Subventions		807,966.0		-		807,966.0
Other Public Assistance		1,998,418.0		-		1,998,418.0
Public Protection		1,206,729.0		-		1,206,729.0
Health and Mental Health		996,540.0		43,578.0		1,040,118.0
Capital Projects		102,617.0		-		102,617.0
Other State Revenues		33,108.0		-		33,108.0
Total State Revenues		5,499,420.0		43,578.0		5,542,998.0
Federal Revenues						
Public Assistance Subventions	$	2,612,878.0	$	24,373.0	$	2,637,251.0
Other Public Assistance		196,319.0		-		196,319.0
Public Protection		120,524.0		-		120,524.0
Health and Mental Health		928,659.0		312,739.0		1,241,398.0
Capital Projects		917.0		-		917.0
Other Federal Revenues		40,072.0		-		40,072.0
Total Federal Revenues	$	3,899,369.0	$	337,112.0	$	4,236,481.0
		3,899,369.0		-		
Other Governmental Agencies		39,252.0		-		39,252.0
Total Intergovenmental Revenues	$	9,438,041.0	$	380,690.0	$	9,818,731.0
Fines, Forfeitures and Penalties		218,121.0		275.0		218,396.0
Licenses, Permits and Franchises		53,634.0		126.0		53,760.0
Charges for Services		1,695,388.0		1,845,318.0		3,540,706.0
Other Taxes		209,479.0		-		209,479.0
Use of Money and Property		159,452.0		77.0		159,529.0
Miscellaneous Revenues		182,911.0		453,707.0		636,618.0
Operating Contribution from General Fund		-		292,826.0		292,826.0
Total Available Funds	**$**	**18,532,749.0**	**$**	**3,195,948.0**	**$**	**21,728,697.0**

(1) Reflects the 2015-16 Final Adopted General County Budget approved by the Board of Supervisors on September 29, 2015

PROPERTY TAX RATE, VALUATION AND LEVY

Taxes are levied each fiscal year on taxable real and personal property located in the County as of the preceding January 1st. Upon a change in ownership of property or completion of new construction, State law permits an accelerated recognition and taxation of increases in real property assessed valuation (known as a “floating lien date”). For assessment and collection purposes, property is classified either as “secured” or “unsecured”, and is listed accordingly on separate parts of the assessment roll. The “secured roll” is that part of the assessment roll containing State assessed property and property secured by a lien on real property which is sufficient, in the opinion of the Assessor, to secure payment of the taxes. Other property is assessed on the “unsecured roll.”

The County levies a 1% property tax on behalf of all taxing agencies in the County. The taxes collected are allocated on the basis of a formula established by State law. Under this formula, the County and all other taxing entities receive a base year allocation plus an allocation on the basis of “situs” growth in assessed value (new construction, change of ownership, and inflation) prorated among the jurisdictions which serve the tax areas where the growth occurs. Tax rate areas are specifically defined geographic areas which were developed to permit the levying of taxes for less than county-wide or less than city-wide special districts.

PAYMENT DATES AND LIENS

Property taxes on the secured roll are due in two installments, on November 1 and February 1. If unpaid, such taxes become delinquent after December 10 and April 10, respectively, with a ten percent penalty assessed to any delinquent payments. Any property on the secured roll with delinquent taxes as of July 1 is declared tax-defaulted. Such property taxes may thereafter be redeemed by payment of the delinquent taxes and the delinquency penalty, plus costs and a redemption penalty of one and one-half percent per month to the time of redemption. If taxes are unpaid for a period of five years or more, the tax-defaulted property is subject to sale by the County Treasurer and Tax Collector.

Property taxes on the unsecured roll are due as of the January 1st lien date and become delinquent, if unpaid, by August 31st. A ten percent penalty attaches to delinquent property taxes on the unsecured roll, and an additional penalty of one and one-half percent per month begins to accrue on November 1st. The taxing authority has four ways of collecting unsecured personal property taxes: (1) a civil action against the taxpayer; (2) filing a certificate in the office of the County Clerk specifying certain facts in order to obtain a lien on certain property of the taxpayer; (3) filing a certificate of delinquency in the County Recorder’s office in order to obtain a lien on certain property of the taxpayer; and (4) seizure and sale of personal property, improvements or possessory interests belonging or assessed to the taxpayer.

LARGEST TAXPAYERS

The twenty largest taxpayers in the County included on the Fiscal Year 2015-16 secured tax roll, and the approximate amounts of their aggregate levies for all taxing jurisdictions within the County are shown below. Property owned by the twenty largest taxpayers had a full cash value of $41,002,110,582 which constitutes only 3.57% of the total full cash value for the entire County.

Taxpayer	Total Tax Levy 2015-16
Southern California Edison Co.	$83,825,944
Douglas Emmett Residentail	44,943,811
EQR / ERP Limited	43,985,397
Tesoro Refining and Marketing Co.	31,938,226
Universal Studios LLC	25,980,101
AT&T / Pacific Bell Telephone Co.	22,753,547
Southern California Gas Company	22,685,241
Chevron USA Inc./ Texaco / Unocal	21,639,653
Maguire Properties	20,628,369
Trizec Wilshire Center LLC	20,015,082
Verizon / MCI Communications Ser. Inc.	18,941,906
Exxon / Mobil Oil Corporation	18,283,355
Prologis / AMB	18,032,598
Conoco Phillps Inc.	16,870,853
Essex Protfolio LP	15,152,238
LA Live Properties LLC	14,176,309
Macerich / Westside Pavillion	14,145,931
Participants in Long Beach Unit	13,705,392
Boeing / Hughes Aircraft / McDonnell Dogulas Corp.	11,151,238
Kaiser Foundation	11,107,275
	$489,962,466

Total may not add due to rounding.
Source: Los Angeles County Treasurer and Tax Collector

PROPERTY TAXATION AND COLLECTIONS

The table on the following page compares the full cash values, property tax levies and collections from Fiscal Years 2011-12 through 2015-16.

COUNTY OF LOS ANGELES
COMPARISON OF FULL CASH VALUE
PROPERTY TAXATION AND COLLECTIONS
FISCAL YEARS 2010-11 THROUGH 2014-15

Fiscal Year	Full Cash Value [1]	General Fund Secured Property Tax Levies	General Fund Secured Property Tax Collections [2]	Current Collection As a Percent of Levies %
2010-11	$997,502,481,662	$2,423,866,268	$2,369,935,057	97.77%
2011-12	1,013,260,968,402	2,471,700,694	2,423,125,703	98.03%
2012-13	1,035,518,346,306	2,534,711,363	2,495,317,019	98.45%
2013-14	1,085,743,685,894	2,662,214,197	2,623,480,895	98.55%
2014-15	1,146,946,428,176	2,813,474,389	2,773,124,193	98.57%

(1) Full cash values reflect the equalized assessment roll as reported in August of each year; mid-year adjustments are reflected in the following year's values. Incremental full cash values of properties within project areas designated by community redevelopment agencies are excluded. See "Redevelopment Agencies".

(2) Reflects collection within the fiscal year originally levied.

REDEVELOPMENT AGENCIES

Pursuant to ABX1 26 (the "Redevelopment Dissolution Act"), all redevelopment agencies were dissolved effective February 1, 2012. ABX1 26 bars redevelopment agencies from engaging in new business, provides for their eventual wind down and dissolution, and requires that successor agencies be created to take over from the former agencies. Any tax increment remaining after the payment of enforceable legal obligations, pass-through payments and limited administrative costs will be distributed as property tax revenue to the appropriate taxing entities, including the County. Prior to their dissolution, the estimated annual tax increment to fund redevelopment agencies in the County was approximately $453.0 million. A more detailed discussion of the redevelopment agency dissolution is provided in the Budgetary Information section of this Appendix A.

The following table shows full cash value increments and total tax allocations to community redevelopment agencies for Fiscal Years 2011-12 through 2015-16.

COMMUNITY REDEVELOPMENT AGENCY (CRA)
PROJECTS IN THE COUNTY OF LOS ANGELES
FULL CASH VALUE AND TAX ALLOCATIONS
FISCAL YEARS 2011-12 THROUGH 2015-16

Fiscal Year	Full Cash Value Increments [1]	Total Tax Allocations [2]
2011-12	137,243,985,288	1,187,749,842
2012-13	141,074,221,344	1,189,455,554
2013-14	149,910,987,097	1,282,940,191
2014-15	159,180,996,812	1,327,755,469
2015-16	171,855,943,160	[3]

(1) Equals the full cash value for all redevelopment project areas above their base year valuations. This data represents growth in full cash values which generates tax revenues for use by former community redevelopment agencies and their successor agencies created under ABX1 26.

(2) Includes actual cash revenues collected by the County and subsequently paid to redevelopment agencies, which includes incremental growth allocation, debt service, mid-year changes and Supplemental Roll.

(3) Data for Total CRA Tax Allocations is not available..

CASH MANAGEMENT PROGRAM

County General Fund expenditures tend to occur in level amounts throughout the fiscal year. Conversely, receipts from the two largest sources of County revenue follow an uneven pattern, primarily as a result of unpredictable delays in payments from other governmental agencies and the significant amount of secured property tax revenue received close to the December and April due dates for the first and second installments, respectively.

As a result of the uneven pattern of revenue receipts, the General Fund cash balance prior to Fiscal Year 1977-78 had typically been negative for most of the year and had been covered in part by interfund borrowings pursuant to Section 6 of Article XVI of the California Constitution. "Interfund borrowing" is borrowing from specific funds of other governmental entities whose funds are held in the County Treasury. Because such borrowings caused disruptions in the General Fund's management of pooled investments, beginning in 1977, the County eliminated the practice of interfund borrowing and replaced it with a program to manage its cash flow needs by issuing tax and revenue anticipation notes (TRANs) for the General Fund and by using intrafund borrowing.

The use of "intrafund borrowing" for General Fund purposes represents borrowing against funds that are held in trust by the County. Such funds, with the exception of the Hospital Enterprise Funds, are held by the County on a pre-apportionment basis until they are eventually distributed to County operating funds (such as the General Fund) or other governmental agencies. All intrafund borrowings used for General Fund purposes, and all notes issued in connection with the County's cash management program have been repaid in accordance with their required maturity dates.

2015-16 Tax and Revenue Anticipation Notes

Pursuant to California law and a resolution adopted by the Board of Supervisors on May 12, 2015, the County issued the 2015-16 TRANs with an aggregate principal amount of $900,000,000 due on June 30, 2016. The 2015-16 TRANs are general obligations of the County attributable to Fiscal Year 2015-16 and are secured by a pledge of certain unrestricted taxes, income, revenue, cash receipts and other moneys of the County.

Under the Resolution and Financing Certificate executed by the Treasurer and Tax Collector, the County pledged to deposit sufficient revenues into a Repayment Fund during Fiscal Year 2015-16 for the purpose of repaying the 2015-16 TRANs on the June 30, 2016 maturity date. The deposits to the Repayment Fund will be made in accordance with the following schedule:

COUNTY OF LOS ANGELES
2015-16 TAX AND REVENUE ANTICIPATION NOTES
SCHEDULE OF DEPOSITS TO REPAYMENT FUND*

Deposit Date	**Deposit Amount**
December, 2015	$315,000,000
January, 2016	315,000,000
April, 2016	314,875,000
Total	$944,875,000

* Includes $900,000,000 of 2015-16 TRANs principal and 5.00% interest.

The County has always maintained full compliance with its deposit obligations with respect to its TRANs program. The following table illustrates the Unrestricted General Fund Receipts collected on a cash flow basis since Fiscal Year 2011-12.

COUNTY OF LOS ANGELES
GENERAL FUND
UNRESTRICTED GENERAL FUND RECEIPTS (in thousands)

	2011-12	2012-13	2013-14	2014-15	2015-16 Estimate
Property Taxes	$3,725,324	$4,276,875	$4,337,915	$4,581,797	$4,709,410
Other Taxes	172,703	167,054	203,396	204,173	189,323
Licenses, Permits and Franchises	58,642	61,268	65,260	58,488	52,950
Fines, Forfeitures and Penalties	218,380	226,737	212,676	197,663	199,034
Investment and Rental Income	111,506	107,105	104,422	131,053	150,944
State In-Lieu Taxes	366,352	335,310	344,971	407,316	355,066
State Homeowner Exemptions	21,505	21,101	19,715	20,277	19,244
Charges for Current Services	1,678,238	1,546,370	1,582,791	1,577,165	1,510,924
Other Revenue*	392,137	552,414	525,570	610,250	650,357
TOTAL UNRESTRICTED RECEIPTS	$6,744,787	$7,294,234	$7,396,716	$7,788,182	$7,837,252

Detail may not add due to rounding.
Source: Los Angeles County Chief Executive Office
* Includes Tobacco Settlement Revenue

Intrafund and Interfund Borrowing

To the extent necessary, the County intends to use intrafund (and not interfund) borrowing to cover its General Fund cash needs, including projected year-end cash requirements. If the County determines that it is necessary to utilize interfund borrowing, then such borrowing may not occur after the last Monday in April of each fiscal year and must be repaid before any other obligation of the County. The County does not intend to engage in interfund borrowing for the General Fund nor has it done so since the implementation of the General Fund cash management program in Fiscal Year 1977-78.

Funds Available for Intrafund Borrowing

After the tax and revenue anticipation note proceeds are utilized, the General Fund may borrow from three fund groups to meet its cash flow needs. The most significant group is the Property Tax Group, which consists of collected property taxes that are awaiting apportionment. The great majority of these amounts will be distributed to other governmental agencies such as school districts.

The second most significant borrowing source includes the various Trust Group funds. The largest of these funds is the Departmental Trust Fund, which consists of various collections, such as court fines and other revenues, awaiting distribution. The majority of these funds will eventually be distributed to entities outside the County. Also included in this group is the Payroll Revolving Fund, which is used as a clearing account for County payroll operations and has a cash balance that consists exclusively (except for a small portion related to the County Superior Court) of advances from funds included in the General County Budget.

The last fund group consists of the Hospital Enterprise Funds. The balances in these funds are different from those in the Property Tax Group and Trust Group in that the Hospital Enterprise Funds are included in the General County Budget. Furthermore, these funds are considered as part of the General Fund for purposes of sizing the County's annual TRANs financing.

The Hospital Enterprise Funds generally represent working capital advances from the General Fund and cash generated from the County hospitals. At year-end, the remaining balances are transferred back to the General Fund.

The average daily balances shown for these intrafund sources are not necessarily indicative of the balances on any given day. The balances in certain funds, such as those in the Property Tax Group, can fluctuate significantly throughout the month. The General Fund cash balance also fluctuates during the month, with the third week being the lowest and month-end the highest due to the timing of revenue deposits from the State and the receipt of welfare advances on the last business day of the month.

The legality of the County's practice of intrafund borrowing was decided and affirmed by the California Court of Appeals in May 1999, in the case entitled *Stanley G. Auerbach et al v. Board of Supervisors of the County of Los Angeles et al*.

The tables at the end of this Financial Summary Section provide a monthly summary of the funds available to the County for intrafund borrowing in Fiscal Year 2014-15 and Fiscal Year 2015-16.

General Fund Cash Flow Statements

The Fiscal Year 2014-15 and Fiscal Year 2015-16 General Fund Cash Flow Statements are provided at the end of this Financial Summary Section. In Fiscal Year 2014-15, the County had an ending General Fund cash balance of $1.653 billion. In Fiscal Year 2015-16, the County is estimating an ending cash balance in the General Fund of $927.6 million.

COUNTY POOLED SURPLUS INVESTMENTS

The Treasurer and Tax Collector has delegated authority to invest funds on deposit in the County Treasury Pool (the "Treasury Pool"). As of November 30, 2015, investments in the Treasury Pool were held for local agencies including school districts, community college districts, special districts and discretionary depositors such as cities and independent districts in the following amounts:

Local Agency	Invested Funds (in Billions)
County of Los Angeles and Special Districts	$10.461
Schools and Community Colleges	10.692
Independent Public Agencies	2.106
Total	$23.259

Of these entities, the discretionary participants accounted for 9.05% of the total Treasury Pool.

Decisions on the investment of funds in the Treasury Pool are made by the County Investment Officer in accordance with established policy, with certain transactions requiring the Treasurer's prior approval. In Los Angeles County, investment decisions are governed by Chapter 4 (commencing with Section 53600) of Part 1 of Division 2 of Title 5 of the California Government Code, which governs legal investments by local agencies in the State of California, and by a more restrictive Investment Policy developed by the Treasurer and adopted by the Los Angeles County Board of Supervisors on an annual basis. The Investment Policy adopted on March 31, 2015, reaffirmed the following criteria and order of priority for selecting investments:

1. Safety of Principal
2. Liquidity
3. Return on Investment

The Treasurer prepares a monthly Report of Investments (the Investment Report) summarizing the status of the Treasury Pool, including the current market value of all investments. This report is submitted monthly to the Board of Supervisors. According to the Investment Report dated December 31, 2015, the book value of the Treasury Pool as of November 30, 2015 was approximately $23.259 billion and the corresponding market value was approximately $23.217 billion.

The County maintains a strong system of internal controls for monitoring the cash accounting and investment process. The Treasurer's Internal Controls Branch (ICB) operates independently from the Investment Office, and reconciles cash and investments to fund balances on a daily basis. ICB staff also reviews each investment trade for accuracy and compliance with the Board of Supervisor's adopted Investment Policy. On a quarterly basis, the County's external independent auditor (the "External Auditor") reviews the cash and investment reconciliations for completeness and accuracy, and reviews investment transactions to ensure compliance with the Investment Policy.

The following table identifies the types of securities held by the Treasury Pool as of November 30, 2015:

Type of Investment	% of Pool
U.S. Government and Agency Obligations	55.07
Certificates of Deposit	14.63
Commercial Paper	29.45
Bankers Acceptances	0.00
Municipal Obligations	0.20
Corporate Notes & Deposit Notes	0.65
Asset Backed Instruments	0.00
Repurchase Agreements	0.00
Other	0.00
	100.00

The Treasury Pool is highly liquid. As of November 30, 2015, approximately .14% of the investments mature within 60 days, with an average of 536 days to maturity for the entire portfolio.

The County complements its conservative investment policies with a well-established practice of market research and due diligence. The Treasury Pool did not experience a single investment loss as a result of the global financial crisis in Fiscal Year 2008-09. Furthermore, the County has never purchased any structured investment vehicles nor any securities with material exposure to sub-prime mortgages.

FINANCIAL STATEMENTS-GAAP BASIS

Since Fiscal Year 1980-81, the County has prepared its general purpose financial statements in conformity with Generally Accepted Accounting Principles (GAAP) for State and local governments, with annual audits performed by independent certified public accountants.

The basic financial statements for the Fiscal Year ended June 30, 2015, and the unmodified opinion of Macias Gini & O'Connell LLP are attached hereto as Appendix B. Since 1982, the County CAFRs have received a Certificate of Achievement for Excellence in Financial Reporting from the Government Finance Officers Association.

The County budget for the upcoming fiscal year is prepared in accordance with the County Budget Act prior to the issuance of GAAP financial statements for the current fiscal year. The 2015-16 Final Adopted Budget included an available General Fund balance of $1,750,126,000 as of June 30, 2015.

The 2015-16 Final Adopted Budget uses the fund balance language of the County Budget Act, which has been updated to reflect Governmental Accounting Standards Board (GASB) Statement No. 54.

The amounts presented for the General Fund in accordance with GAAP are based on the modified accrual basis of accounting and differ from the amounts presented on the budgetary basis of accounting. The major areas of difference are described as follows:

- For budgetary purposes, nonspendable, restricted, committed and assigned fund balances and the portion of unassigned fund balance reserved for the "Rainy Day" fund are recorded as other financing uses at the time they are established. The County recognizes them as uses of budgetary fund balance. The nonspendable, restricted, committed, and assigned fund balances that are subsequently cancelled or otherwise made available are recorded as changes in fund balance from other financing sources.

- Under the budgetary basis of accounting, revenues (primarily intergovernmental) are recognized at the time encumbrances are established for certain programs and capital improvements. The intent of the budgetary policy is to match the use of budgetary resources (for amounts encumbered but not yet expended) with funding sources that will materialize as revenues when actual expenditures are incurred. Under the modified accrual basis, revenues are not recognized until the qualifying expenditures are incurred and amounts are collected within the County's availability period.

- General Fund obligations for accrued compensated absences and estimated liabilities for litigation and self-insurance are recorded as budgetary expenditures to the extent that they are estimated to be payable within a one-year period after the fiscal year end. Under the modified accrual basis of accounting, such expenditures are not recognized until they become due and payable in accordance with GASB Interpretation No. 6.

- In conjunction with the sale of Tobacco Settlement Asset-Backed Bonds in 2005-06, the County sold a portion of its future tobacco settlement revenues. Under the budgetary basis of accounting, the bond proceeds were recognized as revenues. Under the modified accrual basis of accounting, the bond proceeds were recorded as deferred inflows of resources and were being recognized over the duration of the sale agreement, in accordance with GASB Statements No. 48 and No. 65. This matter is discussed in further detail in Note 11 to the 2014-15 CAFR, under the caption, "Tobacco Settlement Asset-Backed Bonds."

- Under the budgetary basis of accounting, property tax revenues are recognized to the extent that they are collectible within a one-year period after the fiscal year end. Under the modified accrual basis of accounting, property tax revenues are recognized only to the extent that they are collectible within 60 days.

- For budgetary purposes, investment income is recognized prior to the effect of changes in the fair value of investments. Under the modified accrual basis of accounting, the effects of such fair value changes have been recognized as a component of investment income.

- In conjunction with the implementation of GASB Statement No. 45, the County determined that certain assets were held by LACERA (as the OPEB administrator) in an OPEB Agency Fund. For budgetary purposes, any excess payments (beyond the pay-as-you-go amount) are recognized as expenditures. Under the modified accrual basis of accounting, the expenditures are adjusted to recognize the OPEB Agency assets as of June 30, 2015.

The tables below provide a reconciliation of the General Fund's June 30, 2015 fund balance on a budgetary and GAAP basis, and a summary of the audited Balance Sheets and Statements of Revenues and Expenditures and Changes in Fund Balance from Fiscal Year 2010-11 to Fiscal Year 2014-15.

COUNTY OF LOS ANGELES
GENERAL FUND
RECONCILIATION OF FUND BALANCE FROM BUDGETARY TO GAAP BASIS
JUNE 30, 2015 (in thousands of $)

Unassigned Fund Balance - Budgetary Basis	$1,750,126
Adjustments:	
Accrual of budgetary liabilities for litigation and self-insurance claims not required by GAAP	138,101
Change in receivables for health insurers rebates held in LACERA OPEB Agency Fund	174,097
Accrual of liabilities for accrued compensated absences not required by GAAP	60,107
Change in revenue accruals related to encumbrances	(82,699)
Deferral of property tax receivables	(69,099)
Unamortized balance of sale of tobacco settlement revenue	(237,055)
Change in fair value of Investments	(4,452)
Reserve for "Rainy Day" Fund	306,319
Unassigned Fund Balance - GAAP Basis	$2,035,445

Source: Los Angeles County Auditor-Controller

BALANCE SHEET AT JUNE 30, 2011, 2012, 2013, 2014 and 2015
GENERAL FUND-GAAP BASIS (in thousands of $)

	June 30, 2011	June 30, 2012	June 30, 2013	June 30, 2014	June 30, 2015
ASSETS					
Pooled Cash and Investments	$2,151,267	$2,010,858	$1,637,765	$1,933,794	$2,678,685
Other Investments	16,589	11,109	5,676	4,810	4,655
Taxes Receivable	210,914	186,830	171,919	169,141	157,215
Other Receivables	1,763,649	1,586,097	1,777,034	1,996,683	1,888,537
Due from Other Funds	356,860	407,604	391,605	283,255	460,987
Advances to Other Funds	1,063,061	703,512	754,376	885,314	434,849
Inventories	54,145	51,616	47,375	56,790	48,186
Total Assets	$5,616,485	$4,957,626	$4,785,750	$5,329,787	$5,673,114
LIABILITIES					
Accounts Payable	$286,597	$354,119	$321,509	$516,410	$410,671
Accrued Payroll	289,546	303,615	309,926	331,045	356,579
Other Payables	1,039,126	525,438	89,852	111,019	115,998
Due to Other Funds	464,170	390,153	461,480	158,626	271,800
Deferred Revenue*	382,897	346,488	302,656	0	0
Advances Payable	411,508	379,847	404,975	575,567	853,441
Third-Party Payor Liability	20,198	16,015	15,702	26,207	39,693
Total Liabilities	$2,894,042	$2,315,675	$1,906,100	$1,718,874	$2,048,182
DEFERRED INFLOWS OF RESOURCES*				$508,105	$435,109
FUND BALANCES					
Nonspendable	259,127	$259,597	$253,836	$272,007	$272,384
Restricted	35,377	55,115	59,786	40,577	55,694
Committed		332,255	528,865	482,740	334,346
Assigned	763,038	405,285	376,181	538,078	491,954
Unassigned	1,664,901	1,589,699	1,660,982	1,769,406	2,035,445
Total Fund Balances	2,722,443	2,641,951	2,879,650	3,102,808	3,189,823
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	$5,616,485	$4,957,626	$4,785,750	$5,329,787	$5,673,114

Sources: Comprehensive Annual Financial Reports for fiscal years ended June 30, 2011, 2012, 2013, 2014 and 2015.
**The County implemented GASB Statement 65 "Items Previously Reported as Assets and Liabilities" in FY 2013-14. As of June 30, 2014, deferred inflows and outflows of resources are reported in the new required GASB 65 format.

COUNTY OF LOS ANGELES

STATEMENTS OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
GENERAL FUND-GAAP BASIS FISCAL YEARS 2010-11 THROUGH 2014-15 (in thousands of $)

	2010-11	2011-12	2012-13	2013-14	2014-15
REVENUES:					
Taxes	$3,843,366	$3,980,409	$4,267,858	$4,520,755	$4,772,762
Licenses, Permits & Franchises	56,656	57,144	61,412	59,886	61,561
Fines, Forfeitures and Penalties	244,787	217,972	222,226	207,094	207,684
Use of Money and Property	130,140	103,029	89,841	128,501	141,816
Aid from Other Government	7,506,492	7,632,814	8,182,687	8,395,672	8,574,288
Charges for Services	1,641,399	1,700,540	1,565,937	1,743,447	1,491,656
Miscellaneous Revenues	145,414	134,071	216,977	152,663	204,966
TOTAL	$13,568,254	$13,825,979	$14,606,938	$15,208,018	$15,454,733
EXPENDITURES					
General	$883,854	$983,077	$979,989	$998,438	$1,155,070
Public Protection	4,401,985	4,538,075	4,694,982	4,843,148	5,136,461
Health and Sanitation	2,476,524	2,689,192	2,779,870	3,204,177	2,931,257
Public Assistance	5,217,560	5,108,516	5,247,031	5,430,398	5,682,198
Recreation and Cultural Services	263,046	255,818	272,835	282,660	304,895
Debt Service	278,477	24,602	30,816	28,928	27,060
Capital Outlay	32,598	20,106	8,065	2,398	866
Total	$13,554,044	$13,619,386	$14,013,588	$14,790,147	$15,237,807
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	$14,210	$206,593	$593,350	$417,871	$216,926
OTHER FINANCING SOURCES (USES):					
Operating Transfers from (to) Other Funds-Net	($340,128)	($306,002)	($359,171)	($197,219)	($131,647)
Sales of Capital Assets	9,027	3,789	740	770	870
Capital Leases	43,523	15,128	2,780	1,736	866
OTHER FINANCING SOURCES (USES)-Net	($287,578)	($287,085)	($355,651)	($194,713)	($129,911)
Excess (Deficiency) of Revenues and other Sources Over Expenditures and Other Uses	(273,368)	(80,492)	237,699	223,158	87,015
Beginning Fund Balance	2,995,811	2,722,443	2,641,951	2,879,650	3,102,808
Ending Fund Balance	$2,722,443	$2,641,951	$2,879,650	$3,102,808	$3,189,823

Sources: Comprehensive Annual Financial Reports for fiscal years ended June 30, 2011, 2012, 2013, 2014 and 2015.

COUNTY OF LOS ANGELES BORROWABLE RESOURCES
FUNDS AVAILABLE FOR INTRAFUND BORROWING

2014-15: 12 MONTHS ACTUAL
2015-16: 6 MONTHS ACTUAL

COUNTY OF LOS ANGELES BORROWABLE RESOURCES
AVERAGE DAILY BALANCES: Fiscal Year 2014-15
FUNDS AVAILABLE FOR INTRAFUND BORROWING (in thousands of $)

	July 2014	August 2014	September 2014	October 2014	November 2014	December 2014	January 2015
PROPERTY TAX GROUP							
Tax Collector Trust Fund	$ 82,785	$ 61,674	$ 54,634	$ 522,524	$ 1,309,694	$ 2,614,653	$ 797,754
Auditor Unapportioned Property Tax	175,528	81,191	99,379	151,115	944,396	1,724,574	1,220,545
Unsecured Property Tax	125,354	126,980	131,810	155,178	124,293	73,563	62,588
Miscellaneous Fees & Taxes	8,065	7,790	7,455	6,455	6,420	6,287	6,295
State Redemption Fund	37,442	70,308	49,316	55,960	43,389	23,851	27,263
Education Revenue Augmentation	162,659	168,222	142,225	142,225	159,499	555,922	376,436
State Reimbursement Fund	0	0	0	0	2,265	9,052	20,065
Sales Tax Replacement Fund	93	4,798	17,660	17,660	17,660	19,949	81,132
Vehicle License Fee Replacement Fund	501	25,739	94,741	94,741	94,741	107,019	455,995
Property Tax Rebate Fund	545	915	1,060	1,016	5,085	3,971	9,784
Utility User Tax Trust Fund	1,484	3,757	6,735	12,439	17,194	21,796	26,938
Subtotal	$ 594,456	$ 551,374	$ 605,015	$ 1,159,313	$ 2,724,636	$ 5,160,637	$ 3,084,795
VARIOUS TRUST GROUP							
Departmental Trust Fund	$ 554,127	$ 514,454	$ 490,506	$ 510,278	$ 512,868	$ 518,825	$ 523,483
Payroll Revolving Fund	48,464	49,721	49,450	47,916	46,736	49,949	46,349
Asset Development Fund	43,251	43,236	43,254	43,281	43,294	43,446	43,611
Productivity Investment Fund	4,385	4,213	4,196	5,949	6,333	6,408	6,418
Motor Vehicle Capital Outlays	1,074	6,016	6,027	5,982	5,930	5,930	5,930
Civic Center Parking	56	249	216	155	47	255	136
Reporters Salary Fund	437	257	604	305	125	535	342
Cable TV Franchise Fund	12,554	12,250	12,744	12,911	12,768	13,186	13,200
Megaflex Long-Term Disability	15,436	15,302	15,110	14,844	14,637	14,580	14,494
Megaflex Long-Term Disability & Health	8,460	8,511	8,584	8,645	8,699	8,769	8,851
Megaflex Short-Term Disability	38,580	38,909	39,176	39,466	39,884	40,313	40,579
Subtotal	$ 726,824	$ 693,118	$ 669,867	$ 689,732	$ 691,321	$ 702,196	$ 703,393
HOSPITAL GROUP							
Harbor-UCLA Medical Center	$ 482	$ 7,757	$ 978	$ 2,416	$ 2,010	$ 653	$ 3,116
Olive View-UCLA Medical Center	(1,026)	4,753	1,820	447	2,479	849	4,729
LAC+USC Medical Center	(13,221)	16,881	5,869	(3,066)	7,621	5,010	(2,825)
MLK Ambulatory Care Center	453	452	453	453	452	452	454
Rancho Los Amigos Rehab Center	129	(312)	742	438	293	(306)	687
LAC+USC Medical Center Equipment	0	0	0	0	0	0	0
Subtotal	$ (13,183)	$ 29,531	$ 9,862	$ 688	$ 12,855	$ 6,658	$ 6,161
GRAND TOTAL	**$ 1,308,097**	**$ 1,274,023**	**$ 1,284,744**	**$ 1,849,733**	**$ 3,428,812**	**$ 5,869,491**	**$ 3,794,349**

Detail may not add due to rounding.

Source: Los Angeles County Auditor-Controller

February 2015	March 2015	April 2015	May 2015	June 2015	
					PROPERTY TAX GROUP
$ 485,268	$ 702,363	$ 2,437,989	$ 855,364	$ 159,682	**Tax Collector Trust Fund**
815,557	602,181	1,413,848	634,539	161,737	**Auditor Unapportioned Property Tax**
63,165	55,450	47,658	70,732	101,552	**Unsecured Property Tax**
6,249	6,278	6,336	6,222	6,312	**Miscellaneous Fees & Taxes**
26,506	22,668	24,261	22,638	18,851	**State Redemption Fund**
244,042	213,066	472,760	223,295	322,140	**Education Revenue Augmentation**
1,109	1,109	2,166	21,155	7,953	**State Reimbursement Fund**
19,768	37,033	39,454	89,460	0	**Sales Tax Replacement Fund**
105,755	204,300	218,117	506,265	0	**Vehicle License Fee Replacement Fund**
9,716	6,450	9,458	9,641	5,449	**Property Tax Rebate Fund**
33,672	14,099	2,852	8,635	13,411	**Utility User Tax Trust Fund**
$ 1,810,807	$ 1,864,997	$ 4,674,899	$ 2,447,946	$ 797,087	**Subtotal**
					VARIOUS TRUST GROUP
$ 512,255	$ 522,276	$ 540,877	$ 524,905	$ 491,619	**Departmental Trust Fund**
61,240	62,729	45,329	45,182	40,957	**Payroll Revolving Fund**
43,693	43,814	43,962	44,039	43,397	**Asset Development Fund**
6,479	6,154	5,808	5,758	5,665	**Productivity Investment Fund**
5,921	5,882	5,904	5,904	5,904	**Motor Vehicle Capital Outlays**
103	115	132	226	149	**Civic Center Parking**
345	568	533	296	470	**Reporters Salary Fund**
12,778	13,146	13,115	12,694	13,155	**Cable TV Franchise Fund**
14,466	14,320	14,277	14,151	14,058	**Megaflex Long-Term Disability**
8,894	8,948	8,999	9,075	9,159	**Megaflex Long-Term Disability & Health**
41,013	41,644	42,110	42,712	43,311	**Megaflex Short-Term Disability**
$ 707,187	$ 719,596	$ 721,046	$ 704,942	$ 667,844	**Subtotal**
					HOSPITAL GROUP
$ 1,924	$ (42)	$ 735	$ 1,714	$ 1,383	**Harbor-UCLA Medical Center**
2,071	869	2,224	3,047	3,151	**Olive View-UCLA Medical Center**
4,503	1,351	(8,347)	4,818	1,834	**LAC + USC Medical Center**
452	430	429	429	429	**MLK Ambulatory Care Center**
(147)	240	1,753	179	561	**Rancho Los Amigos Rehab Center**
0	0	0	0	0	**LAC+USC Medical Center Equipment**
$ 8,803	$ 2,848	$ (3,206)	$ 10,187	$ 7,358	**Subtotal**
$ 2,526,797	**$ 2,587,441**	**$ 5,392,739**	**$ 3,163,075**	**$ 1,472,289**	**GRAND TOTAL**

COUNTY OF LOS ANGELES BORROWABLE RESOURCES
AVERAGE DAILY BALANCES: Fiscal Year 2015-16
FUNDS AVAILABLE FOR INTRAFUND BORROWING (in thousands of $)

	July 2015	August 2015	September 2015	October 2015	November 2015	December 2015
PROPERTY TAX GROUP						
Tax Collector Trust Fund	$ 79,551	$ 38,664	$ 35,868	$ 412,749	$ 1,421,311	$ 3,637,614
Auditor Unapportioned Property Tax	177,229	39,008	118,073	152,847	686,356	601,474
Unsecured Property Tax	154,844	200,302	140,114	170,819	131,290	69,667
Miscellaneous Fees & Taxes	6,284	6,303	6,322	6,325	6,285	6,431
State Redemption Fund	29,524	41,358	38,760	49,493	35,646	31,315
Education Revenue Augmentation	335,161	352,258	317,444	317,802	333,348	779,132
State Reimbursement Fund	0	0	0	0	445	8,500
Sales Tax Replacement Fund	324	5,486	19,593	19,593	19,629	20,672
Vehicle License Fee Replacement Fund	1,736	29,429	105,107	105,107	105,811	126,239
Property Tax Rebate Fund	4,894	6,537	2,348	6,624	8,103	11,145
Utility User Tax Trust Fund	2,588	4,542	8,104	12,361	17,228	22,807
Subtotal	$ 792,135	$ 723,887	$ 791,733	$ 1,253,720	$ 2,765,452	$ 5,314,996
VARIOUS TRUST GROUP						
Departmental Trust Fund	$ 520,334	$ 513,622	$ 466,429	$ 493,827	$ 526,302	$ 522,861
Payroll Revolving Fund	45,882	53,107	44,793	44,618	48,743	48,388
Asset Development Fund	43,137	43,154	43,213	43,237	43,256	43,275
Productivity Investment Fund	5,024	4,627	3,988	3,830	3,774	4,248
Motor Vehicle Capital Outlays	5,904	5,881	5,354	5,337	5,337	5,300
Civic Center Parking	322	86	186	164	82	25
Reporters Salary Fund	350	391	380	498	248	276
Cable TV Franchise Fund	12,641	12,340	12,339	12,590	12,415	12,973
Megaflex Long-Term Disability	13,947	13,888	13,738	13,712	13,550	13,475
Megaflex Long-Term Disability & Health	9,207	9,286	9,336	9,417	9,512	9,597
Megaflex Short-Term Disability	43,729	44,219	44,655	45,066	45,557	45,992
Subtotal	$ 700,477	$ 700,601	$ 644,411	$ 672,296	$ 708,776	$ 706,410
HOSPITAL GROUP						
Harbor-UCLA Medical Center	$ (1,870)	$ 1,271	$ 1,400	2,502	$ 16,660	$ (2,609)
Olive View-UCLA Medical Center	(545)	1,191	1,873	866	11,307	(2,566)
LAC+USC Medical Center	(8,244)	7,330	(3,690)	(4,169)	16,183	230
MLK Ambulatory Care Center	429	359	-	0	0	0
Rancho Los Amigos Rehab Center	(263)	(624)	1,536	3,280	1,327	(249)
LAC+USC Medical Center Equipment	0	0	0	0	0	0
Subtotal	$ (10,493)	$ 9,527	$ 1,119	$ 2,479	$ 45,477	$ (5,194)
GRAND TOTAL	**$ 1,482,119**	**$ 1,434,015**	**$ 1,437,263**	**$ 1,928,495**	**$ 3,519,705**	**$ 6,016,212**

Detail may not add due to rounding.

Source: Los Angeles County Auditor-Controller

Estimated January 2016	Estimated February 2016	Estimated March 2016	Estimated April 2016	Estimated May 2016	Estimated June 2016	
						PROPERTY TAX GROUP
$ 837,642	$ 509,531	$ 737,481	$ 2,559,888	$ 979,843	$ 179,993	**Tax Collector Trust Fund**
1,281,572	856,335	632,290	1,484,540	689,780	187,045	**Auditor Unapportioned Property Tax**
65,717	66,323	58,223	50,041	94,621	128,200	**Unsecured Property Tax**
6,295	6,249	6,278	8,646	9,198	8,868	**Miscellaneous Fees & Taxes**
28,626	27,831	23,801	25,474	34,647	25,268	**State Redemption Fund**
395,258	256,244	223,719	496,398	79,607	168,583	**Education Revenue Augmentation**
21,068	1,164	1,164	2,274	29,269	11,261	**State Reimbursement Fund**
85,189	20,756	38,885	41,427	81,348	0	**Sales Tax Replacement Fund**
478,795	111,043	214,515	229,023	574,415	0	**Vehicle License Fee Replacement Fund**
9,784	9,716	6,450	0	0	0	**Property Tax Rebate Fund**
26,938	33,672	14,099	9,832	7,261	11,403	**Utility User Tax Trust Fund**
$ 3,236,884	$ 1,898,866	$ 1,956,906	$ 4,907,543	$ 2,579,988	$ 720,620	**Subtotal**
						VARIOUS TRUST GROUP
$ 528,718	$ 517,378	$ 527,499	$ 675,311	$ 555,784	$ 542,645	**Departmental Trust Fund**
48,203	63,690	65,238	48,296	62,091	51,560	**Payroll Revolving Fund**
44,000	44,000	44,000	44,000	44,000	44,000	**Asset Development Fund**
6,000	6,000	6,000	6,000	6,000	6,000	**Productivity Investment Fund**
6,000	6,000	6,000	6,000	6,000	6,000	**Motor Vehicle Capital Outlays**
136	103	115	319	239	143	**Civic Center Parking**
342	345	568	419	559	413	**Reporters Salary Fund**
13,000	13,000	13,000	13,000	13,000	13,000	**Cable TV Franchise Fund**
15,074	15,045	14,893	14,893	14,893	14,893	**Megaflex Long-Term Disability**
9,205	9,250	9,306	9,306	9,306	9,306	**Megaflex Long-Term Disability & Health**
42,202	42,654	43,310	43,310	43,310	43,310	**Megaflex Short-Term Disability**
$ 712,880	$ 717,463	$ 729,928	$ 860,853	$ 755,181	$ 731,269	**Subtotal**
						HOSPITAL GROUP
$ 1,000	$ 1,000	$ 1,000	$ 1,000	$ 1,000	$ 1,000	**Harbor-UCLA Medical Center**
1,000	1,000	1,000	1,000	1,000	1,000	**Olive View-UCLA Medical Center**
1,000	1,000	1,000	1,000	1,000	1,000	**LAC + USC Medical Center**
1,000	1,000	1,000	1,000	1,000	1,000	**MLK Ambulatory Care Center**
1,000	1,000	1,000	1,000	1,000	1,000	**Rancho Los Amigos Rehab Center**
0	0	0	0	0	0	**LAC+USC Medical Center Equipment**
$ 5,000	$ 5,000	$ 5,000	$ 5,000	$ 5,000	$ 5,000	**Subtotal**
$ 3,954,764	**$ 2,621,329**	**$ 2,691,834**	**$ 5,773,396**	**$ 3,340,169**	**$ 1,456,889**	**GRAND TOTAL**

COUNTY OF LOS ANGELES
GENERAL FUND CASH FLOW STATEMENTS

2014-15: 12 MONTHS ACTUAL
2015-16: 6 MONTHS ACTUAL

COUNTY OF LOS ANGELES
GENERAL FUND CASH FLOW ANALYSIS
FISCAL YEAR 2014-15
(in thousands of $)

	July 2014	August 2014	September 2014	October 2014	November 2014
BEGINNING BALANCE	$ 1,025,985	$ 1,301,521	$ 994,697	$ 563,608	$ 215,745
RECEIPTS					
Property Taxes	$ 27,651	$ 103,162	0	$ 96	$ 45,898
Other Taxes	10,069	18,381	12,868	10,718	13,517
Licenses, Permits & Franchises	2,610	3,285	4,185	3,182	2,532
Fines, Forfeitures & Penalties	20,663	21,395	10,623	12,645	18,196
Investment and Rental Income	14,624	9,613	8,670	11,970	7,458
Motor Vehicle (VLF) Realignment	0	34,418	55,791	25,789	38,077
Sales Taxes - Proposition 172	66,705	55,919	45,254	61,560	78,022
1991 Program Realignment	72,036	23,628	9,198	47,389	58,241
Other Intergovernmental Revenue	152,891	294,683	133,741	205,981	174,871
Charges for Current Services	144,728	134,476	91,504	115,466	99,988
Other Revenue & Tobacco Settlement	66,681	52,802	73,283	39,172	31,624
Transfers & Reimbursements	25,849	517	736	36,993	11,247
Hospital Loan Repayment*	45,993	260,499	145,337	203,511	187,282
Welfare Advances	370,897	222,153	350,312	489,894	447,018
Other Financing Sources/MHSA	54,602	48,165	0	19,590	30,068
Intrafund Borrowings	0	0	0	0	0
TRANs Sold	900,000	0	0	0	0
Total Receipts	$ 1,975,999	$ 1,283,096	$ 941,502	$ 1,283,956	$ 1,244,039
DISBURSEMENTS					
Welfare Warrants	$ 193,200	$ 196,633	$ 246,948	$ 192,696	$ 243,472
Salaries	412,315	408,609	404,933	406,654	413,009
Employee Benefits	264,126	255,478	226,942	261,634	264,174
Vendor Payments	616,481	401,673	320,690	366,879	382,576
Loans to Hospitals*	88,526	136,561	170,272	313,388	166,165
Hospital Subsidy Payments	104,899	130,865	340	9,309	0
Transfer Payments	20,916	60,101	2,466	81,259	10,945
TRANs Pledge Transfer	0	0	0	0	0
Intrafund Repayment	0	0	0	0	0
Total Disbursements	$ 1,700,463	$ 1,589,920	$ 1,372,591	$ 1,631,819	$ 1,480,341
ENDING BALANCE	**$ 1,301,521**	**$ 994,697**	**$ 563,608**	**$ 215,745**	**$ (20,557)**
Borrowable Resources (Avg. Balance)	$ 1,308,097	$ 1,274,023	$ 1,284,744	$ 1,849,733	$ 3,428,812
Total Cash Available	$ 2,609,618	$ 2,268,720	$ 1,848,352	$ 2,065,478	$ 3,408,255

* The net change in the outstanding Hospital Loan Balance is a decrease of $451.1 million and can be calculated by subtracting the "Hospital Loan Repayment" Receipt from the "Loans to Hospitals" Disbursement shown above.

December 2014	January 2015	February 2015	March 2015	April 2015	May 2015	June 2015	Total 2014-15
$ (20,557)	$ 231,055	$ 600,670	$ 552,198	$ 335,074	$ 426,895	$ 1,079,020	
$ 1,103,659	$ 1,049,118	$ 202,036	$ 18,856	$ 799,010	$ 1,015,133	$ 217,178	$ 4,581,797
11,837	12,687	10,797	35,097	28,217	12,251	27,734	204,173
3,204	4,090	2,552	5,638	12,773	11,167	3,270	58,488
10,228	10,587	21,116	16,671	12,468	31,493	11,578	197,663
13,001	9,123	8,777	9,413	10,016	16,657	11,731	131,053
31,482	29,730	28,025	28,541	63,863	32,288	39,312	407,316
53,006	53,274	77,158	43,484	48,613	67,895	52,135	703,025
30,331	30,892	55,410	26,973	26,850	46,988	30,509	458,445
184,144	238,352	111,392	205,291	177,227	244,408	318,379	2,441,360
155,869	170,027	85,530	107,062	121,405	98,565	252,545	1,577,165
72,220	7,120	(8,961)	46,750	105,092	26,387	110,159	622,329
48,295	7,449	6,824	11,400	10,403	(171)	21,647	181,189
75,489	143,308	359,454	202,662	254,788	237,733	513,560	2,629,616
280,807	490,283	326,534	439,770	317,828	322,406	483,862	4,541,764
31,413	12,239	14,472	23,191	20,531	34,607	0	288,878
0	0	0	0	0	0	0	0
0	0	0	0	0	0	0	900,000
$ 2,104,985	$ 2,268,279	$ 1,301,116	$ 1,220,799	$ 2,009,084	$ 2,197,807	$ 2,093,599	$ 19,924,261
$ 217,958	$ 214,960	$ 215,406	$ 217,895	$ 247,656	$ 226,717	$ 270,443	$ 2,683,984
422,307	436,989	429,261	417,606	429,981	422,434	427,783	5,031,881
240,428	283,219	277,427	242,609	279,313	275,827	237,331	3,108,508
410,662	349,375	308,645	370,823	338,291	340,739	363,153	4,569,987
236,986	210,184	110,505	167,570	202,608	184,249	191,493	2,178,507
0	0	0	(2,163)	0	(200)	8,940	251,990
10,032	88,937	8,344	23,583	135,951	95,916	20,310	558,760
315,000	315,000	0	0	283,463	0	0	913,463
0	0	0	0	0	0	0	0
$ 1,853,373	$ 1,898,664	$ 1,349,588	$ 1,437,923	$ 1,917,263	$ 1,545,682	$ 1,519,453	$ 19,297,080
$ 231,055	**$ 600,670**	**$ 552,198**	**$ 335,074**	**$ 426,895**	**$ 1,079,020**	**$ 1,653,166**	
5,869,491	$ 3,794,349	$ 2,526,797	$ 2,587,441	$ 5,392,739	$ 3,163,075	$ 1,472,289	
$ 6,100,546	$ 4,395,019	$ 3,078,995	$ 2,922,515	$ 5,819,634	$ 4,242,095	$ 3,125,455	

COUNTY OF LOS ANGELES
GENERAL FUND CASH FLOW ANALYSIS
FISCAL YEAR 2015-16
(in thousands of $)

	July 2015	August 2015	September 2015	October 2015	November 2015
BEGINNING BALANCE	$ 1,653,166	$ 1,901,844	$ 1,626,863	$ 1,254,727	$ 868,460
RECEIPTS					
Property Taxes	$ 42,262	$ 97,194	0	0	$ 46,344
Other Taxes	12,434	18,810	13,649	13,232	12,926
Licenses, Permits & Franchises	3,454	4,591	3,119	3,288	2,275
Fines, Forfeitures & Penalties	28,677	17,736	10,538	10,621	16,066
Investment and Rental Income	13,049	8,800	22,330	7,060	13,136
Motor Vehicle (VLF) Realignment	2,000	25,402	40,758	32,859	45,690
Sales Taxes - Proposition 172	63,581	58,748	50,087	54,942	65,399
1991 Program Realignment	66,068	31,843	46,010	65,890	61,288
Other Intergovernmental Revenue	94,333	290,990	143,868	229,708	213,697
Charges for Current Services	117,542	160,888	82,696	120,439	67,874
Other Revenue & Tobacco Settlement	109,843	177,364	172,058	318	(86,929)
Transfers & Reimbursements	24,594	0	853	7,521	10,532
Hospital Loan Repayment*	69,051	277,728	1,216	332,615	175,437
Welfare Advances	320,351	243,808	464,675	377,286	341,340
Other Financing Sources/MHSA	77,518	26,949	0	37,974	14,248
Intrafund Borrowings	0	0	0	0	0
TRANs Sold	900,000	0	0	0	0
Total Receipts	$ 1,944,757	$ 1,440,851	$ 1,051,857	$ 1,293,753	$ 999,323
DISBURSEMENTS					
Welfare Warrants	$ 194,827	$ 228,927	$ 227,800	$ 229,492	$ 213,762
Salaries	441,377	436,452	430,466	436,139	444,676
Employee Benefits	270,381	286,918	249,022	267,479	277,060
Vendor Payments	551,564	406,413	307,207	328,084	364,785
Loans to Hospitals*	12,651	125,806	192,694	333,097	128,254
Hospital Subsidy Payments	196,890	180,670	11,268	0	(11,698)
Transfer Payments	28,389	50,646	5,536	85,729	36,710
TRANs Pledge Transfer	0	0	0	0	0
Intrafund Repayment	0	0	0	0	0
Total Disbursements	$ 1,696,079	$ 1,715,832	$ 1,423,993	$ 1,680,020	$ 1,453,549
ENDING BALANCE	**$ 1,901,844**	**$ 1,626,863**	**$ 1,254,727**	**$ 868,460**	**$ 414,234**
Borrowable Resources (Avg. Balance)	$ 1,482,119	$ 1,434,015	$ 1,437,263	$ 1,928,495	$ 3,519,705
Total Cash Available	$ 3,383,963	$ 3,060,878	$ 2,691,990	$ 2,796,955	$ 3,933,939

* The net change in the outstanding Hospital Loan Balance is a decrease of $67 million and can be calculated by subtracting the "Hospital Loan Repayment" Receipt from the "Loans to Hospitals" Disbursement shown above.

December 2015	Estimated January 2016	Estimated February 2016	Estimated March 2016	Estimated April 2016	Estimated May 2016	Estimated June 2016	Total 2015-16
$ 414,234	$ 1,022,814	$ 1,191,035	$ 1,021,531	$ 489,742	$ 591,116	$ 891,182	
$ 1,170,743	$ 1,106,666	$ 217,228	$ 14,776	$ 936,302	$ 917,582	$ 160,314	$ 4,709,410
11,380	12,145	10,398	33,413	18,689	9,362	22,886	189,323
4,220	3,855	2,406	5,314	9,868	5,261	5,298	52,950
9,397	10,659	21,259	16,784	15,475	29,222	12,599	199,034
14,870	26,867	10,789	11,559	7,557	7,113	7,815	150,944
33,514	30,491	29,087	29,927	31,706	30,761	22,871	355,066
58,361	55,054	79,735	54,609	50,237	70,966	63,117	724,837
52,769	41,679	60,355	38,693	39,703	55,368	41,829	601,496
240,529	163,837	201,627	146,733	156,110	214,654	152,300	2,248,385
215,711	162,807	107,053	108,927	107,852	115,039	144,097	1,510,924
(24,515)	26,753	25,974	33,693	95,936	33,114	86,747	650,357
39,121	8,628	7,907	13,301	4,765	8,552	16,763	142,536
95,224	92,080	115,231	61,682	78,211	80,366	242,727	1,621,567
535,875	364,213	359,654	353,983	335,559	331,131	454,468	4,482,344
27,677	22,901	24,779	19,498	21,112	22,607	18,596	313,858
0	0	0	0	0	0	0	0
41,842	0	0	0	0	0	0	941,842
$ 2,526,718	$ 2,128,634	$ 1,273,481	$ 942,892	$ 1,909,082	$ 1,931,098	$ 1,452,427	$ 18,894,873
$ 222,629	$ 226,259	$ 226,195	$ 227,646	$ 248,069	$ 245,798	$ 268,557	$ 2,759,961
468,445	481,926	453,757	441,437	434,518	437,258	409,580	5,316,030
246,215	300,124	293,987	257,090	286,815	341,687	262,393	3,339,172
367,791	404,750	357,564	429,597	438,455	463,329	448,282	4,867,821
282,620	155,514	86,423	87,036	54,672	77,705	18,060	1,554,533
(400)	0	0	0	0	0	0	376,730
15,838	76,840	25,059	31,874	75,178	65,256	9,155	506,211
315,000	315,000	0	0	270,000	0	0	900,000
0	0	0	0	0	0	0	0
$ 1,918,138	$ 1,960,413	$ 1,442,985	$ 1,474,681	$ 1,807,707	$ 1,631,033	$ 1,416,028	$ 19,620,458
$ 1,022,814	**$ 1,191,035**	**$ 1,021,531**	**$ 489,742**	**$ 591,116**	**$ 891,182**	**$ 927,581**	
$ 6,016,212	$ 3,954,764	$ 2,621,329	$ 2,691,834	$ 5,773,396	$ 3,340,169	$ 1,456,889	
$ 7,039,026	$ 5,145,798	$ 3,642,859	$ 3,181,576	$ 6,364,513	$ 4,231,351	$ 2,384,471	

DEBT SUMMARY

INTRODUCTION

The County has issued various types of notes, bonds, and certificates to finance and refinance its cash management requirements, the replacement of essential equipment, and the acquisition, construction and/or improvement of government buildings and public facilities. The County has not entered into any swap agreements, or other similar interest rate derivative contracts, in connection with its outstanding debt.

OUTSTANDING OBLIGATIONS

As of July 1, 2015, approximately $1.634 billion of intermediate and long-term obligations were outstanding. The General Fund is responsible for repayment of $585 million of the outstanding debt. Revenues from Special Districts/Special Funds, Courthouse Construction Fund, and Hospital Enterprise Funds secure the remaining $1.049 billion of outstanding obligations.

The table below identifies the funding sources for the County's debt payments due in 2015-16.

COUNTY OF LOS ANGELES
ADDITIONAL FUNDING SOURCES FOR REPAYMENT OF COUNTY INTERMEDIATE AND LONG-TERM OBLIGATIONS

2015-16 Payments

Funding Source	2015-16 Payment
Total 2015-16 Payment Obligations	$172,833,552
Less: Sources of Non-General Fund Entities:	
Hospital Enterprise Fund	72,107,436
Courthouse Construction Funds	25,635,249
Special Districts/Special Funds	2,775,617
Net 2015-16 General Fund Obligations	$72,315,250

Source: Los Angeles County Auditor-Controller

As of January 1, 2016, the County had $1.335 billion of outstanding short-term obligations, which include $900 million in TRANs, $47.0 million in Bond Anticipation Notes, and $387.9 million in Lease Revenue Tax-exempt Commercial Paper Notes. The following table summarizes the outstanding General County debt and note obligations.

SUMMARY OF OUTSTANDING PRINCIPAL

As of January 1, 2016 (in thousands)

Type of Obligation	Outstanding Principal
Total County	
Short-Term Obligations:	
Tax and Revenue Anticipation Notes	$900,000
Bond Anticipation Notes	47,000
Lease Revenue Notes	387,860
Intermediate & Long-Term Obligations	1,540,019
Total Outstanding Principal	$2,874,879

Source: Los Angeles County Treasurer and Tax Collector and Auditor-Controller

The tables at the end of this section provide a detailed summary of the funding sources for the County's outstanding obligations and future debt service payments.

SHORT-TERM OBLIGATIONS

Tax and Revenue Anticipation Notes

In 1977, the County implemented a cash management program to finance its General Fund cash flow deficits, which occur periodically during the fiscal year. Since the program's inception, the County has annually sold varying amounts of tax anticipation notes and tax and revenue anticipation notes (including commercial paper).

Pursuant to a resolution adopted by the Board of Supervisors on May 12, 2015, the County issued $900 million of 2015-16 TRANs on July 1, 2015. The 2015-16 TRANs are secured by a pledge of the first unrestricted taxes, income, revenue, and cash receipts received by the County during Fiscal Year 2015-16, in the amounts, and on the dates specified in the Financial Summary Section under the heading "2015-16 Tax and Revenue Anticipation Notes" of this Appendix A.

Bond Anticipation Notes

The County is currently utilizing the proceeds from the issuance of Bond Anticipation Notes ("BANs") to provide an interim source of funding for the acquisition of equipment on behalf of the County General Fund. The BANs are issued by the Los Angeles County Capital Asset Leasing Corporation ("LAC-CAL") and are purchased by the County Treasury Pool under terms and conditions established by the Board of Supervisors. The BANs are payable within three years of their initial issuance from the proceeds of long-term bonds or other available funds. Repayment is secured by lease agreements between the County and LAC-CAL and a pledge of the acquired equipment. As of January 1, 2016, $47.0 million in BANs are outstanding. The County expects to repay the outstanding BANs in full with the proceeds of intermediate-term bonds to be issued by LAC-CAL on or before July 1, 2016.

Lease Revenue Note Program

In April 2013, the County restructured and expanded its Lease Revenue Commercial Paper Program. Under the new Lease Revenue Note Program (the "Note Program"), the County increased the maximum authorized principal amount from $400 million to $600 million. The short-term lease revenue notes issued through the Note Program will continue to finance construction costs on various capital projects throughout the County. The Note Program consists of three Irrevocable, Direct-Pay Letters of Credit ("LOC") in the aggregate principal amount of $450 million issued by JP Morgan (Series A - $150 million), U.S. Bank (Series B - $100 million) and Wells Fargo (Series C - $200 million); and a Direct Placement Revolving Credit Facility with Bank of America (Series D - $150 million). The Note Program is secured by a lease-revenue financing structure between LAC-CAL and the County, and a portfolio of twenty County-owned properties pledged as collateral to secure the credit facilities. The four credit agreements, which are scheduled to terminate on April 18, 2016, provide credit enhancement and liquidity facilities to support the issuance of tax-exempt, taxable and 501c(3) eligible commercial paper and short-term direct placement revolving notes. As of January 1, 2016, $387.9 million of tax-exempt commercial paper notes are outstanding. The Note Program provides the County with a flexible and cost-effective source of financing to provide interim funding during the initial construction phase of a capital project, which will eventually be refinanced with the issuance of long-term bonds upon completion.

INTERMEDIATE AND LONG-TERM OBLIGATIONS

Lease Obligations

Since 1962, the County has financed its capital project and equipment replacement program through various lease arrangements with joint powers authorities and nonprofit corporations, which have issued lease revenue bonds or certificates of participation. As of July 1, 2015, approximately $1.634 billion in principal remained outstanding on such obligations. The County's lease obligations are secured by revenues from various funding sources, including the General Fund, and are subject to annual appropriation. The Fiscal Year 2015-16 Adopted Budget contains sufficient appropriations to fund the County's lease payment obligations in Fiscal Year 2015-16. The County's Board of Supervisors has never failed to appropriate sufficient funding for such obligations, nor has the County abated payments on any of its lease-revenue financings to date.

DEBT RATIOS

The ratio of the General Fund's outstanding debt to the net revenue-producing valuation of the property tax roll (the "Net Local Roll") decreased from 0.132% in Fiscal Year 2014-15 to 0.129% in Fiscal Year 2015-16. The following table provides the ratio of the General Fund's outstanding debt to the Net Local Roll over the past ten years.

COUNTY OF LOS ANGELES
OUTSTANDING DEBT TO ASSESSED VALUATION AS OF JULY 1

Fiscal Year	Outstanding Principal	Net Local Property Tax Roll	Debt To Value Ratio
2006-07	$1,786,504,365	$913,572,838,291	0.196%
2007-08	1,441,826,104	997,789,741,224	0.145%
2008-09	1,180,113,183	1,067,594,451,410	0.111%
2009-10	972,937,056	1,062,174,404,954	0.092%
2010-11	805,297,030	1,042,339,975,681	0.077%
2011-12	1,397,467,754	1,056,493,252,156	0.132%
2012-13	1,370,642,758	1,079,685,510,076	0.127%
2013-14	1,622,142,327	1,129,994,170,579	0.144%
2014-15	1,576,510,029	1,191,806,972,618	0.132%
2015-16	1,633,835,517	1,264,906,464,546	0.129%

Source: Los Angeles County Assessor and Auditor-Controller

OTHER DEBT OBLIGATIONS

Tobacco Bonds

On February 8, 2006 the California County Tobacco Securitization Agency (the "Agency"), a Joint Exercise of Powers Authority, issued $319.8 million in Tobacco Settlement Asset-Backed Bonds (the "Tobacco Bonds") for the purpose of loaning the proceeds to the Los Angeles County Securitization Corporation (the "Corporation"). The Corporation used the Tobacco Bond proceeds to purchase 25.9% of the County's annual Tobacco Settlement Revenues (the "TSRs") paid by the tobacco companies participating in the Master Settlement Agreement. The Tobacco Bonds are secured by the 25.9% portion of the annual TSRs, and are not considered a debt obligation of the County.

DPSS Lease Obligations

Beginning January 28, 1999 through July 28, 2005, the County entered into several build to suit operating and capital lease agreements with various organizations whereby the County would lease buildings and improvements for use by County Departments including the Department of Public Social Services (the "DPSS Facilities"). In order to facilitate the construction of the DPSS Facilities, financing was obtained through the sale of Certificates of Participation ("COPs") and Lease Revenue Bonds with the periodic lease payments pledged as security for repayment of the COPs and Bonds. Although these financings are categorized as leases in the County's financial statements, the ultimate obligor for the outstanding debt securities is the County General Fund. The principal amount of the outstanding underlying COPs and Bond obligations is $244.9 million as of January 1, 2016.

COUNTY OF LOS ANGELES
DEBT SUMMARY TABLES

REPORTS AS OF JULY 1, 2015

COMBINED PRINCIPAL AND INTEREST OBLIGATIONS AND OUTSTANDING PRINCIPAL BY FUNDING SOURCE

ENTIRE CURRENT FISCAL YEAR DEBT SERVICE OBLIGATIONS BY FUNDING SOURCE

OUTSTANDING PRINCIPAL BY FUNDING SOURCE

REPORTS AS OF JANUARY 1, 2016

SUMMARY OF OUTSTANDING GENERAL COUNTY OBLIGATIONS

ESTIMATED OVERLAPPING DEBT STATEMENT

COUNTY OF LOS ANGELES
COMBINED PRINCIPAL AND INTEREST OBLIGATIONS BY FUNDING SOURCE
AS OF JULY 1, 2015

Fiscal Year	General Fund	Hospital Enterprise Fund	Courthouse Construction Fund	Special Districts / Special Funds	Total Annual Debt Service
2015-16	$ 72,315,251	$ 72,107,436	$ 25,635,249	$ 2,775,617	$ 172,833,552
2016-17	61,264,107	60,406,931	21,865,780	2,773,553	146,310,370
2017-18	56,151,811	52,205,857	16,975,475	2,771,892	128,105,035
2018-19	54,348,579	50,467,524	16,976,475	2,772,901	124,565,479
2019-20	55,256,836	50,471,921	16,965,725	2,772,114	125,466,595
2020-21	55,266,453	50,429,239	16,957,350	2,770,155	125,423,196
2021-22	56,251,172	50,423,184	16,954,300	2,772,727	126,401,383
2022-23	53,263,521	50,420,052	16,951,625	2,770,179	123,405,377
2023-24	30,534,101	50,410,165	16,943,875	2,771,524	100,659,665
2024-25	30,525,496	50,403,888	16,933,500	2,772,880	100,635,764
2025-26	30,521,622	50,395,048	16,929,000	2,772,804	100,618,474
2026-27	30,513,982	50,391,691	16,918,875	2,772,537	100,597,085
2027-28	30,428,517	50,383,353	16,906,750	2,771,073	100,489,692
2028-29	30,122,362	50,371,753	16,905,750	2,773,632	100,173,497
2029-30	29,905,736	50,364,260	16,893,613	2,770,541	99,934,149
2030-31	29,895,916	50,345,701	9,432,600	2,770,790	92,445,007
2031-32	29,890,532	50,341,280	9,431,488	2,771,350	92,434,650
2032-33	29,884,456	50,331,926	6,918,000	2,770,272	89,904,654
2033-34	29,873,635	50,315,721	6,918,750	2,772,755	89,880,860
2034-35	29,866,297	50,309,705	-	2,774,794	82,950,796
2035-36	29,859,296	50,294,766	-	2,769,980	82,924,043
2036-37	29,852,038	50,283,745	-	2,774,430	82,910,213
2037-38	29,841,344	50,278,866	-	2,772,883	82,893,094
2038-39	29,832,619	50,259,691	-	2,773,883	82,866,194
2039-40	29,824,294	50,246,289	-	2,773,659	82,844,243
2040-41	29,817,185	50,237,761	-	2,772,601	82,827,547
2041-42	9,194,250	19,945,100	-	2,774,050	31,913,400
2042-43	9,198,250	19,948,218	-	2,774,482	31,920,950
2043-44	9,196,875	-	-	808,250	10,005,125
2044-45	9,194,250	-	-	809,750	10,004,000
Total	$ 1,041,890,782	$ 1,382,791,070	$ 300,414,180	$ 79,248,058	$ 2,804,344,089

COUNTY OF LOS ANGELES
OUTSTANDING PRINCIPAL OBLIGATIONS BY FUNDING SOURCE
AS OF JULY 1, 2015

Fiscal Year	General Fund	Hospital Enterprise Fund	Courthouse Construction Fund	Special Districts / Special Funds	Total Outstanding Principal
2015-16	584,562,610	822,959,297	183,573,679	42,739,931	1,633,835,517
2016-17	551,399,430	775,945,856	180,113,100	42,212,308	1,549,670,693
2017-18	526,141,095	741,266,802	178,385,000	41,463,167	1,487,256,064
2018-19	507,664,063	723,352,176	170,020,000	40,686,165	1,441,722,404
2019-20	491,151,443	706,347,922	161,225,000	39,872,265	1,398,596,630
2020-21	473,991,942	688,476,303	151,990,000	39,017,435	1,353,475,679
2021-22	448,814,023	669,817,455	142,290,000	38,120,777	1,299,042,255
2022-23	413,303,559	650,368,047	132,110,000	37,175,498	1,232,957,104
2023-24	379,087,302	630,069,623	121,425,000	36,184,357	1,166,766,281
2024-25	366,254,815	608,863,906	110,200,000	35,141,008	1,120,459,729
2025-26	352,841,357	586,643,269	98,410,000	34,042,763	1,071,937,389
2026-27	338,786,235	563,319,690	86,020,000	32,888,277	1,021,014,202
2027-28	324,060,089	538,830,160	73,005,000	31,674,859	967,570,108
2028-29	308,702,909	513,114,829	59,335,000	30,400,717	911,553,455
2029-30	292,901,152	486,115,239	44,965,000	29,058,609	853,040,000
2030-31	276,531,720	457,762,435	29,895,000	27,650,845	791,840,000
2031-32	259,349,828	427,999,539	21,735,000	26,170,633	735,255,000
2032-33	241,310,098	396,740,964	13,170,000	24,613,939	675,835,000
2033-34	222,370,124	363,916,356	6,750,000	22,978,519	616,015,000
2034-35	202,489,529	329,453,785	-	21,256,686	553,200,000
2035-36	181,610,780	293,295,333	-	19,448,887	494,355,000
2036-37	159,676,347	255,401,290	-	17,562,363	432,640,000
2037-38	136,632,750	215,683,273	-	15,583,977	367,900,000
2038-39	112,486,190	174,133,219	-	13,515,591	300,135,000
2039-40	48,770,222	130,747,077	-	11,346,826	190,864,125
2040-41	60,888,169	85,416,324	-	9,070,508	155,375,000
2041-42	809,750	38,047,845	-	6,682,155	45,539,750
2042-43	25,625,000	19,481,371	-	4,173,629	49,280,000
2043-44	17,505,000	-	-	1,540,000	19,045,000
2044-45	8,970,000	-	-	790,000	9,760,000

Source: Los Angeles County Chief Executive Office

COUNTY OF LOS ANGELES
COMBINED PRINCIPAL AND INTEREST OBLIGATIONS BY FUNDING SOURCE
AS OF JULY 1, 2015

Title	Total Debt Service	General Fund	Hospital Enterprise Fund	Courthouse Construction Fund	Special Districts / Special Funds
Long-Term Obligations					
Long-Term Capital Projects					
1993 COPs: Disney Parking Project	$ 15,230,000	$ 15,230,000			
2002 Lease Rev Bonds Ser B:					
Downey Courhouse	$ 1,055,087			$ 1,055,087	
Sheriffs Training Academy	871,000	$ 871,000			
San Fernando Court	1,458,863			1,458,863	
Total 2002 Lease Rev Bonds Ser B	$ 3,384,950	$ 871,000	$ 0	$ 2,513,950	$ 0
2005 Lease Rev Refg Bonds Ser A:					
Music Center Improvements	$ 751,316	$ 751,316			
Burbank Courthouse	737,573			$ 737,573	
Martin Luther King Medical Center - Trauma Center	6,059,461		$ 6,059,461		
Rancho Los Amigos Medical Center - 150 Bed Inpatient Unit A	4,283,418		4,283,418		
Rancho Los Amigos Medical Center - Parking Structure	1,598,837		1,598,837		
San Fernando Valley Juvenile Hall	947,231	947,231			
LAC/USC Medical Center Marengo Street Parking Garage	2,529,417		2,529,417		
LAX Area Courthouse	6,740,982			6,740,982	
San Fernando Valley Courthouse (Chatsworth)	5,351,563			5,351,563	
Total 2005 Lease Rev Refg Bonds Ser A	$ 28,999,798	$ 1,698,547	$ 14,471,134	$ 12,830,117	$ 0
2005 Lease Revenue Bonds: Calabasas Landfill Project	$ 3,486,084	$ 3,486,084			
2006 Lease Rev Refg Bonds Ser A:					
East Los Angeles Courthouse	$ 844,588			$ 844,588	
Lynwood Regional Justice Center	3,136,500	$ 3,136,500			
Men's Central Jail - Twin Towers	3,009,000	3,009,000			
Van Nuys Courthouse	2,529,600			2,529,600	
Total 2006 Lease Rev Refg Bonds Ser A	$ 9,519,688	$ 6,145,500	$ 0	$ 3,374,188	$ 0
2006 Lease Rev Refg Bonds Ser B:					
Michael D. Antonovich Antelope Valley Courthouse	$ 6,916,994			$ 6,916,994	
2010 Multiple Capital Projects I, Series A:					
Coroners Expansion/ Refurbishment	$ 732,678	$ 732,678			
Patriotic Hall Renovation	1,183,143	1,183,143			
Olive View Medical Center ER/TB Unit	1,363,290		$ 1,363,290		
Olive View Medical Center Seismic	561,622		561,622		
Harbor/UCLA Surgery/ Emergency	8,543,011		8,543,011		
Harbor/UCLA Seismic Retrofit	1,317,369		1,317,369		
Hall of Justice Rehabilitation	6,107,999	6,107,999			
Total 2010 Multiple Capital Projects I, Series A	$ 19,809,112	$ 8,023,820	$ 11,785,292	$ 0	$ 0
2010 Multiple Capital Projects I, Federally Taxable Series B:					
Coroners Expansion/ Refurbishment	$ 1,166,023	$ 1,166,023			
Patriotic Hall Renovation	1,882,916	1,882,916			
Olive View Medical Center ER/TB Unit	2,169,611		$ 2,169,611		
Olive View Medical Center Seismic	893,795		893,795		
Harbor/UCLA Surgery/ Emergency	13,595,795		13,595,795		
Harbor/UCLA Seismic Retrofit	2,096,529		2,096,529		
Hall of Justice Rehabilitation	9,720,589	9,720,589			
Total 2010 Multiple Capital Projects I, Series B	$ 31,525,258	$ 12,769,528	$ 18,755,731	$ 0	$ 0
2011 High Desert Solar Complex (Federally Taxable)	$ 1,588,737	$ 1,588,737			
2012 Refg COPs: Disney Parking Project	$ 2,533,750	$ 2,533,750			
2012 Multiple Capital Projects II, Series 2012:					
High Desert Multi-Service Ambulatory Care Center	$ 8,840,156		$ 8,840,156		
Martin Luther King Jr. Multi-Service Ambulatory Care Center	10,761,354		10,761,354		
Martin Luther King Jr. Data Center	341,769		341,769		
Fire Station 128	296,909				$ 296,909
Fire Station 132	480,219				480,219
Fire Station 150	744,855				744,855
Fire Station 156	442,137				442,137
Total 2012 Multiple Capital Projects II, Series 2012	$ 21,907,400	$ 0	$ 19,943,279	$ 0	$ 1,964,121
2015 Multiple Capital Projects, Series A					
Zev Yaroslavsky Family Support Center	$ 9,240,285	$ 9,240,285			
Manhattan Beach Library	811,496				$ 811,496
Total 2015 Multiple Capital Projects, Series A	$ 10,051,781	$ 9,240,285	$ 0	$ 0	$ 811,496
Total Long-Term Obligations	$ 154,953,553	$ 61,587,251	$ 64,955,436	$ 25,635,249	$ 2,775,617
Intermediate-Term Obligations					
Equipment					
2011 Lease Rev Bonds Ser A (LAC-CAL): LAC-CAL Equipment Program	$ 8,468,625	$ 5,081,175	$ 3,387,450		
2014 Lease Rev Bonds Ser A (LAC-CAL): LAC-CAL Equipment Program	$ 9,411,375	$ 5,646,825	$ 3,764,550		
Total Intermediate-Term Obligations	$ 17,880,000	$ 10,728,000	$ 7,152,000	$ 0	$ 0
Total Obligations	$ 172,833,553	$ 72,315,251	$ 72,107,436	$ 25,635,249	$ 2,775,617

Source: Los Angeles County Chief Executive Office
Note: Amounts do not include Tax Exempt Commercial Paper

COUNTY OF LOS ANGELES
OUTSTANDING PRINCIPAL BY FUNDING SOURCE
AS OF JULY 1, 2015

Title	Total Outstanding Principal	General Fund	Hospital Enterprise Fund	Courthouse Construction Fund	Special Districts / Special Funds
Long-Term Obligations					
Long-Term Capital Projects					
1993 COPs: Disney Parking Project	$ 17,095,289	$ 17,095,289			
2002 Lease Rev Bonds Ser B:					
Downey Courhouse	$ 1,988,643			$ 1,988,643	
Sheriffs Training Academy	1,641,671	$ 1,641,671			
San Fernando Court	2,749,686			2,749,686	
Total 2002 Lease Rev Bonds Ser B	$ 6,380,000	$ 1,641,671	$ 0	$ 4,738,329	$ 0
2005 Lease Rev Refg Bonds Ser A:					
Music Center Improvements	$ 1,995,523	$ 1,995,523			
Burbank Courthouse	1,963,485			$ 1,963,485	
Martin Luther King Medical Center - Trauma Center	18,191,147		$ 18,191,147		
Rancho Los Amigos Medical Center - 150 Bed Inpatient Unit A	11,366,685		11,366,685		
Rancho Los Amigos Medical Center - Parking Structure	4,242,763		4,242,763		
San Fernando Valley Juvenile Hall	2,849,160	2,849,160			
LAC/USC Medical Center Marengo Street Parking Garage	6,719,371		6,719,371		
LAX Area Courthouse	48,791,371			48,791,371	
San Fernando Valley Courthouse (Chatsworth)	38,640,494			38,640,494	
Total 2005 Lease Rev Refg Bonds Ser A	$ 134,760,000	$ 4,844,684	$ 40,519,967	$ 89,395,350	$ 0
2005 Lease Revenue Bonds: Calabasas Landfill Project	$ 21,550,000	$ 21,550,000			
2006 Lease Rev Refg Bonds Ser A:					
East Los Angeles Courthouse	$ 1,860,000			$ 1,860,000	
Lynwood Regional Justice Center	3,075,000	$ 3,075,000			
Men's Central Jail - Twin Towers	2,950,000	2,950,000			
Van Nuys Courthouse	2,480,000			2,480,000	
Total 2006 Lease Rev Refg Bonds Ser A	$ 10,365,000	$ 6,025,000	$ 0	$ 4,340,000	$ 0
2006 Lease Rev Refg Bonds Ser B:					
Michael D. Antonovich Antelope Valley Courthouse	$ 85,100,000			$ 85,100,000	
2010 Multiple Capital Projects I, Series A:					
Coroners Expansion/ Refurbishment	$ 3,243,569	$ 3,243,569			
Patriotic Hall Renovation	5,237,779	5,237,779			
Olive View Medical Center ER/TB Unit	6,035,289		$ 6,035,289		
Olive View Medical Center Seismic	2,486,302		2,486,302		
Harbor/UCLA Surgery/ Emergency	37,819,937		37,819,937		
Harbor/UCLA Seismic Retrofit	5,831,995		5,831,995		
Hall of Justice Rehabilitation	27,040,128	27,040,128			
Total 2010 Multiple Capital Projects I, Series A	$ 87,695,000	$ 35,521,476	$ 52,173,524	$ 0	$ 0
2010 Multiple Capital Projects I, Series B:					
Coroners Expansion/ Refurbishment	$ 25,447,194	$ 25,447,194			
Patriotic Hall Renovation	41,092,631	41,092,631			
Olive View Medical Center ER/TB Unit	47,349,441		$ 47,349,441		
Olive View Medical Center Seismic	19,506,113		19,506,113		
Harbor/UCLA Surgery/ Emergency	296,713,674		296,713,674		
Harbor/UCLA Seismic Retrofit	45,754,510		45,754,510		
Hall of Justice Rehabilitation	212,141,438	212,141,438			
Total 2010 Multiple Capital Projects I, Series B	$ 688,005,000	$ 278,681,262	$ 409,323,738	$ 0	$ 0
2011 High Desert Solar Complex (Federally Taxable)	$ 8,825,228	$ 8,825,228			
2012 Refg COPs: Disney Parking Project	$ 50,675,000	$ 50,675,000			
2012 Multiple Capital Projects II, Series 2012:					
High Desert Multi-Service Ambulatory Care Center	$ 136,689,639		$ 136,689,639		
Martin Luther King Jr. Multi-Service Ambulatory Care Center	166,395,883		166,395,883		
Martin Luther King Jr. Data Center	5,284,548		5,284,548		
Fire Station 128	4,590,920				$ 4,590,920
Fire Station 132	7,425,313				7,425,313
Fire Station 150	11,517,220				11,517,220
Fire Station 156	6,836,478				6,836,478
Total 2012 Multiple Capital Projects II, Series 2012	$ 338,740,000	$ 0	$ 308,370,069	$ 0	$ 30,369,931
2015 Multiple Capital Projects, Series A					
Zev Yaroslavsky Family Support Center	$ 140,845,000	$ 140,845,000			
Manhattan Beach Library	12,370,000				$ 12,370,000
Total 2015 Multiple Capital Projects, Series A	$ 153,215,000	$ 140,845,000	$ 0	$ 0	$ 12,370,000
Total Long-Term Obligations	$ 1,602,405,517	$ 565,704,610	$ 810,387,297	$ 183,573,679	$ 42,739,931
Intermediate-Term Obligations					
Equipment					
2011 Lease Rev Bonds Ser A (LAC-CAL): LAC-CAL Equipment Program	$ 10,970,000	$ 6,582,000	$ 4,388,000		
2014 Lease Rev Bonds Ser A (LAC-CAL): LAC-CAL Equipment Program	$ 20,460,000	$ 12,276,000	$ 8,184,000		
Total Intermediate-Term Obligations	$ 31,430,000	$ 18,858,000	$ 12,572,000	$ 0	$ 0
Total Obligations	$ 1,633,835,517	$ 584,562,610	$ 822,959,297	$ 183,573,679	$ 42,739,931

Source: Los Angeles County Chief Executive Office
Note: Amounts do not include Tax Exempt Commercial Paper

COUNTY OF LOS ANGELES
SUMMARY OF OUTSTANDING GENERAL FUND AND SPECIAL FUND OBLIGATIONS
AS OF JANUARY 1, 2016

Title	Outstanding Principal	Total Future Payments		2015-16 FY Payment Remaining
Long-Term Obligations				
Long-Term Capital Projects				
1993 COPs: Disney Parking Project	$ 15,429,127	$ 85,880,000		$ 7,615,000
2002 Lease Rev Bonds Series B - 2002 Master Refunding Project	3,285,000	3,482,100		98,550
2006 Lease Rev Refg Bonds Series A - 2006 Master Refunding Project	1,070,000	1,108,788		19,394
2006 Lease Rev Refg Bonds Series B - 2006 Master Refunding Project (2)	0	0		2,022,941
2010 Lease Rev Bonds, Series A - 2010 Multiple Capital Projects I	71,780,000	80,860,038		1,771,444
2010 Lease Rev Bonds, Series B - 2010 Multiple Capital Projects I (Federally Taxable)	688,005,000	1,214,787,564	(1)	15,762,629
2011 Lease Rev Bonds - High Desert Solar Complex (Federally Taxable)	8,074,581	8,570,230	(1)	793,126
2012 Refg COPs: Disney Parking Project	50,675,000	67,164,875		1,266,875
2012 Lease Rev Bonds - Multiple Capital Projects II Series 2012	332,855,000	599,597,250		7,952,350
2015 Multiple Capital Projects, Series A	153,215,000	293,902,850		3,793,125
2015 Lease Revenue Refunding Bonds Series B	115,360,000	179,719,250		2,884,000
2015 Lease Revenue Refunding Bonds Series C (Taxable) (2)	77,530,000	88,941,900		1,006,041
Total Long-Term Obligations	$ 1,517,278,708	$ 2,624,014,844		$ 44,985,474
Intermediate-Term Obligations				
Equipment				
2011 Lease Rev Bonds Series A - LAC-CAL Equipment Program	$ 6,775,000	$ 7,018,000		$ 3,999,375
2014 Lease Rev Bonds Series A - LAC-CAL Equipment Program	15,965,000	16,574,375		4,609,475
Total Intermediate-Term Obligations	$ 22,740,000	$ 23,592,375		$ 8,608,850
Total Obligations	$ 1,540,018,708	$ 2,647,607,219		$ 53,594,324

COPs = Certificates of Participation

(1) Total Future Payments reflects the County's net future payment obligation after receipt of a Federal interest subsidy authorized by the American Recovery and Reinvestment Act (ARRA) of 2009.

(2) The 2015 Lease Revenue Refunding Bonds Series C has advance refunded the 2006 Lease Revenue Bonds Series B with a Call Date of September 1, 2016

Source: Los Angeles County Chief Executive Office
Note: Amounts do not include Tax Exempt Commercial Paper

COUNTY OF LOS ANGELES
ESTIMATED OVERLAPPING DEBT STATEMENT AS OF JANUARY 1, 2016
2015-16 Assessed Valuation: $1,290,133,105,428: (includes unitary valuation)

	Applicable %		Debt as of 5/1/15	
DIRECT AND OVERLAPPING TAX AND ASSESSMENT DEBT				
Los Angeles County Flood Control District	100.000 %	$	15,105,000	
Metropolitan Water District	48.368		53,407,913	
Los Angeles Community College District	100.000		3,671,000,000	
Other Community College Districts	Various (1)		2,590,808,698	
Arcadia Unified School District	100.000		187,723,308	
Beverly Hills Unified School District	100.000		265,187,392	
Glendale Unified School District	100.000		210,564,986	
Long Beach Unified School District	100.000		751,995,702	
Los Angeles Unified School District	100.000		9,892,425,000	
Pasadena Unified School District	100.000		313,510,000	
Pomona Unified School District	100.000		222,486,813	
Redondo Beach Unified School District	100.000		213,758,358	
Santa Monica-Malibu Unified School District	100.000		339,223,144	
Torrance Unified School District	100.000		359,613,171	
Other Unified School Districts	Various (1)		3,139,006,310	
High School and School Districts	Various (1)		1,737,493,220	
City of Los Angeles	100.000		790,385,000	
City of Industry	100.000		104,940,000	
Other Cities	100.000		58,390,000	
Palmdale Water District Water Revenue Bonds	100.000		52,790,091	(2)
Palos Verdes Library District	100.000		1,245,000	
Community Facilities Districts	100.000		688,132,768	
Los Angeles County Regional Park & Open Space Assessment District	100.000		50,610,000	
1915 Act and Benefit Assessment Bonds - Estimate	100.000		91,234,700	
TOTAL DIRECT AND OVERLAPPING TAX AND ASSESSMENT DEBT		$	25,801,036,574	
Less: Palmdale Water District Water Revenue Bonds supported by net operating revenues			(33,785,658)	
TOTAL NET OVERLAPPING TAX AND ASSESSMENT DEBT			25,767,250,916	
DIRECT AND OVERLAPPING GENERAL FUND OBLIGATION DEBT				
Los Angeles County General Fund Obligations	**100.000 %**	**$**	**1,784,943,709**	
Los Angeles County Office of Education Certificates of Participation	100.000		7,944,360	
Community College District Certificates of Participation	Various (3)		54,821,829	
Baldwin Park Unified School District Certificates of Participation	100.000		28,770,000	
Compton Unified School District Certificates of Participation	100.000		20,850,000	
Los Angeles Unified School District Certificates of Participation	100.000		273,805,000	
Paramount Unified School District Certificates of Participation	100.000		28,900,000	
Other Unified School District Certificates of Participation	Various (3)		155,116,921	
High School and Elementary School District General Fund Obligations	Various (3)		125,894,033	
City of Beverly Hills General Fund Obligations	100.000		162,875,000	
City of Los Angeles General Fund and Judgment Obligations	100.000		1,594,754,584	
City of Long Beach General Fund Obligations	100.000		169,770,000	
City of Long Beach Pension Obligations	100.000		35,915,000	
City of Pasadena General Fund Obligations	100.000		463,437,918	
City of Pasadena Pension Obligations	100.000		119,460,000	
Other Cities' General Fund Obligations	100.000		1,185,321,898	
Los Angeles County Sanitation Districts Financing Authority	100.000		157,821,308	
TOTAL GROSS DIRECT AND OVERLAPPING GENERAL FUND OBLIGATION DEBT		$	6,370,401,560	
Less: Los Angeles Unified School District Qualified Zone Academy Bonds supported by investment funds and economically defeased certificates of participation			(13,526,614)	
Cities' self-supporting bonds			(525,258,203)	
TOTAL NET DIRECT AND OVERLAPPING GENERAL FUND OBLIGATION DEBT		$	5,831,616,743	
OVERLAPPING TAX INCREMENT DEBT: (Successor Agencies):		$	4,268,850,857	
TOTAL DIRECT DEBT		$	1,784,943,709	
TOTAL GROSS OVERLAPPING DEBT		$	34,655,345,282	
TOTAL NET OVERLAPPING DEBT		$	34,082,774,807	
GROSS COMBINED TOTAL DEBT		$	36,440,288,991	(4)
NET COMBINED TOTAL DEBT		$	35,867,718,516	

(1) All 100%, or almost 100%, except for Antelope Valley Joint Union High School and Community College District, Fullerton Union High School District, Las Virgenes Joint Unified School District, North Orange County Joint Community College District, and the schools and special districts included in them.
(2) Palmdale Water District Water Revenue Bonds are partially supported by the 1% ad valorem property tax levy
(3) All 100%, or almost 100%, except for Fullerton Union High School District, Las Virgenes Joint Unified School District, Snowline Joint Unified School District, Victor Valley Joint Community College District, and the schools and special districts included in them.
(4) Excludes tax and revenue anticipation notes, enterprise revenue, mortgage revenue and non-bonded capital lease obligations. Except for Los Angeles Unified School District Qualified Zone Academy Bonds (QZABs) are included based on principal due at maturity.

RATIOS TO 2015-16 ASSESSED VALUATION

Total Gross Overlapping Tax and Assessment Debt	2.00 %
Total Net Overlapping Tax and Assessment Debt	2.00 %
Total Direct Debt ($1,784,943,709)	0.14 %
Gross Combined Total Debt	2.82 %
Net Combined Total Debt	2.78 %

Ratios to Redevelopment Sucessor Agency Incremental Valuation ($172,121,575,526):

Total Overlapping Tax Increment Debt	2.48 %

Source: California Municipal Statistics. The above report is included for general information purposes only. The County has not reviewed the debt report for completeness or accuracy and makes no representations in connection therewith.

ECONOMIC AND DEMOGRAPHIC INFORMATION

Economic Overview

With a 2014 Gross Product of $640.7 billion, Los Angeles County's economy is larger than that of 44 states and all but 20 countries. The County serves as the central trade district for the western United States and the U.S. gateway to the Asian economies, as it has evolved into a leader in international commerce and investments. The County's economy experienced strong growth in 2014 with an increase in economic output of 9.9%, as measured by Gross Product, and an increase in total taxable sales of 5.9%. The strong economic recovery is expected to continue in 2015, with several sectors of the local economy experiencing growth.

The County's unemployment rate averaged 8.2% in 2014, which represents an improvement from its 2013 unemployment rate of 9.9%. In 2015 and 2016, the job market is expected to show continued improvement, with a projected decline in the average unemployment rate to 7.2% and 6.6%, respectively. The significant job losses which occurred during the recession of 2008 and 2009 were partially offset by the positive impact of major public and private construction projects. With over $16 billion in voter-approved general obligation bond measures, historically low interest rates and cost-effective financing programs and incentives provided by the Federal government, local governments and school and community college districts have undertaken major capital construction projects.

The increase in sales tax revenue ensuing from the 2008 voter-approved Measure R provides funding for major highway and transit projects that are currently underway throughout the County. In addition, hospitals throughout the County are engaged in building programs to meet stricter earthquake standards and other regulatory requirements. These major construction projects, combined with the terminal expansions under way at the two primary sea ports (Los Angeles and Long Beach), the expansion of the Los Angeles International Airport ("LAX"), and the expansion of the Metro Light Rail System have provided continued support to an improving job market in the County.

In terms of its industrial base, diversity continues to be the County's greatest strength, with wholesale and retail trade, health care, manufacturing, and leisure and hospitality being the leading employment sectors in the private economy. The Los Angeles Customs District ("LACD"), which includes LAX, Port Hueneme, Port of Los Angeles, and the Port of Long Beach, is the largest customs district in the nation. The Los Angeles region is the largest manufacturing center in the nation, with over 354,400 workers employed in this sector in 2014. The two major seaports (Port of Los Angeles and Port of Long Beach) encompass the largest port complex in the nation as measured by cargo tonnage and the number of containers handled, and is ranked as the ninth largest among the world's port facilities. The County's vibrant technology sector known as Silicon Beach has become a large and growing source of highly compensated jobs in the local economy. According to the Los Angeles Economic Development Corporation ("LAEDC"), the County's technology sector employed 205,000 in 2014.

Quality of Life

Higher Education

The County is home to an extensive education system, with 120 colleges and university campuses, including UCLA; five state university campuses; 21 community colleges; prestigious private universities such as USC, Occidental College and Claremont College; religious-affiliated universities such as Pepperdine and Azusa Pacific; renowned technology schools such as the California Institute of Technology and the affiliated Jet Propulsion Laboratory; and specialized institutions such as the California Institute of the Arts, the Art Center College of Design, the Fashion Institute of Design and Merchandising, and the Otis College of Art and Design.

Culture

The County is the cultural center of the western United States and has been referred to as the "entertainment capital of the world", offering world-class museums, theaters, and music venues. The County is home to the world's leading movie studios, television networks, recording studios, video game developers, publishers and artists, creating one of the largest centers for art and entertainment activity in the nation.

The Performing Arts Center of Los Angeles County, which includes the Dorothy Chandler Pavilion, Ahmanson Theater, Mark Taper Forum and Walt Disney Concert Hall, is one of the three largest performing art venues in the nation. The County features more musical and theatrical productions and has more weekly openings than most major cities in the world. The County is home to the Los Angeles Philharmonic Orchestra, which is recognized as one of the finest symphony orchestras in the world.

The County has among the largest number of museums per capita relative to other large metropolitan areas in the world. The area's museums showcase some of the world's finest collections of art, sculpture, manuscripts, and antiquities; as well as providing a historical overview of the area's ethnic heritage and experience. Major institutions include the Los Angeles County Museum of Art, the Los Angeles County Museum of Natural History, the Norton Simon Museum, the J. Paul Getty Museum, the Museum of Contemporary Art, the Huntington Library and the new Broad Museum of Contemporary Art, which opened in October 2015. The Broad Museum is located adjacent to the iconic Walt Disney Concert Hall, and will further strengthen and help establish downtown Los Angeles as a premiere cultural destination on the west coast.

Recreation

With its geographic size, location, topography, mild climate, and an average of 329 days of sunshine per year, Los Angeles County offers a full spectrum of recreational activities that are enjoyed by residents and visitors on a year-round basis. The County owns and maintains the world's largest man-made recreational harbor at Marina del Rey, and manages 63,000 acres of parks, trails, natural habitat and the world's largest public golf course system. Each year, millions of people visit the County's 31 miles of public beaches stretching along its 75-mile coastline, with bike enthusiasts able to enjoy the County's 22-mile beach bikeway.

Millions of visitors continue to enjoy the County's multitude of amusement parks, zoos, museums, theaters, sporting venues, motion picture and television studios, parklands, and world-renowned restaurants and retail centers. In addition, the County is the host to a number of major annual events such as the January 1st Rose Parade & Rose Bowl game, Long Beach Grand Prix, Grammy Awards, and the Academy Awards. Los Angeles County has been a prior host to major sporting events such as the Summer Olympics, the World Cup, X Games, BCS College Football National Championship, and the Super Bowl.

Population

The County is the most populous county in the U.S. with over 10 million people estimated to be residing within its borders. The County's population makes it equivalent to the eighth largest state in the nation and accounts for approximately 26.2% of the total population of California. The U.S. Census Bureau's demographic profile of the County indicates that 48.3% of the population is Hispanic and 51.7% non-Hispanic. 27.2% of the County's population are White, 15% are Asian-Pacific Islander, and 9.2% are African American. The County is also home to the highest number of foreign–born residents in the nation and has the largest population of persons of Chinese, Filipino, Japanese, Korean, Mexican, Salvadoran and Thai descent outside their native countries. With 98 consulates, the County has a larger consular corps than any other U.S. city outside of Washington D.C. with more than 220 languages and cultures represented across the County. It is estimated that 76.6% of the adult population has a high school diploma or higher, and 29.7% has a bachelor's degree or higher. Table B illustrates the recent historical growth of the County's population.

Employment

After the recent economic downturn, which started in late 2007 and had a significant adverse impact on the local economy, the County has continued to experience a steady recovery in the job market since 2010. The average unemployment rate increased from 5.1% in 2007 to 12.6% in 2010, but gradually decreased over the last four years to 8.2% in 2014. In comparison, the average unemployment rates for the State of California and the nation in 2014 were 7.5% and 6.2%, respectively. The employment situation in the County showed further signs of improvement in 2014, with estimated total net job growth of 78,700 among the various sectors of the local economy. In 2015, total non-farm employment is projected to grow by 1.9% or (79,600 jobs), resulting in a lower unemployment rate of 7.3%. Table F details the non-agricultural employment statistics by sector for the County from 2010 through 2014.

Personal Income

Total personal income grew in the County by an estimated 4.7% in 2014. The 2014 total personal income of $487.9 billion represents an estimated 25.1% of the total personal income generated in California. The LAEDC is projecting continued robust growth in personal income of 4.6% for 2015 and 5.0% for 2016. Table C provides a summary of the personal income statistics for the County from 2010 through 2014.

Consumer Spending

As the most populous county in the nation with a vibrant and diverse economy, Los Angeles County is recognized as a national leader in consumer spending. As forecasted by LAEDC, the County experienced a 5.9% increase in total taxable sales in 2014, with continued growth of 5.2% and 5.6% projected for 2015 and 2016, respectively. The $151.2 billion of total taxable sales in the County in 2014 represents over 24% of the total taxable sales in California which underscores the significant importance of the County to the economic health of California. Table D provides a summary of total taxable sales activity in the County from 2010 through 2014.

Industry

With an estimated annual economic output of $640.7 billion in 2014, the County continues to rank among the world's largest economies. The County's 2014 Gross Product represents approximately 27.7% of the total economic output in California and 3.7% of the Gross Product of the United States. The County's business environment is distinguished by its diversity and balance and it is recognized as a world leader in technology, electronics, energy, communications, and entertainment. The top industries in the manufacturing sector include computer and electronics, apparel, transportation equipment, fabricated metal products, and food. Table A provides the Gross Product statistics for the County from 2010 through 2014.

International Trade

Due to its strategic location, broad transportation network and extensive cargo facilities, the County has become the leading center of international trade in the United States. The County's airports and extensive port facilities serve as the gateway for the Southern California region's thriving international trade. The value of two-way trade in the LACD experienced steady growth over the previous decade, resulting in a record level of $357.1 billion in 2008. After suffering a substantial decrease in 2009, the value of two-way trade in the LACD has experienced strong growth over the last several years. From 2009 to 2013, the value of two-way trade at LACD increased by 47% which surpassed the record level attained in 2008. LACD experienced moderate growth in 2014, handling approximately $418 billion worth of international trade, which represents a 1% increase from 2013. The decline in the rate of growth was partially the result of a labor strike that slowed loading activities at both ports during the fourth quarter of 2014. As a result of the resolution of the labor strike during the first quarter of 2015, the LACD is expected to experience moderate growth in 2015 with stronger growth returning in 2016. Based on the latest LAEDC projections, international trade is expected to grow by 1.0% in 2015 to approximately $422 billion, and by 3.0% in 2016 to nearly $435 billion. The LACD maintained its ranking as the top customs district in the nation for international trade in 2014, with China, Japan, South Korea, Taiwan and Germany being the top trading partners.

Transportation/Infrastructure

The County is one of the world's largest transportation centers. The region's ports, airports, integrated rail and highway facilities are part of an extensive transportation infrastructure that provides valuable service to residents, visitors, and industry.

Airports and Harbors

All transcontinental airlines and many international carriers serve the Los Angeles area through major air terminals at LAX, Long Beach Airport and the Bob Hope Airport in Burbank. LAX is ranked as the fifth busiest airport in the world and second in the United States for passenger traffic. In 2014, LAX served 70.7 million passengers, representing a 6.0% increase from the previous year. The 2 million tons of air cargo handled at LAX in 2014, and the corresponding value of $91.6 billion, represents an increase of 3.9% from 2013 levels. A $4.1 billion capital improvement project is currently underway at LAX, which is expected to generate approximately 40,000 local jobs. The Bob Hope Airport is currently in the planning stage to replace its passenger concourse with a new state of the art facility. Construction is scheduled to begin on the new concourse in late 2016.

The Ports of Los Angeles and Long Beach are adjacent ports that encompass the nation's largest port complex in terms of annual cargo tonnage and container volume. The combined Los Angeles/Long Beach port complex has been one of the fastest growing port facility in the United States, and is the busiest port complex in the U.S. and western hemisphere, and the ninth busiest in the world. The port complex is a powerful economic force in the region, with a direct connection to hundreds of thousands of jobs in Southern California and billions of dollars in state and local tax revenue. In 2014, the port complex experienced a 3.8% increase in the volume of cargo from 2013, and is projecting moderate growth in 2015 with stronger growth returning in 2016 as the ports recover from a labor strike in late 2014.

The Port of Los Angeles is one of the largest man-made harbors in the world. In 2014, it was ranked as the busiest container port in the United States for the fourteenth consecutive year, and the nineteenth busiest in the world, as measured by annual container volume. The Port of Los Angeles covers over 7,500 acres and includes 43 miles of waterfront. The Port has 27 passenger and cargo terminals, including facilities to handle automobiles, containers, dry bulk and liquid bulk products. In 2014, the Port handled over 8.3 million TEUs, which represents a 6% decrease in container volume from 2013.

The Port of Long Beach is also among the world's busiest container ports, and was ranked behind the Port of Los Angeles as the second busiest port in the nation, and the twenty-first busiest in the world in 2013. The Port of Long Beach covers over 3,000 acres with 10 separate piers, 80 berths, 66 cranes and 22 shipping terminals. In 2014, the port handled over 6.8 million TEUs of container cargo, which represents an increase of 1.3% from 2013.

Port Expansion

The Ports of Los Angeles and Long Beach are currently in the process of major ongoing expansion programs that will facilitate further growth and expansion of trade activity. The expansion of port facilities will continue to have a positive economic impact on the region through the creation of new jobs in the trade-related sectors of the local economy. The various expansion related projects will enable the region to more effectively manage higher volumes of imports and exports and provide a faster and more efficient system for the transportation of cargo from the port complex to markets nationwide.

Metro System

The Metro System is a multi-modal and integrated passenger transportation system that provides service to the greater Los Angeles area. With over 473 million in annual boardings, the Metro System is the third largest public transportation system in the U.S. The Metro System was designed to meet the travel needs of the area's diverse population centers through a variety of transportation services that will be implemented over a 30-year period. The integrated Metro System is administered and operated by the Los Angeles County Metropolitan Transportation Authority ("MTA"), which is responsible for the planning, design, construction and operation of the public transportation system for the County. The Fiscal Year 2014-15 operating budget for the MTA is $5.4 billion, which is funded primarily through voter approved State and local sales taxes, State gasoline taxes, and various Federal, State and local grants.

Visitor and Convention Business

Tens of millions of visitors travel to Southern California each year, providing a significant contribution to the County's economy. In 2014, the Los Angeles region hosted a record high 29.5 million overnight visitors, representing a 3.4% increase from 2013. The newly built hotels in downtown Los Angeles, Beverly Hills and Hollywood are attracting business as well as leisure travelers to the County. According to the Los Angeles Convention and Visitors Bureau, the Los Angeles region was the third ranked destination for overseas visitors in 2014, with tourists and business travelers spending in excess of $18 billion. For the third year in a row the Los Angeles region was the number one ranked destination for overseas visitors from China growing by over 20% from 2013.

Real Estate and Construction

After enduring the adverse effects of the economic downturn starting in late 2007, the County's residential housing market has experienced a steady recovery since 2012. The average median price for new and existing homes, decreased by nearly 46% from a peak of $532,281 in 2007 to a cyclical low of $290,015 in January 2012. However, the real estate market stabilized in 2012 and began to show signs of strong growth as the average median home price increased by 44% from the first quarter of 2012 to the fourth quarter of 2013 ($301,239 to $433,131).

In 2014, the real estate market experienced moderate growth, as the average median home price increased by 7% to $463,772 in the fourth quarter of 2014. After a record high of 105,433 in 2009, notices of default recorded decreased by 83% to 17,883 in 2014 equaling a rate of approximately 1,490 notices per month, which represents a slight improvement over 2013 when the rate averaged 1,748 notices per month. Foreclosures, as measured by the number of trustees deeds recorded, decreased by over 87% from a cyclical high of 39,774 in 2008 to 5,124 in 2014. The number of trustees deeds recorded in 2014 represents a 29% decrease from the 7,248 recorded in 2013. The positive foreclosure trend continued in 2014, as the number of trustees deeds recorded was only 1,195 in the fourth quarter as compared to 1,334 in the first quarter of 2014.

Despite the severe downturn in the housing market from 2007 to 2011, the County has maintained relatively stable assessed valuations. The stability of the property tax base is primarily due to the significant amount "stored value" in the secured property tax roll as a result of Proposition 13. For Fiscal Year 2015-16, the County Assessor reported a Net Local Roll of $1.265 trillion, which represents a 6.13% increase from the Net Local Roll of $1.192.13 trillion in Fiscal Year 2014-15. The Net Local Roll in Fiscal Year 2015-16 represents a 21.4% increase from Fiscal Year 2010-11, and the fifth consecutive year of accelerated growth in assessed valuation after the most recent economic downturn.

The commercial real estate sector continued to experience modest improvement in 2014. Construction lending experienced a significant increase of 37% from $6.379 billion in 2013 to $8.750 billion in 2014. Office market vacancy rates improved from 2013 to 2014, with the average vacancy rate decreasing to 15.1% from 16.9%, which is still significantly higher than the 9.7% rate in 2007, prior to the severe economic downturn. Industrial market vacancy rates experienced modest improvement in 2014, decreasing from 1.9% in 2013 to 1.6% in 2014, which is slightly higher than the 1.5% vacancy rate in 2007 prior to the economic downtown. Construction continued on the new Wilshire Grand Center in Downtown Los Angeles, which will become the tallest building in the western United States when completed in 2017. The 73-story, 1,100-foot tall structure, which will include an InterContinental hotel, office space and condominiums, represents a $1 billion private investment in Downtown Los Angeles. The University of Southern California recently broke ground on a new mixed-use complex adjacent to its main campus, which is located just south of Downtown Los Angeles. The complex, which will include six residence halls for 2,700 students, a grocery store, a fitness center, a drugstore and 115,000 square feet of additional retail space is expected to cost the university approximately $1.1 billion to construct. The new complex is expected to be completed in 2018 and is projected to generate 12,000 new jobs during construction.

On January 12, 2016, National Football League (NFL) team owners voted to allow the St. Louis Rams to move to Los Angeles for the 2016 NFL season and gave the San Diego Chargers a one-year option to join the Rams in Los Angeles. If the San Diego Chargers decline the NFL's offer to move to Los Angeles, the Oakland Raiders will receive a one-year option to join the Rams in Los Angeles for the 2017 NFL season. In February, the Rams will begin construction of a 70,000 seat glass-roofed stadium on a 298 acre site in Inglewood, CA as part of a larger multibillion-dollar entertainment, retail and housing complex located on the former site of Hollywood Park. The new complex including the stadium will be completely privately financed. The recently renovated Forum Area is also part of the new complex. The Rams' new stadium is project to open for the 2019 NFL season at a cost expected to exceed $2 billion. The Rams will play their home games in the Los Angeles Coliseum until their new stadium is completed.

The County's residential housing market continued to experience moderate improvement through the third quarter of2015, as the average median home price increased by 5.4% from the third quarter of 2014 to the third quarter of 2015 ($471,331 to $496,945). Notices of default recorded increased slightly by 1.5% in the third quarter of 2014 to the third quarter of 2015 (4,456 to 4,526). Foreclosures, as measured by the number of trustees deeds recorded, decreased by 19.6% from the third quarter of 2014 to the third quarter of 2015 (1,283 to 1,031). The County's residential real estate market is expected to show modest improvement for the remainder of 2015.

The commercial real estate sector continued to experience modest improvement through the third quarter of 2015. Office market vacancy rates decreased to 15% in the third quarter of 2015 from 15.6% in the third quarter of 2014. Industrial market vacancy rates have experienced solid improvement in 2015, decreasing from 1.8% in third quarter of 2014 to 1.1% in third quarter of 2015. Construction lending experienced a slight increase of 3.3% from $1.815 billion in the third quarter of 2014 to $1.876 billion in the third quarter of 2015. The County's commercial real estate sector is expected to show moderate improvement for the remainder of 2015.

TABLE A: GROSS PRODUCT OF LOS ANGELES COUNTY (in millions of $)

	2010	2011	2012	2013	2014
Los Angeles County	$543,740	$557,500	$577,500	$583,100	$640,700
State of California	1,901,072	1,958,900	2,045,700	2,202,700	2,311,600
United States	14,526,500	15,094,000	15,653,370	16,768,100	17,420,700
Los Angeles County as a % of California	28.60%	28.46%	28.23%	26.47%	27.72%

Source: Los Angeles Economic Development Corporation - 2015 2016 Economic Forecast and Industry Outlook February 2015

TABLE B: POPULATION LEVELS

	2010	2011	2012	2013	2014
Los Angeles County	9,825,200	9,862,400	9,946,900	10,013,300	10,069,000
State of California	37,309,400	37,570,100	37,867,500	38,164,000	38,499,400
Los Angeles County as a % of California	26.33%	26.25%	26.27%	26.24%	26.15%

Source: Los Angeles Economic Development Corporation - 2015-2016 Economic Forecast and Industry Outlook February 2015

TABLE C: TOTAL PERSONAL INCOME: HISTORICAL SUMMARY BY COUNTY (in millions of $)

	2010	2011	2012	2013	2014
Los Angeles County	$404,500	$425,700	$455,800	$466,100	$487,900
Orange County	147,400	155,300	166,600	169,800	177,700
Riverside and San Bernardino Counties	126,500	134,200	140,300	144,700	151,900
Ventura County	37,100	39,400	41,700	42,400	44,300
State of California	1,578,600	1,685,600	1,805,200	1,856,600	1,943,100
Los Angeles County as a % of California	25.62%	25.26%	25.25%	25.11%	25.11%

Source: Los Angeles Economic Development Corporation - 2015-2016 Economic Forecast and Industry Outlook February 2015

TABLE D: TOTAL TAXABLE SALES IN LOS ANGELES COUNTY (in millions of $)

	2010	2011	2012	2013	2014
Los Angeles County	$116,900	$126,400	$135,300	$142,800	$151,200
State of California	477,300	520,600	558,400	590,800	624,400
Los Angeles County as a % of California	24.49%	24.28%	24.23%	24.17%	24.22%

Source: Los Angeles Economic Development Corporation - 2015-2016 Economic Forecast and Industry Outlook February 2015

TABLE E: UNEMPLOYMENT RATES

	2010	2011	2012	2013	2014
Los Angeles County	12.6%	12.3%	10.9%	9.9%	8.2%
State of California	12.4%	11.8%	10.4%	8.9%	7.5%
United States	9.6%	8.9%	8.1%	7.4%	6.2%

Source: Los Angeles Economic Development Corporation - 2015-2016 Economic Forecast and Industry Outlook February 2015

TABLE F: ESTIMATED AVERAGE ANNUAL EMPLOYMENT IN LOS ANGELES COUNTY BY SECTOR

Non-Agricultural Wage and Salary Workers (in thousands)

Employment Sector	2010	2011	2012	2013	2014
Wholesale & Retail Trade	589.4	598.1	612.2	623.7	632.6
Health Care & Social Assistance	526.1	528.8	558.4	594.2	617.0
Government	579.6	565.5	556.8	549.2	547.4
Leisure & Hospitality	384.8	394.6	415.3	436.7	446.4
Manufacturing	373.2	366.8	367.2	366.5	354.4
Professional, Scientific & Technical Services	245.6	255.3	268.2	276.3	285.5
Administrative & Support Services	228.7	232.4	245.1	256.3	270.6
Information	191.5	191.9	191.4	197.3	205.0
Transportation & Utilities	150.5	151.8	154.4	156.9	160.1
Finance & Insurance	137.8	136.8	138.6	137.1	135.5
Educational Services	111.1	114.2	115.7	119.2	122.6
Construction	104.5	105.0	109.1	116.5	124.7
Real Estate	71.7	71.6	72.1	74.7	76.4
Management of Enterprises	53.2	55.3	56.7	57.7	60.4
Other	140.8	140.9	145.9	150.1	152.7
Total	3,888.5	3,909.0	4,007.1	4,112.4	4,191.3

Source: Los Angeles Economic Development Corporation - 2015-2016 Economic Forecast and Industry Outlook February 2015

TABLE G: SUMMARY OF AIRPORT AND PORT ACTIVITY (in thousands)

Type of Activity	2010	2011	2012	2013	2014
International Air Cargo (Tons)					
Los Angeles International Airport	1,125.2	1,080.7	1,135.8	1,119.5	1,176.3
As Percentage of Total Air Cargo	67.63%	57.80%	57.85%	58.12%	58.78%
Total Air Cargo (Tons)					
Los Angeles International Airport	1,663.9	1,869.6	1,963.2	1,926.1	2,001.2
Long Beach Airport	26.1	25.4	24.4	24.4	25.5
Bob Hope Airport (Burbank)	44.4	43.9	47.4	52.9	56.3
Total	1,734.3	1,938.9	2,035.0	2,003.4	2,082.9
International Air Passengers					
Los Angeles International Airport	15,936.0	16,731.3	17,152.9	17,852.1	19,105.7
As Percentage of Total Passengers	26.98%	27.05%	26.93%	26.78%	27.04%
Total Air Passengers					
Los Angeles International Airport	59,070.1	61,862.5	63,688.1	66,667.6	70,662.2
Long Beach Airport	2,978.4	3,115.4	3,206.9	2,942.9	2,824.0
Bob Hope Airport (Burbank)	4,461.3	3,942.3	3,725.5	3,844.4	3,861.2
Total	66,509.8	68,920.2	70,620.5	73,454.9	77,347.4
Container Volume (TEUs)					
Port of Los Angeles	7,831.9	7,940.5	8,077.7	7,868.6	8,340.1
Port of Long Beach	6,263.5	6,061.1	6,045.7	6,730.6	6,820.8
Total	14,095.4	14,001.6	14,123.4	14,599.2	15,160.9

Source: Los Angeles World Airports, LAX - Statistics; Burbank Airport - Statistics; Long Beach Airport - Statistics; Port of Los Angeles - Statistics; Port of Long Beach - Statistics

TABLE H: VALUE OF INTERNATIONAL TRADE AT MAJOR CUSTOMS DISTRICTS (in millions of $)

Customs District	2010	2011	2012	2013	2014
Los Angeles, CA	$347,900	$387,500	$403,900	$414,700	$418,000
New York, NY	$326,800	$388,400	$381,900	$379,200	$387,100
Laredo, TX	$185,700	$216,300	$239,100	$253,200	$280,000
Detroit, MI	$219,200	$245,100	$253,200	$244,900	$260,400
Houston, TX	$211,400	$268,400	$274,000	$251,900	$253,300
New Orleans, LA	$194,400	$234,500	$243,600	$235,000	$234,600
Chicago, IL	$161,400	$176,600	$187,500	$192,500	$210,500
Seattle, WA	$111,100	$128,600	$138,800	$152,700	$152,500
Savannah, GA	$109,100	$126,500	$132,400	$129,500	$141,900
Cleveland, OH	$94,600	$109,400	$118,500	$122,500	$131,500

Source: Los Angeles Economic Development Corporation - 2015-2016 International Trade Report

TABLE I: TOTAL TONNAGE OF MAJOR WEST COAST PORTS (in thousands)

Port	2010	2011	2012	2013	2014
Los Angeles-Long Beach, CA	193,591	199,509	201,706	207,228	210,435
Tacoma, WA	27,507	28,428	30,975	31,820	34,970
Oakland, CA	29,475	30,285	30,305	30,901	30,543
Seattle, WA	31,337	29,856	25,549	18,118	14,405
Portland, OR	19,661	19,140	17,948	13,516	14,627
Kalama, WA	11,653	11,570	10,199	9,305	9,725
San Diego, CA	4,074	4,287	4,822	5,168	5,359
Port Hueneme	3,356	4,095	4,520	4,921	5,248
Vancouver, WA	6,110	6,198	4,915	2,001	2,855

Source: Los Angeles Economic Development Corporation - 2015-2016 International Trade Report

TABLE J: INTERNATIONAL CONTAINER TRAFFIC AT MAJOR U.S. PORTS (in thousands)

Port	2010	2011	2012	2013	2014
Los Angeles-Long Beach, CA	14,095	14,002	14,124	14,600	15,161
New York, NY	5,292	5,503	5,530	5,467	5,772
Savannah, GA	2,825	2,945	2,966	3,034	3,346
Oakland, CA	2,330	2,343	2,344	2,347	2,394
Norfolk, VA	1,895	1,918	2,106	2,224	2,393
Tacoma, WA	977	1,022	1,265	1,445	2,040
Houston, TX	1,812	1,866	1,922	1,950	1,951
Charleston, SC	1,280	1,381	1,515	1,601	1,792
Seattle, WA	2,126	2,017	1,853	1,564	1,388

Source: Los Angeles Economic Development Corporation - 2015-2016 International Trade Report

TABLE K: REAL ESTATE AND CONSTRUCTION INDICATORS IN LOS ANGELES COUNTY

Indicator	2010	2011	2012	2013	2014
1. Construction Lending (in millions)	$ 2,128	$ 3,258	$ 4,601	$ 6,379	$ 8,750
2. Residential Purchase Lending (in millions)	$ 22,491	$ 20,469	$ 23,675	$ 27,910	$ 31,441
3. New & Existing Median Home Prices	$ 335,363	$ 316,469	$ 330,463	$ 412,795	$ 458,677
4. New & Existing Home Sales	77,313	74,216	83,686	84,229	76,348
5. Notices of Default Recorded	68,603	64,490	49,354	20,970	17,883
6. Unsold New Housing (at year-end)	1,997	1,517	845	561	552
7. Office Market Vacancy Rates	17.0%	17.0%	16.7%	16.9%	15.1%
8. Industrial Market Vacancy Rates	3.2%	2.9%	2.1%	1.9%	1.6%

Source: Real Estate Research Council of Southern California - 3rd Quarter 2015

TABLE L: BUILDING PERMITS AND VALUATIONS

	2010	2011	2012	2013	2014
Residential Building Permits					
1. New Residential Permits (Units)					
a. Single Family	2,439	2,370	2,756	3,599	4,286
b. Multi-Family	5,029	8,033	7,950	12,631	14,595
Total Residential Building Permits	7,468	10,403	10,706	16,230	18,881
Building Valuations					
2. Residential Building Valuations (in millions of $)					
a. Single Family	$ 922	$ 1,032	$ 1,128	$ 1,507	$ 1,740
b. Multi-Family	811	1,222	1,416	1,921	2,310
c. Alterations and Additions	1,110	1,122	674	1,193	1,429
Residential Building Valuations Subtotal	$ 2,843	$ 3,376	$ 3,218	$ 4,621	$ 5,479
3. Non-Residential Building Valuations (in millions of $)					
a. Office Buildings	$ 133	$ 156	$ 38	$ 246	$ 269
b. Retail Buildings	263	223	115	385	829
c. Hotels and Motels	28	24	5	145	359
d. Industrial Buildings	56	136	169	128	122
e. Alterations and Additions	1,662	1,774	1,095	2,012	3,155
f. Other	535	806	381	669	1,507
Non-Residential Building Valuations Subtotal	$ 2,677	$ 3,119	$ 1,803	$ 3,585	$ 6,241
Total Building Valuations (in millions)	$ 5,519	$ 6,495	$ 5,021	$ 8,207	$ 11,721

Source: Real Estate Research Council of Southern California - 3rd Quarter 2015

TABLE M: LARGEST PRIVATE SECTOR EMPLOYERS IN LOS ANGELES COUNTY

	Company (in order of 2014 Ranking)	Industry	Headquarters	No. of Employees L.A. County	No. of Employees Total
1	Kaiser Permanente	Health Care Provider	Oakland, CA	35,771	174,415
2	University of Southern California	Education-Private University	Los Angeles, CA	18,629	18,797
3	Northrop Grumman Corp.	Aerospace/Defense Contractor	Falls Church, VA	17,000	64,300
4	Target Corp.	Retailer	Minneapolis, MN	15,000	347,000
5	Ralphs/Food 4 Less (Kroger Co.)	Grocery Retailer	Cincinnati, OH	13,500	N/A
6	Bank of America Corp.	Banking and Financial Services	Charlotte, NC	13,000	216,700
7	Providence Health & Services	Health Care	Renton, WA	15,000	70,357
8	Albertsons/Vons/Pavilions	Grocery Retailer	Boise, Idaho	11,701	132,000
9	AT&T Inc.	Telecommunications	Dallas, TX	11,700	275,000
10	UPS	Transportation and Freight	Atlanta, GA	10,768	435,000
11	Home Depot	Home Improvement Specialty Retailer	Atlanta, GA	10,600	300,000
12	Boeing Co.	Aerospace/Defense Contractor	Chicago, IL	10,500	168,466
13	Cedars-Sinai Medical Center	Medical Center	Los Angeles, CA	10,250	10,250
14	Walt Disney Co.	Entertainment	Burbank, CA	10,200	180,000
15	Wells Fargo	Diversified Financial Services	San Francisco, CA	9,282	265,000
16	ABM Industries, Inc.	Facility Services, Janitorial, Parking	San Francisco, CA	8,500	118,000
17	California Institute of Technology	Private University and Jet Propulsion Lab	Pasadena, CA	8,100	9,100
18	FedEx Corp.	Shipping and Logistics	Memphis, TN	7,700	246,000
19	Edison International	Electric Utility	Rosemead, CA	7,650	13,365
20	Warner Bros. Entertainment Inc.	Entertainment	Burbank, CA	7,400	N/A
21	Universal Services of America	Security Systems	Santa Ana, CA	6,554	60,000
22	Dignity Health	Hospitals	San Francisco, CA	6,100	60,000
23	American Apparel, Inc.	Apparel Manufacturer and Retailer	Los Angeles, CA	6,000	10,000
24	Costco Warehouse	Membership Chain of Warehouse Stores	Issaquah, WA	5,800	195,000
25	SoCalGas	Natural Gas Utility	Los Angeles, CA	5,600	8,483

N/A - Not Available
Source: Los Angeles Business Journal - The largest employers ranked by employees in L.A. County - The List, August 2015

APPENDIX B

THE COUNTY OF LOS ANGELES AUDITED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED JUNE 30, 2015

COUNTY OF LOS ANGELES, CALIFORNIA
COMPREHENSIVE ANNUAL FINANCIAL REPORT
FOR THE FISCAL YEAR ENDED JUNE 30, 2015
TABLE OF CONTENTS

Page

Independent Auditor's Report

The Honorable Board of Supervisors
County of Los Angeles, California

We have audited the accompanying financial statements of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the County of Los Angeles, California (County), as of and for the year ended June 30, 2015, and the related notes to the financial statements, which collectively comprise the County's basic financial statements as listed in the table of contents.

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.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We did not audit the financial statements of the Community Development Commission (CDC) (discretely presented component unit), Los Angeles County Children and Families First – Proposition 10 Commission (First 5 LA) (discretely presented component unit) and the Los Angeles County Employees' Retirement Association (LACERA), which represent the following percentages of the assets, net position/fund balances, and revenues/additions of the following opinion units:

Opinion Unit	Assets	Net Position/ Fund Balances	Revenues/Additions
Discretely presented component units	100%	100%	100%
Aggregate remaining fund information	71%	73%	9%

Those statements were audited by other auditors whose reports have been furnished to us, and our opinion, insofar as it relates to the amounts included for CDC, First 5 LA, and LACERA, is based solely on the reports of the other auditors. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. 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 auditor's 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 opinions.

Opinions

In our opinion, based on our audit and the reports of other auditors, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the County of Los Angeles, California, as of June 30, 2015, and the respective changes in financial position and, where applicable, cash flows thereof and the respective budgetary comparison for the General Fund, Fire Protection District Fund, Flood Control District Fund, Public Library Fund, and Regional Park and Open Space District Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 2 to the basic financial statements, effective July 1, 2014, the County adopted the provisions of Governmental Accounting Standards Board (GASB) Statement No. 68, *Accounting and Financial Reporting for Pensions – An Amendment of GASB Statement No. 27* and GASB Statement No. 71, *Pension Transition for Contributions Made Subsequent to the Measurement Date – An Amendment of GASB Statement No. 68.* The implementation of these statements resulted in a restatement of net position as of July 1, 2014 in the amount of $7,835,193,000, $1,322,777,000, and $21,142,000 for governmental activities, business-type activities, and the CDC, respectively. Our opinion is not modified with respect to this matter.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 4 through 24, the schedule of net pension liability and related ratios, the schedule of County's contributions and the schedules of funding progress – Other Postemployment Benefits on pages 139 through 141 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the GASB, who considers it to be an essential part of financial reporting for placing the basic 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 basic financial statements, and other knowledge we obtained during our audit of the basic 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.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the County's basic financial statements. The introductory section, combining and individual fund statements and schedules, and statistical section are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The combining and individual fund statements and schedules are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the combining and individual fund statements and schedules are fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The introductory and statistical sections have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

Macias Gini & O'Connell LLP

Los Angeles, California
December 15, 2015

This section of the County's Comprehensive Annual Financial Report (CAFR) presents a narrative overview and analysis of financial activities for the year ended June 30, 2015. We recommend that this information be used in conjunction with additional information contained in the letter of transmittal.

Financial Highlights

At the end of the current year, the net position (total assets and deferred outflows of resources, reduced by total liabilities and deferred inflows of resources) of the County was positive $286 million. However, net position is classified into three categories and the unrestricted component is negative $20.043 billion. During the current year, the County implemented Governmental Accounting Standards Board Statement No. 68, "Accounting and Financial Reporting for Pensions" (GASB 68) and Statement No. 71 "Pension Transition for Contributions Made Subsequent to the Measurement Date-An Amendment of GASB 68" (GASB 71). GASB 68 and 71 had a material effect on the County's beginning net position, which was restated and reduced by $9.158 billion. See further discussion in Notes 2 and 8 to the basic financial statements.

During the current year, the County's net position decreased by a total of $291 million. Net position related to governmental activities decreased by $358 million, while net position related to business-type activities increased by $67 million.

At the end of the current year, the County's General Fund reported a total fund balance of $3.190 billion. The fund balance categories and amounts consisted of nonspendable fund balance of $272 million, restricted fund balance of $56 million, committed fund balance of $334 million, assigned fund balance of $492 million, and $2.036 billion of unassigned fund balance.

The County's capital asset balances were $19.159 billion at year-end and increased by $65 million during the year.

During the current year, the County's total long-term debt increased by $11 million. Newly issued and accreted long-term debt of $568 million exceeded long-term debt maturities of $557 million.

Overview of the Basic Financial Statements

This discussion and analysis are intended to serve as an introduction to the County's basic financial statements, which are comprised of the following three components:

- Government-wide financial statements
- Fund financial statements
- Notes to the basic financial statements

This report also includes other supplementary information in addition to the basic financial statements.

GOVERNMENT-WIDE FINANCIAL STATEMENTS

The government-wide financial statements are designed to provide readers with a broad overview of the County's finances, in a manner similar to a private-sector business.

The Statement of Net Position presents information on all County assets and deferred outflows of resources reduced by liabilities and deferred inflows of resources, which represent net position. Over time, increases and decreases in net position may serve as an indicator of whether the financial position of the County is improving or deteriorating.

The Statement of Activities presents information that indicates how the County's net position changed during the fiscal year. All changes in net position are reported as soon as the underlying events giving rise to the changes occur, regardless of the timing of related cash flows. Therefore, revenues and expenses are reported in these statements for some items that affect cash flows in future periods. For example, property tax revenues have been recorded that have been earned but not yet collected and workers' compensation expenses have been accrued but not yet paid.

The government-wide financial statements report the following different types of programs or activities:

- Governmental Activities - The majority of County services are reported under this category. Taxes and intergovernmental revenues are the major revenue sources that fund these activities, which include general government, public protection, public ways and facilities, health and sanitation, public assistance, education, recreation and cultural services, and interest on long-term debt.

- Business-type Activities - County services that are intended to recover costs through user charges and fees are reported under this category. The County Hospitals, the Waterworks Districts, and the Aviation Funds represent the County's business activities.

- Discretely Presented Component Units - Component units are separate entities for which the County is financially accountable. The Community Development Commission and First 5 LA are displayed as discretely presented in the financial statements.

FUND FINANCIAL STATEMENTS

The fund financial statements contain information regarding major individual funds. A fund is a fiscal and accounting entity with a balanced set of accounts. The County uses separate funds to ensure compliance with fiscal and legal requirements.

The County's funds are classified into the following three categories:

- Governmental Funds - These funds are used to account for essentially the same services that were previously described as governmental activities above. However, the fund financial statements focus on near-term inflows and outflows of spendable resources, as well as on balances of spendable resources available at the end of the fiscal year. Such information may be useful in evaluating the County's near-term financing requirements. Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. Both the governmental funds balance sheet and the governmental funds statement of revenues, expenditures and changes in fund balances provide a reconciliation to facilitate this comparison between governmental funds and governmental activities. Governmental funds include the General Fund, as well as Special Revenue Funds, Debt Service Funds, Capital Projects Funds, and Permanent Funds.

- Proprietary Funds - These funds are used to account for functions that were classified as "business-type activities" in the government-wide financial statements. The County's Internal Service Funds are also reported within the proprietary fund section. The County's four Hospital Funds and Waterworks Funds are all considered major funds for presentation purposes. There is one nonmajor enterprise fund (Aviation Funds) and it is displayed with the other major enterprise funds.

- Fiduciary Funds - These funds are used to report assets held in a trustee or agency capacity for others and cannot be used to support the County's programs. The Pension and Other Postemployment Benefit Trust Funds, the Investment Trust Funds, and Agency Funds are reported in this fund category, using the accrual basis of accounting.

NOTES TO THE BASIC FINANCIAL STATEMENTS

The notes to the basic financial statements provide additional information that is essential to a full understanding of the data provided in the government-wide and the fund financial statements.

REQUIRED SUPPLEMENTARY INFORMATION

In addition to the basic financial statements and accompanying notes, this report presents certain required supplementary information concerning the County's net pension liability and related ratios, County's pension contributions and progress in funding its obligation to provide pension benefits and other postemployment benefits to employees.

Government-wide Financial Analysis

As noted earlier, net position may serve over time as a useful indicator of a government's financial position. In the case of the County, assets and deferred outflows of resources exceeded liabilities and deferred inflows of resources by $286 million at the close of the most recent fiscal year.

Summary of Net Position
As of June 30, 2015 and 2014 (in thousands)

	Governmental Activities		Business-type Activities		Total	
	2015	2014 (1)	2015	2014 (1)	2015	2014 (1)
Current and other assets	$ 9,196,361	$ 8,509,325	$ 1,620,252	$ 1,302,031	$ 10,816,613	$ 9,811,356
Capital assets	16,152,897	16,091,301	3,005,864	3,002,176	19,158,761	19,093,477
Total assets	25,349,258	24,600,626	4,626,116	4,304,207	29,975,374	28,904,833
Deferred outflows of resources	1,267,447	20,243	211,805		1,479,252	20,243
Current and other liabilities	1,982,863	1,732,192	418,664	384,084	2,401,527	2,116,276
Long-term liabilities	20,960,211	13,474,871	4,829,855	3,501,717	25,790,066	16,976,588
Total liabilities	22,943,074	15,207,063	5,248,519	3,885,801	28,191,593	19,092,864
Deferred inflows of resources	2,550,590	97,031	426,559		2,977,149	97,031
Net position:						
Net investment in capital assets	14,846,719	14,789,236	2,298,915	2,271,730	17,145,634	17,060,966
Restricted	3,098,677	2,727,379	84,672	76,908	3,183,349	2,804,287
Unrestricted (deficit)	(16,822,355)	(8,199,840)	(3,220,744)	(1,930,232)	(20,043,099)	(10,130,072)
Total net position	$ 1,123,041	$ 9,316,775	$ (837,157)	$ 418,406	$ 285,884	$ 9,735,181

(1) The 2014 amounts were not restated for GASB 68.

Significant changes in assets, deferred outflows of resources, liabilities, and deferred inflows of resources included the following:

Current and Other Assets

Current and other assets increased by $687 million for governmental activities and by $318 million for business-type activities. For governmental activities, there was an increase of $1.232 billion in pooled cash and investments, largely due to the improved cash position of the County's General Fund, which grew by $745 million over the prior year. Other receivables decreased by $111 million and were primarily attributable to lower receivables associated with the administration of the managed care program. For business-type activities, current and other assets increased as the negative amount of "internal balances" was reduced by $408 million, largely due to lower amounts of cash flow advances from the County's General Fund to the various Hospital Enterprise Funds.

Deferred Outflows of Resources

Deferred outflows of resources grew substantially, from $20 million in the prior year to $1.479 billion in the current year. Under GASB 68 and 71, employer pension contributions made subsequent to the measurement date (June 30, 2014) of the net pension liability are recognized as deferred outflows of resources. The County made employer contributions of $1.438 billion subsequent to the measurement date and this amount is reflected within the current year's deferred outflows of resources. Additional information is provided in Note 8 to the basic financial statements.

Liabilities

Current and other liabilities increased by $251 million for governmental activities. The largest component of this increase is $363 million for advances payable, largely due to higher advances for mental health and children's services programs. This amount was offset by a $93 million reduction of accounts payable. For business-type activities, a net increase of $35 million in current and other liabilities was primarily due to increases in accounts payable for intergovernmental transfer expenses associated with the hospitals.

Long-term liabilities increased by $7.485 billion for governmental activities and by $1.328 billion for business-type activities. Pension liabilities were recognized in the current year for the first time and were not restated. The cumulative effect of such liabilities was $6.957 billion, of which $5.964 billion pertained to governmental activities and $993 million to business-type activities. Liabilities for other postemployment benefits (OPEB) increased for both governmental and business-type activities by $1.384 billion and $303 million, respectively. Specific disclosures related to pension liabilities, OPEB and other changes in long-term liabilities are discussed and referenced in Notes 8, 9, and 11 to the basic financial statements, respectively.

Deferred Inflows of Resources

Deferred inflows of resources were substantially higher in the current period, rising from $97 million to $2.977 billion. GASB 68 and 71 requires that the net difference between projected and actual earnings on pension plan investments be recognized as deferred inflows of resources. The amount of actual prior year pension plan earnings in excess of projected earnings was $2.884 billion and this amount is newly recognized in the County's current year financial statements as deferred inflows of resources, and is discussed in Note 8 to the basic financial statements. There were also $93 million of deferred inflows of resources recognized in the current year, and this amount is associated with the present value of installment payments due to service concession arrangements with private operators of twenty County golf courses, as discussed in Note 7 to the basic financial statements.

The County's total net position consists of the following three components:

Net Investment in Capital Assets

The largest portion of the County's net position, $17.146 billion, represents its investment in capital assets (i.e., land, buildings and improvements, infrastructure, software and equipment, net of related depreciation), less any related debt and related deferred outflows of resources used to acquire those assets that is still outstanding. The County uses these capital assets to provide services to citizens; consequently, these assets are not available for future spending. Although the County's investment in its capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities.

Restricted Net Position

The County's restricted net position at year-end was $3.183 billion. Asset restrictions are primarily due to external restrictions imposed by State legislation and bond covenants. Net position that pertains to the various separate legal entities included in the basic financial statements is also generally restricted because the entities' funding sources require that funds be used for specific purposes.

Unrestricted Net Position (Deficit)

The County's total unrestricted net position is negative $20.043 billion. Both governmental and business-type activities reported deficits in this category of $16.822 billion and $3.221 billion, respectively. OPEB related liabilities of $11.535 billion continued to be the most significant factor associated with the reported deficits. Newly recognized pension liabilities totaling $6.957 billion were also a significant factor, which contributed to the deficit amount.

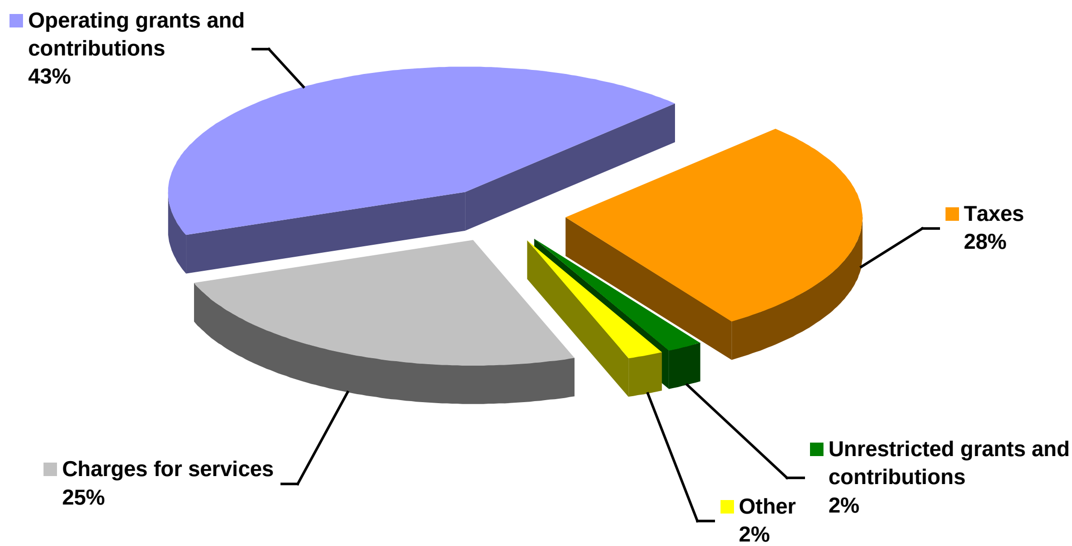
The following table details identifies changes in net position for governmental and business-type activities:

Summary of Changes in Net Position
For the Years Ended June 30, 2015 and 2014
(in thousands)

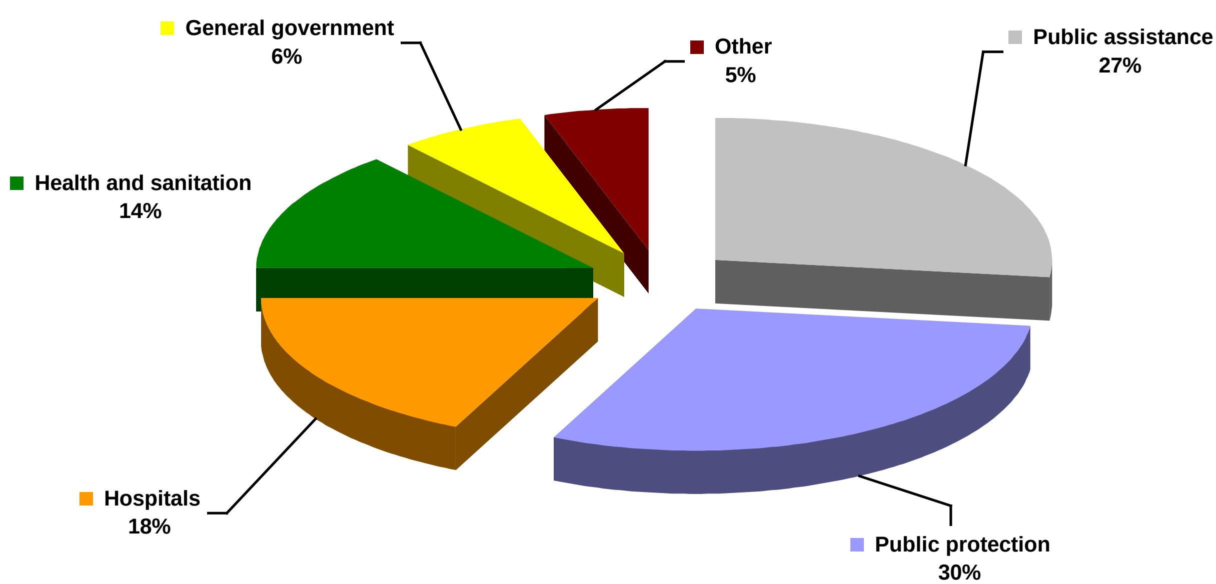
	Governmental Activities		Business-type Activities		Total	
	2015	2014 (1)	2015	2014 (1)	2015	2014 (1)
Revenues:						
Program revenues:						
Charges for services	$ 2,505,007	$ 2,751,505	$ 3,037,826	$ 2,534,565	$ 5,542,833	$ 5,286,070
Operating grants and contributions	8,976,986	8,579,502	500,840	485,888	9,477,826	9,065,390
Capital grants and contributions	35,685	12,850	2,353	3,156	38,038	16,006
General revenues:						
Taxes	6,161,188	5,840,175	4,919	4,681	6,166,107	5,844,856
Unrestricted grants and contributions	512,079	513,458		33	512,079	513,491
Investment earnings	74,220	64,354	1,289	3,908	75,509	68,262
Miscellaneous	181,119	134,611	26,012	19,101	207,131	153,712
Total revenues	18,446,284	17,896,455	3,573,239	3,051,332	22,019,523	20,947,787
Expenses:						
General government	1,429,897	1,307,001			1,429,897	1,307,001
Public protection	6,638,192	6,682,960			6,638,192	6,682,960
Public ways and facilities	415,586	366,582			415,586	366,582
Health and sanitation	3,136,924	3,557,523			3,136,924	3,557,523
Public assistance	6,007,973	5,830,165			6,007,973	5,830,165
Education	107,336	119,037			107,336	119,037
Recreation and cultural services	365,755	278,459			365,755	278,459
Interest on long-term debt	99,400	97,777			99,400	97,777
Hospitals			4,017,633	3,838,574	4,017,633	3,838,574
Waterworks			85,479	84,499	85,479	84,499
Aviation			6,675	6,402	6,675	6,402
Total expenses	18,201,063	18,239,504	4,109,787	3,929,475	22,310,850	22,168,979
Excess (deficiency) before transfers	245,221	(343,049)	(536,548)	(878,143)	(291,327)	(1,221,192)
Transfers	(603,762)	(731,152)	603,762	731,152		
Changes in net position	(358,541)	(1,074,201)	67,214	(146,991)	(291,327)	(1,221,192)
Net position – beginning, as restated for 2015	1,481,582	10,390,976	(904,371)	565,397	577,211	10,956,373
Net position – ending	$ 1,123,041	$ 9,316,775	$ (837,157)	$ 418,406	$ 285,884	$ 9,735,181

(1) The 2014 amounts were not restated for GASB 68.

REVENUES BY SOURCE – ALL ACTIVITIES FOR THE YEAR ENDED JUNE 30, 2015



EXPENSES BY TYPE – ALL ACTIVITIES FOR THE YEAR ENDED JUNE 30, 2015



Governmental Activities

Revenues from governmental activities increased by $550 million (3.1%) when compared with the prior year. The most significant changes in specific revenue sources were experienced in the following areas:

- Program revenues recognized from operating grants and contributions increased by $397 million. Of this total, $139 million is attributable to new State grant funding designed to improve local probation supervision practices and capacities. An additional $72 million provided increased funding for a variety of public safety initiatives. Revenue associated with the State Mental Health Services Act (Proposition 63) increased by $138 million due to growth in dedicated State income taxes, which is the State's source of funding for this program.

- Taxes, the County's largest general revenue source, were $321 million higher than the prior year due almost entirely to increased property taxes, which grew by $297 million. The County's assessed property tax roll grew for the fourth consecutive year and was 5.47% higher in the current year. Property tax revenues were also recognized in conjunction with the dissolution of redevelopment agencies. "Pass through" payments from redevelopment dissolution were $223 million and increased by $21 million from the prior year. Redevelopment dissolution also provides residual property taxes to local governments, including the County. The County's share of such residual tax revenues in the current year was $190 million, an increase of $30 million compared to the prior year.

- Charges for services decreased by a total of $246 million, primarily attributable to a $278 million decrease in revenues associated with clients who were enrolled in managed care pursuant to the County's implementation of the Affordable Care Act (ACA). In the prior year, the County was responsible for processing and paying the out-of-network claims and out-of-network pass through payments to private hospitals, on behalf of managed care enrollees. In the current year, enrollment responsibilities shifted to independent local agencies, which specialize in providing managed health care services.

For the second consecutive year, pursuant to Assembly Bill 85 (AB85), the State withheld revenues known as "1991 County Health Realignment Funds." The withheld amount in the current year, $238 million, represents an increase of $150 million over the $88 million withheld in the prior year. The amounts withheld are based on an assumption that County healthcare costs for the indigent population will decrease. The funds will be reconciled and trued-up, two years after the fiscal year in which the amounts were withheld. The County anticipates that the final amount withheld will be less than or equal to the cumulative withheld amount of $326 million. It is subject to the State's review and approval, and the financial impact of the potential redirection of realignment funding in future years is not yet known. Accordingly, any revenues associated with the amount withheld are uncertain and have not been recorded in the financial statements.

Governmental Activities-Continued

Expenses related to governmental activities decreased by $38 million (0.2%) during the current year. Within this net change, there were significant individual areas where costs were both higher and lower. Cost increases were most significant for salaries and wages, which grew by $304 million. There were general salary increases during the current year, which became effective for most employees at rates ranging from 2% to 4%, with staggered effective dates throughout the fiscal year. Expenses for employee benefits, excluding pension costs, grew by $195 million, led by increases in compensated absences and workers compensation of $54 and $52 million, respectively. Expenses were also higher by $117 million for non-salary cost increases associated with public assistance programs, as operating and assistance costs increased, particularly for the In-Home Assistance Services Program. Funding grants made to other agencies grew by $86 million and depreciation expense was $35 million higher in the current year.

The implementation of GASB 68 and 71 in the current year affected comparative pension costs, reported at $561 million, a reduction of $523 million for governmental activities. As discussed previously, responsibility for certain managed care activities shifted from the County to other local entities and expenses were $268 million lower due to this change.

Business-type Activities

Revenues from business-type activities saw a net increase in comparison to the prior year of $522 million (17.1%) and nearly all of this amount was related to charges for services, which increased by $503 million. As discussed in Note 14 to the basic financial statements, County Hospital revenues are derived from a wide range of federal and State funding sources. The ACA was initiated midway during the prior year, and the current year represented the first full year of operations under the ACA. The principal funding source derived from the ACA is known as "Medicaid Coverage Expansion" and it increased by $458 million in the current year, and included rate supplement revenues.

Expenses related to business-type activities increased from the previous year by a net total of $180 million (4.6%), of which $179 million was associated with the County's hospitals. Specifically, intergovernmental transfer expenses related to various hospital funding sources were higher by $51 million. Spending increases of $55 million and $31 million were also noted in salaries and employee benefits, and interest expense, respectively. For all Hospital facilities, the average patient census during the current year was 1,212 patients per day, which was nearly identical in comparison with 1,213 for the prior year.

Financial Analysis of the County's Funds

As noted earlier, the County uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental Funds

The focus of the County's governmental funds is to provide information on near-term inflows, outflows, and balances of resources that are available for spending. Such information is useful in assessing the County's financing requirements. Types of governmental funds reported by the County include the General Fund, Special Revenue Funds, Debt Service Funds, Capital Project Funds, and the Permanent Funds.

As of the end of the current fiscal year, the County's governmental funds reported combined total fund balances of $6.759 billion, an increase of $482 million in comparison with the prior year. Of the total fund balances, $286 million is nonspendable to indicate the extent that funds are not in spendable form or are required to remain intact. An additional $3.297 billion is classified as restricted, $446 million as committed, and $694 million as assigned. The remaining balance of $2.036 billion is classified as unassigned and is entirely associated with the General Fund.

Revenues from all governmental funds for the current year were $18.435 billion, an increase of $567 million (3.2%) from the previous year. Expenditures for all governmental funds in the current year were $17.849 billion, an increase of $520 million (3.0%) from the previous year. In addition, other financing uses exceeded other financing sources by $103 million as compared to $369 million in the prior year.

The General Fund is the County's principal operating fund. During the current year, the fund balance in the General Fund increased by $87 million (2.8%). At the end of the current fiscal year, the General Fund's total fund balance was $3.190 billion. Of this amount, $272 million is classified as nonspendable, $56 million as restricted, $334 million as committed, $492 million as assigned and the remaining $2.036 billion is classified as unassigned.

General Fund revenues during the current year were $15.455 billion, an increase of $247 million (1.6%) from the previous year. General Fund expenditures during the current year were $15.238 billion, an increase of $448 million (3.0%) from the previous year. Other financing sources/uses-net was negative $130 million in the current year as compared to negative $195 million in the prior year.

Following are significant changes in General Fund revenues and expenditures:

- Revenues from taxes increased by $252 million and property taxes comprised $233 million of this increase. Residual property tax revenues, which are associated with redevelopment dissolution, were $162 million in the current year, or $28 million higher than the prior year. Property tax growth was also reflected in "pass through" property tax revenues, which were $20 million higher in the current year.

Governmental Funds-Continued

- Intergovernmental revenues increased by $179 million overall, and were primarily associated with federal revenue increases of $144 million. Federal revenue growth was attributable to higher levels of reimbursable program and administrative costs for public assistance and children and family services programs. State revenues grew by $54 million, while Other Intergovernmental revenues were lower by $19 million. State revenue growth of $46 million was associated with a program referred to as Senate Bill 90, which reimburses the County for performing State-mandated activities.

- Charges for services decreased by a total of $252 million. As previously mentioned, there was a $278 million decrease in revenues associated with clients who were initially enrolled in managed care pursuant to the County's implementation of the ACA in the prior year. This was partially offset by a $27 million increase in revenues for services provided by the Sheriff's Department, primarily for services rendered to the County's independently operated transportation agency and the Superior Court.

- General fund expenditures increased by a total of $448 million, or 3.0%. Within this total, current expenditures increased by $451 million, and debt service and capital outlay expenditures decreased by $2 million and $1 million, respectively. The most significant increase in current expenditures was reflected in public protection programs, where spending grew by $293 million, of which $234 million pertained to salaries and employee benefits, largely due to negotiated salary increases. Public assistance expenditures were higher by $252 million, of which salary and benefit increases were nearly $137 million with the remaining increase associated with higher spending on public assistance benefits. General government spending increases were $157 million and this growth was related to funding grants to other agencies of $86 million, capital improvements of $34 million, and wage growth of $40 million. Health and sanitation program expenditures were $273 million lower, and this was primarily due to the significant changes in managed care responsibilities, as previously discussed.

The Fire Protection District reported a year-end fund balance of $243 million, which represented an increase of $19 million from the previous year. Revenues increased by $49 million, of which $37 million was related to property taxes and primarily associated with growth in assessed property values. Expenditures were also higher by $19 million, nearly all of which was related to salaries and benefits.

The Flood Control District reported a year-end fund balance of $374 million, which was $68 million higher than the previous year. Total pooled cash and investments increased by $79 million over the prior year's balance. Revenues and expenditures grew by $8 million and $3 million, respectively, from the previous year.

Governmental Funds-Continued

The Public Library Fund reported a year-end fund balance of $62 million, which was $1 million higher than the previous year. Revenue growth of $3 million from higher property taxes was offset by higher expenditures, which also grew by $3 million.

The Regional Park and Open Space District reported a year-end fund balance of $330 million, which was $7 million higher than the previous year. Current year revenues were higher by $4 million and were associated with increased charges for services, while expenditures were lower by $10 million.

Proprietary Funds

The County's proprietary funds provide the same type of information found in the government-wide financial statements, but in more detail. The County's principal proprietary funds consist of four hospital enterprise funds and each one is reported as a major fund. All of the aforementioned funds incurred a net loss prior to contributions and transfers.

The County is legally required to provide local matching funds to the health care system in order to remain eligible for federal and State assistance. Such funds were provided to the hospitals as operating subsidies from the County General Fund during the year as discussed in Note 15 to the basic financial statements. The amount of subsidy, per facility, ranged from $33 million for Rancho Los Amigos National Rehabilitation Center to $208 million for the Harbor-UCLA Medical Center. The total subsidy amount was $377 million and is reflected in the Statement of Revenues, Expenses and Changes in Fund Net Position as "transfers in." By comparison, the total General Fund subsidy in the prior year was $522 million. The ACA was in effect for the entire current year and the County's hospital operations experienced higher levels of patient care revenues.

An additional source of local funding for the Hospitals is the Health Services Measure B Special Revenue Fund ("Measure B Fund"). The Measure B Fund receives voter approved property taxes for trauma and emergency services. In the current year, the Measure B Fund provided transfers to the LAC+USC Medical Center ($117 million), Harbor-UCLA Medical Center ($54 million), and Olive-View UCLA Medical Center ($40 million). The total current year amount of $211 million in Measure B transfers was higher than the prior year amount of $209 million.

Waterworks Funds reported year-end net position of $810 million, a $6 million reduction from the previous year. Current year operating revenues of $74 million, and operating expenses of $85 million were similar to prior year amounts, as operating revenues were lower by $1 million and operating expenses were higher by $1 million.

General Fund Budgetary Highlights

The accompanying basic financial statements include a Statement of Revenues, Expenditures, and Changes in Fund Balance - Budget and Actual on Budgetary Basis for the County's General Fund. The County's budgetary basis of accounting is discussed in Notes 1 and 16 to the basic financial statements. There are approximately 100 separate budget units within the General Fund, excluding capital improvement projects, which are individually budgeted. The data presented below represents the net budgetary changes for the General Fund in a highly summarized format. Accordingly, in certain instances, budgets have been increased for programs within a category even though actual amounts have not been realized for the category in its entirety. Under the budgetary basis, there was a net increase of $184 million in the General Fund's available (unassigned) fund balance from the previous year.

Budgetary Summary - Revenues/Financing Sources

Following is a summary of current year budgetary changes and actual results (on the County's budgetary basis) for General Fund revenues and other financing sources (in thousands):

Category	Increase (Decrease) From Original Budget	Final Budget Amount	Actual Amount	Variance-Positive (Negative)
Taxes	$ 50,770	$ 4,712,736	$ 4,770,549	$ 57,813
Intergovernmental revenues	168,813	9,334,432	8,551,356	(783,076)
Charges for services	(24,098)	1,622,157	1,496,543	(125,614)
All other revenues	48,796	591,792	613,225	21,433
Other sources and transfers in	24,375	735,846	379,089	(356,757)
Total	$ 268,656	$ 16,996,963	$ 15,810,762	$ (1,186,201)

Changes from Amounts Originally Budgeted

During the year, net increases in budgeted revenues and other financing sources were approximately $269 million. The most significant changes occurred in the following areas:

Changes from Amounts Originally Budgeted-Continued

- Estimated intergovernmental revenues increased by $169 million. Of this amount, $72 million was used to augment federal and State funds budgeted for a variety of health and mental health programs. There was also an increase of $12 million from Federal funds for the Help America Vote Act. Net additions of $11 million were made to budgeted intergovernmental revenues associated with redevelopment dissolution revenues. Budgeted federal revenues for capital projects, emergency and disaster recovery were increased by $70 million to reflect additional grant funding. There were other net additions to budgeted intergovernmental revenues of $4 million.
- The budget for tax revenues increased by $51 million. The $51 million increase was associated with year-end budgetary changes that are designed to demonstrate compliance with legal provisions related to the appropriation of revenues from property taxes and certain other tax related revenues.
- The budget for all other revenues increased by $49 million. Of this increase, $33 million was associated with revenue received for the General Fund's health services administration activities. The remaining variance of $16 million was from rents and concessions revenue of $4 million and miscellaneous revenue of $12 million.

Actual Revenues/Financing Sources Compared with Final Budget Amounts

Actual revenues and other financing sources recognized by the General Fund were approximately $15.811 billion. This amount was $1.186 billion, or 7%, lower than budget. As discussed below, most of this variance was concentrated in the areas of intergovernmental revenues, charges for services, and "other sources and transfers in."

- Actual intergovernmental revenues were $783 million lower than the amount budgeted. Budgeted intergovernmental revenues of $193 million were not realized for various capital improvements, disaster recovery programs and emergency preparedness projects, as these initiatives were not completed prior to year-end. Approximately $296 million was associated with social services and child and family programs, where reimbursable costs were lower than anticipated due to delays in hiring and promoting staff, reduced contractual spending for services and child care provider payments, and delays in implementing new systems. Mental health programs accounted for approximately $143 million of this variance, which experienced lower than anticipated reimbursable costs and correspondingly lower than expected revenues. The Sheriff's Department under-realized revenues of $44 million due to lower than expected reimbursement of salaries, services and supplies. Public health related programs experienced budgeted revenue shortfalls of $51 million, most of which was associated with federal grants and offset by a comparable amount of cost savings. The Registrar-Recorder did not realize $23 million of federal funds (Help America Vote Act) due to lower than anticipated eligible costs and delay in implementing a new voting system. The remaining variance of $33 million was related to a variety of other programs.

Actual Revenues/Financing Sources Compared with Final Budget Amounts-Continued

- The actual amount of "other sources and transfers in" was $357 million lower than the amount budgeted. Of this amount, mental health programs funded by the Mental Health Services Act Special Revenue Fund did not fully materialize at the budgeted level and "transfers in" were $224 million lower than budgeted. In addition, "transfers in" totaling $90 million were assumed in the budget for capital improvements and extraordinary building maintenance projects, which did not incur expected costs. Costs associated with Probation and Sheriff's Department programs funded by the Other Public Protection Special Revenue Funds were $35 million less than budgeted. There were various other sources and transfers that comprised the remaining variance of $8 million.

- Actual charges for services were $126 million lower than the amount budgeted. Of this amount, $89 million was associated with health, mental health, and public health program revenues, which experienced lower than anticipated reimbursable costs and correspondingly lower than expected revenues. The estimated costs of servicing a large telecommunication system and other projects were $18 million less than the budget. The remaining variance of $19 million was related to a variety of other charges for services.

Budgetary Summary - Expenditures/Other Financing Uses

Following is a summary of current year budgetary changes and actual results (on the County's budgetary basis) for General Fund expenditures, transfers out, and changes in fund balance components (in thousands):

Category	Increase (Decrease) From Original Budget	Final Budget Amount	Actual Amount	Variance-Positive
General government	$ (39,525)	$ 1,984,708	$ 1,110,563	$ 874,145
Public protection	71,091	5,432,617	5,188,548	244,069
Health and sanitation	(52,847)	3,486,984	3,024,533	462,451
Public assistance	39,755	6,142,607	5,716,044	426,563
All other expenditures	15,617	1,176,442	464,688	711,754
Transfers out	136,189	399,947	388,051	11,896
Contingencies	43,924	48,924		48,924
Fund balance changes-net	54,452	(109,003)	(265,528)	156,525
Total	$ 268,656	$ 18,563,226	$15,626,899	$ 2,936,327

Changes from Amounts Originally Budgeted

During the year, net increases in General Fund appropriations and fund balance component changes were approximately $269 million. The most significant increases occurred in the following areas:

- Appropriations for "transfers out" were increased by $136 million. Of this amount, $92 million was appropriated to augment the amount of fund transfers from the General Fund to various hospital funds. An additional $44 million of one-time federal and State disaster reimbursements funds were allocated to fund transfers for purposes of redeeming long-term debt obligations and for library and dock improvements.
- Public Protection appropriations were increased by $71 million. Of this amount, $48 million was appropriated to implement the Jail Reform initiatives in the Sheriff's department. In addition, there was a $12 million increase in appropriations for homeland security and emergency management programs. Various increases in public protection programs appropriations comprised the remaining $11 million.
- Net budgetary changes of $54 million had the effect of increasing the available (unassigned) fund balance component. At the end of the year, the nonspendable fund balance for long-term receivables was reduced by $57 million, as collections were received from the State for health services and various mandated services. These changes were offset by $3 million of decreases to other fund balance categories.
- Health and sanitation appropriations were decreased by $53 million. Of this amount, a $67 million decrease in appropriation was from budgetary savings in the administration of health and managed care services. The difference was attributable to a net increase in other health and sanitation appropriations of $14 million.
- General government appropriations decreased by $40 million. Of this amount, appropriations not associated with specific County departments, such as provisional appropriations, decreased by $78 million and transferred to other functional categories to fund the Sheriff's jail reform initiatives, various capital improvements and deferred maintenance projects expenditures. This was offset by an increase of appropriations of $29 million for project and facility development expenditures and various increases to general government expenditures by $9 million.

Actual Expenditures/Other Financing Uses Compared with Final Budget Amount

Actual expenditures/other financing uses for the current year were $2.936 billion lower (15.8%) than the final total budget of $18.563 billion. There were budgetary savings in all functional expenditure categories. Following are the functional areas that recognized the largest variations from the final budget:

Actual Expenditures/Other Financing Uses Compared with Final Budget Amount-Continued

- The general government function reported actual expenditures that were $874 million less than the amount budgeted. Of this amount, $641 million represented budgetary savings for items that are not associated with specific County departments, such as provisional appropriations and central non-departmental appropriations. The remaining $233 million was spread across County departments comprising general government and was mostly related to savings in the areas of salaries and services and supplies.

- The category referred to as "all other expenditures" reflected actual spending of $712 million less than the budgeted amount. Of this variance, $696 million was in the capital outlay category, related to numerous capital improvements anticipated in the budget that remained in the planning and development stages and did not incur expenditures during the year. Most of the unused balance has been reestablished in the following year's budget to ensure the continuity of the projects, many of which are multi-year in nature.

- Overall expenditures for the health and sanitation category were $462 million less than the budgeted amount. Appropriations related to mental health services exceeded actual expenditures by $313 million, primarily due to lower than anticipated costs for contracted services and some salary savings. The public health program recognized budgetary savings of $132 million, with $86 million due to lower than expected services and supplies costs and approximately $46 million in salaries and benefits savings. The remaining variance of $17 million was associated with managed care health programs.

- Actual public assistance expenditures were $427 million lower than the final budget. Of this amount, $376 million was concentrated in social service and children and family programs. Administrative costs in these areas were lower than anticipated due to overall cost containment efforts, vacant positions, and delays in implementing new technology initiatives. There were also direct program savings associated with lower than anticipated caseloads. There were $33 million of savings related to homeless and housing programs due to delays in carrying out multi-year projects. The remaining variance of $18 million was related to other public assistance programs.

Capital Assets

The County's capital assets for its governmental and business-type activities as of June 30, 2015 were $19.159 billion (net of depreciation). Capital assets include land, easements, buildings and improvements, equipment, software, and infrastructure. The major infrastructure network elements are roads, sewers, water, flood control, and aviation. Specific capital asset changes during the current year are presented in Note 6 to the basic financial statements.

The total increase in the County's capital assets (net of depreciation) for the current fiscal year was $65 million, as shown in the following table.

Changes in Capital Assets, Net of Depreciation
Primary Government - All Activities
(in thousands)

	Current Year	Prior Year	Increase (Decrease)
Land and easements	$ 7,513,257	$ 7,542,257	$ (29,000)
Buildings and improvements	5,239,777	4,649,013	590,764
Infrastructure	4,798,885	4,925,897	(127,012)
Equipment	539,429	524,218	15,211
Software	338,281	294,937	43,344
Capital assets, in progress	729,132	1,157,155	(428,023)
Total	$ 19,158,761	$ 19,093,477	$ 65,284

The County's major capital asset initiatives during the current year continued to focus on new facilities and major improvements for the Hospitals. Six significant construction-in-progress (CIP) projects were completed toward the end of the current year and reclassified from CIP to buildings and improvements for the following facilities: $275 million for the Martin Luther King, Jr. Inpatient Tower facility, $205 million for the Hall of Justice building, $42 million for the Harbor/UCLA Medical Center facility, $24 million for the Medical Examiner Biological building, $21 million for the Manhattan Beach Library, and $17 million for the Pathfinder Park Community Center. As of June 30, 2015, there were $339 million of capital asset commitments outstanding.

Debt Administration

During the current year, the County's liabilities for long-term debt, including accreted interest, increased by $11 million, as newly issued debt and accretions of $568 million exceeded debt maturities of $557 million. Specific changes related to governmental and business-type activities are presented in Note 11 (Long-Term Obligations) to the basic financial statements.

During the current year, significant long-term debt transactions were as follows:

- Lease revenue obligation notes (LRON) of $342 million were issued for governmental and business-type activities in the amounts of $309 million and $33 million, respectively. For governmental activities, debt was issued to finance a new family support center, library, animal care, and fire department facilities. For business-type activities, debt was issued to finance hospital improvements.

- New debt of $40 million was issued to finance the acquisition of equipment. Equipment debt totaling $19 million was redeemed during the year in accordance with maturity schedules.

- New governmental activities debt of $153 million was issued to finance a multi-department service center and library and to redeem LRON.

In addition to the above borrowing, the County continued to finance General Fund cash flow shortages occurring periodically during the fiscal year by selling $900 million in tax and revenue anticipation notes. The notes matured and were redeemed on June 30, 2015. The General Fund also relied upon periodic borrowing from available agency funds.

Bond Ratings

The County's debt is rated by Moody's, Standard & Poor's, and Fitch. The following is a schedule of ratings assigned by the respective rating agencies:

	Moody's	Standard & Poor's	Fitch
General Obligation Bonds	Aa2	AA+	AA-
Facilities	A1	AA	A+
Equipment/Non-Essential Leases	A2	AA	A+
Operating/Non-Essential Leases	A2	AA	A
Short-Term	MIG1	SP-1+	F1+
Flood Control District Revenue Bonds	Aaa	AA	AAA
Regional Park and Open Space District Bonds	Aa1	AA	AAA

During the current year, the County's bond ratings remained the same as the previous year.

Economic Conditions and Outlook

The Board of Supervisors adopted the County's 2015-16 Budget on June 22, 2015. The Budget was adopted based on estimated fund balances that would be available at the end of 2014-2015. The Board updated the Budget on September 29, 2015 to reflect final 2014-2015 fund balances and other pertinent financial information. For the County's General Fund, the 2015-2016 Budget utilized $1.750 billion of fund balance, which exceeded the previously estimated fund balance of $1.336 billion. Of the additional fund balance of $414 million, $144 million was used to carryover lapsed appropriations and ensure the continuity of funded program initiatives. The remaining $270 million was used to fund $91 million of capital improvement projects, $75 million for Diversion and Reentry programs, $51 million for Homeless and Housing programs, $31 million to augment the County's "Rainy Day Reserve," and various other program initiatives of $22 million.

The County's 2015-2016 Budget anticipates the continuation of moderate growth, as assessed property values and unemployment levels continue to trend favorably. The County's experience with the ACA has transitioned in a favorable manner and the health care system remains financially stable. Among the County's fiscal challenges is the ongoing implementation of the Department of Justice recommendations on mental health issues in the County jail system, unfunded liabilities for retiree healthcare benefits, and addressing outdated technology systems, significant deferred maintenance, and capital improvement needs.

The County is actively participating in negotiations to renew the agreement with the federal government, known as "California's Bridge to Reform" or "Health Waiver," which expired on October 31, 2015. The Health Waiver affects Medi-Cal revenue for the County hospitals and clinics including the financing methods by which the State draws down federal matching funds. Although the ACA is now well underway, the Health Waiver provides necessary funding sources for the County to continue implementing its healthcare delivery system and quality of care reforms. The County is working very closely with the State Department of Health Care Services to finalize negotiated terms and conditions for a Health Waiver extension with the federal government that is expected to become effective soon and remain in effect until 2020.

The County's budget outlook, while favorable, continues to depend on the fiscal condition and outlook of the State of California. In this regard, the State Legislative Analyst's Office (LAO) reports that the State budget is better prepared for an economic downturn that it has been at any point in decades. The LAO also projects that the State's primary revenue sources will exceed FY 2015-16 budget assumptions by $3.6 billion, with most of the gain to be used to augment the State's "rainy day fund." For FY 2016-17, the LAO estimates that, if no new State budget commitments are made, additional reserves of $11.5 billion are achievable. This forecast for the State reflects continuing improvement in the State's financial condition and should enable the County to more reliably develop its own financial forecast and spending plans for the near future.

Obtaining Additional Information

This financial report is designed to provide a general overview of the County's finances for all interested parties. Questions concerning any of the information provided in this report or requests for additional information should be addressed to the Los Angeles County Auditor-Controller, 500 West Temple Street, Room 525, Los Angeles, CA 90012-2766.

COUNTY OF LOS ANGELES
CALIFORNIA

BASIC FINANCIAL STATEMENTS

COUNTY OF LOS ANGELES
CALIFORNIA

COUNTY OF LOS ANGELES

STATEMENT OF NET POSITION

JUNE 30, 2015 (in thousands)

	PRIMARY GOVERNMENT			DISCRETELY
	GOVERNMENTAL ACTIVITIES	BUSINESS-TYPE ACTIVITIES	TOTAL	PRESENTED COMPONENT UNITS
ASSETS				
Pooled cash and investments: (Notes 1 and 5)				
Operating	$ 5,262,794	86,888	$ 5,349,682	$ 691,490
Other	1,109,772	27,949	1,137,721	
Total pooled cash and investments	6,372,566	114,837	6,487,403	691,490
Other investments (Note 5)	55,525		55,525	212,111
Taxes receivable	225,304	717	226,021	
Accounts receivable - net (Note 14)		1,483,537	1,483,537	29,733
Interest receivable	20,098	337	20,435	527
Other receivables	2,083,363	211,206	2,294,569	73,452
Internal balances (Note 15)	360,059	(360,059)		
Inventories	69,899	23,443	93,342	19,065
Restricted assets (Note 5)	9,547	146,234	155,781	
Capital assets: (Notes 6 and 10)				
Capital assets, not being depreciated	8,003,660	238,729	8,242,389	96,965
Capital assets, net of accumulated depreciation	8,149,237	2,767,135	10,916,372	91,059
Total capital assets	16,152,897	3,005,864	19,158,761	188,024
TOTAL ASSETS	25,349,258	4,626,116	29,975,374	1,214,402
DEFERRED OUTFLOWS OF RESOURCES (Note 20)	1,267,447	211,805	1,479,252	2,282
LIABILITIES				
Accounts payable	480,328	300,563	780,891	65,791
Accrued payroll	413,805	86,392	500,197	
Other payables	120,991	10,946	131,937	1,164
Accrued interest payable	21,795	19,983	41,778	
Advances payable	945,944	780	946,724	186
Long-term liabilities: (Note 11)				
Due within one year	1,049,490	170,170	1,219,660	5,328
Due in more than one year	19,910,721	4,659,685	24,570,406	70,483
TOTAL LIABILITIES	22,943,074	5,248,519	28,191,593	142,952
DEFERRED INFLOWS OF RESOURCES (Note 20)	2,550,590	426,559	2,977,149	13,322
NET POSITION				
Net investment in capital assets	14,846,719	2,298,915	17,145,634	157,556
Restricted for:				
Capital projects	53,606		53,606	
Debt service	56,492	4,873	61,365	
Permanent funds - nonspendable	2,185		2,185	
Permanent funds - spendable	203		203	
General government	548,975		548,975	
Public protection	795,294		795,294	
Public ways and facilities	439,462	79,799	519,261	
Health and sanitation	857,040		857,040	
Recreation	336,133		336,133	
Community development				321,943
First 5 LA				543,522
Other	9,287		9,287	
Unrestricted (deficit)	(16,822,355)	(3,220,744)	(20,043,099)	37,389
TOTAL NET POSITION (DEFICIT) (Note 3)	$ 1,123,041	(837,157)	$ 285,884	$ 1,060,410

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

		PROGRAM REVENUES		
FUNCTIONS			OPERATING	CAPITAL
		CHARGES FOR	GRANTS AND	GRANTS AND
PRIMARY GOVERNMENT:	EXPENSES	SERVICES	CONTRIBUTIONS	CONTRIBUTIONS
Governmental activities:				
General government	$ 1,429,897	469,598	47,673	8,792
Public protection	6,638,192	1,246,654	1,688,784	11,073
Public ways and facilities	415,586	30,484	222,275	5,515
Health and sanitation	3,136,924	535,836	2,219,799	
Public assistance	6,007,973	12,512	4,796,186	993
Education	107,336	3,129	132	1,780
Recreation and cultural services	365,755	206,794	2,137	7,532
Interest on long-term debt	99,400			
Total governmental activities	18,201,063	2,505,007	8,976,986	35,685
Business-type activities:				
Hospitals	4,017,633	2,960,080	499,825	
Waterworks	85,479	73,499	275	45
Aviation	6,675	4,247	740	2,308
Total business-type activities	4,109,787	3,037,826	500,840	2,353
Total primary government	$ 22,310,850	5,542,833	9,477,826	38,038
DISCRETELY PRESENTED COMPONENT UNITS	$ 618,889	52,195	509,410	

GENERAL REVENUES:
Taxes:
Property taxes
Utility users taxes
Voter approved taxes
Documentary transfer taxes
Other taxes
Sales and use taxes, levied by the State
Grants and contributions not restricted
to special programs
Investment income
Miscellaneous
TRANSFERS - NET
Total general revenues and transfers
CHANGE IN NET POSITION
NET POSITION (DEFICIT), JULY 1, 2014, AS RESTATED (Note 2)
NET POSITION (DEFICIT), JUNE 30, 2015

The notes to the basic financial statements are an integral part of this statement.

NET (EXPENSES) REVENUES AND CHANGES IN NET POSITION				
PRIMARY GOVERNMENT			DISCRETELY PRESENTED COMPONENT UNITS	
GOVERNMENTAL ACTIVITIES	BUSINESS-TYPE ACTIVITIES	TOTAL		FUNCTIONS
				PRIMARY GOVERNMENT:
				Governmental activities:
$ (903,834)		$ (903,834)		General government
(3,691,681)		(3,691,681)		Public protection
(157,312)		(157,312)		Public ways and facilities
(381,289)		(381,289)		Health and sanitation
(1,198,282)		(1,198,282)		Public assistance
(102,295)		(102,295)		Education
(149,292)		(149,292)		Recreation and cultural services
(99,400)		(99,400)		Interest on long-term debt
(6,683,385)		(6,683,385)		Total governmental activities
				Business-type activities:
	(557,728)	(557,728)		Hospitals
	(11,660)	(11,660)		Waterworks
	620	620		Aviation
	(568,768)	(568,768)		Total business-type activities
(6,683,385)	(568,768)	(7,252,153)		Total primary government
			$ (57,284)	DISCRETELY PRESENTED COMPONENT UNITS
				GENERAL REVENUES:
				Taxes:
5,528,417	4,919	5,533,336		Property taxes
61,135		61,135		Utility users taxes
361,662		361,662		Voter approved taxes
79,938		79,938		Documentary transfer taxes
30,346		30,346		Other taxes
99,690		99,690		Sales and use taxes, levied by the State
512,079		512,079		Grants and contributions not restricted to special programs
74,220	1,289	75,509	9,571	Investment income
181,119	26,012	207,131	1,173	Miscellaneous
(603,762)	603,762			TRANSFERS - NET
6,324,844	635,982	6,960,826	10,744	Total general revenues and transfers
(358,541)	67,214	(291,327)	(46,540)	CHANGE IN NET POSITION
1,481,582	(904,371)	577,211	1,106,950	NET POSITION (DEFICIT), JULY 1, 2014, AS RESTATED (Note 2)
$ 1,123,041	(837,157)	$ 285,884	$ 1,060,410	NET POSITION (DEFICIT), JUNE 30, 2015

COUNTY OF LOS ANGELES
BALANCE SHEET
GOVERNMENTAL FUNDS
JUNE 30, 2015 (in thousands)

	GENERAL FUND	FIRE PROTECTION DISTRICT	FLOOD CONTROL DISTRICT	PUBLIC LIBRARY
ASSETS				
Pooled cash and investments: (Notes 1 and 5)				
Operating	$ 1,648,529	225,595	411,413	62,097
Other	1,030,156	17,813	12,812	1,456
Total pooled cash and investments	2,678,685	243,408	424,225	63,553
Other investments (Notes 4 and 5)	4,655			118
Taxes receivable	157,215	37,531	11,207	5,769
Interest receivable	12,192	460	922	158
Other receivables	1,876,345	33,013	3,773	1,753
Due from other funds (Note 15)	460,987	3,870	19,742	4,643
Advances to other funds (Note 15)	434,849		6,047	
Inventories	48,186	10,419		1,443
TOTAL ASSETS	5,673,114	328,701	465,916	77,437
DEFERRED OUTFLOWS OF RESOURCES (Note 20)				
TOTAL ASSETS AND DEFERRED OUTFLOWS OF RESOURCES	$ 5,673,114	328,701	465,916	77,437
LIABILITIES				
Accounts payable	$ 410,671	4,795	2,310	1,189
Accrued payroll	356,579	36,605		3,710
Other payables	115,998	2,393		451
Due to other funds (Note 15)	271,800	13,827	22,562	5,257
Advances payable	853,441		58,735	
Third party payor (Notes 11 and 14)	39,693			
TOTAL LIABILITIES	2,048,182	57,620	83,607	10,607
DEFERRED INFLOWS OF RESOURCES (Note 20)	435,109	28,259	8,398	4,462
FUND BALANCES (Note 21)				
Nonspendable	272,384	10,419		1,443
Restricted	55,694	232,403	373,812	11,004
Committed	334,346			
Assigned	491,954		99	49,921
Unassigned	2,035,445			
TOTAL FUND BALANCES	3,189,823	242,822	373,911	62,368
TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES	$ 5,673,114	328,701	465,916	77,437

The notes to the basic financial statements are an integral part of this statement.

REGIONAL PARK AND OPEN SPACE DISTRICT	NONMAJOR GOVERNMENTAL FUNDS	ELIMINATIONS (NOTE 4)	TOTAL GOVERNMENTAL FUNDS	
				ASSETS
				Pooled cash and investments: (Notes 1 and 5)
$ 328,968	2,530,273		$ 5,206,875	Operating
1,231	39,970		1,103,438	Other
330,199	2,570,243		6,310,313	Total pooled cash and investments
	133,632	(82,880)	55,525	Other investments (Notes 4 and 5)
2,012	11,570		225,304	Taxes receivable
828	5,258		19,818	Interest receivable
5,383	55,342		1,975,609	Other receivables
9	141,607		630,858	Due from other funds (Note 15)
	12,172		453,068	Advances to other funds (Note 15)
			60,048	Inventories
338,431	2,929,824	(82,880)	9,730,543	TOTAL ASSETS
	237,055		237,055	DEFERRED OUTFLOWS OF RESOURCES (Note 20)
$ 338,431	3,166,879	(82,880)	$ 9,967,598	TOTAL ASSETS AND DEFERRED OUTFLOWS OF RESOURCES
				LIABILITIES
$ 265	55,597		$ 474,827	Accounts payable
	105		396,999	Accrued payroll
	36		118,878	Other payables
2,033	425,172		740,651	Due to other funds (Note 15)
	32,773		944,949	Advances payable
	538		40,231	Third party payor (Notes 11 and 14)
2,298	514,221		2,716,535	TOTAL LIABILITIES
5,889	9,886		492,003	DEFERRED INFLOWS OF RESOURCES (Note 20)
				FUND BALANCES (Note 21)
	2,185		286,431	Nonspendable
330,244	2,376,290	(82,880)	3,296,567	Restricted
	112,034		446,380	Committed
	152,263		694,237	Assigned
			2,035,445	Unassigned
330,244	2,642,772	(82,880)	6,759,060	TOTAL FUND BALANCES
$ 338,431	3,166,879	(82,880)	$ 9,967,598	TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES

COUNTY OF LOS ANGELES
RECONCILIATION OF THE BALANCE SHEET OF GOVERNMENTAL FUNDS
TO THE STATEMENT OF NET POSITION
JUNE 30, 2015 (in thousands)

Fund balances - total governmental funds (page 29)			$ 6,759,060
Amounts reported for governmental activities in the statement of net position are different because:			
Capital assets used in governmental activities are not reported in governmental funds:			
Land and easements	$	7,328,764	
Construction-in-progress		674,896	
Buildings and improvements - net		3,316,311	
Equipment - net		288,365	
Intangible software - net		306,110	
Infrastructure - net		4,105,581	16,020,027
Deferred outflows and inflows of resources reported in the statement of net position, but not recognized in the governmental funds:			
Deferred outflows from losses on refunding of debt	$	17,530	
Deferred outflows from pension contributions		1,183,888	
Deferred outflows from changes in proportionate share of contributions		19,813	
Deferred inflows from service concession arrangements		(93,233)	
Deferred inflows from net difference between projected and actual earnings on investments		(2,364,323)	(1,236,325)
Unavailable revenues are reported as deferred inflows of resources in the governmental funds, but are recognized as revenues when earned in governmental activities:			
Deferred inflows from property taxes	$	170,344	
Deferred inflows from long-term receivables		84,604	254,948
Other long-term asset transactions are not available for the current period and are not recognized in governmental funds:			
Payables and receivables related to capital assets	$	(97)	
Accrued interest on long-term receivables		127	30
Installment receivables from service concession arrangements.			93,233
Accrued interest payable is not recognized in governmental funds.			(21,633)
Long-term liabilities, including bonds and notes payable, are not due and payable in the current period and, therefore, are not reported in the governmental funds:			
Bonds and notes	$	(1,530,728)	
Unamortized premiums on bonds and notes		(51,085)	
Accreted interest on bonds and notes		(167,904)	
Capital lease obligations		(166,320)	
Accrued compensated absences		(1,242,752)	
Workers' compensation		(1,856,914)	
Litigation and self-insurance		(169,242)	
Pollution remediation obligations		(20,058)	
Net pension liability		(5,747,517)	
OPEB obligation		(9,193,679)	(20,146,199)
Assets and liabilities of certain internal service funds are included in governmental activities in the accompanying statement of net position.			(600,100)
Net position of governmental activities (page 25)			$ 1,123,041

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES

CALIFORNIA

COUNTY OF LOS ANGELES

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES

GOVERNMENTAL FUNDS

FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	GENERAL FUND	FIRE PROTECTION DISTRICT	FLOOD CONTROL DISTRICT	PUBLIC LIBRARY
REVENUES				
Taxes	$ 4,772,762	746,178	124,862	78,885
Licenses, permits and franchises	61,561	12,755	848	
Fines, forfeitures and penalties	207,684	3,225	1,024	458
Revenue from use of money and property:				
Investment income (Note 5)	42,909	1,574	3,508	650
Rents and concessions (Note 10)	98,356	99	9,966	14
Royalties	551		949	
Intergovernmental revenues:				
Federal	3,371,661	8,134	925	9
State	5,158,726	17,037	3,762	564
Other	43,901	1,572	1,796	344
Charges for services	1,491,656	188,462	115,430	2,191
Miscellaneous	204,966	1,410	708	765
TOTAL REVENUES	15,454,733	980,446	263,778	83,880
EXPENDITURES				
Current:				
General government	1,155,070			
Public protection	5,136,461	952,688	189,653	
Public ways and facilities				
Health and sanitation	2,931,257			
Public assistance	5,682,198			
Education				123,683
Recreation and cultural services	304,895			
Debt service:				
Principal	8,633	832		
Interest and other charges	18,427	42		
Capital outlay	866			
TOTAL EXPENDITURES	15,237,807	953,562	189,653	123,683
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	216,926	26,884	74,125	(39,803)
OTHER FINANCING SOURCES (USES)				
Transfers in (Note 15)	391,287	546		47,623
Transfers out (Note 15)	(522,934)	(9,076)	(5,795)	(6,374)
Issuance of debt (Note 11)				
Bond premium proceeds (Note 11)				
Capital leases (Note 10)	866			
Sales of capital assets	870	225	107	19
TOTAL OTHER FINANCING SOURCES (USES)	(129,911)	(8,305)	(5,688)	41,268
NET CHANGE IN FUND BALANCES	87,015	18,579	68,437	1,465
FUND BALANCES, JULY 1, 2014	3,102,808	224,243	305,474	60,903
FUND BALANCES, JUNE 30, 2015	$ 3,189,823	242,822	373,911	62,368

The notes to the basic financial statements are an integral part of this statement.

REGIONAL PARK AND OPEN SPACE DISTRICT	NONMAJOR GOVERNMENTAL FUNDS	ELIMINATIONS (NOTE 4)	TOTAL GOVERNMENTAL FUNDS	
				REVENUES
$	355,762		$ 6,078,449	Taxes
	16,915		92,079	Licenses, permits and franchises
815	66,040		279,246	Fines, forfeitures and penalties
				Revenue from use of money and property:
3,330	26,993	(4,998)	73,966	Investment income (Note 5)
	24,773		133,208	Rents and concessions (Note 10)
	3		1,503	Royalties
				Intergovernmental revenues:
	31,489		3,412,218	Federal
	832,573		6,012,662	State
	21,599		69,212	Other
48,356	176,979		2,023,074	Charges for services
	51,617		259,466	Miscellaneous
52,501	1,604,743	(4,998)	18,435,083	TOTAL REVENUES
				EXPENDITURES
				Current:
	17,028		1,172,098	General government
	75,090		6,353,892	Public protection
	378,345		378,345	Public ways and facilities
	143,154		3,074,411	Health and sanitation
	6,315		5,688,513	Public assistance
	40		123,723	Education
45,110	7,453		357,458	Recreation and cultural services
				Debt service:
	484,950	(30,735)	463,680	Principal
	84,406	(4,998)	97,877	Interest and other charges
	138,362		139,228	Capital outlay
45,110	1,335,143	(35,733)	17,849,225	TOTAL EXPENDITURES
7,391	269,600	30,735	585,858	EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES
				OTHER FINANCING SOURCES (USES)
	318,441		757,897	Transfers in (Note 15)
	(809,567)		(1,353,746)	Transfers out (Note 15)
	461,811		461,811	Issuance of debt (Note 11)
	27,354		27,354	Bond premium proceeds (Note 11)
			866	Capital leases (Note 10)
	1,201		2,422	Sales of capital assets
	(760)		(103,396)	TOTAL OTHER FINANCING SOURCES (USES)
7,391	268,840	30,735	482,462	NET CHANGE IN FUND BALANCES
322,853	2,373,932	(113,615)	6,276,598	FUND BALANCES, JULY 1, 2014
$ 330,244	2,642,772	(82,880)	$ 6,759,060	FUND BALANCES, JUNE 30, 2015

COUNTY OF LOS ANGELES
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

Net change in fund balances - total governmental funds (page 33)		$ 482,462
Amounts reported for governmental activities in the statement of activities are different because:		
Governmental funds report capital outlay as expenditures. However, in the statement of activities, the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense:		
Expenditures for general capital assets, infrastructure and other related capital asset adjustments	$ 454,502	
Less - current year depreciation expense	(408,252)	46,250
In the statement of activities, only the gain or loss on the disposal of capital assets is reported, whereas in the governmental funds, the proceeds from the sale are reported as an increase in financial resources. Thus, the change in net position differs from the change in fund balance.		(2,661)
Contribution of capital assets is not recognized in the governmental funds.		27,686
Amortization of losses on refunding of debt are reported as changes to deferred outflows of resources in governmental activities, but not reported for governmental funds.		(2,713)
Changes in unavailable revenues are reported as changes in deferred inflows of resources for governmental funds, but were recognized when earned for governmental activities.		(67,948)
Timing differences result in more or less revenues and expenses in the statement of activities.		
Change in accrued interest on long-term receivables	$ 120	
Change in unamortized premiums	4,177	4,297
Issuance of long-term debt provides resources in the governmental funds, but increases long-term liabilities in the statement of net position.		(490,031)
Repayment of debt principal is an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the statement of net position:		
Certificates of participation and bonds	$ 56,523	
Notes, loans, and lease revenue obligation notes	366,957	
Assessment bonds	30,735	
Other long-term notes, loans and capital leases	9,465	463,680
Some expenses reported in the accompanying statement of activities do not require (or provide) the use of current financial resources and, therefore, are not reported as expenditures in governmental funds:		
Change in workers' compensation	$ (35,800)	
Change in litigation and self-insurance	667	
Change in pollution remediation obligations	(1,864)	
Change in accrued compensated absences	(52,030)	
Change in net pension liability, net of related deferred outflows of resources and deferred inflows of resources	638,395	
Change in OPEB obligation	(1,324,470)	
Change in accrued interest payable	(2,254)	
Change in accretion of bonds and notes	5,482	
Change in accretion of tobacco settlement bonds	(2,803)	
Transfer of capital assets from governmental fund to enterprise fund	(14,945)	(789,622)
The portion of internal service funds that is reported with governmental activities.		(29,941)
Change in net position of governmental activities (page 27)		$ (358,541)

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -
BUDGET AND ACTUAL ON BUDGETARY BASIS
GENERAL FUND
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	GENERAL FUND			
	ORIGINAL BUDGET	FINAL BUDGET	ACTUAL ON BUDGETARY BASIS	VARIANCE WITH FINAL BUDGET POSITIVE (NEGATIVE)
REVENUES				
Taxes	$ 4,661,966	4,712,736	4,770,549	57,813
Licenses, permits and franchises	48,305	48,309	61,561	13,252
Fines, forfeitures and penalties	214,948	214,948	207,684	(7,264)
Revenue from use of money and property:				
Investment income	26,483	26,844	32,995	6,151
Rents and concessions	98,758	105,278	98,356	(6,922)
Royalties	1,075	1,075	551	(524)
Intergovernmental revenues:				
Federal	3,820,940	3,948,302	3,373,530	(574,772)
State	5,318,819	5,328,295	5,135,789	(192,506)
Other	25,860	57,835	42,037	(15,798)
Charges for services	1,646,255	1,622,157	1,496,543	(125,614)
Miscellaneous	153,427	195,338	212,078	16,740
TOTAL REVENUES	16,016,836	16,261,117	15,431,673	(829,444)
EXPENDITURES				
Current:				
General government	2,024,233	1,984,708	1,110,563	874,145
Public protection	5,361,526	5,432,617	5,188,548	244,069
Health and sanitation	3,539,831	3,486,984	3,024,533	462,451
Public assistance	6,102,852	6,142,607	5,716,044	426,563
Recreation and cultural services	322,583	329,131	313,022	16,109
Debt service-				
Interest	2,129	2,129	2,129	
Capital outlay	836,113	845,182	149,537	695,645
TOTAL EXPENDITURES	18,189,267	18,223,358	15,504,376	2,718,982
DEFICIENCY OF REVENUES OVER EXPENDITURES	(2,172,431)	(1,962,241)	(72,703)	1,889,538
OTHER FINANCING SOURCES (USES)				
Sales of capital assets	307	307	870	563
Transfers in	711,164	735,539	378,219	(357,320)
Transfers out	(263,758)	(399,947)	(388,051)	11,896
Appropriations for contingencies	(5,000)	(48,924)		48,924
Changes in fund balance	163,455	109,003	265,528	156,525
OTHER FINANCING SOURCES (USES) - NET	606,168	395,978	256,566	(139,412)
NET CHANGE IN FUND BALANCE	(1,566,263)	(1,566,263)	183,863	1,750,126
FUND BALANCE, JULY 1, 2014 (Note 16)	1,566,263	1,566,263	1,566,263	
FUND BALANCE, JUNE 30, 2015 (Note 16)	$		1,750,126	1,750,126

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -
BUDGET AND ACTUAL ON BUDGETARY BASIS
FIRE PROTECTION DISTRICT
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	FIRE PROTECTION DISTRICT			
	ORIGINAL BUDGET	FINAL BUDGET	ACTUAL ON BUDGETARY BASIS	VARIANCE WITH FINAL BUDGET POSITIVE (NEGATIVE)
REVENUES				
Taxes	$ 726,929	739,206	747,600	8,394
Licenses, permits and franchises	13,167	13,167	12,755	(412)
Fines, forfeitures and penalties	3,830	3,830	3,225	(605)
Revenue from use of money and property:				
Investment income	700	700	900	200
Rents and concessions	85	85	99	14
Intergovernmental revenues:				
Federal	19,685	19,685	8,134	(11,551)
State	16,767	16,767	17,037	270
Other			1,572	1,572
Charges for services	184,164	184,507	188,462	3,955
Miscellaneous	1,077	1,077	1,410	333
TOTAL REVENUES	966,404	979,024	981,194	2,170
EXPENDITURES				
Current-Public protection:				
Salaries and employee benefits	852,040	856,941	842,420	14,521
Services and supplies	143,429	138,728	113,090	25,638
Other charges	6,468	6,768	3,453	3,315
Capital assets	36,558	36,252	19,105	17,147
TOTAL EXPENDITURES	1,038,495	1,038,689	978,068	60,621
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	(72,091)	(59,665)	3,126	62,791
OTHER FINANCING SOURCES (USES)				
Sales of capital assets	762	762	225	(537)
Transfers in	234	546	546	
Transfers out	(6,374)	(7,135)	(7,135)	
Appropriation for contingencies		(12,277)		12,277
Changes in fund balance	28,682	28,982	37,218	8,236
OTHER FINANCING SOURCES (USES) - NET	23,304	10,878	30,854	19,976
NET CHANGE IN FUND BALANCE	(48,787)	(48,787)	33,980	82,767
FUND BALANCE, JULY 1, 2014 (Note 16)	48,787	48,787	48,787	
FUND BALANCE, JUNE 30, 2015 (Note 16)	$		82,767	82,767

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -
BUDGET AND ACTUAL ON BUDGETARY BASIS
FLOOD CONTROL DISTRICT
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	FLOOD CONTROL DISTRICT			
	ORIGINAL BUDGET	FINAL BUDGET	ACTUAL ON BUDGETARY BASIS	VARIANCE WITH FINAL BUDGET POSITIVE (NEGATIVE)
REVENUES				
Taxes	$ 102,006	121,726	124,994	3,268
Licenses, permits and franchises	707	707	848	141
Fines, forfeitures and penalties	1,487	1,487	1,024	(463)
Revenue from use of money and property:				
Investment income	1,579	1,579	2,439	860
Rents and concessions	7,346	7,346	9,966	2,620
Royalties	1,000	1,000	949	(51)
Intergovernmental revenues:				
Federal			925	925
State	2,570	2,570	3,762	1,192
Other	726	726	1,796	1,070
Charges for services	113,356	113,356	115,589	2,233
Miscellaneous	1,043	1,043	708	(335)
TOTAL REVENUES	231,820	251,540	263,000	11,460
EXPENDITURES				
Current-Public protection:				
Services and supplies	205,208	208,208	176,921	31,287
Other charges	7,579	7,579	4,428	3,151
Capital assets	511	511	159	352
Capital outlay	58,443	55,443	3,857	51,586
TOTAL EXPENDITURES	271,741	271,741	185,365	86,376
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	(39,921)	(20,201)	77,635	97,836
OTHER FINANCING SOURCES (USES)				
Sales of capital assets	20	20	107	87
Transfers out	(7,779)	(7,779)	(2,711)	5,068
Appropriations for contingencies		(19,720)		19,720
Changes in fund balance	(81,737)	(81,737)	(68,222)	13,515
OTHER FINANCING SOURCES (USES) - NET	(89,496)	(109,216)	(70,826)	38,390
NET CHANGE IN FUND BALANCE	(129,417)	(129,417)	6,809	136,226
FUND BALANCE, JULY 1, 2014 (Note 16)	129,417	129,417	129,417	
FUND BALANCE, JUNE 30, 2015 (Note 16)	$		136,226	136,226

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -
BUDGET AND ACTUAL ON BUDGETARY BASIS
PUBLIC LIBRARY
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	PUBLIC LIBRARY			
	ORIGINAL BUDGET	FINAL BUDGET	ACTUAL ON BUDGETARY BASIS	VARIANCE WITH FINAL BUDGET POSITIVE (NEGATIVE)
REVENUES				
Taxes	$ 77,079	77,396	79,334	1,938
Fines, forfeitures and penalties			458	458
Revenue from use of money and property:				
Investment income	400	400	450	50
Rents and concessions	15	15	14	(1)
Intergovernmental revenues:				
Federal			9	9
State	666	666	564	(102)
Other	165	165	344	179
Charges for services	3,169	3,169	2,191	(978)
Miscellaneous	958	958	765	(193)
TOTAL REVENUES	82,452	82,769	84,129	1,360
EXPENDITURES				
Current-Education:				
Salaries and employee benefits	91,330	91,330	79,765	11,565
Services and supplies	74,847	71,894	46,763	25,131
Other charges	137	4,137	38	4,099
Capital assets	600	650	450	200
TOTAL EXPENDITURES	166,914	168,011	127,016	40,995
DEFICIENCY OF REVENUES OVER EXPENDITURES	(84,462)	(85,242)	(42,887)	42,355
OTHER FINANCING SOURCES (USES)				
Sales of capital assets	13	13	19	6
Transfers in	47,494	52,031	47,623	(4,408)
Transfers out	(2,734)	(6,374)	(6,374)	
Appropriation for contingencies		(317)		317
Changes in fund balance	(1,486)	(1,286)	(642)	644
OTHER FINANCING SOURCES (USES) - NET	43,287	44,067	40,626	(3,441)
NET CHANGE IN FUND BALANCE	(41,175)	(41,175)	(2,261)	38,914
FUND BALANCE, JULY 1, 2014 (Note 16)	41,175	41,175	41,175	
FUND BALANCE, JUNE 30, 2015 (Note 16)	$		38,914	38,914

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -
BUDGET AND ACTUAL ON BUDGETARY BASIS
REGIONAL PARK AND OPEN SPACE DISTRICT
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	REGIONAL PARK AND OPEN SPACE DISTRICT			
	ORIGINAL BUDGET	FINAL BUDGET	ACTUAL ON BUDGETARY BASIS	VARIANCE WITH FINAL BUDGET POSITIVE (NEGATIVE)
REVENUES				
Fines, forfeitures and penalties	$ 826	826	815	(11)
Revenue from use of money and property-				
Investment income	1,950	1,950	2,148	198
Charges for services	80,279	80,279	80,340	61
TOTAL REVENUES	83,055	83,055	83,303	248
EXPENDITURES				
Current-Recreation and cultural services:				
Services and supplies	10,414	12,299	6,714	5,585
Other charges	276,890	275,103	56,180	218,923
TOTAL EXPENDITURES	287,304	287,402	62,894	224,508
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	(204,249)	(204,347)	20,409	224,756
OTHER FINANCING SOURCES (USES)				
Transfers in	106,178	110,807	112,016	1,209
Transfers out	(142,484)	(147,015)	(143,750)	3,265
Changes in fund balance	4,453	4,453	8,893	4,440
OTHER FINANCING SOURCES (USES) - NET	(31,853)	(31,755)	(22,841)	8,914
NET CHANGE IN FUND BALANCE	(236,102)	(236,102)	(2,432)	233,670
FUND BALANCE, JULY 1, 2014 (Note 16)	236,272	236,272	236,272	
FUND BALANCE, JUNE 30, 2015 (Note 16)	$ 170	170	233,840	233,670

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF NET POSITION
PROPRIETARY FUNDS
JUNE 30, 2015 (in thousands)

	BUSINESS-TYPE ACTIVITIES -			
	Harbor UCLA Medical Center	Olive View UCLA Medical Center	LAC+USC Medical Center	Rancho Los Amigos National Rehab Center
ASSETS				
Current assets:				
Pooled cash and investments: (Notes 1 and 5)				
Operating	$ 1,599	656	1,587	276
Other	7,835	4,674	11,216	2,095
Total pooled cash and investments	9,434	5,330	12,803	2,371
Taxes receivable				
Accounts receivable - net (Note 14)	473,023	207,961	515,700	274,183
Interest receivable	62	33	30	11
Other receivables	14,035	12,146	26,303	5,338
Due from other funds (Note 15)	93,780	68,107	151,392	24,757
Advances to other funds (Note 15)				
Inventories	7,994	4,377	9,948	1,124
Total current assets	598,328	297,954	716,176	307,784
Noncurrent assets:				
Restricted assets (Note 5)	87,772	38,757	4,873	10,130
Other receivables (Note 14 and 15)	43,695	23,818	70,028	15,843
Capital assets: (Notes 6 and 10)				
Land and easements	3,276	16,426	18,183	217
Buildings and improvements	896,796	336,234	1,080,000	187,180
Equipment	87,300	66,146	110,554	22,761
Intangible - software	16,921	14,359	20,704	5,616
Infrastructure				
Construction in progress	611	348		29,819
Less accumulated depreciation	(234,864)	(147,548)	(329,205)	(124,083)
Total capital assets - net	770,040	285,965	900,236	121,510
Total noncurrent assets	901,507	348,540	975,137	147,483
TOTAL ASSETS	1,499,835	646,494	1,691,313	455,267
DEFERRED OUTFLOWS OF RESOURCES (Note 20)	63,506	41,859	87,299	19,141
LIABILITIES				
Current liabilities:				
Accounts payable	103,601	42,872	124,642	26,062
Accrued payroll	26,827	15,979	36,523	7,063
Other payables	4,113	1,969	3,507	1,096
Accrued interest payable	14,804	4,940	48	111
Due to other funds (Note 15)	89,494	55,634	76,457	42,664
Advances from other funds (Note 15)	176,412	12,131	99,716	144,156
Advances payable			738	18
Current portion of long-term liabilities (Note 11)	60,744	16,910	39,721	42,591
Total current liabilities	475,995	150,435	381,352	263,761
Noncurrent liabilities:				
Accrued compensated absences (Note 11)	57,513	31,291	76,067	14,486
Bonds and notes (Note 11)	546,066	208,411		
Premiums on bonds and notes payable (Note 11)	18,196	14,708		
Workers' compensation (Notes 11 and 18)	67,212	23,398	108,999	21,190
Litigation and self-insurance (Notes 11 and 18)	22,194	1,316	45,962	
Net pension liability (Notes 8 and 11)	297,426	196,023	409,439	89,957
OPEB obligation (Notes 9 and 11)	546,487	371,316	837,515	175,078
Third party payor (Notes 11 and 14)	85,038	97,256	236,412	32,987
Total noncurrent liabilities	1,640,132	943,719	1,714,394	333,698
TOTAL LIABILITIES	2,116,127	1,094,154	2,095,746	597,459
DEFERRED INFLOWS OF RESOURCES (Note 20)	128,045	84,412	175,688	38,414
NET POSITION				
Net investment in capital assets	295,505	112,385	898,224	94,336
Restricted:				
Debt service			4,873	
Public ways and facilities				
Unrestricted (deficit)	(976,336)	(602,598)	(1,395,919)	(255,801)
TOTAL NET POSITION (DEFICIT) (Note 3)	$ (680,831)	(490,213)	(492,822)	(161,465)

The notes to the basic financial statements are an integral part of this statement.

ENTERPRISE FUNDS			GOVERNMENTAL ACTIVITIES	
Waterworks Funds	Nonmajor Aviation Funds	Total	Internal Service Funds	
				ASSETS
				Current assets:
				Pooled cash and investments: (Notes 1 and 5)
$ 71,034	8,624	$ 83,776	$ 59,031	Operating
1,967	159	27,946	6,337	Other
73,001	8,783	111,722	65,368	Total pooled cash and investments
717		717		Taxes receivable
11,918	752	1,483,537		Accounts receivable - net (Note 14)
173	18	327	164	Interest receivable
		57,822	13,856	Other receivables
2,338	48	340,422	78,148	Due from other funds (Note 15)
1,347		1,347		Advances to other funds (Note 15)
		23,443	9,851	Inventories
89,494	9,601	2,019,337	167,387	Total current assets
				Noncurrent assets:
		141,532	14,249	Restricted assets (Note 5)
		153,384		Other receivables (Note 14 and 15)
				Capital assets: (Notes 6 and 10)
11,699	134,692	184,493		Land and easements
119,091	37,907	2,657,208		Buildings and improvements
1,076	1,325	289,162	308,363	Equipment
1,322		58,922		Intangible - software
1,194,490	55,044	1,249,534		Infrastructure
22,550	908	54,236		Construction in progress
(611,563)	(62,710)	(1,509,973)	(153,211)	Less accumulated depreciation
738,665	167,166	2,983,582	155,152	Total capital assets - net
738,665	167,166	3,278,498	169,401	Total noncurrent assets
828,159	176,767	5,297,835	336,788	TOTAL ASSETS
		211,805	46,216	DEFERRED OUTFLOWS OF RESOURCES (Note 20)
				LIABILITIES
				Current liabilities:
3,089	141	300,407	5,657	Accounts payable
		86,392	16,806	Accrued payroll
	261	10,946	2,113	Other payables
		19,903	242	Accrued interest payable
4,932	239	269,420	39,357	Due to other funds (Note 15)
		432,415	22,000	Advances from other funds (Note 15)
24		780	234	Advances payable
1,828	92	161,886	33,918	Current portion of long-term liabilities (Note 11)
9,873	733	1,282,149	120,327	Total current liabilities
				Noncurrent liabilities:
		179,357	46,718	Accrued compensated absences (Note 11)
8,236	1,908	764,621	54,540	Bonds and notes (Note 11)
		32,904		Premiums on bonds and notes payable (Note 11)
		220,799	37,037	Workers' compensation (Notes 11 and 18)
		69,472		Litigation and self-insurance (Notes 11 and 18)
		992,845	216,720	Net pension liability (Notes 8 and 11)
		1,930,396	410,730	OPEB obligation (Notes 9 and 11)
		451,693		Third party payor (Notes 11 and 14)
8,236	1,908	4,642,087	765,745	Total noncurrent liabilities
18,109	2,641	5,924,236	886,072	TOTAL LIABILITIES
		426,559	93,034	DEFERRED INFLOWS OF RESOURCES (Note 20)
				NET POSITION
730,251	167,166	2,297,867	90,809	Net investment in capital assets
				Restricted:
		4,873		Debt service
79,799		79,799		Public ways and facilities
	6,960	(3,223,694)	(686,911)	Unrestricted (deficit)
$ 810,050	174,126	(841,155)	$ (596,102)	TOTAL NET POSITION (DEFICIT) (Note 3)
		3,998		Adjustment to reflect the consolidation of internal service fund activities related to enterprise funds
		$ (837,157)		NET POSITION OF BUSINESS-TYPE ACTIVITIES (PAGE 25)

COUNTY OF LOS ANGELES
STATEMENT OF REVENUES, EXPENSES AND CHANGES IN FUND NET POSITION
PROPRIETARY FUNDS
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	BUSINESS-TYPE ACTIVITIES -			
	Harbor UCLA Medical Center	Olive View UCLA Medical Center	LAC+USC Medical Center	Rancho Los Amigos National Rehab Center
OPERATING REVENUES:				
Net patient service revenues (Note 14)	$ 871,755	592,091	1,327,361	191,406
Rentals				
Charges for services				
Other (Note 14)	130,576	45,446	213,164	114,015
TOTAL OPERATING REVENUES	1,002,331	637,537	1,540,525	305,421
OPERATING EXPENSES:				
Salaries and employee benefits	668,329	392,569	918,075	173,746
Services and supplies	164,627	97,796	220,127	27,248
Other professional services	183,908	122,990	360,138	44,804
Depreciation and amortization (Note 6)	22,656	10,471	26,461	3,675
Medical malpractice	2,655	883	5,588	139
Rent	10,953	3,544	3,062	1,964
TOTAL OPERATING EXPENSES	1,053,128	628,253	1,533,451	251,576
OPERATING INCOME (LOSS)	(50,797)	9,284	7,074	53,845
NONOPERATING REVENUES (EXPENSES):				
Taxes				
Investment income	306	64	101	27
Interest expense	(35,172)	(12,056)	(1,020)	(1,528)
Intergovernmental transfers expense (Note 14)	(155,738)	(88,422)	(228,135)	(29,161)
Intergovernmental revenues:				
State				
Federal				
Other				
TOTAL NONOPERATING REVENUES (EXPENSES)	(190,604)	(100,414)	(229,054)	(30,662)
INCOME (LOSS) BEFORE CONTRIBUTIONS AND TRANSFERS	(241,401)	(91,130)	(221,980)	23,183
Capital contributions	5,040	4,123	3,864	1,918
Transfers in (Note 15)	262,033	113,571	236,128	33,108
Transfers out (Note 15)	(17,749)	(18,289)		(21,520)
CHANGE IN NET POSITION	7,923	8,275	18,012	36,689
NET POSITION (DEFICIT), JULY 1, 2014, AS RESTATED (Note 2)	(688,754)	(498,488)	(510,834)	(198,154)
NET POSITION (DEFICIT), JUNE 30, 2015	$ (680,831)	(490,213)	(492,822)	(161,465)

The notes to the basic financial statements are an integral part of this statement.

ENTERPRISE FUNDS			GOVERNMENTAL ACTIVITIES	
Waterworks Funds	Nonmajor Aviation Funds	Total	Internal Service Funds	
				OPERATING REVENUES:
$		$ 2,982,613	$	Net patient service revenues (Note 14)
	3,883	3,883	28,035	Rentals
73,499	364	73,863	475,620	Charges for services
103		503,304		Other (Note 14)
73,602	4,247	3,563,663	503,655	TOTAL OPERATING REVENUES
				OPERATING EXPENSES:
		2,152,719	419,603	Salaries and employee benefits
59,824	4,220	573,842	44,435	Services and supplies
3,083	521	715,444	38,825	Other professional services
22,374	1,934	87,571	36,132	Depreciation and amortization (Note 6)
		9,265		Medical malpractice
		19,523		Rent
85,281	6,675	3,558,364	538,995	TOTAL OPERATING EXPENSES
(11,679)	(2,428)	5,299	(35,340)	OPERATING INCOME (LOSS)
				NONOPERATING REVENUES (EXPENSES):
4,919		4,919		Taxes
696	71	1,265	158	Investment income
(198)		(49,974)	(1,760)	Interest expense
		(501,456)		Intergovernmental transfers expense (Note 14)
				Intergovernmental revenues:
43	700	743		State
120	40	160		Federal
112		112		Other
5,692	811	(544,231)	(1,602)	TOTAL NONOPERATING REVENUES (EXPENSES)
(5,987)	(1,617)	(538,932)	(36,942)	INCOME (LOSS) BEFORE CONTRIBUTIONS AND TRANSFERS
45	2,308	17,298		Capital contributions
103		644,943	8,536	Transfers in (Note 15)
(63)		(57,621)	(9)	Transfers out (Note 15)
(5,902)	691	65,688	(28,415)	CHANGE IN NET POSITION
815,952	173,435		(567,687)	NET POSITION (DEFICIT), JULY 1, 2014, AS RESTATED (Note 2)
$ 810,050	174,126		$ (596,102)	NET POSITION (DEFICIT), JUNE 30, 2015
		1,526		Adjustment to reflect the consolidation of internal service fund activities related to enterprise funds
		$ 67,214		CHANGE IN NET POSITION OF BUSINESS-TYPE ACTIVITIES (PAGE 27)

COUNTY OF LOS ANGELES
STATEMENT OF CASH FLOWS
PROPRIETARY FUNDS
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	BUSINESS-TYPE ACTIVITIES -			
	Harbor UCLA Medical Center	Olive View UCLA Medical Center	LAC+USC Medical Center	Rancho Los Amigos National Rehab Center
CASH FLOWS FROM OPERATING ACTIVITIES				
Cash received from patient services	$ 824,133	638,843	1,361,574	90,987
Rentals received				
Rentals received from other funds				
Cash received from charges for services				
Other operating revenues	130,576	45,446	213,164	114,015
Cash received for services provided to other funds	27,010	24,068	42,628	938
Cash paid for salaries and employee benefits	(603,849)	(362,521)	(822,811)	(158,404)
Cash paid for services and supplies	(14,650)	(11,290)	176	(251)
Other operating expenses	(200,212)	(128,142)	(371,429)	(46,913)
Cash (paid) returned for services from other funds	(93,270)	(66,275)	(145,504)	3,285
Net cash provided by operating activities	69,738	140,129	277,798	3,657
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES				
Cash advances received/returned from other funds	657,400	399,377	930,368	192,224
Cash advances paid/returned to other funds	(745,103)	(538,066)	(1,174,905)	(171,542)
Interest paid on advances	(388)	(217)	(456)	(203)
Intergovernmental transfers	(155,738)	(88,422)	(228,135)	(29,161)
Intergovernmental receipts				
Transfers in	262,033	113,571	236,128	33,108
Transfers out	(17,749)	(18,289)		(21,520)
Net cash provided by (required for) noncapital financing activities	455	(132,046)	(237,000)	2,906
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES				
Proceeds from taxes				
Capital contributions				
Proceeds from bonds and notes	616		7	32,641
Interest paid on capital borrowing	(35,394)	(11,868)	(710)	(1,664)
Principal payments on bonds and notes	(13,502)	(1,478)	(40,147)	(17,544)
Acquisition and construction of capital assets	(36,107)	(723)	(5,721)	(14,227)
Net cash required for capital and related financing activities	(84,387)	(14,069)	(46,571)	(794)
CASH FLOWS FROM INVESTING ACTIVITIES				
Investment income	327	66	102	27
Net increase (decrease) in cash and cash equivalents	(13,867)	(5,920)	(5,671)	5,796
Cash and cash equivalents, July 1, 2014	111,073	50,007	23,347	6,705
Cash and cash equivalents, June 30, 2015	$ 97,206	44,087	17,676	12,501

The notes to the basic financial statements are an integral part of this statement.

ENTERPRISE FUNDS			GOVERNMENTAL ACTIVITIES	
Waterworks Funds	Nonmajor Aviation Funds	Total	Internal Service Funds	
				CASH FLOWS FROM OPERATING ACTIVITIES
$		$ 2,915,537	$	Cash received from patient services
	3,883	3,883	7	Rentals received
			28,468	Rentals received from other funds
73,550	1,104	74,654	51,713	Cash received from charges for services
103		503,304		Other operating revenues
		94,644	426,345	Cash received for services provided to other funds
		(1,947,585)	(381,053)	Cash paid for salaries and employee benefits
(59,776)	(4,250)	(90,041)	(30,065)	Cash paid for services and supplies
(1,566)	(521)	(748,783)	(38,825)	Other operating expenses
		(301,764)		Cash (paid) returned for services from other funds
12,311	216	503,849	56,590	Net cash provided by operating activities
				CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES
24		2,179,393	234	Cash advances received/returned from other funds
(29)		(2,629,645)		Cash advances paid/returned to other funds
		(1,264)		Interest paid on advances
		(501,456)		Intergovernmental transfers
275	740	1,015		Intergovernmental receipts
103		644,943	8,536	Transfers in
(63)		(57,621)	(9)	Transfers out
310	740	(364,635)	8,761	Net cash provided by (required for) noncapital financing activities
				CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES
4,952		4,952		Proceeds from taxes
	2,308	2,308		Capital contributions
758	2,000	36,022	40,000	Proceeds from bonds and notes
(198)		(49,834)	(1,758)	Interest paid on capital borrowing
(350)		(73,021)	(18,620)	Principal payments on bonds and notes
(9,097)	(5,089)	(70,964)	(49,437)	Acquisition and construction of capital assets
(3,935)	(781)	(150,537)	(29,815)	Net cash required for capital and related financing activities
				CASH FLOWS FROM INVESTING ACTIVITIES
680	76	1,278	126	Investment income
9,366	251	(10,045)	35,662	Net increase (decrease) in cash and cash equivalents
63,635	8,532	263,299	43,955	Cash and cash equivalents, July 1, 2014
$ 73,001	8,783	$ 253,254	$ 79,617	Cash and cash equivalents, June 30, 2015

Continued…

COUNTY OF LOS ANGELES
STATEMENT OF CASH FLOWS - Continued
PROPRIETARY FUNDS
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	BUSINESS-TYPE ACTIVITIES -			
	Harbor UCLA Medical Center	Olive View UCLA Medical Center	LAC+USC Medical Center	Rancho Los Amigos National Rehab Center
RECONCILIATION OF OPERATING INCOME (LOSS) TO NET CASH PROVIDED BY OPERATING ACTIVITIES:				
Operating income (loss)	$ (50,797)	9,284	7,074	53,845
Adjustments to reconcile operating income (loss) to net cash provided by operating activities:				
Depreciation and amortization	22,656	10,471	26,461	3,675
(Increase) decrease in:				
Accounts receivable - net	(4,933)	39,018	97,714	(94,847)
Other receivables	8,770	13,732	7,075	16,794
Due from other funds	(30,665)	(30,200)	(29,231)	(18,628)
Inventories	64	167	(82)	100
Increase (decrease) in:				
Accounts payable	1,454	2,673	25,308	(260)
Accrued payroll	2,152	782	2,680	519
Other payables	40	22	48	19
Accrued compensated absences	2,262	937	5,156	516
Due to other funds	55,189	17,391	49,573	30,442
Advances payable			(222)	(23)
Workers' compensation	3,504	1,042	5,535	819
Litigation and self-insurance	(727)	(175)	(7,981)	(6)
Net pension liability and related changes in deferred outflows and inflows of resources	(34,575)	(22,792)	(47,438)	(10,373)
OPEB obligation	90,951	50,517	137,375	24,328
Third party payor	4,393	47,260	(1,247)	(3,263)
TOTAL ADJUSTMENTS	120,535	130,845	270,724	(50,188)
NET CASH PROVIDED BY OPERATING ACTIVITIES	$ 69,738	140,129	277,798	3,657
NONCASH INVESTING, CAPITAL AND FINANCING ACTIVITIES-				
Capital contributions	$ 5,040	4,123	3,864	1,918
TOTAL	$ 5,040	4,123	3,864	1,918
RECONCILIATION OF CASH AND CASH EQUIVALENTS TO THE STATEMENT OF NET POSITION:				
Pooled cash and investments	$ 9,434	5,330	12,803	2,371
Restricted assets	87,772	38,757	4,873	10,130
TOTAL	$ 97,206	44,087	17,676	12,501

The notes to the basic financial statements are an integral part of this statement.

	ENTERPRISE FUNDS			GOVERNMENTAL ACTIVITIES
	Waterworks Funds	Nonmajor Aviation Funds	Total	Internal Service Funds
RECONCILIATION OF OPERATING INCOME (LOSS) TO NET CASH PROVIDED BY OPERATING ACTIVITIES:				
Operating income (loss)	$ (11,679)	(2,428)	$ 5,299	$ (35,340)
Adjustments to reconcile operating income (loss) to net cash provided by operating activities:				
Depreciation and amortization	22,374	1,934	87,571	36,132
(Increase) decrease in:				
Accounts receivable - net	1,372	787	39,111	
Other receivables			46,371	(4,370)
Due from other funds	(1,251)	(47)	(110,022)	6,397
Inventories	3		252	798
Increase (decrease) in:				
Accounts payable	(98)	30	29,107	(1,172)
Accrued payroll			6,133	1,080
Other payables		132	261	58
Accrued compensated absences			8,871	1,720
Due to other funds	143	(192)	152,546	14,744
Advances payable	(70)		(315)	(340)
Workers' compensation			10,900	2,702
Litigation and self-insurance	1,517		(7,372)	(250)
Net pension liability and related changes in deferred outflows and inflows of resources			(115,178)	(25,121)
OPEB obligation			303,171	59,552
Third party payor			47,143	
TOTAL ADJUSTMENTS	23,990	2,644	498,550	91,930
NET CASH PROVIDED BY OPERATING ACTIVITIES	$ 12,311	216	$ 503,849	$ 56,590
NONCASH INVESTING, CAPITAL AND FINANCING ACTIVITIES-				
Capital contributions	$ 45		$ 14,990	$
TOTAL	$ 45		$ 14,990	$
RECONCILIATION OF CASH AND CASH EQUIVALENTS TO THE STATEMENT OF NET POSITION:				
Pooled cash and investments	$ 73,001	8,783	$ 111,722	$ 65,368
Restricted assets			141,532	14,249
TOTAL	$ 73,001	8,783	$ 253,254	$ 79,617

COUNTY OF LOS ANGELES
STATEMENT OF FIDUCIARY NET POSITION
FIDUCIARY FUNDS
JUNE 30, 2015 (in thousands)

	PENSION AND OTHER POSTEMPLOYMENT BENEFIT TRUST FUNDS	INVESTMENT TRUST FUNDS	AGENCY FUNDS
ASSETS			
Pooled cash and investments (Note 5)	$ 85,364	$ 15,486,371	$ 1,709,773
Other investments: (Note 5)		120,928	30,806
Short-term investments	1,305,372		
Equity	25,077,955		
Fixed income	12,881,582		
Private equity	4,346,854		
Real estate	5,480,795		
Hedge funds	691,537		
Cash collateral on loaned securities	1,033,471		
Taxes receivable			222,616
Interest receivable	99,786	37,010	50,288
Other receivables	880,099		
TOTAL ASSETS	51,882,815	15,644,309	2,013,483
LIABILITIES			
Accounts payable	1,471,192		
Other payables (Note 5)	1,104,914		
Due to other governments			2,013,483
TOTAL LIABILITIES	2,576,106		2,013,483
NET POSITION			
Net position restricted for pension benefits and other purposes	$ 49,306,709	$ 15,644,309	$

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF CHANGES IN FIDUCIARY NET POSITION
FIDUCIARY FUNDS
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	PENSION AND OTHER POSTEMPLOYMENT BENEFIT TRUST FUNDS	INVESTMENT TRUST FUNDS
ADDITIONS		
Contributions:		
Pension and OPEB trust contributions:		
Employer	$ 1,945,115	$
Member	441,258	
Contributions to investment trust funds		43,181,150
Total contributions	2,386,373	43,181,150
Investment earnings:		
Investment income	2,422,176	120,526
Net decrease in the fair value of investments	(326,375)	
Securities lending income (Note 5)	6,551	
Total investment earnings	2,102,352	120,526
Less - Investment expenses-		
Expense from investing activities	108,307	
Net investment earnings	1,994,045	120,526
Miscellaneous	1,695	
TOTAL ADDITIONS	4,382,113	43,301,676
DEDUCTIONS		
Salaries and employee benefits	46,090	
Services and supplies	16,653	
Benefit payments	3,193,139	
Distributions from investment trust funds		41,151,532
Miscellaneous	25,623	
TOTAL DEDUCTIONS	3,281,505	41,151,532
CHANGE IN NET POSITION	1,100,608	2,150,144
NET POSITION, JULY 1, 2014	48,206,101	13,494,165
NET POSITION, JUNE 30, 2015	$ 49,306,709	$ 15,644,309

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF NET POSITION
DISCRETELY PRESENTED COMPONENT UNITS
JUNE 30, 2015 (in thousands)

	COMMUNITY DEVELOPMENT COMMISSION	FIRST 5 LA	TOTAL
ASSETS			
Pooled cash and investments- (Notes 1 and 5)			
Operating	$ 170,722	520,768	$ 691,490
Other investments (Note 5)	212,111		212,111
Accounts receivable - net	29,733		29,733
Interest receivable		527	527
Other receivables	9,988	63,464	73,452
Inventories	19,065		19,065
Capital assets: (Notes 6 and 10)			
Capital assets, not being depreciated	94,926	2,039	96,965
Capital assets, net of accumulated depreciation	81,213	9,846	91,059
Total capital assets	176,139	11,885	188,024
TOTAL ASSETS	617,758	596,644	1,214,402
DEFERRED OUTFLOWS OF RESOURCES	2,282		2,282
LIABILITIES			
Accounts payable	25,148	40,643	65,791
Other payables	1,148	16	1,164
Advances payable	186		186
Long-term liabilities: (Note 11)			
Due within one year	5,252	76	5,328
Due in more than one year	69,981	502	70,483
TOTAL LIABILITIES	101,715	41,237	142,952
DEFERRED INFLOWS OF RESOURCES	13,322		13,322
NET POSITION			
Net investment in capital assets	145,671	11,885	157,556
Restricted for:			
Community development	321,943		321,943
First 5 LA		543,522	543,522
Unrestricted	37,389		37,389
TOTAL NET POSITION	$ 505,003	555,407	$ 1,060,410

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
STATEMENT OF ACTIVITIES
DISCRETELY PRESENTED COMPONENT UNITS
FOR THE YEAR ENDED JUNE 30, 2015 (in thousands)

	COMMUNITY DEVELOPMENT COMMISSION	FIRST 5 LA	TOTAL
PROGRAM (EXPENSES) REVENUES:			
Expense	$ (418,918)	(199,971)	$ (618,889)
Program revenues:			
Charges for services	52,195		52,195
Operating grants and contributions	404,955	104,455	509,410
Net program (expenses) revenues	38,232	(95,516)	(57,284)
GENERAL REVENUES:			
Investment income	3,515	6,056	9,571
Miscellaneous	1,069	104	1,173
Total general revenues	4,584	6,160	10,744
CHANGE IN NET POSITION	42,816	(89,356)	(46,540)
NET POSITION, JULY 1, 2014, AS PREVIOUSLY STATED	483,329	644,763	1,128,092
Net pension liabilty adjustment	(21,142)		(21,142)
NET POSITION, JULY 1, 2014, AS RESTATED	462,187	644,763	1,106,950
NET POSITION, JUNE 30, 2015	$ 505,003	$ 555,407	$ 1,060,410

The notes to the basic financial statements are an integral part of this statement.

COUNTY OF LOS ANGELES
CALIFORNIA

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reporting Entity

The County of Los Angeles (County), which was established in 1850, is a legal subdivision of the State of California (State) charged with general governmental powers. The County's powers are exercised through an elected five member Board of Supervisors (Board), which, as the governing body of the County, is responsible for the legislative and executive control of the County. As required by generally accepted accounting principles (GAAP), these basic financial statements include both those of the County and its component units. The component units discussed below are included in the County's reporting entity because of the significance of their operational or financial relationships with the County.

The basic financial statements include both blended and discretely presented component units. The blended component units, although legally separate entities are, in substance, part of the County's operations. The data from these units are combined with data of the primary government. The discretely presented component units, on the other hand, are reported in a separate column in the government-wide financial statements.

Blended Component Units

While each of the component units is legally separate from the County, the County is financially accountable for these entities. Financial accountability is primarily demonstrated by the County's Board acting as the governing board for each of the component units and its ability to impose its will or an existence of a financial benefit/burden relationship. County management has determined that the following related entities should be included in the basic financial statements as blended component units:

- Fire Protection District
- Flood Control District
- Garbage Disposal Districts
- Improvement Districts
- Regional Park and Open Space District
- Sewer Maintenance Districts
- Street Lighting Districts
- Waterworks Districts
- Los Angeles County Capital Asset Leasing Corporation (a Non Profit Corporation) (NPC)
- Various Joint Powers Authorities (JPAs)
- Los Angeles County Employees Retirement Association (LACERA)
- Los Angeles County Securitization Corporation (LACSC)

The various districts are included primarily because the Board is also their governing board and the County has operational responsibilities for the districts except for LACERA. As such, the Board establishes policy, appoints management and exercises budgetary control. The NPC and JPAs have been included because their sole purpose is to finance and construct County capital assets and because they are dependent upon the County for funding. LACERA is reported in the Pension and Other Postemployment Benefit (OPEB) Trust Funds on the Statement of Net Position - Fiduciary Funds of the basic financial statements and has been included because its operations are dependent upon County funding and because its operations, almost exclusively, benefit the County. Separate financial statements are issued by LACERA.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Blended Component Units-Continued

The LACSC is a California public benefit corporation created by the County Board of Supervisors in January 2006. Three directors, the County's Auditor-Controller, Treasurer and Tax Collector, and an independent party designated by at least one of the County directors, govern the LACSC. The LACSC purpose is to acquire the County's rights in relation to future tobacco settlement payments and to facilitate the issuance of long-term bonds secured by the County Tobacco Assets. The LACSC provides service solely to the County and is reported as a blended component unit of the County.

Discretely Presented Component Units

Community Development Commission (CDC) of the County of Los Angeles

CDC, established on July 1, 1982 by ordinance of the Board of Supervisors, is responsible for:

- Directing the County's housing programs, including planning, housing finance, production and conservation, and management of the County's public housing developments;
- Financing community improvements such as resurfacing streets, rehabilitating homes and businesses, and removing graffiti;
- Providing economic development and business revitalization services;
- Redeveloping housing, business, and industry in designated areas; and
- Providing comprehensive planning systems for housing and economic development.

While its Board members are the same as the County Board of Supervisors, CDC does not meet the criteria for blending due to the following: 1) there is no financial burden or benefit relationship with the County nor does management of the County have operational responsibilities over it; 2) the CDC does not provide services entirely or almost entirely to the County; and 3) the CDC total debt outstanding is not expected to be repaid with resources of the County. The financial activity of the CDC is reported on the Discretely Presented Component Units column of the government-wide financial statements. CDC issues a separate financial report that can be obtained by writing to the Community Development Commission at 700 W. Main Street, Alhambra, California 91801.

Los Angeles County Children and Families First – Proposition 10 Commission

First 5 LA (First 5) was established by the County as a separate legal entity to administer the County's share of tobacco taxes levied by the State pursuant to Proposition 10. The County's Board established First 5 with nine voting members and four non-voting representatives. Of the nine voting members, one is a member of the Board of Supervisors, three are heads of County Departments (Public Health Services, Mental Health, and Children and Family Services), and five are public members appointed by the Board. The non-voting representatives are from other County commissions and planning groups.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Discretely Presented Component Units-Continued

Los Angeles County Children and Families First – Proposition 10 Commission-Continued

First 5 services are focused on the development and well-being of all children, from the prenatal stage until age five. First 5 is a discretely presented component unit of the County because the County's Board appoints the voting Commissioners and the County has the ability to impose its will by removing those Commissioners at will. First 5 hires its own employees, including an Executive Director and functions independent of the County. It is discretely presented because its governing body is not substantially the same as the County's governing body and it does not provide services entirely or exclusively to the County. The financial activity of First 5 is reported on the Discretely Presented Component Units column of the government-wide financial statements. First 5 issues a separate financial report that can be obtained by writing to First 5 LA at 750 N. Alameda Street, Suite 300, Los Angeles, California 90012.

Related Organization

Los Angeles County Office of Education (LACOE) is a legally separate entity from the County. LACOE is governed by a seven-member Board of Education appointed by the County Board of Supervisors. However, the County's accountability for LACOE does not extend beyond making appointments and no financial benefit/burden relationship exists between the County and LACOE. LACOE is deemed to be a related organization. LACOE issues a separate financial report that can be obtained by writing to the Los Angeles County Office of Education at 9300 Imperial Highway, Downey, California 90242-2890.

Basic Financial Statements

In accordance with Governmental Accounting Standards Board (GASB) 34, the basic financial statements consist of the following:

- Government-wide financial statements;
- Fund financial statements; and
- Notes to the basic financial statements.

Government-wide Financial Statements

The statement of net position and statement of activities display information about the primary government, the County, and its component units. These statements include the financial activities of the overall government, except for fiduciary activities. Eliminations have been made to minimize the double counting of internal activities, except for services provided among funds (other than internal service funds). These statements distinguish between the governmental and business-type activities of the County and between the County and its discretely presented component units.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Government-wide Financial Statements-Continued

Governmental activities, which normally are supported by taxes and intergovernmental revenues, are reported separately from business-type activities, which rely to a significant extent on fees charged to external parties.

The statement of activities presents a comparison between direct expenses and program revenues for each segment of the business-type activities of the County and for each function of the County's governmental activities. Direct expenses are those that are specifically associated with a program or function and, therefore, are clearly identifiable to a particular function. Program revenues include charges paid by the recipients of goods or services offered by the programs. Grants and contributions that are restricted to meeting the operational or capital requirements of a particular program are also recognized as program revenues. Revenues that are not classified as program revenues, including all taxes, are presented instead as general revenues.

Net position is classified into the following three components: 1) net investment in capital assets; 2) restricted and 3) unrestricted. Net position is reported as restricted when it has external restrictions imposed by creditors, grantors, or laws or regulations of other governments and restrictions imposed by law through constitutional provisions or enabling legislation. At June 30, 2015, the restricted net position balances were $3.099 billion and $84.67 million for governmental activities and business-type activities, respectively. For governmental activities, $713.34 million was restricted by enabling legislation.

When both the restricted and unrestricted components of net position are available, restricted resources are used first and then unrestricted resources are used to the extent necessary.

Fund Financial Statements

The fund financial statements provide information about the County's funds, including fiduciary funds and blended component units. Separate statements for each fund category - governmental, proprietary, and fiduciary are presented. The emphasis of fund financial statements is on major governmental and enterprise funds, each displayed in a separate column. All remaining governmental and enterprise funds are separately aggregated and reported as nonmajor funds.

The County reports the following major governmental funds:

General Fund
The General Fund is available for any authorized purpose and is used to account for and report all financial resources not accounted for and reported in another fund.

Fire Protection District Fund
The Fire Protection District Fund is used to account for fire prevention and suppression, rescue service, management of hazardous materials incidents, ocean lifeguard services, and acquisition and maintenance of District property and equipment. Funding comes primarily from the District's statutory share of the Countywide tax levy, voter-approved taxes and charges for services.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Fund Financial Statements-Continued

Flood Control District Fund

The Flood Control District Fund is used to account for the control and conservation of flood, storm and other waste waters, to conserve such waters for beneficial and useful purposes, and to protect the harbors, waterways, public highways and property located within the District from damage from such flood and storm waters. Funding comes primarily from the District's statutory share of the Countywide tax levy and benefit assessments (charges for services).

Public Library Fund

The Public Library Fund is used to account for free library services to the unincorporated areas of the County and to cities that contract for these services. Funding comes primarily from the District's statutory share of the Countywide tax levy and voter-approved taxes.

Regional Park and Open Space District Fund

The Regional Park and Open Space District Fund is used to account for the programs designed to preserve beaches, parks, and wild lands, to acquire and renovate new and existing recreational facilities, and to restore rivers, streams, and trails in the County. Funding comes primarily from voter-approved assessments, charges for services and long-term debt proceeds.

The County's enterprise funds consist of four Hospital Funds, Waterworks Enterprise Funds and Nonmajor Aviation Enterprise Funds. The Hospital Enterprise funds provide health services to County residents. Revenues are principally patient service fees. Subsidies are also received from the General Fund. The Waterworks Enterprise Funds provide water services to County residents. Revenues are derived primarily from the sale of water and water service standby charges. The Aviation Enterprise Funds provide airport services for five County airports. Revenues are derived primarily from airport charges and rentals. A description of each Enterprise Fund is provided below:

Harbor-UCLA Medical Center

The Harbor-UCLA Medical Center (H/UCLA) provides acute and intensive care unit medical/surgical inpatient and outpatient services, trauma and emergency room services, acute psychiatric services, pediatric and obstetric services, and transplants.

Olive View-UCLA Medical Center

The Olive View-UCLA Medical Center (OV/UCLA) provides acute and intensive care, emergency services, medical/surgical inpatient and outpatient health care services, obstetric and gynecological services, and psychiatric services.

LAC+USC Medical Center

The LAC+USC Medical Center (LAC+USC) provides acute and intensive care unit medical/surgical inpatient and outpatient services, trauma and emergency room services, a burn center, psychiatric services, renal dialysis, AIDS services, pediatric and obstetric services, and communicable disease services.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Fund Financial Statements-Continued

Rancho Los Amigos National Rehabilitation Center

The Rancho Los Amigos National Rehabilitation Center (Rancho) specializes in the rehabilitation for victims of spinal cord injuries and strokes, pathokinesiology and polio services, services for liver diseases, pediatrics, ortho diabetes, dentistry, and neuro-science.

Waterworks Funds

The Waterworks Enterprise funds are used to account for the administration, maintenance, operation and improvement of district water systems.

Aviation Funds

The Aviation Enterprise Funds are used to account for the administration, maintenance, operation and improvement of the five airports which are owned by the County.

The following fund types have also been reported:

Internal Service Funds

The Internal Service Funds are used to account for the financing of services provided by a department or agency to other departments or agencies on a cost-reimbursement basis. The County's principal Internal Service Fund is used to account for the cost of services provided by the Department of Public Works to various other County funds and agencies.

Fiduciary Fund Types

Pension and Other Postemployment Benefit Trust Funds

The Pension Trust Fund is used to account for financial activities of the County’s Pension Plan administered by LACERA.

The Other Postemployment Benefit (OPEB) Trust Fund is used to account for the financial activities of the OPEB trust for the purpose of holding and investing assets to pre-fund the Retiree Health Program administered by LACERA.

Investment Trust Funds

The Pooled Investment Trust Fund is used to account for the net position of the County's external investment pool.

The Specific Investment Trust Fund is used to account for the net position of individual investment accounts, in aggregate. The related investment activity occurs separately from the County’s investment pool and is provided as a service to external investors.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Fund Financial Statements-Continued

Fiduciary Fund Types-Continued

Agency Funds

The Agency Funds are used primarily to account for assets held by the County in an agency capacity pending transfer or distribution to individuals, private organizations, other governmental entities, and other funds. Such funds have no equity accounts since all assets are due to individuals or entities at some future time. These funds (including property taxes and departmental funds) account for assets held by the County in an agency capacity for individuals or other government units.

Basis of Accounting

The government-wide, proprietary, pension and other postemployment benefit, and investment trust funds financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded at the time liabilities are incurred, regardless of when the related cash flows take place. Nonexchange transactions, in which the County gives (or receives) value without directly receiving (or giving) equal value in exchange, include property and sales taxes, grants, entitlements and donations. On an accrual basis, revenue from property taxes is recognized in the fiscal year for which the taxes are levied. Revenues from grants and similar items are recognized in the fiscal year in which all eligibility requirements have been satisfied.

Governmental funds are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Under this method, revenues are recognized when measurable and available. The County considers revenues to be available if collectible within one year after year-end, except for property taxes, which are considered available to the extent that they are collectible within 60 days after year-end. When property taxes are measurable but not available, the collectible portion (taxes levied less estimated uncollectibles) is recorded as deferred inflows of resources in the period when an enforceable legal claim to the assets arises or when the resources are received, whichever occurs first. Expenditures are generally recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures, as well as expenditures related to compensated absences and claims (including workers' compensation) and judgments are recorded only when payment is due. General capital asset acquisitions are reported as expenditures in governmental funds. Proceeds of long-term debt and capital lease obligations are reported as other financing sources.

For the governmental funds financial statements, revenues are recorded when they are susceptible to accrual. Specifically, ad valorem property taxes (except for redevelopment agency dissolution), sales taxes, investment income (loss), charges for services, and other miscellaneous revenue are all considered to be susceptible to accrual and have been recognized as revenue in the current fiscal period. Entitlements and shared revenues are recorded at the time of receipt or earlier if the susceptible to accrual criteria are met. Expenditure-driven grants are recognized as revenue when the qualifying expenditures have been incurred and all other eligibility requirements have been met and are recorded at the time of receipt or earlier, if the susceptible to accrual criteria are met. When all eligibility requirements are met, except for the timing requirements, a deferred inflow of resources is reported until the time requirements have passed. All other revenues are not considered susceptible to accrual and are recognized when received, including property tax revenues derived from redevelopment agency dissolution.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Basis of Accounting-Continued

Proprietary funds distinguish operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenues of the County's four Hospital Enterprise Funds (Hospitals) are from patient services. The principal operating revenues for the Waterworks Enterprise Funds are from charges for services. The principal operating revenues for the Nonmajor Aviation Enterprise Funds and Internal Service Funds are charges for services and rental revenues. Operating expenses for all Enterprise Funds and the Internal Service Funds include the cost of sales and services, administrative expenses and depreciation on capital assets. Medical malpractice expenses, which are self-insured, are classified as operating expenses of the Hospitals. All other revenues and expenses not meeting this definition are reported as nonoperating items. As discussed in Note 14, intergovernmental transfer payments are recorded in the Hospitals and this item is classified as a nonoperating expense.

Agency funds do not have a measurement focus because they report only assets and liabilities. They do however, use the accrual basis of accounting to recognize receivables and payables.

Budgetary Data

In accordance with the provisions of Sections 29000-29144 of the Government Code of the State of California (Government Code), commonly known as the County Budget Act, the County prepares and adopts a budget on or before October 2 for each fiscal year. Budgets are adopted for the major governmental funds and certain nonmajor governmental funds on a basis of accounting, which is different from GAAP. Annual budgets were not adopted for the JPAs, Public Buildings and the LACSC debt service funds, the capital project funds and the permanent funds.

The County budget is organized by budget unit and by expenditure object. Budget units are established at the discretion of the Board of Supervisors. Within the General Fund (with certain exceptions), budget units are generally defined as individual departments. For other funds, each individual fund constitutes a budget unit. Expenditures are controlled at the object level for all budget units within the County, except for capital asset expenditures, which are controlled at the sub-object level. The total budget exceeds $27.929 billion and is currently controlled through the use of approximately 400 separate budget units. There were no excesses of expenditures over the related appropriations within any fund for the year ended June 30, 2015. The County prepares a separate budgetary document, the County Budget, which demonstrates legal compliance with budgetary control. This document is made available to the public on the County's website at http://ceo.lacounty.gov/budget.htm, or can be obtained from the Auditor-Controller's office.

Transfers of appropriations between budget units must be approved by the Board. Supplemental appropriations financed by unanticipated revenue during the year must also be approved by the Board. Transfers of appropriations between objects of expenditure within the same budget unit must be approved by the Board or the Chief Executive Office, depending upon the amount transferred. The original and final budget amounts are reported in the accompanying basic financial statements. Any excess of budgetary expenditures and other financing uses over revenues and other financing sources is financed by beginning available fund balances as provided for in the County Budget Act.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Budgetary Data-Continued

Note 16 describes the differences between the budgetary basis of accounting and GAAP. A reconciling schedule is also presented for the major governmental funds.

Property Taxes

All jurisdictions within California derive their taxing authority from the State Constitution and various legislative provisions contained in the Government Code and Revenue and Taxation Code. Property is assessed at 100% of full cash or market value (with some exceptions) pursuant to Article XIIIA of the California State Constitution and statutory provisions by the County Assessor and State Board of Equalization. The total FY 2014-2015 assessed valuation of the County of Los Angeles approximated $1.208 trillion.

The property tax levy to support general operations of the various jurisdictions is limited to one percent (1%) of full cash value and is distributed in accordance with statutory formulae. Amounts needed to finance the annual requirements of voter-approved debt are excluded from this limitation and are separately calculated and levied each fiscal year. The rates are formally adopted by either the Board or the city councils and, in some instances, the governing board of a special district.

The County is divided into 12,703 tax rate areas, which are unique combinations of various jurisdictions servicing a specific geographic area. The rates levied within each tax rate area vary only in relation to levies assessed as a result of voter-approved taxes or indebtedness.

Property taxes are levied on both real and personal property. Secured property taxes are levied during September of each year. They become a lien on real property on January 1 preceding the fiscal year for which taxes are levied. These tax payments can be made in two equal installments; the first is due November 1 and delinquent with penalties after December 10; the second is due February 1 and delinquent with penalties after April 10. Secured property taxes, which are delinquent and unpaid as of June 30, are declared to be tax defaulted and are subject to redemption penalties, costs, and interest when paid. If the delinquent taxes are not paid at the end of five (5) years, the property may be sold at public auction. The proceeds are used to pay the delinquent amounts due, and any excess is remitted, if claimed, to the taxpayer. Additional tax liens are created when there is a change in ownership of property or upon completion of new construction. Tax bills for these new tax liens are issued throughout the fiscal year and contain various payment and delinquent dates but are generally due within one year. If the new tax liens are lower, the taxpayer receives a tax refund rather than a tax bill. Unsecured personal property taxes are not a lien against real property. These taxes are due on August 1 and become delinquent, if unpaid, on August 31.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Legislation Dissolving Redevelopment Agencies and Affect on Property Taxes

State Assembly Bill (AB) x1 26, also referred to as the “Redevelopment Dissolution Act” was approved in 2011. Under AB x1 26, property tax revenues are allocated to pay enforceable legal obligations, pass-through payments and eligible administrative costs. Any remaining property tax revenues, otherwise known as “residual taxes,” are distributed as property tax revenue to the appropriate local government agencies, including the County. Oversight Boards have been established for each of the 71 successor agencies within the County. The Oversight Boards are required to evaluate and approve the successor agencies’ remaining enforceable legal obligations. The County Auditor-Controller is responsible for disbursing property tax increment revenues in accordance with provisions of AB x1 26 and applicable amendments. For the year ended June 30, 2015, the County’s share of residual property tax revenues was $189.73 million, of which $161.70 million was recognized in the County’s General Fund.

Deposits and Investments

Deposits and investments as discussed in Note 5 are reflected in the following asset accounts:

Pooled Cash and Investments

As provided for by the Government Code, the cash balances of substantially all funds are pooled and invested by the County Treasurer for the purpose of increasing interest earnings through investment activities. Interest earned on pooled investments is deposited to participating funds based upon each fund's average daily deposit balance during the allocation period. Each respective fund's share of the total pooled cash and investments is included among asset balances under the caption "Pooled Cash and Investments."

Pooled Cash and Investments are identified within the following categories for all County operating funds:

Operating Pooled Cash and Investments

This account represents amounts reflected in the County’s day-to-day financial records. Such amounts are utilized to determine the availability of cash for purposes of disbursing and borrowing funds.

Other Pooled Cash and Investments

This account represents amounts identified in various agency funds as of June 30, 2015 that were owed to or were more appropriately classified in County operating funds. Accordingly, certain cash balances have been reclassified from the agency funds as required by GASB 34.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Deposits and Investments-Continued

Other Investments

This account represents Pension and OPEB Trust Fund investments, various JPAs, NPCs and Public Buildings (bond financed capital assets), and amounts on deposit with the County Treasurer, which are invested separately as provided by the Government Code or by specific instructions from the depositing entity.

Restricted Assets

Enterprise Funds' restricted assets represent cash and investments of certain JPAs and Public Buildings projects restricted in accordance with the provisions of the certificates of participation issued. The Internal Service Funds' restricted assets represent cash and investments restricted for debt service in accordance with the provisions of the LACCAL bond indenture. All of the above noted assets are included in the various disclosures in Note 5. These restricted assets are presented as noncurrent assets and are generally associated with long-term bonds payable.

Inventories

Inventories, which consist of materials and supplies held for consumption, are valued at cost using the average cost basis. The inventory costs of the governmental funds are accounted for as expenditures when the inventory items are consumed. Reported inventories are categorized as nonspendable fund balance as required by GASB 54 because these amounts are not available for appropriation and expenditure.

Capital Assets

Capital assets, which include land and easements, buildings and improvements, equipment, intangible and infrastructure assets, are reported in the applicable governmental or business-type activities columns in the government-wide financial statements. Infrastructure assets are divided into the five following networks: road; water; sewer; flood control and aviation. Capital assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at the estimated fair value at the date of donation. Certain buildings and equipment are being leased under capital leases as defined in GASB 62. The present value of the minimum lease obligation has been capitalized in the statement of net position and is also reflected as a liability in that statement.

Capital outlay is recorded as expenditures in the fund financial statements and as assets in the government-wide financial statements to the extent the County's capitalization threshold is met. Interest incurred during the construction phase of the capital assets of business-type activities is reflected in the capitalized value of the asset constructed, net of interest earned on the invested proceeds from tax-exempt debt over the same period. For taxable debt, business-type activities interest is capitalized and not netted with interest earnings.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Capital Assets-Continued

The County's capitalization thresholds are $5,000 for equipment, $100,000 for buildings and improvements, $1 million for software intangible assets, $100,000 for non-software intangible assets, and $25,000 for infrastructure assets. Maintenance and repairs are charged to operations when incurred. Betterments and major improvements, which significantly increase values, change capacities, or extend useful lives are capitalized. Upon sale or retirement of capital assets, the cost and the related accumulated depreciation or amortization, as applicable, are removed from the respective accounts and any resulting gain or loss is included in the results of operations. Specific disclosures related to capital assets appear in Note 6. Amortization for software and other intangible assets is included in the reporting of depreciation.

Capital assets are depreciated or amortized using the straight-line method over the following estimated useful lives:

Buildings and Improvements	10 to 50 years
Equipment	2 to 35 years
Software	5 to 25 years
Infrastructure	15 to 100 years

Works of art and historical treasures held for public exhibition, education, or research in furtherance of public service, rather than financial gain, are not capitalized. These items are protected, encumbered, conserved, and preserved by the County. It is the County's policy to utilize proceeds from the sale of these items for the acquisition of other items for collection and display.

Deferred Outflows and Inflows of Resources

Pursuant to GASB 63 "Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position," and GASB 65 "Items Previously Reported as Assets and Liabilities," the County recognizes deferred outflows of resources and/or deferred inflows of resources in the government-wide statement of net position, governmental fund balance sheets, and proprietary funds' statement of net position.

In addition to assets, the financial statements report a separate section for deferred outflows of resources. Deferred outflows of resources represent a consumption of net position that applies to a future period and will not be recognized as an outflow of resources (expense/expenditures) until then.

In addition to liabilities, the financial statements report a separate section for deferred inflows of resources. Deferred inflows of resources represent an acquisition of net position that applies to a future period and will not be recognized as an inflow of resources (revenue) until that time, except for pension related deferred inflows of resources, which will be recognized as a credit to expense.

Specific disclosures of items representing deferred outflows and inflows of resources appear in Note 20.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Advances Payable

The County uses certain agency funds as clearing accounts for the distribution of financial resources to other County funds. Pursuant to GASB 34, for external financial reporting purposes, the portions of the clearing account balances that pertain to other County funds should be reported as cash of the appropriate funds. The corresponding liability is included in “Advances Payable” because the amounts represent unearned revenue.

Compensated Absences

Vacation pay benefits accrue to employees ranging from 10 to 20 days per year depending on years of service and the benefit plan. Sick leave benefits accrue at the rate of 10 to 12 days per year for union represented employees depending on years of service. Non-represented employees accrue at a rate of up to 8 days per year depending on the benefit plan. Employees can also accumulate unused holiday and compensatory time off benefits throughout the year. All benefits are payable upon termination, if unused, within limits and rates as specified in the County Salary Ordinance.

Liabilities for accrued compensated absences are accrued in the government-wide financial statements and in the proprietary funds. For the governmental funds, expenditures are recorded when amounts become due and payable (i.e., when employees terminate from service).

Net Pension Liability and Related Balances

For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the Los Angeles County Employees’ Retirement Association (LACERA) and additions to/deductions from LACERA’s fiduciary net position have been determined on the same basis as they are reported by LACERA. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value. Reported results pertain to liability and asset information within the following defined timeframes:

Valuation Date (VD) - June 30, 2013 rolled forward to June 30, 2014
Measurement Date (MD) - June 30, 2014
Measurement Period (MP) - July 1, 2013 to June 30, 2014

Long-term Debt

In the government-wide and proprietary funds financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities, business-type activities, or proprietary funds statement of net position. Bond premiums and discounts are amortized over the life of the bonds using the effective interest method. Bonds payable are reported net of the applicable bond premium or discount. Bond issuance costs are recognized in the period issued.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Long-term Debt-Continued

In the governmental funds financial statements, bond premiums, discounts, and issuance costs, are recognized in the period issued. Issuance costs, even if withheld from the actual net proceeds received, are reported as debt service expenditures. Interest is reported as an expenditure in the period in which the related payment is made. The matured portion of long-term debt (i.e., portion that has come due for payment) is reported as a liability in the fund financial statements of the related fund.

Fund Balances

In the fund financial statements, the governmental funds report the classification of fund balance in accordance with GASB 54 “Fund Balance Reporting and Governmental Fund Type Definitions.” The reported fund balances are categorized as nonspendable, restricted, committed, assigned, or unassigned based on the extent to which the County is bound to honor constraints on the specific purposes for which amounts in those funds can be spent. Specific details related to Fund Balances appear in Note 21.

Nonspendable Fund Balance - amounts that cannot be spent because they are either (a) not in spendable form, or (b) legally or contractually required to be maintained intact. The “not in spendable form” criterion includes items that are not expected to be converted to cash, for example: inventories and long-term notes receivable.

Restricted Fund Balance - amounts with constraints placed on their use that are either (a) externally imposed by creditors, grantors, contributors, or laws or regulations of other governments; or (b) imposed by law through constitutional provisions or enabling legislation. Restrictions may effectively be changed or lifted only by changing the condition of the constraint.

Committed Fund Balance - amounts that can only be used for the specific purposes determined by a formal action of the County’s highest level of decision-making authority, the County’s Board. Commitments may be changed or lifted only by the County taking the same formal action that imposed the constraint originally. The underlying action that imposed the limitation needs to occur no later than the close of the fiscal year.

Assigned Fund Balance - amounts intended to be used by the County for specific purposes that are neither restricted nor committed. The intent can be established at either the highest level of decision making, or by a body or an official designated for that purpose. Authorization to assign fund balance rests with the County’s Board through the budget process. The Board has also delegated authority to the Chief Executive Officer and County Department Heads for contracts and purchasing authority.

Unassigned Fund Balance - the residual classification for the County’s General Fund that includes amounts not contained in other classifications. In other funds, the unassigned classification is used only if expenditures incurred for specific purposes exceed the amounts restricted, committed, or assigned to those purposes.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

Fund Balances-Continued

The Board of Supervisors establishes, modifies, or rescinds fund balance commitments by passage of an ordinance or resolution. For its budget, the County utilizes the GASB 54 criteria and an ordinance or resolution is equally binding, for purposes of establishing a fund balance commitment. This is done through the adoption of the budget and subsequent amendments that occur throughout the fiscal year.

In circumstances when an expenditure is made for a purpose for which amounts are available in multiple fund balance classifications, fund balance is generally depleted in the order of restricted, committed, assigned, and unassigned.

Cash Flows

For purposes of reporting cash flows, all amounts reported as "Pooled Cash and Investments," "Other Investments," and "Restricted Assets" are considered cash equivalents. Pooled cash and investment amounts represent funds held in the County Treasurer's cash management pool. Other investments and restricted assets are invested in money market mutual funds held by outside trustees. Such amounts are similar in nature to demand deposits (i.e., funds may be deposited and withdrawn at any time without prior notice or penalty).

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of certain assets and deferred outflows of resources, liabilities and deferred inflows of resources, disclosures of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenditures/expenses during the reporting period. Actual results could differ from those estimates.

2. NEW PRONOUNCEMENTS

The following Governmental Accounting Standards Board (GASB) Statements have been implemented in the current basic financial statements.

GASB 68	Accounting and Financial Reporting For Pensions-An Amendment of GASB Statement No. 27	Improves accounting and financial reporting by state and local governments for pensions and improves information provided by state and local governmental employers about financial support for pensions that is provided by other entities. (Note 2, 8, 11, 20)
GASB 69	Government Combinations and Disposals of Government Operations	Establishes accounting and financial reporting standards related to government combinations and disposals of government operations. There were no government combinations and disposals of government operations during FY 2014-2015. While GASB 69 is not applicable for the current period, the County will apply the Statement in the future, as needed.

2. NEW PRONOUNCEMENTS-Continued

GASB 71	Pension Transition for Contributions Made Subsequent to the Measurement Date-An Amendment of GASB Statement No. 68	Addresses the issue related to amounts associated with contributions made by state or local government employer or non-employer contributing entity to a defined benefit pension plan after the measurement date of the government's beginning net pension liability. This Statement does have an impact because it clarifies the treatment of contributions subsequent to the measurement date.

Restatement of Net Position

Due to the implementation of GASB 68 and 71, the County made a change in accounting principle, which resulted in a restatement of net position due to the effects of GASB 68 and 71 and the recognition of net pension liability and related deferred outflows of resources. The adjustment to the beginning net position is presented below (in thousands):

	July 1, 2014, as previously reported	Net Position Effect of GASB 68 and 71	Net Position July 1, 2014, as restated
Government-Wide:			
Governmental activities	$ 9,316,775	$ (7,835,193)	$ 1,481,582
Business-type activities	418,406	(1,322,777)	(904,371)
Discretely Presented Component Unit	1,128,092	(21,142)	1,106,950
Proprietary Funds:			
Harbor UCLA Medical Center	(292,214)	(396,540)	(688,754)
Olive View UCLA Medical Center	(237,120)	(261,368)	(498,488)
LAC+USC Medical Center	34,432	(545,266)	(510,834)
Rancho Los Amigos National Rehab Center	(78,551)	(119,603)	(198,154)
Nonmajor Internal Service Fund Public Works	(288,920)	(288,659)	(577,579)

3. DEFICIT NET POSITION

The following funds had a net deficit at June 30, 2015 (in thousands):

	Accumulated Deficit
Government-wide-	
Business-Type Activities	$ 837,157
Enterprise Funds:	
Harbor-UCLA Medical Center	$ 680,831
Olive View-UCLA Medical Center	490,213
LAC+USC Medical Center	492,822
Rancho Los Amigos National Rehab Center	161,465
Internal Service Fund	
Public Works	607,656

The Government-wide Business-Type Activities, Enterprise and Internal Service Funds' deficits result primarily from the recognition of certain liabilities including accrued compensated absences, net pension liability, Other Postemployment Benefits (OPEB) obligation, workers' compensation, self-insurance and, for the enterprise funds, medical malpractice, and third party payors, as required by GAAP. Deficits are expected to continue until such liabilities are retired through user charges or otherwise funded.

4. ELIMINATIONS

The Regional Park and Open Space District (RPOSD), a blended component unit, is authorized to issue assessment bonds to acquire and improve recreational land and facilities. These bonds are secured by voter-approved property tax assessments. The RPOSD executed a financing agreement with the Public Works Financing Authority, another blended component unit referred to in the basic financial statements as "Joint Powers Authorities" (JPAs). Under the terms of the agreement, the RPOSD sold $510,185,000 of bonds in 1997 that were acquired as an investment by the JPAs. The JPAs financed this investment from proceeds of a simultaneous issuance of an equivalent amount of bonds as a public offering. The structure of the publicly offered JPA bonds was designed to match the RPOSD's bonds relative to the principal and interest maturities and interest rates. This series of transactions was conducted to facilitate the issuance of RPOSD related bonds and to minimize the County's overall interest cost. Pursuant to the financing agreement with the JPAs, the RPOSD has pledged all available tax assessments necessary to ensure the timely payment of principal and interest on the bonds issued by the JPAs. The 1997 bonds were partially refunded in 2004-2005 and the remaining 1997 bonds were fully refunded in 2007-2008. The transactions between the two component units have been accounted for as follows:

Fund Financial Statements

At June 30, 2015, the governmental fund financial statements reflect an investment asset (referred to as "Other Investments") held by the JPAs of $82,880,000 that has been recorded in the Nonmajor Governmental Funds. The governmental fund financial statements do not reflect a liability for the related bonds payable ($82,880,000), as this obligation is not currently due. Accordingly, the value of the asset represents restricted fund balance in the Nonmajor Governmental Funds.

4. ELIMINATIONS-Continued

Fund Financial Statements-Continued

In order to reflect the economic substance of the transaction described above, an eliminations column has been established in the governmental fund financial statements. The purpose of the column is to remove the duplication of assets, fund balances, revenues and expenditures that resulted from the consolidation of the two component units into the County's overall financial reporting structure.

Government-wide Financial Statements

The government-wide financial statements are designed to minimize the duplicative effects of transactions between funds. Accordingly, the effects of the transaction described above have been eliminated from the amounts presented within governmental activities (as appropriate under the accrual basis of accounting). The specific items eliminated were other investments and bonds payable ($82,880,000) and investment income and interest expense ($4,998,000 for each). Accordingly, there are no reconciling differences between the two sets of financial statements (after the effects of eliminations) for this matter.

The bonds payable of $82,880,000, that were publicly issued, are included among the liabilities presented in the Government-wide Financial Statements. Disclosures related to those outstanding bonds appear in Note 11 and are captioned "Assessment Bonds."

5. CASH AND INVESTMENTS

Investments in the County's cash and investment pool, other cash and investments, and Pension and OPEB Trust Funds investments, are stated at fair value. Aggregate pooled cash and investments and other cash and investments are as follows at June 30, 2015 (in thousands):

			Restricted Assets		
	Pooled Cash and Investments	Other Investments	Pooled Cash and Investments	Other Investments	Total
Governmental Funds	$ 6,310,313	$ 55,525	$	$	$ 6,365,838
Proprietary Funds	177,090		155,084	697	332,871
Fiduciary Funds (excluding Pension and OPEB)	17,196,144	151,734			17,347,878
Pension and OPEB Trust Funds	85,364	50,817,566			50,902,930
Discretely Presented Component Units	691,490	212,111			903,601
Total	$ 24,460,401	$ 51,236,936	$ 155,084	$ 697	$75,853,118

5. CASH AND INVESTMENTS-Continued

A summary of cash and investments (by type) as of June 30, 2015 is as follows (in thousands):

Cash:	
County	
Imprest Cash	$ 10,658
Cash in Vault	1,687
Cash in Bank	400,607
Deposits in Transit	5,713
CDC	9,510
Outside Trustees	100
Total Cash	428,275
Investments:	
In Treasury Pool	24,196,820
In Specific Purpose Investment (SPI)	156,177
In Other Specific Investments	302
Held by Outside Trustees	51,377
In LACERA	50,817,566
In Discretely Presented Component Unit - CDC	202,601
	75,424,843
Total Cash and Investments	$ 75,853,118

Cash and investments are reported as follows:

Governmental Funds	$ 6,365,838
Proprietary Funds	332,871
Investment Trust Funds	15,607,299
Agency Funds	1,740,579
Pension Trust Fund (LACERA)	50,902,930
Discretely presented component unit:	
- First 5	520,768
- Community Development Commission (CDC)	382,833
Total Cash and Investments	$ 75,853,118

County Treasurer Cash

As of June 30, 2015, the County Treasurer (Treasurer) maintained accounts in six banks. The carrying amount of the Treasurer's total deposits in financial institutions was $400.61 million, $5.71 million were deposits in transit, plus $1.69 million in cash in the Treasurer's vault.

Under California Government Code Section 53652, each financial institution in California is required to pledge a pool of securities as collateral against all of its public deposits. California Government Code Section 53651 delineates the types of eligible securities, and the required collateral percentage, generally at 110%. In addition, under California Government Code Section 53653, the Treasurer has discretion to waive security for the portion of any deposits as insured pursuant to federal law. Through contractual agreement, the Treasurer has opted to waive security for the portion of deposits which is federally insured.

The total balance of deposits in financial institutions was covered by federal depository insurance or collateralized with securities monitored by the Local Agency Security Program (LASP) of California Department of Financial Institutions. LASP confirmed that the pools of collateral related to the County Treasurer's deposits were maintained at required levels as of June 30, 2015.

5. CASH AND INVESTMENTS-Continued

County Investment Pool

California Government Code Sections 53601, 53635, 53534 and 53601q authorize the County Treasurer to invest the External Investment Pool (Pool) and Specific Purpose Investments (SPI) funds in obligations of the United States Treasury, federal agencies, State and local agencies, municipalities, asset-backed securities, mortgage-backed securities, bankers' acceptances, commercial paper rated A-1 by Standard and Poor's Rating Services (S&P) or P-1 by Moody's Investors Service (Moody's), negotiable certificates of deposit, medium-term notes, corporate notes, repurchase agreements, reverse repurchase agreements, floating rate notes, time deposits, shares of beneficial interest of a Joint Powers Authority that invests in authorized securities, shares of beneficial interest issued by diversified management companies known as money market mutual funds (MMF) registered with the Securties and Exchange Commission, the State of California's Local Agency Investment Fund (LAIF), guaranteed investment contracts, interest rate swaps, and supranationals. As permitted by the California Government Code, the Treasurer developed, and the Board adopted, an Investment Policy that further defines and restricts the limits within which the Treasurer may invest. The investments are managed by the Treasurer, which reports investment activity to the Board on a monthly basis. In addition, Treasurer investment activity is subject to an annual investment policy review, compliance oversight, quarterly financial review, and annual financial reporting. The Treasurer also maintains Other Specific Investments, which are invested pursuant to the California Government Code.

The School Districts and the Superior Court are required by legal provisions to participate in the County's investment pool. Eighty-five percent (85%) of the Treasurer's Pool consists of these involuntary participants. Voluntary participants in the County's Pool include the Sanitation Districts, Metropolitan Transportation Authority, the South Coast Air Quality Management District and other special districts with independent governing boards. The deposits held for both involuntary and voluntary entities are included in the Pooled Investment Trust Fund. Certain SPI have been made by the County, as directed by external depositors. This investment activity occurs separately from the County's Pool and is reported in the Specific Investment Trust Fund in the amount of $121,357,000. The Pool is not registered as an investment company with the Securities and Exchange Commission (SEC) nor is it an SEC Rule 2a7-like pool. California Government Code statutes and the County Board of Supervisors set forth the various investment policies that the County Treasurer must follow.

Investments are stated at fair value, except for certain non-negotiable securities that are reported at cost, which approximates fair value, because they are not transferable and have terms that are not affected by changes in market interest rates, such as mortgage trust deeds, Los Angeles County securities, and the investments in the LAIF. The fair value of investments is determined monthly and is provided by the custodian bank. The method used to determine the value of participant's equity withdrawn is based on the book value, which is amortized cost, of the participant's percentage participation on the date of such withdrawals.

Investments in LAIF are governed by the California Government Code and overseen by a five member Local Investment Advisory Board as designated by the California Government Code. As of June 30, 2015, the total amount invested by all California local governments and special districts in LAIF was $21.50 billion. LAIF is part of the State of California's Pooled Money Investment Account (PMIA), which as of June 30, 2015 had a balance of $69.606 billion. The PMIA is not SEC registered, but is required to

5. CASH AND INVESTMENTS-Continued

County Investment Pool-Continued

invest according to the California Government Code. Included in the PMIA's investment portfolio are certain derivative securities or similar products in the form of asset-backed securities totaling $1.45 billion at June 30, 2015. Collectively, these represent 2.08% of the PMIA balance of $69.606 billion. The SPI holdings in the LAIF investment pool as of June 30, 2015, were $42.32 million, which were valued using a fair value factor provided by LAIF.

As permitted by the Government Code, the County Treasurer developed, and the Board adopted, an Investment Policy that further defines and restricts the limits within which the County Treasurer may invest. The table below identifies the investment types that are authorized by the County, along with the related concentration of credit limits:

	Maximum Maturity		**Maximum Percentage of Portfolio**		**Maximum Investment In One Issuer**		**Minimum Rating**	
Authorized Investment Type	**Gov. Code**	**Pool Policy**	**Gov. Code**	**Pool Policy**	**Gov. Code**	**Pool Policy**	**Gov. Code**	**Pool Policy**
U.S. Treasury Notes, Bills and Bonds	5 years	None (1)	None	None	None	None	None	None
U.S. Agency Securities	5 years	None (1)	None	None	None	None	None	None
Local Agency Obligations	5 years	5 years (2)	None	10%*	None	10%*	None	None (2)
Bankers' Acceptances	180 days	180 days	40%	40%	30%	$750 million*	None	P-1
Commercial Paper	270 days	270 days	40%	40%	10%	$1.5 billion*	A-1/P-1	A-1/P-1
Negotiable Certificate of Deposits (3)	5 years	3 years*	30%	30%	None	$750 million*	None	P-1/A
Corporate Medium-Term Notes (4)	5 years	3 years*	30%	30%	None	$750 million*	A	A-1/P-1/A
Repurchase Agreement	1 year	30 days*	None	$1 billion*	None	$500 million*	None	None
Reverse Repurchase Agreement	92 days	92 days	20%	$500 million*	None	$250 million*	None	None
Securities Lending Agreements	92 days	92 days	20%	20% (5)*	None	None	None	None
Money Market Mutual Funds	N/A	N/A	20%	15%*	10%	10%	AAA	AAA
LAIF	N/A	N/A	None	$50 million (6)**	None	None	None	None
Asset-Backed Securities	5 years	5 years	20%	20%	None	$750 million*	AA	AA (7)
Supranationals	5 years	5 years	30%	30%	None	None	AA	AA

1. Pursuant to the California Government Code 53601, the Board granted authority to make investments in U.S. Treasury Notes, Bills and Bonds, and U.S. Agency Securities that have maturities beyond 5 years.
2. Any obligation issued or caused to be issued on behalf of other County affiliates must have a minimum rating of A3 (Moody's) or A- (S&P) and the maximum maturity is limited to thirty years. All other Local Agencies are limited to 5 years.
3. Euro Certificate of Deposits are further restricted to a maximum maturity of one year and a maximum percentage of portfolio of 10%.
4. Floating Rate Notes are further restricted to a maximum maturity of five years, maximum of 10% of the portfolio, and maximum investment in one issuer of $750 million. The maximum maturity may be seven years, provided that the Board's authorization to exceed maturities in excess of five years is in effect, of which $100 million par value may be greater than five years to maturity.
5. The maximum par value is limited to a combined total of reverse repurchase agreements and securities lending agreements of 20% of the base value of the portfolio.
6. The maximum percentage of the portfolio is based on the investment limit established by LAIF for each account, not by Pool Policy. Bond proceeds are considered a one-time deposit, have no maximum deposit amount, and are maintained on thirty-day increments.
7. All Asset-Backed securities must be rated at least "AA" and the issuer's corporate debt rating must be at least "A".

5. CASH AND INVESTMENTS-Continued

County Investment Pool-Continued

*Represents restriction in which the County's Investment Policy is more restrictive than the California Government Code.

**The maximum percentage of portfolio is based on the investment limit established by LAIF for each account, not by Pool Policy.

A summary of investments held by the Pool at June 30, 2015 is as follows (in thousands):

Pool	Fair Value	Principal	Interest Rate Range	Maturity Range	Weighted Average Maturity in Years
Commercial Paper	$ 6,777,947	$ 6,777,961	0.12% - 0.24%	07/01/15 - 08/28/15	0.05
Corporate and Deposit Notes	234,906	234,983	0.27% - 1.45%	09/28/15 - 01/12/18	1.41
Los Angeles County Securities	47,000	47,000	0.55% - 0.61%	06/30/16 - 06/30/17	1.85
Negotiable Certificates of Deposit	2,775,089	2,775,013	0.11% - 0.43%	07/01/15 - 04/18/16	0.16
U.S. Agency Securities	13,262,026	13,288,567	0.13% - 8.50%	07/28/15 - 07/01/20	2.83
U.S. Treasury Securities:					
U.S. Treasury Notes	100,539	99,719	1.38%	11/30/2015	0.42
U.S. Treasury Bills	999,313	998,819	0.14% - 0.24%	11/12/15 - 03/31/16	0.57
Total Investments	**$ 24,196,820**	**$ 24,222,062**			**1.63**

The unrealized loss on investments held in the Pool was $25,242,000 as of June 30, 2015. This amount takes into account all changes in fair value (including purchases, sales and redemptions) that occurred during the year. The method used to apportion the unrealized loss was based on a prorata share of each funds' cash balance as of June 30, 2015 relative to the County Pool balances. A separate financial report is issued for the Pool as of June 30, 2015.

Specific Purpose Investments and Other Specific Investments

A summary of investments held by the SPI and Other Specific Investments at June 30, 2015 is as follows (in thousands):

SPI	Fair Value	Principal	Interest Rate Range	Maturity Range	Weighted Average Maturity in Years
Local Agency Investment Fund	$ 42,318	$ 42,302			0.64
Los Angeles County Securities	4,655	4,655	5.00%	09/02/21	6.18
U.S. Agency Securities	109,114	109,803	0.70% - 3.40%	09/12/16 - 06/08/28	5.14
U.S. Treasury Bonds	90	85	7.25%	05/15/16	0.88
Total Investments	**$ 156,177**	**$ 156,845**			**3.95**

5. CASH AND INVESTMENTS-Continued

Specific Purpose Investments and Other Specific Investments-Continued

Other Specific Investments	Fair Value	Principal	Interest Rate Range	Maturity Range	Weighted Average Maturity in Years
U.S. Treasury Bills	$ 302	$ 302	0.06%	12/03/15	0.43

Interest Rate Risk

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The County's Investment Policy limits most investment maturities to less than three years, with the exception of commercial paper and bankers' acceptances, which are limited to 270 days and 180 days, respectively. In addition, U.S. Treasury Notes, Bills, and Bonds and U.S. Agency Securities may have maturities beyond five years. The County Treasurer manages the Pool and mitigates exposure to declines in fair value by generally investing in short-term investments with maturities of six months or less and by holding all investments to maturity.

The Treasurer manages the Pool's exposure to declines in fair value by limiting its weighted average maturity target to a range between 1.0 and 2.0 years, in accordance with the Investment Policy. For purposes of computing weighted average maturity, the maturity date of variable-rate notes is the stated maturity.

52.42% of the Pool's $24.20 billion in investments at June 30, 2015, mature in six months or less. Of the remainder, 45.07% have a maturity of more than one year. At June 30, 2015, the weighted average maturity in years for the Pool was 1.63.

The California Government Code and the Investment Policy allow the Treasurer to purchase floating rate notes, that is, any instruments that have a coupon interest rate that is adjusted periodically due to changes in a base or benchmark rate. The Investment Policy limits the amount of floating rate notes to 10% of the Pool portfolio. The Investment Policy also prohibits the purchase of inverse floating rate notes and hybrid or complex structured investments and for the year ended June 30, 2015, there were none.

At June 30, 2015, the Pool contained floating rate notes at fair value of $381.52 million (1.58% of the Pool.) The notes are tied to one-month and three-month London Interbank Offered Rate (LIBOR) with monthly and quarterly coupon resets. The fair value of variable securities is generally less susceptible to changes in value than fixed rate securities because the variable-rate coupon resets back to the market rate on a periodic basis. There were several variable rate notes at fair value of $5.08 million in the SPI and no variable rate notes in the Other Specific Investments.

Fair value fluctuates with interest rates, and increasing interest rates could cause fair value to decline below original cost. County management believes the liquidity in the portfolios is adequate to meet cash flow requirements and to preclude the County from having to sell investments below original cost for that purpose.

5. CASH AND INVESTMENTS-Continued

Custodial Credit Risk

Custodial credit risk for investments is the risk that the Treasurer will not be able to recover the value of investment securities that are in the possession of an outside party. Investments are exposed to custodial credit risk if the securities are uninsured, are not registered in the name of the Treasurer and are held by either the counterparty, or the counterparty's trust department or agent but not in the Treasurer's name. At year-end, all Pool, SPI and Other Specific Investment securities, except for the County Improvement Bonds and Bond Anticipation Notes (BANs), certain certificates of participation issued by County entities, and LAIF, were either held by the Treasurer or by the custodian bank in the name of the Treasurer. The bonds, BANs, and certain certificates of participation were held in the Treasurer's vault and are recorded in the Los Angeles County Securities line item. The LAIF investments were held by the State of California.

Credit Risk and Concentration of Credit Risk

Credit risk is the risk that an issuer, or other counterparty to an investment, will not fulfill its obligations. Concentration of credit risk is the risk of loss attributed to the magnitude of an investment in a single issuer. The County mitigates these risks by holding a diversified portfolio of high quality investments.

The Investment Policy establishes acceptable credit ratings for investments from any two Nationally Recognized Statistical Rating Organizations (NRSRO). For an issuer of short-term debt, the rating must be no less that A-1 (S&P) or P-1 (Moody's), while an issuer of long-term debt shall be rated no less that an "A." All investments purchased during the year ended June 30, 2015 met the credit rating criteria in the Investment Policy, at the issuer level. However, while the NRSROs did rate the issuer of the investments purchased, the NRSRO did not, in all instances, rate the investment itself (e.g., commercial paper, bankers' acceptances, corporate and deposit notes, and negotiable certificates of deposit). Accordingly, for purposes of reporting the credit quality distribution of investments, some investments are reported as not rated.

The Investment Policy also permits investments in LAIF, pursuant to California Government Code Section 16429.1. At June 30, 2015, a portion of the SPI was invested in LAIF, which is unrated as to credit quality.

The Investment Policy, approved annually by the Board, limits the maximum total par value for each permissible security type (e.g., commercial paper and certificates of deposit) to a certain percentage of the Pool portfolio. Exceptions to this are obligations of the United States government, and United States government agencies or government-sponsored enterprises, which do not have a limit. Further, the Treasurer restricts investments in any one issuer based on the issuer's ratings from a NRSRO. For bankers' acceptances, negotiable certificates of deposit, corporate notes and floating rate notes, and asset-backed securities, the highest issuer limit, for those issuers with ratings of P-1/Aaa (Moody's) and A-1/AAA (S&P), was $750 million, approximately 3.10% of the Pool's investment balance at June 30, 2015. For commercial paper, the highest issuer limit, for those issuers with ratings of P-1/Aaa (Moody's) and A-1/AAA (S&P), was $1.5 billion, or 6.20% of the Pool's investment balance as of June 30, 2015.

5. CASH AND INVESTMENTS-Continued

Credit Risk and Concentration of Credit Risk-Continued

The Pool and SPI had the following U.S. Agency and commercial paper securities in a single issuer that represent 5 percent or more of total investments at June 30, 2015 (in thousands):

Issuer	Pool		SPI	
	Fair Value	% of Portfolio	Fair Value	% of Portfolio
Federal Farm Credit Bank	$ 2,076,639	8.58%	$ 10,906	6.98%
Federal Home Loan Bank	4,471,384	18.48%	66,759	42.75%
Federal Home Loan Mortgage Corporation	3,200,247	13.23%		
Federal National Mortgage Association	3,489,629	14.42%		
Atlantic Asset Sec LLC CP	1,268,997	5.24%		
Cancara Asset Sec LLC CP	1,253,791	5.18%		

The following is a summary of the credit quality distribution and concentration of credit risk by investment type as a percentage of each portfolio's fair value at June 30, 2015:

Pool	**S&P**	**Moody's**	**% of Portfolio**
Commercial Paper	Not Rated	Not Rated	28.01%
Corporate and Deposit Notes	AA-	Aa3	0.97%
Los Angeles County Securities	Not Rated	Not Rated	0.19%
Negotiable Certificates of Deposit	Not Rated	Aa2	0.21%
	Not Rated	Not Rated	11.26%
U.S. Agency Securities	AA+	Aaa	46.15%
	Not Rated	Aaa	1.27%
	Not Rated	Not Rated	7.40%
U.S. Treasury Securities:			
U.S. Treasury Notes	Not Rated	Aaa	0.41%
U.S. Treasury Bills	Not Rated	Not Rated	4.13%
			100.00%
SPI			
Local Agency Investment Fund	Not Rated	Not Rated	27.09%
Los Angeles County Securities	Not Rated	Not Rated	2.98%
U.S Agency Securities	AA+	Aaa	56.97%
	AA+	Not Rated	12.90%
U.S. Treasury Bonds	Not Rated	Aaa	0.06%
			100.00%
Other Specific Investments			
U.S. Treasury Bills	Not Rated	Not Rated	100.00%
			100.00%

5. CASH AND INVESTMENTS-Continued

Reverse Repurchase Agreements

The California Government Code permits the County Treasurer to enter into reverse repurchase agreements, that is, a sale of securities with a simultaneous agreement to repurchase them in the future at the same price plus a contract rate of interest. The fair value of the securities underlying reverse repurchase agreements normally exceeds the cash received, providing the broker-dealer a margin against a decline in the fair value of the securities. If the broker-dealer defaults on the obligation to resell these securities to the County or provide securities or cash of equal value, the County would suffer an economic loss equal to the difference between the fair value plus accrued interest of the underlying securities and the agreement obligation, including accrued interest.

The County's investment guidelines limit the maximum par value of reverse repurchase agreements to $500,000,000 and proceeds from reverse repurchase agreements may only be reinvested in instruments with maturities at or before the maturity of the reverse repurchase agreement. During the fiscal year, the County did not enter into any reverse repurchase agreements.

Securities Lending Transactions

For the year ended June 30, 2015, the Los Angeles County Pool did not enter into any securities lending transactions.

Safekeeping Securities

At June 30, 2015, all Pool, SPI investments and Other Specific Investments were safe kept by Citibank N.A., except for the County Improvement Bonds and Bond Anticipation Notes (BANs), certain certificates of participation issued by County entities, LAIF and mortgage trust deeds.

The bonds, BANs, and certain certificates of participation were held in the Treasurer's vault and are recorded in the Los Angeles County Securities line item. The mortgage trust deeds were held and administered by Bank of America.

The County has not provided nor obtained any legally binding guarantees during the year ended June 30, 2015, to support the value of shares in the Pool.

Cash and Investments - Held by Outside Trustees

NPC and JPAs have been established for the purpose of rendering assistance to the County to refinance, acquire, construct, improve, lease and sell properties and equipment, including the construction of buildings, and purchase of equipment, land, and any other real or personal property, for the benefit of County residents, through the issuance of bonds, certificates of participation notes (COPs) and commercial paper.

5. CASH AND INVESTMENTS-Continued

Cash and Investments - Held by Outside Trustees-Continued

The NPC and JPAs' cash is deposited and invested with the outside trustees. Investment practices are governed by the County's Investment Procedures and Guidelines, established pursuant to the California Government Code and the Los Angeles County Board of Supervisors' action.

Investments are stated at fair value. Deposits held by outside trustees as of June 30, 2015 were $100,000. The bank balance of deposits equals the carrying amount and was insured or collateralized with securities held by the entity or its agent in the entity's name. $305.55 million of investments held by outside trustees are invested in the County's investment pool. In addition, the outside trustees invested $51.38 million outside of the County's investment pool.

The following is a summary of deposits and investments held by outside trustees as of June 30, 2015 (in thousands):

	Fair Value	Principal	Interest Rate % Range	Maturity Range	Weighted Average Maturity (Years)
Money market mutual funds	$ 51,377	$ 51,377	0.01%	07/01/15	0.00
Deposits	100	100			
	$ 51,477	$ 51,477			

The following is a summary of the credit quality distribution and concentration of credit risk as of June 30, 2015:

Other Investments	S&P	Moody's	% of Portfolio
Money Market Mutual Funds	Not Rated	Not Rated	100.00%
			100.00%

LACERA Investment Portfolio

Narratives and tables presented for the Pension and OPEB Trust funds managed by the LACERA are taken directly from LACERA's Report on Audited Financial Statements for the year ended June 30, 2015 (certain terms have been modified to conform with the County's CAFR presentation). The interest rate risk, foreign currency risk, credit risk, concentration of credit risk, and custodial credit risk related to Pension and OPEB Trust Funds investments are different than the corresponding risk on investments held by the County Treasurer. Detailed deposit and investment risk disclosures are included in Note G and Note I of the audited financial statements.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Deposits-Custodial Credit Risk

Pension and OPEB Trust Funds investments are reported at fair value at June 30, 2015 (in thousands) and are as follows:

	Fair Value
Cash collateral on loaned securities	$ 1,033,471
Short-term investments	1,305,372
Domestic and international equity	25,077,955
Fixed income	12,881,582
Real estate*	5,480,795
Private equity	4,346,854
Hedge funds	691,537
Total	$ 50,817,566

* Refer to Note J of LACERA's Report on Audited Financial Statements for year ended June 30, 2015 for additional discussion on special purpose entities.

The Pension and OPEB Trust Funds also had deposits with the Los Angeles County Pool at June 30, 2015 totaling $85,364,000. The Pension and OPEB Trust Funds portfolio contained no concentration of investments in any one organization (other than those issued or guaranteed by the U.S. Government) that represents 5% or more of total investments or plan net position.

Deposit and Investment Risks

The County Employees Retirement Law of 1937 (CERL) vests the Board of Investments (BOI) with exclusive control over LACERA's investment portfolio. The BOI established an Investment Policy Statement. BOI members exercise authority and control over the management of LACERA's Net Position Restricted for Benefits by setting policy that the investment staff executes either internally or through the use of prudent external experts.

The Investment Policy Statement encompasses the following:
- U.S. Equity Investment Policy
- Non-U.S. Equity Investment Policy
- Private Equity Investment Policy
- Fixed Income Investment Policy
- Cash and Cash Equivalents Investment Policy
- Real Estate Investment Policy
- Commodities Investment Policy
- Corporate Governance Policy and Principles
- Derivatives Investment Policy
- Emerging Manager Policy
- Manager Monitoring and Review Policy
- Securities Lending Policy
- Placement Agent Policy
- Hedge Fund Policy

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Credit Risk

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. LACERA seeks to maintain a diversified portfolio of fixed income instruments in order to obtain the highest total return for the Pension Trust Fund at an acceptable level of risk within this asset class. To control credit risk, credit quality guidelines have been established.

The majority of the Core, Core Plus, and High Yield portfolios use the following guidelines in terms of credit quality.

Domestic Fixed Income Core and Core Plus Portfolios

A minimum of 80 percent and 70 percent of Core and Core Plus portfolios, respectively, must be invested in securities rated investment-grade by the major credit rating agencies: Moody's Investors Service (Moody's), Standard & Poor's (S&P), and Fitch Ratings (Fitch).

In addition:

- Money market instruments must be rated at least A-2/P-2 or equivalent by at least one major credit rating agency.
- All rated securities, including Rule 144A securities, must be rated at least B- by S&P or equivalent by at least one major credit rating agency at the time of purchase.
- Unrated issues may be purchased provided, in the judgment of the Investment Manager, they would not violate LACERA's minimum credit quality criteria.
- Unrated issues and securities rated BBB+, BBB, or BBB- by S&P or equivalent, in combination, may represent up to 30 percent of the portfolio.

Domestic High-Yield Fixed Income Portfolios

By definition, high-yield bonds are securities rated below investment grade. Therefore, the majority of bonds in the high-yield portfolios are rated below investment grade by at least one of the major credit rating agencies: Moody's, S&P, and Fitch.

In addition:

- Money market instruments must be rated at least A-2/P-2 or equivalent by at least one major credit rating agency.
- At least 95 percent of all rated securities, including Rule 144A securities, must be rated at least B- by S&P or equivalent by at least one major credit rating agency at the time of purchase.
- Consistent with the preceding requirement, a maximum of 5 percent of the portfolio may be invested in issues rated below B- by S&P or equivalent; however, these issues must be rated at least CCC by S&P or Caa by Moody's.
- Unrated issues may be purchased provided, in the judgment of the Investment Manager, they would not violate LACERA's minimum credit criteria.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

LACERA's Opportunistic Credit portfolios allow for the assumption of more credit risk than other fixed income portfolios, by investing in securities which include unrated bonds, bonds rated below investment grade issued by corporations undergoing financial stress or distress, junior tranches of structured securities backed by residential and commercial mortgages, and bank loans. LACERA utilizes specific investment guidelines for these portfolios that limit maximum exposure by issuer, industry, and sector, which result in well-diversified portfolios.

Credit Quality Ratings of Investments in Fixed Income Securities
As of June 30, 2015
(Dollars in Thousands)

Quality Ratings	U.S. Treasuries	U.S. Govt. Agencies	Municipals	Corporate Debt/Credit Securities	Pooled Funds	Total	% of Portfolio
AAA	$ 1,858,585	$ 2,205,374	$ 1,043	$ 753,165	$	$ 4,818,167	38%
AA		6,471	34,268	418,283		459,022	4%
A		2,406	33,886	1,138,907		1,175,199	9%
BAA		595		1,798,916		1,799,511	14%
BA				780,317		780,317	6%
B			3,857	909,027		912,884	7%
CAA			5,499	321,043		326,542	3%
CA				6,201		6,201	0%
C				21,706		21,706	0%
Not Rated			5,620	490,109	1,922,832	2,418,561	19%
Total Investment in Fixed Income Securities	**$ 1,858,585**	**$ 2,214,846**	**$ 84,173**	**$ 6,637,674**	**$ 1,922,832**	**$ 12,718,110**	**100%**

Custodial Credit Risk

LACERA’s contract with its primary custodian (Bank) provides that the Bank may hold LACERA’s securities registered in the Bank’s or its agent’s nominee name, in bearer form, book-entry form, a clearing house corporation, or a depository, so long as the Bank’s records clearly indicate that the securities are held in custody for LACERA’s account. The Bank may also hold securities in custody in LACERA’s name when required by LACERA. When held in custody by the Bank, the securities are not at risk of loss in the event of the Bank’s financial failure, because the securities are not property (assets) of the Bank. Cash invested overnight in the Bank’s depository accounts is subject to the risk that in the event of the Bank’s failure, LACERA might not recover all or some of its deposits. This risk is mitigated when the overnight deposits are insured or collateralized.

LACERA’s policy as incorporated in its current contract with the Bank requires the Bank to certify it has taken all steps to assure all LACERA monies on deposit with the Bank are eligible for and covered by “pass-through insurance,” in accordance with applicable law and FDIC rules and regulations. The steps taken by the Bank include paying deposit insurance premiums when due, maintaining a “prompt corrective action” capital category of “well capitalized,” and identifying on the Bank’s records that it acts as a fiduciary for LACERA with respect to the monies on deposit. In addition, the Bank is required to provide evidence of insurance and to maintain a financial institution bond, which will cover the loss of money and securities with respect to any and all property the Bank or its agents hold in or for LACERA’s account, up to the amount of the bond. To implement certain investment strategies in a cost-effective manner, some of LACERA’s assets are invested in investment managers’ pooled vehicles. The securities in these vehicles may be held by a different custodian.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Counterparty Risk

Counterparty risk for investments is the risk that, in the event of the failure of the counterparty to complete a transaction, LACERA would not be able to recover the value of the investment or collateral securities that are in the possession of an outside party.

Concentration of Credit Risk

No more than 5 percent of the Core, Core Plus, or High-Yield portfolios may be invested in securities of a single issuer, except: U.S. Treasury securities, government-guaranteed debt (including G-7 countries), agency debt, agency mortgage-backed securities, and manager's approved commingled funds.

As of June 30, 2015, LACERA did not hold any investments in any one issuer that would represent 5 percent or more of total investments or plan net position. Investments issued or explicitly guaranteed by the U.S. government and pooled investments are excluded from this requirement.

Interest Rate Risk

Interest rate risk is the risk that the changes in interest rates will adversely affect the fair value of an investment. Duration is a measure of the price sensitivity of a fixed income portfolio to changes in interest rates. It is calculated as the weighted average time to receive a bond's coupon and principal payments. The longer the duration of a portfolio, the greater its price sensitivity to changes in interest rates.

To manage interest rate risk, the modified adjusted duration of the Domestic Fixed Income Core, Core Plus, and High-Yield portfolios is restricted to +/- 25.0 percent of the duration of the portfolios' respective benchmarks. Deviations from any of the stated guidelines require prior written authorization from LACERA.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Interest Rate Risk-Continued

Fixed Income Securities - Duration
As of June 30, 2015
(Dollars in Thousands)

Investment Type	Fair Value	Portfolio Weighted Average Effective (1) Duration
U.S. Government and Agency Instruments and Municipals		
U.S. Treasury	$ 1,858,585	6.36
U.S. Government Agency	2,214,846	2.53
Municipal/Revenue Bonds	84,173	9.54
Subtotal U.S. Government and Agency Instruments and Municipals	**4,157,604**	
Corporate Bonds and Credit Securities:		
Asset-Backed Securities	475,437	1.05
Commercial Mortgage-Backed Securities	317,718	0.92
Corporate and Other Credit	3,788,855	4.44
Fixed Income Swaps	3,468	N/A
Pooled Investments	1,922,832	N/A
Subtotal Corporate Bonds and Credit Securities	**6,508,310**	
Non-U.S. Fixed Income	193,816	5.77
Private Placement Fixed Income	1,858,380	4.10
Subtotal Non-U.S. and Private Placement Securities	**2,052,196**	
Total Fixed Income Securities	**$ 12,718,110**	

(1) Effective Duration is a measure of a bond's sensitivity to interest rates. It is calculated as the percentage change in a bonds price caused by a change in the bond's yield. For example, a modified duration of 5 indicates that a 1 percent increase in a bond's yield will cause the bond price to decline 5 percent.

Foreign Currency Risk

Foreign currency risk is the risk that changes in exchange rates will adversely affect the fair value of an investment or deposit. LACERA's authorized managers are permitted to invest in approved countries or regions, as stated in their respective investment guidelines. To mitigate foreign currency risk, LACERA has in place a passive currency hedging program, which hedges into U.S. dollars approximately 50 percent of LACERA's foreign currency exposure for developed market equities.

The following schedule represents LACERA's exposure to foreign currency risk in U.S. dollars. LACERA is invested in several non-U.S. commingled funds. This means LACERA owns units of commingled funds, and the fund holds the actual securities and/or currencies. The values shown include LACERA's pro rata portion of non-U.S. commingled fund holdings.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Non-U.S. Securities at Fair Value
As of June 30, 2015
(Dollars in Thousands)

Currency	Equity	Fixed Income	Foreign Currency	Real Estate Commingled Funds	Private Equity Investments	Forward Contracts	Total
AMERICAS							
Argentine Peso	$ 6,753	$	$	$	$	$	$ 6,753
Bermudan Dollar	2,956						2,956
Brazilian Real	177,857	15,812	8			(105)	193,572
Canadian Dollar	834,224	4,769	165			7,308	846,466
Chilean Peso	17,994						17,994
Colombian Peso	6,254						6,254
Mexican Peso	112,394	40,586	953			7	153,940
Peruvian New Sol	11,670						11,670
EUROPE							
British Pound Sterling	1,719,028	25,472	761	3,529	54,022	(33,065)	1,769,747
Czech Republic Koruna	1,483						1,483
Danish Krone	151,861					(1,455)	150,406
Euro	2,558,657	92,520	26,760	161,247	295,705	(14,300)	3,120,589
Hungarian Forint	4,492						4,492
Norwegian Krone	70,914		203			264	71,381
Polish Zloty	20,698						20,698
Russian Ruble	88,714						88,714
Swedish Krona	263,162					(3,339)	259,823
Swiss Franc	742,937					(6,986)	735,951
PACIFIC							
Australian Dollar	606,176		3,020			3,132	612,328
Chinese RNB	28,184						28,184
Japanese Yen	1,863,021		6,805			18,375	1,888,201
New Zealand Dollar	14,924	1,730	225			1,282	18,161
South Korean Won	280,312		277				280,589
MIDDLE EAST							
Egyptian Pound	3,199						3,199
Israeli New Shekel	40,865		10			(1,367)	39,508
Lebanese Pound	770						770
Omani Rial	2,065						2,065
Qatari Rial	8,407						8,407
Saudi Riyal	11,121						11,121
Turkish Lira	52,172						52,172
UAE Dirham	8,925						8,925
AFRICA							
CFA Franc (W. African)	1,812						1,812
Ghana New Cedi	2,046						2,046
Kenyan Shilling	3,728						3,728
Moroccan Dirham	581						581
Nigerian Naira	11,748						11,748
South African Rand	182,208		341				182,549
Tanzanian Shilling	507						507
Tunisian Dinar	1,362						1,362
SOUTHEAST ASIA							
Hong Kong Dollar	926,476		6,399			13	932,888
Indonesian Rupiah	39,328		15				39,343
Malaysian Ringgit	51,076		16				51,092
New Taiwan Dollar	247,904		291				248,195
Philippine Peso	14,598	7,535					22,133
Singapore Dollar	192,626		2,736			(539)	194,823
Thai Baht	58,839						58,839
Vietnamese Dong	3,810						3,810
SOUTH ASIA							
Indian Rupee	231,325						231,325
Sri Lankan Rupee	311						311
Total Securities Subject to Foreign Currency Risk	**$ 11,682,474**	**$ 188,424**	**$ 48,985**	**$ 164,776**	**$ 349,727**	**$ (30,775)**	**$ 12,403,611**

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Securities Lending Program

The BOI's policies authorize LACERA to participate in a securities lending program. Securities lending is an investment management activity that mirrors the fundamentals of a loan transaction. Securities are lent to brokers and dealers (borrower), and in turn, LACERA receives cash as collateral. LACERA pays the borrower interest on the collateral received and invests the collateral with the goal of earning a higher yield than the interest rate paid to the borrower.

LACERA's securities lending program is managed by two parties: LACERA's custodian bank, State Street Bank and Trust, and a third-party lending agent, Goldman Sachs Agency Lending (GSAL). State Street Bank and Trust lends LACERA's non-U.S. equities, U.S. Treasury, agency, and mortgage-backed securities. GSAL lends LACERA's U.S. equities and corporate bonds. All non-U.S. loans are collateralized at 105 percent, while the U.S. loans are collateralized at 102 percent of the loan market value.

State Street Global Advisors invests the collateral received from both lending programs. The collateral is invested in short-term, highly liquid instruments. The collateral is marked-to-market daily and if the market value of the securities on loan rises, LACERA receives additional collateral. Earnings generated above and beyond the interest paid to the borrowers represent net income. LACERA shares this net income with the two lending agents based on contractual agreements.

Under the terms of their lending agreements, both lending agents provide borrower default indemnification in the event a borrower does not return securities on loan. The terms of the lending agreements entitle LACERA to terminate all loans upon the occurrence of default and purchase a like amount of "replacement securities" when loaned securities are not returned. In the event the purchase price of replacement securities exceeds the amount of collateral, the lending agent shall be liable to LACERA for the amount of such excess, with interest. Either LACERA or the borrower of the security can terminate a loan on demand.

At year-end, LACERA had no credit risk exposure to borrowers, because the amount of collateral received exceeded the value of securities on loan. As of June 30, 2015, there were no known violations of legal or contractual provisions. LACERA had no losses on securities lending transactions resulting from the default of a borrower for the year ended June 30, 2015.

As of June 30, 2015, the fair value of securities on loan was $1.748 billion, with a value of cash collateral received of $1.033 billion and non-cash collateral of $815.43 million. Securities lending assets and liabilities of $1.033 billion are recorded in the Pension and OPEB Trust Funds. LACERA's income, net of expenses from securities lending, was $6.55 million for the year ended June 30, 2015.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Securities Lending Program-Continued

Securities Lending
As of June 30, 2015
(Dollars in Thousands)

Securities on Loan	Fair Value of Securities on Loan	Cash Collateral Received	Non-Cash Collateral Received
U.S. Equities	$ 443,668	$ 455,078	
U.S. Fixed Income	168,288	171,887	
Non U.S. Equities	1,135,566	406,506	815,428
Total	**$ 1,747,522**	**$ 1,033,471**	**$ 815,428**

Derivative Financial Instruments

LACERA's Investment Policy Statement and Manager Guidelines allow the use of derivatives by certain investment managers. Derivatives are financial instruments that derive their value, usefulness, and marketability from an underlying instrument that represents direct ownership of an asset or an obligation of an issuer whose payments are based on or derived from the performance of some agreed-upon benchmark. Managers are required to mark-to-market derivative positions daily and may trade only with counterparties with a credit rating of A3/A-, as defined by Moody's and S&P, respectively. Trades with counterparties with a minimum credit rating of BBB/Baa2 may also be allowed with the posting of initial collateral. Substitution, risk control, and arbitrage are the only derivative strategies permitted. Speculation is prohibited. Gains and losses from derivatives are included in net investment income. For financial reporting purposes, all LACERA derivatives are classified as investment derivatives. The following types of derivatives are permitted: futures contracts, currency forward contracts, option contracts, and swap agreements. Given that hedge fund managers may already have discretion to use derivatives in the funds they manage, LACERA's Derivatives Policy applies to hedge fund investments.

Futures Contracts

A futures contract represents an agreement to buy (long position) or sell (short position) an underlying asset at a specified future date for a specified price. Payment for the transaction is delayed until a future date, which is referred to as the settlement or expiration date. Futures contracts are standardized contracts traded on organized exchanges.

Currency Forward Contracts

A forward contract represents an agreement to buy or sell an underlying asset at a specified date in the future at a specified price. Payment for the transaction is delayed until the settlement or expiration date. A forward contract is a non-standardized contract that is tailored to each specific transaction. Forward contracts are privately negotiated and are intended to be held until the settlement date. Currency forward contracts are used to manage currency exposure, to implement the passive currency hedge, and to facilitate the settlement of international security purchase and sale transactions.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Currency Forward Contracts-Continued

Currency Forwards Analysis
As of June 30, 2015
(Dollars in Thousands)

Currency Name	Notional Cost	Pending Foreign Exchange Purchases	Pending Foreign Exchange Sales	Fair Value 2015
Australian Dollar	$ 495,087	$ 498,219	$ (495,087)	$ 3,132
Brazilian Real	18,987	18,882	(18,987)	(105)
British Pound Sterling	1,458,400	1,425,335	(1,458,400)	(33,065)
Canadian Dollar	598,506	605,813	(598,506)	7,307
Swiss Franc	649,001	642,015	(649,001)	(6,986)
Danish Krone	126,495	125,039	(126,495)	(1,456)
Euro	2,957,527	2,943,227	(2,957,527)	(14,300)
Hong Kong Dollar	172,549	172,563	(172,549)	14
Israeli New Shekel	55,606	54,239	(55,606)	(1,367)
Japanese Yen	1,978,955	1,997,331	(1,978,955)	18,376
Mexican Peso	14,991	14,998	(14,991)	7
Norwegian Krone	55,934	56,198	(55,934)	264
New Zealand Dollar	24,901	26,183	(24,901)	1,282
Swedish Krona	332,147	328,808	(332,147)	(3,339)
Singapore Dollar	125,124	124,585	(125,124)	(539)
Total	**$ 9,064,210**	**$ 9,033,435**	**$ (9,064,210)**	**$ (30,775)**

Option Contracts

An option contract is a type of derivative in which a buyer (purchaser) has the right, but not the obligation, to buy or sell a specified amount of an underlying security at a fixed price by exercising the option before its expiration date. The seller (writer) has an obligation to buy or sell the underlying security if the buyer decides to exercise the option.

Swap Agreements

A swap is an agreement between two or more parties to exchange a sequence of cash flows over a period of time in the future. The cash flows the counterparties exchange are tied to a notional amount. A swap agreement specifies the time period over which the periodic payments will be exchanged. The fair value represents the gains or losses as of the prior marking-to-market.

The Investment Derivatives schedule below reports the fair value balances, changes in fair value, and notional amounts of derivatives outstanding as of and for the year ended June 30, 2015, classified by type.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Swap Agreements-Continued

Investment Derivatives
As of June 30, 2015
(Dollars in Thousands)

Derivative Type	Net Appreciation/ (Depreciation) in Fair Value For the Year Ended June 30, 2015	Fair Value at June 30, 2015	Notional Amount (Dollars)	Notional Amount (Units)
Commodity Futures Long	$ (326,378)	$	$	345,062
Commodity Futures Short	122,199			(74,906)
Credit Default Swaps Bought	1,165	(1,352)	39,889	
Credit Default Swaps Written	(1,113)	1,259	77,727	
Equity Options Bought	(40)			
Equity Swaps	(7)			
Fixed Income Futures Long	10,909			297,495
Fixed Income Futures Short	(900)			(789,902)
Fixed Income Options Bought	(2,030)	1,386	609,577	
Fixed Income Options Written	2,675	(1,749)	(934,051)	
Foreign Currency Options Bought	118	78	13,663	
Foreign Currency Options Written	64	(6)	(7,184)	
Futures Options Bought	(1,866)	935	8,184	
Futures Options Written	2,376	(1,308)	(14,086)	
FX Forwards	735,286	(30,775)	9,064,209	
Pay Fixed Interest Rate Swaps	1,385	3,563	819,524	
Receive Fixed Interest Rate Swaps	(371)	(323)	56,509	
Rights	388	47		9
Total Return Swaps Bond	141	185	38,736	
Total Return Swaps Equity	(102,296)	7,834	(336,103)	
Warrants	(95)			6,167
Total	**$ 441,610**	**$ (20,226)**	**$ 9,436,594**	**(216,075)**

All investment derivative positions are included as part of Other Investments in the statement of fiduciary net position. All changes in fair value are reported as part of net increase/(decrease) in the statement of changes in fiduciary net position.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Counterparty Credit Risk

LACERA is exposed to counterparty credit risk on investment derivatives that are traded over the counter and are reported in asset positions. Derivatives exposed to counterparty credit risk include currency forward contracts and swap agreements. To minimize counterparty credit risk exposure, LACERA's investment managers continuously monitor credit ratings of counterparties. Should there be a counterparty failure, LACERA would be exposed to the loss of the fair value of derivatives that are in asset positions and any collateral provided to the counterparty, net of the effect of applicable netting arrangements. LACERA requires investment managers to have Master Agreements in place that permit netting in order to minimize credit risk. Netting arrangements provide LACERA with a legal right of set off in the event of bankruptcy or default by the counterparty. LACERA would be exposed to loss of collateral provided by the counterparty. Collateral provided by the counterparty reduces LACERA's counterparty credit risk exposure.

The schedule below displays the fair value of investments with each counterparty's S&P, Fitch and Moody's credit rating by counterparty's name alphabetically.

Counterparty Credit Risk Analysis
As of June 30, 2015
(Dollars in Thousands)

Counterparty Name	**Total Fair Value**	**S&P Rating**	**Fitch Rating**	**Moody's Rating**
Bank of America N.A.	$322	A	A+	A1
Bank of New York	113	A+	AA-	A1
Barclays	35	A-	A	A2
Barclays Bank PLC Wholesale	2	A-	A	A2
Barclays Capital	204	A-	A	A2
BNP Paribas	39	A+	A+	A1
BNP Paribas SA	379	A+	A+	A1
Citibank N.A.	1,455	A	A+	A1
Credit Suisse FOB CME	1,949	A	A	A1
Credit Suisse FOB LCH	1,846	A	A	A1
Credit Suisse International	4,700	A	A	A1
Credit Suisse Securities (USA) LLC	1,887	A	A	A1
Deutsche Bank AG	13,635	BBB+	A	A3
Deutsche Bank Securities Inc	55	BBB+	A	A3
Goldman Sachs + Co,	1,418	A-	A	A3
Goldman Sachs CME	1,824	A-	A	A3
Goldman Sachs International	4,998	A-	A	A3
HSBC Bank USA	1	AA-	AA-	Aa3
JP Morgan Securities Inc.	1,579	A	A+	A3
JP Morgan	134	A	A+	A3
JP Morgan Chase Bank N.A.	119	A+	AA-	Aa3
Macquarie Bank Limited	62	A	A	A2
Morgan Stanley Bank N.A.	274	A	A+	A1
Morgan Stanley Co. Incorporated	2	A-	A	A3

5. CASH AND INVESTMENTS-Continued

LACERA Investments Portfolio-Continued

Counterparty Credit Risk-Continued

Royal Bank of Scotland PLC	11,221	BBB+	BBB+	A3
Societe Generale	2,836	A	A	A2
Standard Chartered Bank	66	A+	AA-	Aa2
Standard Chartered Bank, London	17	A+	AA-	Aa2
State Street Bank and Trust Company	1,101	AA-	AA	A1
Toronto Dominion Bank	2	AA-	AA-	Aa1
UBS AG	62	A	A	A2
UBS AG London	14,244	A	A	A2
UBS CME	447	A	A	A2
Westpac Banking Corporation	11,501	AA-	AA-	Aa2
Total	**$ 78,529**			

Interest Rate Risk

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. Interest rate swaps are an example of an investment that has a fair value that is highly sensitive to interest rate changes. LIBOR refers to the London Interbank Offered Rate. These investments are disclosed in the following table (in thousands):

		Investment Maturities (in years)				
Investment Type	**Notional Value**	**Fair Value**	**Less Than 1**	**1 - 5**	**6 – 10**	**More Than 10**
Credit Default Swaps Bought	$ 39,889	$ (1,352)	$	$ (1,502)	$ 150	$
Credit Default Swaps Written	77,727	1,259	32	1,171	(5)	61
Fixed Income Futures Long*	297,495					
Fixed Income Futures Short*	(789,902)					
Fixed Income Options Bought	609,577	1,386	1,258	128		
Fixed Income Options Written	(934,051)	(1,749)	(1,589)	(153)	(7)	
Pay Fixed Interest Rate Swaps	819,524	3,563	(52)	(2,371)	61	5,925
Receive Fixed Interest Rate Swaps	56,509	(323)		6	(313)	(16)
Total Return Swaps Bond	38,736	185	(53)	238		
Total Return Swaps Equity	(336,103)	7,834	7,798	36		
Total	**$ (120,599)**	**$ 10,803**	**$ 7,394**	**$(2,447)**	**$(114)**	**$ 5,970**

*The notional value represents units.

Hedge Funds

The hedge fund category of investments is not a separate asset class but is comprised of strategies that: 1) invest in securities within LACERA's existing asset classes or across multiple asset classes; 2) have an absolute return objective; and 3) include the ability to use specialized techniques, such as leverage and short-selling, and instruments such as derivatives. LACERA employs two hedge fund of funds managers with specialized knowledge and expertise to construct three hedge fund portfolios. The hedge fund of fund managers identify, select, implement, and monitor these investment strategies in the portfolios consistent with LACERA's stated objectives, constraints, and Investment Policy.

5. CASH AND INVESTMENTS-Continued

LACERA Investment Portfolio-Continued

Hedge Funds-Continued

In October 2011, LACERA began investing in hedge funds with a goal of reducing the volatility of the Pension Trust Fund without materially decreasing Pension Trust Fund returns. This initial investment consisted of a portfolio of hedge funds invested in a diversified strategy.

In December 2012, LACERA began investing in a second portfolio of hedge funds focused on opportunistic credit strategies.

These two hedge fund portfolios are each structured in a limited partnership in which LACERA is the sole limited partner, and each was created to hold the interests in the underlying hedge funds. LACERA's original fund of funds manager serves as General Partner and owns a 0.01 percent stake in each partnership.

In April 2015, LACERA began funding a third portfolio of hedge funds, managed in a diversified strategy by a second fund of funds manager. The underlying hedge funds in this portfolio are held directly by LACERA.

Each underlying fund investment in the entire hedge fund program is in a legal entity designed to limit liability for each fund's investment to the capital invested with that fund.

The investment performance for this strategy is measured separately from other asset classes. The fair value of assets invested in hedge funds as of June 30, 2015 was $692 million.

6. CAPITAL ASSETS

Capital assets activity for the year ended June 30, 2015 is as follows (in thousands):

	Balance July 1, 2014	Additions	Deletions	Balance June 30, 2015
Governmental Activities				
Capital assets, not being depreciated:				
Land	$ 2,394,042	3,523	(100)	$ 2,397,465
Easements	4,964,247	13,232	(46,180)	4,931,299
Software in progress	116,587	73,524	(92,501)	97,610
Construction in progress-buildings and improvements	661,059	256,653	(632,952)	284,760
Construction in progress-infrastructure	289,131	126,469	(123,074)	292,526
Subtotal	8,425,066	473,401	(894,807)	8,003,660
Capital assets, being depreciated:				
Buildings and improvements	4,383,647	635,517	(1,960)	5,017,204
Equipment	1,539,412	109,672	(72,060)	1,577,024
Software	569,027	136,395		705,422
Infrastructure	7,742,110	90,741	(50,799)	7,782,052
Subtotal	14,234,196	972,325	(124,819)	15,081,702

6. CAPITAL ASSETS-Continued

Governmental Activities-Continued

	Balance July 1, 2014	Additions	Deletions	Balance June 30, 2015
Less accumulated depreciation for:				
Buildings and improvements	$ (1,624,808)	$ (77,903)	1,818	$(1,700,893)
Equipment	(1,111,949)	(98,420)	54,580	(1,155,789)
Software	(311,132)	(88,181)	1	(399,312)
Infrastructure	(3,520,072)	(171,223)	14,824	(3,676,471)
Subtotal	(6,567,961)	(435,727)	71,223	(6,932,465)
Total capital assets, being depreciated, net	7,666,235	536,598	(53,596)	8,149,237
Governmental activities capital assets, net	$ 16,091,301	1,009,999	(948,403)	$16,152,897

Business-type Activities

	Balance July 1, 2014	Additions	Deletions	Balance June 30, 2015
Capital assets, not being depreciated:				
Land	$ 152,578	480		$ 153,058
Easements	31,390	45		31,435
Construction in progress-buildings and improvements	65,740	15,233	(50,195)	30,778
Construction in progress-infrastructure	24,638	10,465	(11,645)	23,458
Subtotal	274,346	26,223	(61,840)	238,729
Capital assets, being depreciated:				
Buildings and improvements	2,585,150	72,058		2,657,208
Equipment	282,392	56,067	(11,345)	327,114
Software	58,922			58,922
Infrastructure	1,238,200	11,334		1,249,534
Subtotal	4,164,664	139,459	(11,345)	4,292,778
Less accumulated depreciation for:				
Buildings and improvements	(694,976)	(38,766)		(733,742)
Equipment	(185,637)	(30,702)	7,419	(208,920)
Software	(21,880)	(4,871)		(26,751)
Infrastructure	(534,341)	(21,889)		(556,230)
Subtotal	(1,436,834)	(96,228)	7,419	(1,525,643)
Total capital assets, being depreciated, net	2,727,830	43,231	(3,926)	2,767,135
Business-type activities capital assets, net	$ 3,002,176	69,454	(65,766)	3,005,864
Total capital assets, net	$ 19,093,477	1,079,453	(1,014,169)	$19,158,761

6. CAPITAL ASSETS-Continued

Depreciation Expense

Depreciation expense was charged to functions/programs of the primary government as follows (in thousands):

Governmental activities:	
General government	$ 26,807
Public protection	162,356
Public ways and facilities	98,540
Health and sanitation	26,608
Public assistance	69,885
Education	2,959
Recreation and cultural services	21,097
Capital assets held by the County's internal service funds are charged to the various functions based on their usage of the assets	27,475
Total depreciation expense, governmental activities	$ 435,727
Business-type activities:	
Hospitals	$ 63,263
Waterworks	22,374
Aviation	1,934
Capital assets held by the County's internal service funds are charged to the various functions based on their usage of the assets	8,657
Total depreciation expense, business-type activities	$ 96,228

Discretely Presented Component Units

CDC

Capital assets activity for the CDC component unit for the year ended June 30, 2015 was as follows (in thousands):

	Balance July 1, 2014	Additions	Deletions	Balance June 30, 2015
Capital assets, not being depreciated:				
Land	$ 92,713		(102)	$ 92,611
Construction in progress-buildings and improvements	2,000	1,259	(944)	2,315
Subtotal	94,713	1,259	(1,046)	94,926
Capital assets, being depreciated:				
Buildings and improvements	218,417	3,592	(318)	221,691
Equipment	9,332	137	(326)	9,143
Subtotal	227,749	3,729	(644)	230,834

6. CAPITAL ASSETS-Continued

Discretely Presented Component Units-Continued

CDC-Continued

Less accumulated depreciation for:				
Buildings and improvements	$ (139,471)	(4,298)	318	$ (143,451)
Equipment	(5,333)	(1,158)	321	(6,170)
Subtotal	(144,804)	(5,456)	639	(149,621)
Total capital assets being depreciated, net	82,945	(1,727)	(5)	81,213
CDC capital assets, net	`$ 177,658	(468)	(1,051)	$ 176,139

First 5 LA

Capital assets activity for the First 5 LA component unit for the year ended June 30, 2015 was as follows (in thousands):

	Balance July 1, 2014	Additions	Deletions	Balance June 30, 2015
Capital assets, not being depreciated-Land	$ 2,039			$ 2,039
Capital assets, being depreciated:				
Buildings and improvements	12,076			12,076
Equipment	2,589	125		2,714
Subtotal	14,665	125		14,790
Less accumulated depreciation for:				
Buildings and improvements	(2,193)	(242)		(2,435)
Equipment	(2,429)	(80)		(2,509)
Subtotal	(4,622)	(322)		(4,944)
Total capital assets being depreciated, net	10,043	(197)		9,846
First 5 LA capital assets, net	$ 12,082	(197)		$ 11,885

7. SERVICE CONCESSION ARRANGEMENTS (SCA)

GASB 60 “Accounting and Financial Reporting for Service Concession Arrangements (SCA)” defines an SCA as a type of public-private or public-public partnership. An SCA is an arrangement, which meets specific criteria under GASB 60, between a government (the transferor) and an operator.

The County determined that golf courses met the criteria set forth in GASB 60 (where the County is the transferor) and therefore included theses SCAs in the County’s financial statements as deferred inflows of resources. GASB 60 also provides guidance on accounting treatment if the County were acting as an operator of another government’s facility. The County has determined that there are no incidences where the County would qualify as an operator.

7. SERVICE CONCESSION ARRANGEMENTS (SCA)-Continued

Golf Courses

The County manages a public golf course system, which offers affordable greens fees, discount programs for senior citizens and students, and a junior golf program. Each golf course is leased under agreement with an operator, which provides for activities such as golf course management, clubhouse operations, and food and beverage concessions. The operators collect user fees and are responsible for the day-to-day operations of the golf courses. The operators are required to operate and maintain the golf courses, and make installment payments to the County, in accordance with their respective contracts.

As of June 30, 2015, the present value of the installment payments under contract is estimated to be $93.23 million and reported as deferred inflows of resources in the statement of net position. The present values of the installment payments were calculated using a discount rate of 5.12% for the term of the agreement for each SCA. The lease terms for the twenty golf courses cover remaining periods ranging from two to 24 years as of June 30, 2015. The FY 2014-2015 total monthly installment payments are approximately $723,000. The County primarily uses the proceeds to fund parks and recreation operations, 10% of which is set aside for future golf course capital improvements. The carrying value of the golf courses, including buildings and land, is reported at $11.90 million as of June 30, 2015.

8. PENSION PLAN

Plan Description

The County pension plan is administered by LACERA, which was established under the County Employees' Retirement Law of 1937. LACERA is a cost-sharing, multi-employer defined benefit plan. It provides benefits to employees of the County and the following additional entities that are not part of the County's reporting entity:

Los Angeles Superior Court
Little Lake Cemetery District
Local Agency Formation Commission
Los Angeles County Office of Education
South Coast Air Quality Management District

New employees of the latter two agencies are not eligible for LACERA benefits.

Benefits are authorized in accordance with the California Constitution, the County Employees' Retirement Law (CERL), the bylaws, and procedures and policies adopted by LACERA's Boards of Retirement and Investments. The Los Angeles County Board of Supervisors may also adopt resolutions, as permitted by CERL, which may affect the benefits of LACERA members.

8. PENSION PLAN-Continued

Plan Description-Continued

LACERA provides retirement, disability, death benefits and cost of living adjustments to eligible members. Vesting occurs when a member accumulates five years of creditable service under contributory plans or accumulates 10 years of creditable service under the general service non-contributory plan. Benefits are based upon 12 or 36 months' average compensation, depending on the plan, as well as age at retirement and length of service as of the retirement date, according to applicable statutory formula. Vested members who terminate employment before retirement age are considered terminated vested (deferred) members. Service-connected disability benefits may be granted regardless of length of service consideration. Five years of service are required for nonservice-connected disability eligibility according to applicable statutory formula. Members of the non-contributory plan, who are covered under separate long-term disability provisions not administered by LACERA, are not eligible for disability benefits provided by LACERA.

LACERA issues a stand-alone financial report, which is available at its offices located at Gateway Plaza, 300 N. Lake Avenue, Pasadena, California 91101-4199 or at www.LACERA.com.

Contributions

LACERA has nine benefit tiers known as A, B, C, D, E and G, and Safety A, B and C. All tiers except E are employee contributory. Tier E is employee non-contributory. Prior to December 31, 2012, new general members were only eligible for tier D or E and new safety members were only eligible for Safety B. As of January 1, 2013, new general employees are only eligible for tier G and new safety members are only eligible for Safety C. These new tiers were added as a result of the California Public Employees' Pension Reform Act of 2013 (PEPRA) and became effective January 1, 2013. Rates for the tiers are established in accordance with State law by LACERA's Boards of Retirement and Investments and the County Board of Supervisors.

The following employer rates were in effect for FY 2014-2015:

July 1, 2014 – September 30, 2014	A	B	C	D	E	G
General Members	25.08%	17.95%	17.54%	18.24%	19.09%	17.81%
Safety Members	34.63%	27.92%	23.18%			

October 1, 2014 – June 30, 2015	A	B	C	D	E	G
General Members	26.99%	19.49%	19.01%	19.74%	20.95%	19.53%
Safety Members	35.91%	29.26%	25.29%			

The rates were determined by the actuarial valuation performed as of June 30, 2012 and June 30, 2013, respectively. The July 1, 2014 through September 30, 2014 rates for plan G and Safety plan C were based on a PEPRA study completed by the actuaries.

8. PENSION PLAN-Continued

Contributions-Continued

Employee rates vary by option and employee entry age from 5% to 16% of their annual covered salary.

During FY 2014-2015, the County contributed the full amount of the Actuarial Determined Contribution, as determined by the actuarial valuations, in the form of semi-monthly cash payments in the amount of $1.438 billion.

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

At June 30, 2015, the County reported a liability of $6.957 billion for its proportionate share of the net pension liability in accordance with the parameters of GASB 68 and 71. The net pension liability was measured as of June 30, 2014, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of June 30, 2013, projected forward to the measurement date taking into account any significant changes between the valuation date and the measurement date. The County's proportion of the net pension liability was based on a projection of the County's future contribution effort to the pension plan relative to the projected contributions of all Pension Plan participants, actuarially determined. At June 30, 2014, the County's proportionate share was 95.897%, which was an increase of 0.239% from its proportion measured as of June 30, 2013.

For the year ended June 30, 2015, the County recognized pension expense of $658.86 million. Pension expense represents the change in the net pension liability during the measurement period, adjusted for actual contributions and the deferred recognition of changes in investment gain/loss, actuarial gain/loss, actuarial assumptions or methods, and plan benefits. At June 30, 2015, the County reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources (in thousands):

	Deferred Inflows of Resources	Deferred Outflows of Resources
Net difference between projected and actual earnings	$ 2,883,916	$
Changes in proportion and differences between County contributions and proportionate share of contributions		24,167
Contributions made subsequent to measurement date		1,437,555
TOTAL	$ 2,883,916	$ 1,461,722

Deferred outflows of resources and deferred inflows of resources above represent the unamortized portion of changes to net pension liability to be recognized in future periods in a systematic and rational manner in accordance with GASB 68.

8. PENSION PLAN-Continued

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions-Continued

Amounts currently reported as deferred inflows and outflows of resources, other than contributions related to pension, will be recognized in pension expense as follows (in thousands):

	Deferred (Inflows)/Outflows of Resources
Year Ended June 30:	
2016	$ (717,528)
2017	(717,528)
2018	(717,528)
2019	(717,524)
2020	3,452
Thereafter	6,907

Deferred outflows of $1.438 billion related to contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability in the year ended June 30, 2016.

Actuarial Assumptions

Valuation Timing	June 30, 2013 rolled forward to June 30, 2014
Actuarial Cost Method	Individual Entry Age Normal
Inflation	3.00%
Investment Rate of Return	7.63%, net of investment expense
Cost of Living Adjustments	Based on changes in the Consumer Price Index from the previous January 1 to the current January 1, to the nearest 0.50% to 1.00%, limited to a maximum of 3.00%.
Mortality	Various rates based on RP-2000 mortality tables and using static projection of improvement to 2025 using Projection Scale AA. See June 30, 2013 actuarial valuation for details. It can be found at www.LACERA.com.
Experience Study	Covers the three year period ending June 30, 2013.

8. PENSION PLAN-Continued

Actuarial Assumptions-Continued

The long-term expected rate of return on pension plan investments (7.50%, net of all expenses) was determined using a building block method in which a median, or expected, geometric rate of return was developed for each major asset class. The median rates were combined to produce the long-term expected rate of return by weighting the expected future rates of return by the target asset allocation percentages.

For the year ended June 30, 2014:

		Weighted Average Long-Term Expected Rate of Return (Geometric)	
Asset Class	Target Allocation	Asset Class	Expected Alpha
Global Equity	48.50%	7.50%	0.10%
Fixed Income	22.50%	3.50%	0.20%
Real Estate	10.00%	6.05%	0.00%
Private Equity	11.00%	9.85%	4.00%
Commodities	3.00%	4.35%	0.75%
Hedge Funds	3.00%	5.50%	0.00%
Cash	2.00%	1.75%	0.25%
TOTAL	100.00%	6.85%	0.30%

Discount Rate

The discount rate used to measure the total pension liability was 7.63%. This is equal to the 7.50% long term investment return assumption adopted by LACERA (net of investment and administrative expenses), plus 0.13% assumed administrative expenses. 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 County contributions will be made at rates equal to the difference between actuarially determined contribution rates and member rates. Based on those assumptions, the pension plan's fiduciary net position was projected to be sufficient to pay all projected future benefit payments of current active and inactive plan members. Therefore, the discount rate for calculating the total pension liability is equal to the long-term expected rate of return, gross of administrative expenses.

Sensitivity of the County's Proportionate Share of the Net Pension Liability to Changes in the Discount Rate

The following represents the County's proportionate share of the net pension liability calculated using the discount rate of 7.63%, as well as what the County's proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1-percentage point lower (6.63%) or 1-percentage point higher (8.63%) than the current rate:

8. PENSION PLAN-Continued

Sensitivity of the County's Proportionate Share of the Net Pension Liability to Changes in the Discount Rate-Continued

	1% Decrease (6.63%)	Discount Rate (7.63%)	1% Increase (8.63%)
Net Pension Liability	$ 13,726,733	$ 6,957,082	$ 1,302,216

Pension Plan Fiduciary Net Position

Detailed information about pension plan fiduciary net position as of June 30, 2014 is available in the separately issued LACERA financial report, which can be found at www.LACERA.com.

9. OTHER POSTEMPLOYMENT BENEFITS

Plan Description

LACERA administers a cost-sharing, multi-employer Other Postemployment Benefit (OPEB) or Retiree Healthcare Program on behalf of the County, its affiliated Superior Court, and four outside districts. The outside districts include: Little Lake Cemetery District, Local Agency Formation Commission, Los Angeles County Office of Education and the South Coast Air Quality Management District.

In April 1982, the County of Los Angeles adopted an ordinance pursuant to Government Code Section 31691, which provided for a health insurance program and death benefits for retired employees and their dependents. In 1994, the County amended the agreements to continue to support LACERA's retiree insurance benefits program regardless of the status of active member insurance.

In June 2014 , the LACERA Board approved the County's request to modify the agreements to create a new retiree healthcare benefit plan in order to lower its Retiree Healthcare Program (RHP) costs. Structurally, this means the County will be segregating all current retirees and current employees into RHP Tier 1 and placing all employees hired after June 30, 2014 into RHP Tier 2. Under the new RHP Tier 2, retirees who are eligible for Medicare will be required to enroll in that program. In addition, coverage will be available for employees or eligible survivors only.

LACERA issues a stand-alone financial report that includes the required information for the OPEB plan. The report is available at its offices located at Gateway Plaza, 300 North Lake Avenue, Pasadena, California 91101-4199 or www.LACERA.com.

9. OTHER POSTEMPLOYMENT BENEFITS-Continued

Funding Policy

Health care benefits earned by County employees are dependent on the number of completed years of retirement service credited to the retiree by LACERA upon retirement; it does not include reciprocal service in another retirement system. The benefits earned by County employees range from 40% of the benchmark plan cost with ten completed years of service to 100% of the benchmark plan cost with 25 or more completed years of service. In general, each completed year of service after ten years reduces the member's cost by 4%. Service includes all service on which the member's retirement allowance was based.

Health care benefits include medical, dental, vision, Medicare Part B reimbursement and death benefits. In addition to these retiree health care benefits, the County provides long-term disability benefits to employees, and these benefits have been determined to fall within the definition of OPEB, per GASB 45. These long-term disability benefits provide for income replacement if an employee is unable to work because of illness or injury. Specific coverage depends on the employee's employment classification, chosen plan and, in some instances, years of service.

The County's contribution during FY 2014-2015 is on a pay-as-you-go basis. During FY 2014-2015, the County made payments to LACERA totaling $450.14 million for retiree health care benefits. Included in this amount was $47.30 million for Medicare Part B reimbursements and $7.30 million in death benefits. Additionally, $39.50 million was paid by member participants. The County also made payments of $39.92 million for long-term disability benefits.

OPEB Trust

Pursuant to the California Government Code, the County established an irrevocable Other Postemployment Benefit (OPEB) Trust for the purpose of holding and investing assets to pre-fund the Retiree Health Program, which LACERA administers. On May 15, 2012, the Los Angeles County Board of Supervisors entered into a trust and investment services agreement with the LACERA Board of Investments to act as trustee and investment manager. During FY 2014-2015, the County did not make any contributions in excess of the pay-as-you-go amounts to the OPEB Trust. As of June 30, 2015, the net position of the OPEB Trust Fund was $488.36 million.

The OPEB Trust does not modify the County's benefit programs.

9. OTHER POSTEMPLOYMENT BENEFITS-Continued

Annual OPEB Cost and Net OPEB Obligation

The County's Annual OPEB cost (expense) is calculated based on the annual required contribution (ARC), an amount actuarially determined in accordance with the parameters of GASB 45. The OPEB cost and OPEB obligation were determined by the OPEB health care actuarial valuation as of July 1, 2014, and the OPEB long-term disability actuarial valuation as of July 1, 2013. The following table shows the ARC, the amount actually contributed and the net OPEB obligation (in thousands):

	Retiree Health Care	LTD	Total
Annual OPEB required contribution (ARC)	$ 2,068,400	$ 78,321	$ 2,146,721
Interest on Net OPEB obligation	360,603	10,072	370,675
Adjustment to ARC	(331,875)	(8,268)	(340,143)
Annual OPEB cost (expense)	2,097,128	80,125	2,177,253
Less: Contributions made	450,140	39,920	490,060
Increase in Net OPEB obligation	1,646,988	40,205	1,687,193
Net OPEB obligation, July 1, 2014	9,616,065	231,547	9,847,612
Net OPEB obligation, June 30, 2015	$ 11,263,053	$ 271,752	$ 11,534,805

Retiree Health Care Trend Information (in thousands)

Fiscal Year Ended	Annual OPEB Cost	Percentage of OPEB Cost Contributed	Net OPEB Obligation
June 30, 2013	$ 2,089,025	42.6%	$ 7,964,673
June 30, 2014	2,098,370	21.3%	9,616,065
June 30, 2015	2,097,128	21.5%	11,263,053

LTD Trend Information (in thousands)

Fiscal Year Ended	Annual OPEB Cost	Percentage of OPEB Cost Contributed	Net OPEB Obligation
June 30, 2013	$ 73,069	51.5%	$ 189,072
June 30, 2014	79,795	46.8%	231,547
June 30, 2015	80,125	49.8%	271,752

Funded Status and Funding Progress

As of July 1, 2014, the most recent actuarial valuation date for OPEB health care benefits, the funded ratio was 1.80%. The actuarial value of assets was $483.80 million. The actuarial accrued liability (AAL) was $27.288 billion, resulting in an unfunded AAL of $26.804 billion. The covered payroll was $6.672 billion and the ratio of the unfunded AAL to the covered payroll was 401.73%. Covered payroll represents the pensionable payroll of employees that are provided pensions through the pension plan.

As of July 1, 2013, the most recent actuarial valuation date for OPEB long-term disability benefits, the funded ratio was 0%. The actuarial value of assets was zero. The AAL was $945.69 million, resulting in an unfunded AAL of $945.69 million. The covered payroll was $6.596 billion and the ratio of the unfunded AAL to the covered payroll was 14.34%.

9. OTHER POSTEMPLOYMENT BENEFITS-Continued

Funded Status and Funding Progress-Continued

The schedules of funding progress are presented as RSI following the notes to the financial statements. These RSI schedules present multi-year trend information.

Actuarial Methods and Assumptions

Actuarial valuations involve estimates of the value of reported amounts and assumptions about the probability of events far into the future. Actuarially determined amounts are subject to continued revision as actual results are compared to past expectations and new estimates are made about the future.

Actuarial calculations are based on the benefits provided under the terms of the substantive plan in effect at the time of each valuation and on the pattern of sharing of costs between the employer and plan members to that point.

The projection of benefits for financial reporting purposes does not explicitly incorporate the potential effects of legal or contractual funding limitations on the pattern of cost sharing between the employer and plan members in the future.

Actuarial calculations reflect a long-term perspective. Actuarial methods and assumptions used include techniques designed to reduce short-term volatility in actuarial accrued liabilities and the actuarial value of assets.

The actuarial valuations for OPEB health care and OPEB long-term disability benefits were prepared by two different firms; with some differences in the methods and assumptions used. In both valuations, the projected unit credit cost method was used. The valuation for OPEB health care benefits assumed an annual investment rate of return of 3.75%, a projected general wage increase of 3.50% per annum, and an annual inflation rate of 3.00%. The valuation for OPEB long-term disability benefits assumed an annual investment rate of return of 4.35%, a projected general wage increase of 3.85% per annum and an annual inflation rate of 3.00%. The increases in salary due to promotions and longevity do not affect the amount of the OPEB program benefits. The valuation for OPEB healthcare included an actuarial asset valuation, however, the valuation for OPEB long-term disability benefits did not. Finally, both the OPEB health care and the OPEB long-term disability valuation reports used the level percentage of projected payroll over a rolling (open) 30-year amortization period.

The healthcare cost trend initial and ultimate rates, based on the July 1, 2014 OPEB actuarial valuation, are as follows:

	Initial Year	Ultimate
LACERA Medical Under 65	7.05%	4.70%
LACERA Medical Over 65	9.60%	4.70%
Part B Premiums	2.20%	4.85%
Dental (all)	0.50%	3.35%

10. LEASES

Operating Leases

The following is a schedule of future minimum rental payments required under operating leases entered into by the County that have initial or remaining noncancelable lease terms in excess of one year as of June 30, 2015 (in thousands):

Year Ending June 30	Governmental Activities
2016	$ 79,406
2017	63,634
2018	45,665
2019	34,429
2020	22,720
2021-2025	57,021
2026-2030	54,209
2031-2035	28,321
2036-2040	13,880
2041-2045	13,879
2046-2050	9,022
Total	$ 422,186

Rent expenses related to operating leases were $99,549,000 for the year ended June 30, 2015.

Capital Lease Obligations

The following is a schedule of future minimum lease payments under capital lease obligations together with the present value of future minimum lease payments as of June 30, 2015 (in thousands):

Year Ending June 30	Governmental Activities
2016	$ 24,487
2017	22,430
2018	21,632
2019	21,547
2020	21,425
2021-2025	98,008
2026-2030	82,588
2031-2035	55,186
2036-2040	19,013
Total	366,316
Less: Amount representing interest	199,996
Present value of future minimum lease payments	$ 166,320

10. LEASES-Continued

Capital Lease Obligations-Continued

The following is a schedule of property under capital leases by major classes at June 30, 2015 (in thousands):

	Governmental Activities
Land	$ 18,695
Buildings and improvements	141,441
Equipment	68,240
Accumulated depreciation	(53,636)
Total	$ 174,740

Future rent revenues to be received from noncancelable subleases are $1,022,000 as of June 30, 2015.

Leases of County-Owned Property

The County has entered into operating leases relative to the Marina del Rey Project area, regional parks, and Asset Development Projects. Substantially all of the Marina's land and harbor facilities are leased to others under agreements classified as operating leases. Certain regional parks are leased under agreements, which provide for activities such as food and beverage concessions, and recreational vehicle camping. The Asset Development Projects are ground leases and development agreements entered into by the County for private sector development of commercial, industrial, residential, and cultural uses on vacant or underutilized County owned property. The Asset Development leases cover remaining periods ranging generally from 7 to 82 years and are accounted for in the General Fund. The lease terms for the regional parks cover remaining periods ranging from 1 to 20 years and are also accounted for in the General Fund. The Marina del Rey leases cover remaining periods ranging from 1 to 53 years and are accounted for in the General Fund.

The land carrying value of the Asset Development Project ground leases and the Marina del Rey Project area leases is $579,026,000. The carrying value of the capital assets associated with the regional park operating leases is not determinable.

The following is a schedule of future minimum rental receipts on noncancelable leases as of June 30, 2015 (in thousands):

Year Ending June 30	Governmental Activities	Business-type Activities
2016	$ 39,642	$ 173
2017	39,553	178
2018	39,455	182
2019	39,308	187
2020	39,942	192
Thereafter	1,449,256	2,453
Total	$ 1,647,156	$ 3,365

10. LEASES-Continued

Leases of County-Owned Property-Continued

The following is a schedule of rental income for these operating leases for the year ended June 30, 2015 (in thousands):

	Governmental Activities	Business-type Activities
Minimum rentals	$ 38,892	$ 161
Contingent rentals	18,342	
Total	$ 57,234	$ 161

The minimum rental income is a fixed amount based on the lease agreements. The contingent rental income is a percentage of revenue above a certain base for the Asset Development leases or a calculated percentage of the gross revenue less the minimum rent payment for the other leases.

11. LONG-TERM OBLIGATIONS

Long-term obligations of the County consist of bonds, notes and loans, pension (see Note 8), OPEB (see Note 9), capital lease obligations (see Note 10) and other liabilities, which are payable from the General, Special Revenue, Debt Service, Enterprise and Internal Service Funds.

A summary of bonds, notes and loans recorded within governmental activities follows (in thousands):

	Original Par Amount of Debt	Balance June 30, 2015
Los Angeles County Flood Control District Refunding Bonds, 2.5% to 5.0%	$ 143,195	$ 2,985
Los Angeles County Flood Control District Revenue Bonds, 4.0% to 4.12%	20,540	12,120
Regional Park and Open Space District Bonds (issued by Public Works Financing Authority), 3.0% to 5.25%	275,535	88,826
NPC Bond Anticipation Notes, 0.535 to 0.596%	27,959	27,959
NPC Bonds, 1.5% to 5.0%	70,572	24,589
Marina del Rey Loans, 4.5% to 4.7%	23,500	15,790
Public Buildings Bonds and Notes, 2.0% to 7.618%	1,305,873	917,049
Lease Revenue Obligation Notes, 0.06% to 0.12%	308,596	308,596
Los Angeles County Securitization Corporation Tobacco Settlement Asset-Backed Bonds, 5.25% to 6.65%	319,827	404,351
Total	$ 2,495,597	$ 1,802,265

11. LONG-TERM OBLIGATIONS-Continued

A summary of bonds and notes recorded within business-type activities follows (in thousands):

	Original Par Amount of Debt	Balance June 30, 2015
NPC Bond Anticipation Notes, 0.535% to 0.596%	$ 19,041	$ 19,041
NPC Bonds, 1.5% to 5.0%	14,703	6,841
Public Buildings Bonds and Notes, 2.0% to 7.618%	914,292	814,882
Lease Revenue Obligation Notes, 0.06% to 0.12%	33,264	33,264
Waterworks District Loans, 2.28%	8,869	8,414
Aviation Loan, 2.95%	2,000	2,000
Total	$ 992,169	$ 884,442

Assessment Bonds

The Regional Park and Open Space District issued voter approved assessment bonds in 1997, some of which were advance refunded in FY 2004-2005 and the remainder in FY 2007-2008, to fund the acquisition, restoration, improvement and preservation of beach, park, wildlife and open space resources within the District. As discussed in Note 4, the bonds were purchased by the Public Works Financing Authority (Authority) and similar bonds were issued as a public offering. The bonds issued by the Authority are payable from the pledged proceeds of annual assessments levied on parcels within the District's boundaries.

The bonds mature in FY 2019-2020. Annual principal and interest payments of the bonds are expected to require less than 50% of annual assessment revenues. Total principal and interest remaining on the bonds is $91,698,000, not including unamortized bond premiums. Principal and interest for the current year and assessment revenues were $35,733,000 and $80,090,000, respectively.

Principal and interest requirements on assessment bonds are as follows (in thousands):

Year Ending June 30	Governmental Activities Principal	Interest
2016	$ 32,270	$ 3,422
2017	11,715	2,313
2018	12,320	1,692
2019	12,955	1,039
2020	13,620	352
Subtotal	82,880	$ 8,818
Add: Unamortized bond premiums	5,946	
Total assessment bonds	$ 88,826	

11. LONG-TERM OBLIGATIONS-Continued

Certificates of Participation and Bonds

The County has issued certificates of participation (COPs) through various financing entities that have been established by, and are component units of, the County. The debt proceeds have been used to finance the acquisition of County facilities and equipment. The County makes annual payments to the financing entities for the use of the property and the debt is secured by the underlying capital assets that have been financed. During FY 2014-2015, the County issued lease revenue bonds of $153,215,000. The proceeds from these bonds, plus the associated premium of $27,354,000 less issuance costs of $870,000, were used to finance $74,673,000 of various capital improvements, to redeem $100,000,000 of outstanding lease revenue obligation notes, and to fund debt service reserves of $5,026,000. The debt is only issued for Governmental Activities.

The County has pledged net revenues from the Calabasas Landfill for the payment of the Calabasas Landfill Project Revenue bonds, included here in the Public Buildings COPS, issued in 2005 and maturing in 2022. To the extent that the net available revenues are insufficient to cover the debt payments in any fiscal year, the County has pledged to make the debt payments from any source of legally available funds. The County paid $3,199,000 and credit reserves of $217,000 were used to pay for the current fiscal year debt payment of $3,416,000. Total principal and interest remaining on the bonds is $25,910,000.

Principal and interest requirements on COPs (Flood Control District Refunding bonds and Revenue bonds, NPC bonds, and Public Buildings Bonds and COPs for Governmental Activities and NPC bonds and Public Buildings Bonds and COPs for Business-type Activities) are as follows (in thousands):

Year Ending	Governmental Activities		Business-type Activities	
June 30	Principal	Interest	Principal	Interest
2016	$ 55,562	$ 58,375	$ 29,576	$ 49,918
2017	42,188	55,620	21,777	47,815
2018	28,820	56,527	17,271	45,413
2019	26,814	56,229	16,908	44,613
2020	27,985	55,953	17,771	43,755
2021-2025	184,126	182,801	101,263	202,847
2026-2030	150,072	129,790	128,143	166,814
2031-2035	133,936	85,703	163,549	119,152
2036-2040	132,268	43,373	206,712	59,379
2041-2045	70,808	6,990	84,567	5,161
Subtotal	852,579	$ 731,361	787,537	$ 784,867
Add: Accretions	59,025			
Unamortized bond premiums	45,139		34,186	
Total certificates of participation and bonds	$ 956,743		$ 821,723	

11. LONG-TERM OBLIGATIONS-Continued

Tobacco Settlement Asset-Backed Bonds

In 2006, the County entered into a Sale Agreement with the Los Angeles County Securitization Corporation (LACSC) under which the County relinquishes to the LACSC a portion of its future tobacco settlement revenues (TSRs) for the next 40 years. The County received from the sold TSRs a lump sum payment of $319,827,000 and a residual certificate in exchange for the rights to receive and retain 25.9% of the County's TSRs through 2046. The residual certificate represented the County's ownership interest in excess TSRs to be received by the LACSC during the term of the Sale Agreement. Residuals through 2015 were $131,514,000. The total TSRs sold, based on the projected payment schedule in the Master Settlement Agreement and adjusted for historical trends, was estimated to be $1.438 billion. The estimated present value of the TSRs sold, net of the expected residuals and assuming a 5.7% interest rate at the time of the sale, was $309,230,000. In the event of a decline in the tobacco settlement revenues for any reason, including the default or bankruptcy of a participating cigarette manufacturer, resulting in a decline in the tobacco settlement revenues and possible default on the Tobacco Bonds, neither the California County Tobacco Securitization Agency, the County, nor the LACSC has any liability to make up any such shortfall.

Principal and interest requirements (in thousands) for the Tobacco Settlement Asset-Backed bonds are as follows:

Year Ending June 30	Governmental Activities Principal	Governmental Activities Interest
2016	$	$ 19,918
2017		19,919
2018		19,919
2019		19,919
2020		19,919
2021-2025	35,925	88,463
2026-2030	46,370	79,132
2031-2035		69,311
2036-2040	62,196	51,136
2041-2045	53,157	30,883
2046	97,824	5,391
Subtotal	295,472	$ 423,910
Add: Accretions	108,879	
Total tobacco settlement asset-backed bonds	$ 404,351	

11. LONG-TERM OBLIGATIONS-Continued

Notes, Loans, and Lease Revenue Obligation Notes

Notes and Loans

Bond Anticipation Notes (BANS) are issued by the Los Angeles County Capital Asset Leasing Corporation (LACCAL) to provide interim financing for equipment purchases. BANS are purchased by the County Treasury Pool and are payable within five years. In addition, the BANS are issued with a formal agreement that, in the event they are not liquidated within the five-year period, they convert to capital lease obligations with a three-year term secured by County real property. During FY 2014-2015, LACCAL issued additional BANS in the amount of $25,886,000, as reflected in Governmental Activities and $14,114,000 as reflected in Business-type Activities.

Marina del Rey loans were obtained from the California Department of Boating and Waterways for the restoration and renovation of the marina seawall. The loans are secured by Marina del Rey lease revenue and by Los Angeles County Music Center parking revenues.

In June 2010, the Board approved a resolution authorizing the Waterworks Districts to obtain Safe Drinking Water State Revolving loans in the amount of $3,410,000 and $5,473,000 from the California Department of Public Health to fund the Sepulveda Feeder Interconnection project (Malibu) and the Marina del Rey Waterline Replacement project (Marina), respectively. The loans will be repaid over 20 years and are secured by revenues from surcharges collected for capital improvements. Annual principal and interest payments of the loans are expected to require less than 47% of the annual surcharge revenues. During FY 2014-2015, the County obtained additional loans of $758,000. As of June 30, 2015, total loans drawn are $3,396,000 on the Sepulveda Feeder Interconnection project and $5,473,000 on the Marina del Rey Waterline Replacement project.

In July 2014, the Board approved the Whiteman Airport Leasehold Interest Acquisition Project, with a total Project cost of $4,020,000. To partially finance the acquisition, the Aviation Fund obtained an Airport Development Loan from the State of California Department of Transportation, Aeronautics Program for $2,000,000 with an annual interest rate of 2.95%. The Airport Development Loan will be repaid over 17 years with revenue generated by rental income.

Lease Revenue Obligation Notes

Lease revenue obligation notes (LRON) provide the County with a flexible and cost-effective source of financing to provide interim funding during the initial construction phase of a capital project, which may be refinanced with the issuance of long-term bonds upon completion. Repayment of LRON are secured by three irrevocable direct-pay letters of credit (LOC) from separate banks supporting the issuance of LRON and a revolving credit facility with an additional bank supporting the issuance of direct placement revolving notes. This program is secured by twenty-four County-owned properties pledged as collateral in a lease-revenue financing structure with the LACCAL. The LOCs and the revolving credit facility were issued for a three-year period and have a termination date of April 18, 2016. The County has the option to extend the LOCs and the revolving credit for an additional one-year period or to some other term mutually agreed to with the participating banks.

11. LONG-TERM OBLIGATIONS-Continued

Notes, Loans, and Lease Revenue Obligation Notes-Continued

Lease Revenue Obligation Notes-Continued

The aggregate maximum principal amount of the three LOCs is $450,000,000, which consists of $150,000,000 of callable Series A (JP Morgan), $100,000,000 of Series B (U.S. Bank), $200,000,000 of Series C (Wells Fargo) and $150,000,000 direct placement revolving credit facility of Series D (Bank of America). The County is responsible for the payment of a non-refundable letter of credit fee for each LOC and a non-refundable commitment fee for the revolving credit facility on a quarterly basis in an amount equal to the rate per annum corresponding to the lowest long-term unenhanced debt ratings assigned by any of Moody's, S&P, or Fitch to any Lease Obligation Debt of the County. The letter of credit fee for Series A is equal to 0.54% of the maximum principal amount of the LOC. For Series B and C, the letter of credit fee is equal to 0.6% of the maximum principal amount of the LOC. The commitment fee is equal to 0.3% of the $150,000,000 maximum principal amount of the revolving credit facility for Series D (Bank of America). As of June 30, 2015, $341,860,000 of LRON issued under the program were outstanding, including $80,000,000 of Series A, $100,000,000 of Series B, and $161,860,000 of Series C.

LRON are issued as variable rate instruments with a maximum term not to exceed 270 days. On the maturity date of LRON, the notes are reissued at the prevailing interest rates in the note market, which reflects the term of the note and the perceived credit quality of the supporting letter of credit bank. During FY 2014-2015, the County redeemed $100,000,000 and reissued $266,957,000 for Governmental Activities and redeemed $38,140,000 and reissued $12,903,000 for Business-type Activities, representing the total amounts outstanding at the beginning of the year. These reissues, along with an additional $62,000,000 of new County LRON, which is reported as $41,639,000 for Governmental Activities and $20,361,000 for Business-type Activities, are reflected as notes payable. The total outstanding LRON as of June 30, 2015 is $341,860,000, which is reported as $308,596,000 for Governmental Activities and $33,264,000 for Business-type Activities. The average interest rate on LRON issued in FY 2014-2015 was 0.087%.

Principal and interest requirements on NPC BANS, Marina del Rey Loans and LRON for Governmental Activities and NPC BANS, Waterworks District Loans, Aviation Loan and LRON for Business-type Activities are as follows (in thousands):

Year Ending	Governmental Activities		Business-type Activities	
June 30	Principal	Interest	Principal	Interest
2016	$ 311,503	$ 711	$ 38,461	$ 155
2017	26,757	673	14,571	242
2018	911	634	469	231
2019	952	593	480	220
2020	995	550	492	208
2021-2025	5,686	2,037	2,643	855
2026-2030	5,541	637	2,981	517
2031-2035			2,622	148
Total notes, loans, and LRON	$ 352,345	$ 5,835	$ 62,719	$ 2,576

11. LONG-TERM OBLIGATIONS-Continued

Summary-All Future Principal, Interest and Accretions

The following summarizes total future principal and interest requirements for the various debt issues referenced above (in thousands):

	Governmental Activities		Business-type Activities	
Debt Type	Principal	Interest	Principal	Interest
Assessment bonds	$ 82,880	$ 8,818	$	$
Certificates of participation and bonds	852,579	731,361	787,537	784,867
Tobacco settlement asset-backed bonds	295,472	423,910		
Notes, loans, and LRON	352,345	5,835	62,719	2,576
Subtotal	1,583,276	$1,169,924	850,256	$ 787,443
Add: Accretions	167,904			
Unamortized premiums on bonds payable	51,085		34,186	
Total bonds and notes	$1,802,265		$ 884,442	

Long-term liabilities recorded in the government-wide statement of net position include accreted interest on zero coupon bonds and unamortized bond premiums.

Bonds Defeased in Prior Years

In prior years, various debt obligations, consisting of bonds and certificates of participation, were defeased by placing the proceeds of refunding bonds in an irrevocable trust to provide for all future debt service payments on the old obligations. At June 30, 2015, there were no outstanding bonds and certificates of participation considered defeased.

Changes in Long-term Liabilities

The following is a summary of long-term liabilities and corresponding activity for the year ended June 30, 2015 (in thousands):

	Balance July 1, 2014	Additions/ Accretions	Transfers/ Maturities	Balance June 30, 2015	Due Within One Year
Governmental activities:					
Bonds and notes payable	$ 1,565,577	487,697	469,998	$ 1,583,276	$ 399,335
Add: Unamortized premium on bonds payable	27,908	27,354	4,177	51,085	3,679
Total bonds and notes payable	1,593,485	515,051	474,175	1,634,361	403,014
Interest accretion on capital appreciation bonds payable	170,583	2,803	5,482	167,904	11,205

11. LONG-TERM OBLIGATIONS-Continued

Changes in Long-term Liabilities-Continued

	Balance July 1, 2014	Additions/ Accretions	Transfers/ Maturities	Balance June 30, 2015	Due Within One Year
Other long-term liabilities:					
Capital lease obligations (Note 10)	$ 174,121	866	8,667	$ 166,320	$ 8,529
Accrued compensated absences	1,238,514	134,651	80,901	1,292,264	68,458
Workers' compensation (Note 18)	1,862,683	399,635	361,133	1,901,185	379,847
Litigation and self-insurance (Note 18)	170,159	63,072	63,989	169,242	134,669
Pollution remediation obligation (Note 19)	18,194	1,997	133	20,058	3,537
Net pension liability, as restated (Note 2, 8)	8,919,900		2,955,663	5,964,237	
OPEB obligation (Note 9)	8,220,387	1,384,022		9,604,409	
Third party payor	26,745	80,670	67,184	40,231	40,231
Total governmental activities	$ 22,394,771	2,582,767	4,017,327	$ 20,960,211	$1,049,490
Business-type activities:					
Bonds and notes payable	$ 876,778	50,136	76,658	$ 850,256	$ 68,037
Add: Unamortized premium on bonds payable	35,084		898	34,186	1,282
Total bonds and notes payable	911,862	50,136	77,556	884,442	69,319
Other long-term liabilities:					
Accrued compensated absences	182,476	22,390	13,519	191,347	11,990
Workers' compensation (Note 18)	255,814	52,370	41,470	266,714	45,915
Litigation and self-insurance (Note 18)	104,983	10,242	17,614	97,611	28,139
Net pension liability, as restated (Note 2, 8)	1,505,903		513,058	992,845	
OPEB obligation (Note 9)	1,627,225	303,171		1,930,396	
Third party payor (Note 14)	419,357	175,878	128,735	466,500	14,807
Total business-type activities	$ 5,007,620	614,187	791,952	$ 4,829,855	$ 170,170

11. LONG-TERM OBLIGATIONS-Continued

Changes in Long-term Liabilities-Continued

For governmental activities, the General Fund, the Fire Protection District Special Revenue Fund and the Public Library Special Revenue Fund have typically been used to liquidate workers' compensation, accrued compensated absences, pension and OPEB, and litigation and self-insurance.

Bond interest accretions for deep discount bonds have been included in the amounts reported for Bonds and Notes. Accretions decreased during FY 2014-2015, thereby decreasing liabilities for Bonds and Notes by $2,679,000 for governmental activities. Note 18 contains information about changes in the combined current and long-term liabilities for workers' compensation and litigation and self-insurance.

Discretely Presented Component Unit

Long-term debt obligations and corresponding activity for the CDC discretely presented component unit for the year ended June 30, 2015 was as follows (in thousands):

	July 1, 2014	Additions	Maturities	Balance June 30, 2015	Due Within One Year
Governmental activities:					
Bonds and notes payable	$ 25,389		3,488	$ 21,901	$ 2,507
Compensated absences	697	1,048	926	819	737
Capital lease obligations	1,919		648	1,271	656
Claims payable	4,369	531	531	4,369	233
Net pension liability, as restated (Note 2)	13,731		8,901	4,830	
OPEB obligation		3		3	
Total governmental activities	$ 46,105	1,582	14,494	$ 33,193	$ 4,133
Business-type activities:					
Bonds and notes payable	$ 38,651	3	590	$ 38,064	$ 610
Compensated absences	424	744	602	566	509
Net pension liability, as restated (Note 2)	9,695		6,285	3,410	
Total business-type activities	$ 48,770	747	7,477	$ 42,040	$ 1,119
Total long-term obligations	$ 94,875	2,329	21,971	$ 75,233	$ 5,252

12. SHORT-TERM DEBT

On July 1, 2014, the County issued $900,000,000 of short-term Tax and Revenue Anticipation Notes at an effective interest rate of 0.12%. The proceeds of the notes were used to assist with County General Fund cash flow needs prior to the first major apportionment of property taxes, which occurred in December 2014. The notes matured and were redeemed on June 30, 2015.

13. CONDUIT DEBT OBLIGATIONS

Community Facilities and Improvement District Bonds

As of June 30, 2015, various community facilities and improvement districts established by the County had outstanding special tax bonds payable totaling $42,729,000 and limited obligation improvement bonds totaling $5,311,000. The bonds were issued to finance the cost of various construction activities and infrastructure improvements, which have a regional or direct benefit to the related property owners.

The bonds do not constitute an indebtedness of the County and are payable solely from special taxes and benefit assessments collected from property owners within the districts. In the opinion of County officials, these bonds are not payable from any revenues or assets of the County and neither the full faith and credit of the County, the State or any political subdivision thereof is obligated to the payment of the principal or interest on the bonds. Accordingly, no liability has been recorded in the accompanying basic financial statements.

The County functions as an agent for the districts and bondholders. Debt service transactions related to the various bond issues are reported in the agency funds. Construction activities are reported in the Improvement Districts' Capital Projects Fund.

Industrial Development and Other Conduit Bonds

Industrial development bonds, and other conduit bonds, have been issued to provide financial assistance to private sector entities and nonprofit corporations for the acquisition of industrial and health care facilities, which provide a public benefit. The bonds are secured by the facilities acquired and/or bank letter of credit and are payable solely from project revenue or other pledged funds. The County is not obligated in any manner for the repayment of the bonds. Accordingly, no liability has been recorded in the accompanying basic financial statements.

As of June 30, 2015, the amount of industrial development and other conduit bonds outstanding was $164,560,000.

Redevelopment Refunding Bonds

The County of Los Angeles Redevelopment Refunding Authority, a joint powers authority between the County and the Public Works Financing Authority, was established to issue bonds that would enable successor agencies to former redevelopment agencies within the County to refund their outstanding tax allocation bonds in order to achieve debt service savings and to provide significant economies of scale through reduced costs of issuance and lower interest rates. The bonds are secured by a lien on future tax revenues of successor agencies. The County is not obligated in any manner for the repayment of the bonds. Accordingly, no liability has been recorded in the accompanying basic financial statements.

As of June 30, 2015, the amount of redevelopment refunding bonds outstanding was $349,317,000.

14. HOSPITAL AND OTHER PROGRAM REVENUES

Net patient service revenue is reported at the estimated net realizable amounts from patients, third-party payors, and others for services rendered, including estimated retroactive adjustments under reimbursement agreements with third-party payors. Retroactive adjustments are accrued on an estimated basis in the period the related services are rendered and adjusted in future periods, as final settlements are determined.

Medi-Cal Demonstration Project

In November 2010, the Centers for Medicare and Medicaid Services (CMS) approved, pursuant to Section 1115(a) of the Social Security Act, a Medi-Cal Demonstration Project, which affects many aspects of Medi-Cal revenue for the County hospitals and clinics including the financing methods by which the State draws down federal matching funds. The Medi-Cal Demonstration Project covers the period November 1, 2010 to October 31, 2015, with a temporary extension to December 31, 2015.

Revenues for the public hospitals are comprised of: 1) Fee-For-Service (FFS) cost-based reimbursement for inpatient hospital services for Medi-Cal patients who are not enrolled in managed care; 2) Medi-Cal Disproportionate Share Hospital (DSH) payments; and 3) distribution from a pool of federal funding for uninsured care, known as the Safety Net Care Pool (SNCP), which was capped Statewide at $236.0 million in FY 2014-2015. The non-federal share of these payments is provided by the public hospitals rather than the State, through certified public expenditures (CPE). For the inpatient hospital FFS cost-based payments, each hospital provides its own CPE.

The federal medical assistance percentage (FMAP), which establishes the matching amount (known as federal financial participation or FFP) for the FFS cost-based reimbursement for the traditional Medi-Cal population was 50% and 100% for the expansion population for FY 2014-2015. The FMAP for DSH remains at 50%.

For the DSH and SNCP distributions, the CPEs of all the public hospitals in the State are used in the aggregate to draw down the federal match. It is therefore possible for one hospital to receive the federal match that results from another hospital's CPE. In this situation, the first hospital is referred to as a "recipient" hospital, while the second is referred to as a "donor" hospital. A recipient hospital is required to "retain" the FFP amounts resulting from donated CPEs.

All CPEs reported by each hospital will be subject to State and federal audit and final reconciliation. If, at the end of the final reconciliation process, it is determined that a hospital's claimed CPEs resulted in an overpayment of federal funds to the State, the hospital may be required to return the overpayment whether or not the County's hospital received the federal matching funds.

The County also provides funding for the State's share of the DSH program by transferring funds to the State. These transferred funds, referred to as intergovernmental transfers or "IGTs" are used by the State to draw down federal matching funds. The combined IGTs sent to the State by each Hospital Enterprise Fund, plus the matching federal funds, are utilized by the State to provide supplemental funding for the Medi-Cal Demonstration Project.

14. HOSPITAL AND OTHER PROGRAM REVENUES-Continued

Medi-Cal Demonstration Project-Continued

The Medi-Cal Demonstration Project restricts the amount of IGTs that may be used for DSH payments. A hospital's IGT may be used to draw federal DSH funding, but only with respect to DSH payments made to that hospital, and the gross amount of such IGT funded payments (non-federal plus federal match) may not exceed 75% of the hospital's uncompensated care costs. The gross IGT funded DSH payment must be "retained" by the recipient hospital fund.

The County recognizes the funding received under the Medi-Cal Demonstration Project by each hospital as net patient services revenue, unless mentioned otherwise, as reflected in the statement of revenues, expenses, and changes in fund net position. The IGT payments are reflected as nonoperating expenses by each hospital in the statement of revenues, expenses, and changes in fund net position.

The IGTs made during FY 2014-2015 are for services provided in FYs 2013-2014 and 2014-2015. The amounts reported below also include IGTs returned by the State for overpayment. The estimated Medi-Cal Demonstration Project net revenues for inpatient services, DSH and SNCP include amounts collected and accrued for FY 2014-2015 as adjusted for over/under-realization of revenues for FY 2005-2006 through FY 2013-2014. The amounts below are in thousands:

	Program Revenues			
	Medi-Cal FFS	DSH	SNCP	Intergovernmental Transfers Expense
Harbor-UCLA	$ 65,168	$ 61,348	$ 34,017	$ 18,301
Olive View-UCLA	49,123	22,219	13,541	27,725
LAC+USC	181,611	88,809	45,827	51,596
Rancho	33,468	28,980	17,196	4,370
Total	$ 329,370	$ 201,356	$ 110,581	$ 101,992

Besides these revenues, the Medi-Cal Demonstration Project provides support for public hospital systems in the following areas:

Delivery System Reform Incentive Pool

The Medi-Cal Demonstration Project establishes the Delivery System Reform Incentive Pool (DSRIP), which ties federal funding to the achievement of milestones in care delivery improvements. To obtain funding under the DSRIP, public hospital systems submitted a five-year plan showing how they will accomplish desired results, and will be required to achieve significant milestones that were approved by the State and CMS. The amounts below, in thousands, were recorded as "other operating revenues" in FY 2014-2015:

14. HOSPITAL AND OTHER PROGRAM REVENUES-Continued

Medi-Cal Demonstration Project-Continued

Delivery System Reform Incentive Pool-Continued

	DSRIP Gross Revenues	Intergovernmental Transfers Expense
Harbor-UCLA	$ 123,108	$ 91,920
Olive View-UCLA	34,917	34,984
LAC+USC	170,945	108,325
Rancho	119,372	7,603
Total	$ 448,342	$ 242,832

In addition, the General Fund received $35.41 million for DSRIP. These amounts were recorded as Intergovernmental Revenue Federal on the governmental fund statements.

Managed Care for Seniors and Persons with Disabilities (SPDs)

Under the Medi-Cal Demonstration Project the State of California requires Medi-Cal beneficiaries who are Seniors and Persons with Disabilities (SPDs) to enroll in managed care plans, rather than using a fee for service system, in an effort to provide more coordinated care and contain costs. In FY 2014-2015, an estimated $260.26 million of SPD gross revenues were recorded as part of net patient service revenue.

The Medi-Cal Demonstration Project requires the County make IGTs to the State to fund the non-federal share of Medi-Cal inpatient payments for the SPD managed care population and expenses associated with such IGTs were $97.81 million in FY 2014-2015.

Coverage Expansion - Low Income Health Program or Healthy Way LA

Under the Medi-Cal Demonstration Project, counties had the option to expand coverage by operating a Low Income Health Program (LIHP). Under this plan, the County is able to cover individuals up to 133% of the federal poverty level (FPL), known as the Medicaid Coverage Expansion (MCE) population for a particular group of services, and receive federal matching funds for the amount expended. The LIHP or the Healthy Way LA (HWLA) - Matched program in Los Angeles, was in effect through the end of 2013 and effective January 1, 2014, coverage under the federal health care reform or the Patient Protection and Affordable Care Act (ACA) of 2010 went into effect.

Estimated revenues recorded for the HWLA program in FY 2014-2015 for services provided during FYs 2011-2012 through 2013-2014 are $7.82 million for patient care services and $8.66 million for administrative services.

14. HOSPITAL AND OTHER PROGRAM REVENUES-Continued

Affordable Care Act

The ACA is the new health care reform law in America. The MCE program provides Medi-Cal coverage for adult citizens or legal residents (ages 19-64) who are uninsured and have incomes at or below 138% of the FPL. Beginning January 1, 2014, the Hospital Presumptive Eligibility program also provided individuals with temporary Medi-Cal benefits while a formal, permanent Medi-Cal application is being processed.

Medicaid Coverage Expansion

The FMAP for the Medicaid Coverage Expansion Program is 100%. In FY 2014-2015, an estimated $661.35 million in MCE revenues and $129.44 million in Medi-Cal Managed Care Rate Supplement revenues related to MCE were recorded as part of net patient service revenue.

Medi-Cal Physician State Plan Amendment (Physician SPA)

Prior to July 1, 2005, Medi-Cal inpatient physician professional services (as well as non-physician practitioner services) provided by the County were reimbursed as part of an all-inclusive fixed contract rate per-diem. Effective July 1, 2005, public hospitals were no longer paid a fixed rate but were reimbursed under a Medi-Cal Demonstration Project. The Medi-Cal Demonstration Project payment for inpatient and other facility services excluded professional services. California State Plan Amendment 05-23 allows professional services provided by public entities to be paid similarly to the inpatient hospital services under the Medi-Cal Demonstration Project. Hospitals are allowed to claim federal reimbursement for unreimbursed costs of Medi-Cal professional services (Hospital Inpatient, Emergency Room, and Psychiatric services), which is matched at the applicable FMAP rate for the year.

Rather than limiting Medi-Cal reimbursement for physician professional services to a fixed schedule, effective July 1, 2005, California State Plan Amendment 05-23 allows professional services provided by public entities to be paid similarly to the inpatient hospital services under the Medi-Cal Demonstration Project. Hospitals are allowed to claim federal reimbursement for unreimbursed costs of Medi-Cal professional services (Hospital Inpatient, Emergency Room, and Psychiatric services), which is matched at the applicable FMAP rate for the year.

Net revenues of $44.22 million were recognized during FY 2014-2015 and included adjustments for the over/under-realization of revenues associated with FY 2005-2006 and FYs 2012-2013 through 2014-2015.

Other Medi-Cal Programs

Cost Based Reimbursement Clinics (CBRC)

CBRC reimburses 100% of allowable costs for outpatient services provided to Medi-Cal beneficiaries at the County's hospital-based clinics, Multi-Service Ambulatory Care Centers (MACC) and health centers (excluding clinics that provide predominately public health services). The Department-wide CBRC revenues in FY 2014-2015 were $191.06 million. As of June 30, 2015, the County estimated that approximately $153.38 million of CBRC accounts receivable would not be collectible within 12 months and this amount is classified as a noncurrent asset in the proprietary fund statements of net position for each hospital.

14. HOSPITAL AND OTHER PROGRAM REVENUES-Continued

Other Medi-Cal Programs-Continued

Medi-Cal Cost Report Settlements

All of the FY 2010-2011 CBRC audit reports were issued and total audit settlements of $39.0 million were paid to the County. The Department of Health Services (DHS) appealed to the Office of Administrative Appeals regarding certain audit adjustments. The informal level appeal hearing between DHS and the Medi-Cal auditors before a hearing auditor was held during October 2015. Prior to and during that process, a number of the disputes for FY 2010-2011 were resolved. The hearing results, known as a Report of Findings, will be issued sometime next year. DHS has formal level appeals pending for FYs 2004-2005, 2005-2006, 2007-2008 and 2009-2010. The formal level appeals for FY 2008-2009 were largely resolved and the settlement should be completed before the end of 2015. The financial impact of the formal level appeals is not yet known at this time.

The State auditors are in the process of auditing the FY 2011-2012 CBRC cost reports and audit reports are anticipated during December 2015 and January 2016. The audit of FY 2013-2014 has also started.

Medi-Cal Managed Care Rate Supplement

The State received approval from CMS to continue the various Medi-Cal Managed Care rate supplements paid to L.A. Care for the period October 1, 2013 through June 30, 2014. The supplement is funded by an IGT made by the County. The County does not receive managed care payments directly from the State; rather, the State contracts with L.A. Care and Health Net, which then subcontract for services with various provider networks.

In addition, in order to receive the supplemental payment, the County is required by Welfare and Institutions Code Section 14301.4, to pay the State Department of Health Care Services a 20% administrative fee that is assessed on the full amount of the IGT. This amount is also recorded as part of IGT.

The total estimated managed care rate supplement revenues and related estimated IGTs recorded in FY 2014-2015, including prior year over/under realization, are as follows (in thousands):

	Program Revenues	Intergovernmental Transfers Expense
L.A. Care	$ 87,448	$ 54,024
Health Net	7,890	4,800
Totals	$ 95,338	$ 58,824

14. HOSPITAL AND OTHER PROGRAM REVENUES-Continued

Other Medi-Cal Programs-Continued

Revenues from the various Medi-Cal programs (i.e., FFS, DSH, CBRC, AB 915, Construction Renovation/Reimbursement Program, etc.) represent approximately 81% of the hospitals' patient care revenue for the year ended June 30, 2015.

Accounts Receivable-Net

The following is a summary, by hospital, of accounts receivable and allowances for uncollectible amounts as of June 30, 2015 (in thousands):

	H-UCLA	OV-UCLA	LAC+USC	Rancho	Total
Accounts receivable	$ 2,316,039	$1,163,320	$ 2,759,610	$ 583,390	$ 6,822,359
Less: Allowance for uncollectible amounts	1,843,016	955,359	2,243,910	309,207	5,351,492
Accounts receivable - net	$ 473,023	$ 207,961	$ 515,700	$ 274,183	$ 1,470,867

Charity Care

Charity care includes those uncollectible amounts, for which the patient is unable to pay. Generally, charity care adjustment accounts are those accounts for which an indigence standard has been established and under which the patient qualifies. Inability to pay may be determined through the Department's Ability-to-Pay program, through other collection efforts by the Department, by the Treasurer and Tax Collector, or by an outside collection agency. Determinations of charity care may be made prior to, at the time of service, or any time thereafter. The total amount of such charity care provided by the hospitals for the year ended June 30, 2015 is as follows (in thousands):

Estimated cost of charity care	$ 504,734
Charity care at established rates	571,742
Charges forgone	342,166

Realignment

As a result of the ACA, the State of California (State) adopted and passed Assembly Bill 85 (AB85), as amended by Senate Bill 98, which lays out the process by which a portion of the 1991 County Health Realignment Funds will be redirected to support Social Services programs based on a formula. The redirection is based on the assumption that the counties will decrease their cost for healthcare for the indigent population. These savings will be shared between the counties' health departments and the State. The sharing ratio is 80% State and 20% County. AB85, as amended, provides a unique formula for the County to determine the amount to be redirected. In 2014-15, the State withheld $238.23 million, from the County's Health Realignment account to help support the Social Services programs.

14. HOSPITAL AND OTHER PROGRAM REVENUES-Continued

Realignment-Continued

This withheld redirection amount is expected to be reconciled against actual revenues and expenses for FY 2014-2015 within two years, with the potential final redirection amount being less than or equal to $238.23 million. The redirection amount will be subject to the State's review and approval. The financial impact of the potential redirection of realignment funding in future years is not yet known.

Martin Luther King, Jr. Community Hospital

The County and the University of California ("UC"), with the State, have created a wholly independent, non-profit 501(c)(3) entity, the Martin Luther King, Jr. - Los Angeles Healthcare Corporation, to operate a new hospital at the MLK-MACC site. The new hospital will: i) serve as a safety-net provider treating a high volume of Medi-Cal and uninsured patients and ii) be integrated with the County's existing network of specialty and primary care ambulatory clinics. The seven-member MLK Hospital Board of Directors was appointed by the County and UC in August 2010. The new MLK Community Hospital opened on May 14, 2015.

On December 27, 2013, the County, in its General Fund, established the Martin Luther King, Jr. Community Hospital Financial Assistance budget to provide funding to the MLK-LA Healthcare Corporation for hospital opening activities provided by the County. On April 25, 2014, the County executed a lease agreement with MLK-LA Health Corporation to occupy the Inpatient Tower and related ancillary and support buildings on the MLK Medical Center campus. As part of the lease agreement, the County committed to provide MLK-LA Healthcare Corporation with loans up to the aggregate amount of $82.0 million for pre- and post-hospital opening activities. The fund balance of the General Fund includes the outstanding MLK-LA Health Corporation loan balance of $62.0 million in non-spendable for long-term receivables, and the remaining $20.0 million is assigned for future loans.

15. INTERFUND TRANSACTIONS

Interfund Receivables/Payables

Interfund receivables and payables have been eliminated in the government-wide financial statements, except for "internal balances" that are reflected between the governmental and business-type activities. The majority of the interfund balances resulted from the time lag between the time that (1) goods and services were provided; (2) the recording of those transactions in the accounting system; and (3) payments between the funds were made. Interfund receivables and payables have been recorded in the fund financial statements. Such amounts arise due to the exchange of goods or services (or subsidy transfers) between funds that were pending the transfer of cash as of June 30, 2015.

15. INTERFUND TRANSACTIONS-Continued

Interfund Receivables/Payables-Continued

Cash transfers related to interfund receivables/payables are generally made within 30 days after year-end. Amounts due to/from other funds at June 30, 2015 are as follows (in thousands):

Receivable Fund	Payable Fund	Amount
General Fund	Fire Protection District	$ 13,189
	Flood Control District	2,629
	Public Library	4,757
	Regional Park and Open Space District	2,032
	Nonmajor Governmental Funds	260,293
	Harbor-UCLA Medical Center	63,542
	Olive View-UCLA Medical Center	33,106
	LAC+USC Medical Center	64,088
	Rancho Los Amigos Nat'l Rehab Center	10,514
	Waterworks Enterprise Funds	873
	Nonmajor Aviation Funds	9
	Internal Service Funds	5,955
		460,987
Fire Protection District	General Fund	3,226
	Flood Control District	1
	Nonmajor Governmental Funds	642
	Rancho Los Amigos Nat'l Rehab Center	1
		3,870
Flood Control District	General Fund	1,978
	Regional Park and Open Space District	1
	Nonmajor Governmental Funds	4,513
	Waterworks Enterprise Funds	469
	Nonmajor Aviation Funds	90
	Internal Service Funds	12,691
		19,742
Public Library	General Fund	4,598
	Fire Protection District	5
	Nonmajor Governmental Funds	40
		4,643

15. INTERFUND TRANSACTIONS-Continued

Interfund Receivables/Payables-Continued

Receivable Fund	Payable Fund	Amount
Regional Park and Open Space District	General Fund	$ 9
Nonmajor Governmental Funds	General Fund	102,093
	Fire Protection District	17
	Flood Control District	153
	Public Library	500
	Nonmajor Governmental Funds	19,771
	Harbor-UCLA Medical Center	257
	Rancho Los Amigos Nat'l Rehab Center	378
	Internal Service Funds	18,438
		141,607
Harbor-UCLA Medical Center	General Fund	61,737
	Fire Protection District	13
	Nonmajor Governmental Funds	26,645
	Olive View-UCLA Medical Center	273
	LAC+USC Medical Center	2,233
	Rancho Los Amigos Nat'l Rehab Center	2,877
	Internal Service Funds	2
		93,780
Olive View-UCLA Medical Center	General Fund	38,599
	Fire Protection District	160
	Nonmajor Governmental Funds	18,059
	Harbor-UCLA Medical Center	291
	LAC+USC Medical Center	8,729
	Rancho Los Amigos Nat'l Rehab Center	2,269
		68,107
LAC+USC Medical Center	General Fund	27,410
	Fire Protection District	27
	Nonmajor Governmental Funds	60,706
	Harbor-UCLA Medical Center	17,827
	Olive View-UCLA Medical Center	19,953
	Rancho Los Amigos Nat'l Rehab Center	25,469
		151,392

15. INTERFUND TRANSACTIONS-Continued

Interfund Receivables/Payables-Continued

Receivable Fund	Payable Fund	Amount
Rancho Los Amigos Nat'l Rehab Center	General Fund	$ 14,306
	Fire Protection District	37
	Harbor-UCLA Medical Center	6,895
	Olive View-UCLA Medical Center	2,157
	LAC+USC Medical Center	1,362
		24,757
Waterworks Enterprise Funds	General Fund	38
	Flood Control District	2
	Nonmajor Governmental Funds	74
	Internal Service Funds	2,224
		2,338
Nonmajor Aviation Funds	Nonmajor Governmental Funds	1
	Internal Service Funds	47
		48
Internal Service Funds	General Fund	17,806
	Fire Protection District	379
	Flood Control District	19,777
	Nonmajor Governmental Funds	34,428
	Harbor-UCLA Medical Center	682
	Olive View-UCLA Medical Center	145
	LAC+USC Medical Center	45
	Rancho Los Amigos Nat'l Rehab Center	1,156
	Waterworks Enterprise Funds	3,590
	Nonmajor Aviation Funds	140
		78,148
Total Interfund Receivables/Payables		$ 1,049,428

15. INTERFUND TRANSACTIONS-Continued

Interfund Transfers

Transfers were made during the year from the General Fund to subsidize the operations of the Public Library and the four hospitals. Other transfers primarily consisted of payments from the various operating funds (principally the General Fund) to debt service funds in accordance with long-term debt covenants. In addition, special revenue funds that are statutorily restricted made transfers to other funds to augment funding for programs operated in the General Fund.

Interfund transfers to/from other funds for the year ended June 30, 2015 are as follows (in thousands):

Transfer From	Transfer To	Amount
General Fund	Fire Protection District	$ 234
	Public Library	47,623
	Nonmajor Governmental Funds	97,916
	Harbor-UCLA Medical Center	207,536
	Olive View-UCLA Medical Center	73,715
	LAC+USC Medical Center	62,902
	Rancho Los Amigos Nat'l Rehab Center	32,972
	Internal Service Funds	36
		522,934
Fire Protection District	Nonmajor Governmental Funds	9,076
Flood Control District	Nonmajor Governmental Funds	3,084
	Internal Service Funds	2,711
		5,795
Public Library	General Fund	1,945
	Nonmajor Governmental Funds	4,429
		6,374
Nonmajor Governmental Funds	General Fund	389,342
	Fire Protection District	312
	Nonmajor Governmental Funds	202,688
	Harbor-UCLA Medical Center	54,497
	Olive View-UCLA Medical Center	39,856
	LAC+USC Medical Center	116,907
	Rancho Los Amigos Nat'l Rehab Center	136
	Waterworks Enterprise Funds	103
	Internal Service Funds	5,726
		809,567
Harbor-UCLA Medical Center	Nonmajor Governmental Funds	1,095
	LAC+USC Medical Center	16,654
		17,749
Olive View-UCLA Medical Center	Nonmajor Govermental Funds	144
	LAC+USC Medical Center	18,145
		18,289

15. INTERFUND TRANSACTIONS-Continued

Interfund Transfers-Continued

Transfer From	Transfer To	Amount
Rancho Los Amigos Nat'l Rehab Center	LAC+USC Medical Center	$ 21,520
Waterworks Enterprise Funds	Internal Service Funds	63
Internal Service Funds	Nonmajor Governmental Funds	9
Total Interfund Transfers		$ 1,411,376

Interfund Advances

The General Fund, along with other funds that receive services from the Public Works Internal Service Fund, makes short-term advances to ensure sufficient cash is available to fund operations. In addition, the General Fund makes short-term and long-term advances to assist the Hospital Funds in meeting their cash flow requirements. The County estimates that a portion of Hospital revenue is not collectible within one year and has identified long-term receivables in each Hospital Enterprise Fund. To assist the Hospital Funds in meeting their cash flow requirements, the General Fund provided a $141.70 million long-term advance and classified a corresponding amount of fund balance as nonspendable balance.

Advances from/to other funds at June 30, 2015 are as follows (in thousands):

Receivable Fund	Payable Fund	Short-Term	Long-Term	Total
General Fund	Harbor-UCLA Medical Center	$ 132,717	$ 43,695	$ 176,412
	Olive View-UCLA Medical Center		12,131	12,131
	LAC+USC Medical Center	29,688	70,028	99,716
	Rancho Los Amigos Nat'l Rehab Center	128,313	15,843	144,156
	Internal Service Funds	2,434		2,434
		293,152	141,697	434,849
Flood Control District	Internal Service Funds	6,047		6,047
Nonmajor Governmental Funds	Internal Service Funds	12,172		12,172
Waterworks Enterprise Funds	Internal Service Funds	1,347		1,347
Total Interfund Advances		$ 312,718	$ 141,697	$ 454,415

16. BUDGETARY ACCOUNTING DIFFERENCES/RECONCILIATIONS BETWEEN THE BUDGETARY BASIS AND GAAP

The County's statement of revenues, expenditures and changes in fund balances-budget and actual on budgetary basis for the major governmental funds has been prepared on the budgetary basis of accounting, which is different from GAAP.

The amounts presented for the governmental fund statements are based on the modified accrual basis of accounting and differ from the amounts presented on a budgetary basis of accounting. The major areas of difference are as follows:

- For budgetary purposes, nonspendable, restricted, committed and assigned fund balances and the portion of unassigned fund balance reserved for the "Rainy Day" fund are recorded as other financing uses at the time they are established. The County recognizes them as uses of budgetary fund balance. The nonspendable, restricted, committed and assigned fund balances that are subsequently cancelled or otherwise made available are recorded as changes in fund balance in other financing sources.

- Under the budgetary basis, revenues (primarily intergovernmental) are recognized at the time encumbrances are established for certain programs and capital improvements. The intent of the budgetary policy is to match the use of budgetary resources (for amounts encumbered, but not yet expended) with funding sources that will materialize as revenues when actual expenditures are incurred. Under the modified accrual basis, revenues are not recognized until the qualifying expenditures are incurred and amounts are collected within the County's availability period.

- For the General Fund, obligations for accrued compensated absences and estimated liabilities for litigation and self-insurance are recorded as budgetary expenditures to the extent that they are estimated to be payable within one year after year-end. Under the modified accrual basis of accounting, such expenditures are not recognized until they become due and payable in accordance with GASB Interpretation 6.

- In conjunction with the sale of Tobacco Settlement Asset-Backed bonds in FY 2005-2006, the County sold 25.9% of its future tobacco settlement revenues. Under the budgetary basis, the proceeds were recognized as revenues. Under the modified accrual basis, the proceeds were recorded as deferred inflows of resources and were being recognized over the duration of the sale agreement, in accordance with GASB 48 and 65. This matter is also discussed in Note 11, under the caption, "Tobacco Settlement Asset-Backed Bonds."

- Under the budgetary basis, property tax revenues are recognized to the extent that they are collectible within one year after year-end. Under the modified accrual basis, property tax revenues are recognized only to the extent that they are collectible within 60 days.

- For budgetary purposes, investment income is recognized prior to the effect of changes in the fair value of investments. Under the modified accrual basis, the effects of such fair value changes have been recognized.

16. BUDGETARY ACCOUNTING DIFFERENCES/RECONCILIATIONS BETWEEN THE BUDGETARY BASIS AND GAAP-Continued

- In conjunction with implementing GASB 45, the County determined that certain assets were held by LACERA (the OPEB administrator) in an OPEB Agency Fund. For budgetary purposes, any excess payments (beyond the pay-as-you-go amount) are recognized as expenditures. Under the modified accrual basis, the expenditures are adjusted to recognize the OPEB Agency assets at June 30, 2015.

The following schedule is a reconciliation of the budgetary and GAAP fund balances for the major governmental funds (in thousands):

	General Fund	Fire Protection District	Flood Control District	Public Library	Regional Park and Open Space District
Fund balance - budgetary basis	$ 1,750,126	$ 82,767	$ 136,226	$ 38,914	$ 233,840
Budgetary fund balances	1,460,697	166,548	239,957	23,609	97,271
Subtotal	3,210,823	249,315	376,183	62,523	331,111
Adjustments:					
Accrual of estimated liability for litigation and self-insurance claims	138,101	(144)	2,670	674	
Accrual of compensated absences	60,107				
Unamortized balance of sale of tobacco settlement revenue	(237,055)				
Change in revenue accruals	(156,250)	(16,539)	(4,942)	(2,485)	(867)
Change in OPEB	174,097	10,190		1,656	
Subtotal	(21,000)	(6,493)	(2,272)	(155)	(867)
Fund balance - GAAP basis	$ 3,189,823	$ 242,822	$ 373,911	$ 62,368	$ 330,244

17. OTHER COMMITMENTS

Construction and Other Significant Commitments

At June 30, 2015, there were contractual commitments of approximately $62.74 million for various general government construction and software and approximately $276.74 million for various hospital construction projects that were financed by bonds and lease revenue obligation notes.

LACERA Capital Commitments

At June 30, 2015, LACERA had outstanding capital commitments to various investment managers, approximating $4.210 billion. Subsequent to June 30, 2015, LACERA funded $266 million of these capital commitments.

17. OTHER COMMITMENTS-Continued

Encumbrances

The County uses "encumbrances" to control expenditure commitments for the year. Encumbrances represent commitments related to executory contracts not yet performed and purchase orders not yet filled. Commitments for such expenditure of monies are encumbered to reserve applicable appropriations. Depending on the source(s) of funding, encumbrances are reported as part of restricted, committed or assigned fund balance on the governmental funds balance sheet. As of June 30, 2015, the encumbrance balances for the governmental funds (in thousands) are reported as follows:

	Restricted	Committed	Assigned	Total
General Fund	$	$	$ 457,427	$ 457,427
Fire Protection District	31,943			31,943
Flood Control District	27,009			27,009
Public Library			11,145	11,145
Regional Park and Open Space District	88,430			88,430
Nonmajor Governmental Funds	101,509	7,386	9,734	118,629
Total Encumbrances	$ 248,891	$ 7,386	$ 478,306	$ 734,583

18. RISK MANAGEMENT

The County purchases insurance for certain risk exposures such as aviation, employee fidelity, boiler and machinery in certain structures, art objects, catastrophic hospital general liability, volunteer, special events, public official bond, crime, safety reserve employee death and disability, and fiduciary liability for the deferred compensation plans. There have been no settlements related to these programs that exceeded insurance coverage in the last three years. The County also has insurance on most major structures. Losses did not exceed coverage in FY 2012-2013, FY 2013-2014 or FY 2014-2015.

The County retains the risk for all other loss exposures. Major areas of risk include workers' compensation, medical malpractice, law enforcement, theft and damage to property including natural disasters, errors and omissions, and torts. Expenditures are accounted for in the fund whose operations resulted in the loss. Claims expenditures and liabilities are reported when it is probable that a loss has been incurred and the amount of that loss, including those incurred but not reported, can be reasonably estimated. The County utilizes actuarial studies, historical data, and individual claims reviews to estimate these liabilities. The liabilities include estimable incremental claim adjustment expenses, net of salvage, and subrogation of approximately 10% of the total liabilities. They do not include other claim adjustment costs because the County does not believe it is practical or cost effective to estimate them.

18. RISK MANAGEMENT-Continued

As indicated in the following table, the County's workers' compensation balance as of June 30, 2015 was approximately $2.168 billion. This amount is undiscounted and is based on an actuarial study of the County's self-insured program as of June 30, 2015. Approximately $75,202,000 of the total liabilities pertain to salary continuation payments and other related costs mandated by the State Labor Code.

As of June 30, 2015, the County's best estimate of these liabilities is $2.435 billion. Changes in the reported liability since July 1, 2013 resulted from the following (in thousands):

	Beginning of Fiscal Year Liability	Current Year Claims and Changes In Estimates	Claim Payments	Balance At Fiscal Year-End
2013-2014				
Workers' Compensation	$ 2,096,349	$ 370,226	$ (348,078)	$ 2,118,497
Other	282,020	39,680	(46,558)	275,142
Total 2013-2014	$ 2,378,369	$ 409,906	$ (394,636)	$ 2,393,639
2014-2015				
Workers' Compensation	$ 2,118,497	$ 452,005	$ (402,603)	$ 2,167,899
Other	275,142	73,314	(81,603)	266,853
Total 2014-2015	$ 2,393,639	$ 525,319	$ (484,206)	$ 2,434,752

In addition to the above estimated liabilities, the County has determined that claims seeking damages of approximately $175.62 million are reasonably possible of creating adverse judgments against the County. Because of the uncertainty of their outcome, no loss has been accrued for these claims.

19. POLLUTION REMEDIATION

GASB 49 establishes accounting and reporting guidelines for the recognition and measurement of a pollution remediation obligation (liability).

The County is involved in several remediation actions to clean up pollution sites within its boundaries. These matters generally coincide with the County's ownership of land, buildings and infrastructure assets. In some cases, regulatory agencies (e.g., Regional Water Quality Board, State Department of Toxic Control, California Coastal Commission) notified the County of the need for remedial action. In addition, the County conducts its own environmental monitoring and this activity identifies pollution sites and matters requiring further investigation and possible remediation. Once the County is aware of these conditions, it commences monitoring, assessment, testing and/or cleanup activities, and recognizes a pollution remediation obligation when estimates can reasonably be determined. The pollution remediation obligation is an estimate and is subject to revision because of price increases or reductions, changes in technology, or changes in applicable laws or regulations. The types of pollution that have been identified include leaking underground storage tanks, water, groundwater and soil contamination, asbestos and lead paint contamination, methane gas detection and excessive levels of other contaminants. Remediation efforts include developing remediation and feasibility studies, source identification studies, site testing, sampling and analysis, ground water cleanup, and removal of storage tanks, asbestos tiles and other hazardous materials.

19. POLLUTION REMEDIATION-Continued

As of June 30, 2015, the County's estimated pollution remediation obligation totaled $20,058,000. This obligation was associated with the County's government-wide governmental activities. Obligations of enterprise and internal service funds were immaterial. The estimated liability was determined by project managers, based on historical cost information for projects of the same type, size and complexity and measured at their current value. In subsequent periods, the County will adjust the estimated obligation when new information indicates that such changes are required. At this time, the County has determined there are no estimated recoveries reducing the obligation.

20. DEFERRED OUTFLOWS AND INFLOWS OF RESOURCES

Deferred outflows and inflows of resources balances in the government-wide financial statements and the proprietary funds as of June 30, 2015 are described as follows:

- The deferred outflows of resources, included on the government-wide statement of net position, relates to the unamortized losses on refunding of debt and changes in the net pension liability as discussed in Note 8. The unamortized losses on refunding of debt are a deferred charge on refunding resulting from the difference in the carrying value of refunded debt and its reacquisition price. This amount is deferred and amortized over the remaining life of the old debt or the life of the new debt, whichever is shorter.

- The deferred inflows of resources, included on the government-wide statement of net position, relates to the future installment payments of service concession arrangements as discussed in Note 7 and from changes in the net pension liability as discussed in Note 8.

Government-wide statements
Statement of Net Position (in thousands)

	Governmental Activities	Business-type Activities	Total
Deferred outflows of resources:			
Unamortized losses on refunding of debt	$ 17,530	$	$ 17,530
Pensions	1,249,917	211,805	1,461,722
Total government-wide deferred outflows of resources	$ 1,267,447	$ 211,805	$1,479,252
Deferred inflows of resources:			
Service concession arrangements	$ 93,233	$	$ 93,233
Pensions	2,457,357	426,559	2,883,916
Total government-wide deferred inflows of resources	$ 2,550,590	$ 426,559	$2,977,149

20. DEFERRED OUTFLOWS AND INFLOWS OF RESOURCES-Continued

Proprietary Fund financial statements
Statement of Net Position (in thousands):

	H-UCLA	OV-UCLA	LAC+USC	Rancho	Total	ISF Funds
Deferred outflows of resources-Pensions	$ 63,506	41,859	87,299	19,141	$211,805	$46,216
Deferred inflows of resources-Pensions	$128,045	84,412	175,688	38,414	$426,559	$93,034

Deferred outflows and inflows of resources balances in the governmental fund financial statements as of June 30, 2015 are described as follows:

- The intra-entity sales of future tobacco settlement revenues are reported as deferred inflows of resources in the General Fund and deferred outflows of resources in the nonmajor governmental funds.

- Under the modified accrual basis of accounting, earning revenues during the current period is not sufficient for revenue recognition in the current period. Revenue must also be susceptible to accrual (i.e., measurable and available to finance expenditures of the current period). Governmental funds report revenues not susceptible to accrual as deferred inflows of resources. The County has included two such items, which are property tax revenues to be collected beyond the 60 day accrual period, plus other long-term receivables, related mostly to SB90 claims, expected to be collected beyond the 12 month accrual period.

Governmental Fund financial statements
Balance Sheet (in thousands):

	General Fund	Fire Protection District	Flood Control District	Public Library	Regional Park and Open Space District	Nonmajor Funds	Total
Deferred outflows of resources - Tobacco settlement revenues	$					237,055	$ 237,055
Deferred inflows of resources:							
Tobacco settlement revenues	$ 237,055					$	237,055
Property tax revenues	114,473	27,444	8,299	4,462	5,889	9,777	170,344
Other long-term receivables	83,581	815	99			109	84,604
Total governmental funds deferred inflows of resources	$ 435,109	28,259	8,398	4.462	5,889	9,886	$ 492,003

21. FUND BALANCES

Fund balances are presented in the following categories: nonspendable, restricted, committed, assigned, and unassigned as described in Note 1. A detailed schedule of fund balances for all the major and nonmajor governmental funds at June 30, 2015 (in thousands) are as follows:

	General Fund	Fire Protection District	Flood Control District	Public Library	Regional Park and Open Space District	Nonmajor Governmental Funds
Fund Balances:						
Nonspendable:						
Inventories	$ 48,186	10,419		1,443		
Long-term receivables	224,198					
Permanent fund principal						2,185
Total Nonspendable	272,384	10,419		1,443		2,185
Restricted for:						
Purpose of fund		232,403	373,812	11,004	330,244	1,711,287
Purpose of utility user tax	45,888					
Grand Avenue project	4,600					
Sheriff Pitchess landfill	3,206					
La Alameda project	2,000					
Capital projects						160,979
Debt service						503,821
Endowments and annuities						203
Total Restricted	55,694	232,403	373,812	11,004	330,244	2,376,290
Committed to:						
Purpose of fund						40,530
Capital projects and extraordinary maintenance	93,291					71,504
Health services-tobacco settlement	46,154					
Budget uncertainties	86,698					
Low to moderate income housing	181					
Assessor tax system	9,300					
Health services operations	16,000					
Interoperable and countywide communication	2,229					
Services to unincorporated areas	13,461					
Financial system	21,995					
Reopening jail beds	12,147					
Department of children and family services	8,840					
Health services future financial requirements	6,513					
Public works-permit tracking system	5,855					

21. FUND BALANCES-Continued

	General Fund	Fire Protection District	Flood Control District	Public Library	Regional Park and Open Space District	Nonmajor Governmental Funds
TTC remittance processing and mailroom equipment	5,600					
Information technology enhancements	2,564					
Live scan	2,000					
Board budget policies and priorities	965					
TTC unsecured property tax system	463					
Sheriff unincorporated patrol	90					
Total Committed	334,346					112,034
Assigned to:						
Purpose of fund			99	49,921		111,449
Future purchases	490,386					
Capital projects						40,814
Imprest cash	1,568					
Total Assigned	491,954		99	49,921		152,263
Unassigned	2,035,445					
Total Fund Balances	$ 3,189,823	242,822	373,911	62,368	330,244	2,642,772

Reserve for “Rainy Day” Fund

On June 22, 2009, the Board established a Reserve for “Rainy Day” fund. The Reserve for “Rainy Day” fund was established and maintained to protect essential County programs against unforeseen emergencies and economic downturns. The Reserve cap should be 10% of on-going locally generated revenue. Transfers of three percent (3%) should be made into the Reserve each year, if feasible, until the 10% cap is met.

When the Reserve cap of 10% is exceeded, the excess may be available for specified one-time purposes such as capital projects, unfunded retiree health obligations, efficiency measures and information technology initiatives. The objective is to avoid on-going commitments with funding that may not be sustainable in an economic downturn.

The County’s “Rainy-Day” fund does not meet the criteria for a stabilization arrangement for reporting the funds as either restricted or committed. As such, the Reserve for “Rainy Day” funds in the amount of $306,319,000 is reported as unassigned fund balance in the General Fund.

22. SUBSEQUENT EVENTS

Tax and Revenue Anticipation Notes ("TRANS")

On July 1, 2015, the County issued $900,000,000 in 2015-2016 TRANS, which will mature on June 30, 2016. The TRANS are collateralized by taxes and other revenues attributable to the 2015-2016 fiscal year and were issued in the form of Fixed Rate Notes at an effective interest rate of 0.29%.

Lease Revenue Obligation Notes

On August 17, 2015, the Los Angeles County Capital Asset Leasing Corporation issued an additional $8,000,000 in Lease Revenue Obligation Notes (LRON) with an initial weighted average interest rate of 0.05%. On October 6, 2015, the Corporation issued an additional $23,000,000 in LRON with an initial weighted average interest rate of 0.04%. Also, on October 30, 2015, the Corporation issued an additional $15,000,000 in LRON with an initial weighted average interest rate of 0.03%. The proceeds are being used to fund capital requirements of various capital projects. The LRON are secured by a long-term lease of County real estate and a letter of credit.

Public Works Financing Authority - Lease Revenue Refunding Bonds 2015 Series B and Series C

On September 2, 2015, the authority issued $218,340,000 in lease revenue refunding bonds, maturing from 2020-2033, with yields ranging from 0.09% to 2.67%. Proceeds from the sale of the bonds will be used to refinance outstanding lease revenue obligations related to the 2005 Calabasas Landfill bonds and the 2005A and 2006B Master Refunding Bonds.

Medicaid Demonstration Project Renewal

On October 31, 2015, the State Department of Health Care Services and the federal Centers for Medicare & Medicaid Services announced a conceptual agreement that outlines the major components of California's 1115 Medicaid waiver renewal, along with a temporary extension to December 31, 2015 of the existing waiver while the details of the renewal are determined through the official Special Terms and Conditions. The conceptual agreement includes the following core elements:

- Global Payment Program - for services to the uninsured in designated public hospital systems;
- Public Hospital Redesign and Incentives in Medi-Cal (PRIME) – delivery system transformation and alignment incentive program for designated public hospitals and district/municipal hospitals;
- Dental transformation incentive program;
- Whole Person Care pilot program – a county-based, voluntary program to target providing more integrated care for high-risk, vulnerable populations;
- Independent assessment of access to care and network adequacy for Medi-Cal managed care beneficiaries;
- Independent studies of uncompensated care and hospital financing.

22. SUBSEQUENT EVENTS-Continued

Medicaid Demonstration Project Renewal-Continued

In addition, the waiver extension and renewal will continue certain programs currently authorized in the Medi-Cal Demonstration Project waiver, including the Drug Medi-Cal Organized Delivery System, Coordinated Care Initiative, and Community-Based Adult Services. The County will continue to participate in the new 1115 waiver. However, the financial impact on future fiscal years has not yet been determined.

COUNTY OF LOS ANGELES
REQUIRED SUPPLEMENTARY INFORMATION
(Unaudited)

Schedule of Net Pension Liability and Related Ratios
(Dollar amounts in thousands)

	06/30/2014[1]
Pension Plan's fiduciary net position as percentage of total pension liability	86.804%
County's proportionate share of the collective net pension liability	$6,957,082
County's proportion as percentage of the collective net pension liability	95.897%
Covered-employee payroll[2]	$6,865,817
County's proportionate share of the collective net pension liability as a percentage of its covered-employee payroll	101.329%

Schedule of County's Contributions
(Dollar amounts in thousands)

	2015
Actuarially Determined Contribution (ADC)	$1,494,465
Less: Contributions in relation to the ADC	1,494,465
Contribution Deficiency (excess)	$ 0
Covered-employee payroll[2]	$7,261,852
Contributions as a percentage of total covered-employee payroll	20.580%

(1) Historical information is required only for measurement periods for which GASB 68 and 71 is applicable.
(2) Covered-employee payroll represents total payroll of employees that are provided pensions through the pension plan.

Notes to Required Supplementary Information

Changes of benefit terms

There were no plan changes after June 30, 2013.

Changes of assumptions

None

Schedule of Funding Progress-Other Postemployment Benefits
(Dollar amounts in thousands)

Retiree Health Care

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) Projected Unit Credit (b)	Unfunded AAL (b-a)	Funded Ratio (a/b)	Covered Payroll[1] (c)	Unfunded AAL as a Percentage of Covered Payroll ((b-a)/c)
July 1, 2010	$ 0	$ 22,939,800	$ 22,939,800	0%	$ 6,695,439	342.62%
July 1, 2012	0	25,733,300	25,733,300	0%	6,619,816	388.73%
July 1, 2014	483,800	27,287,900	26,804,100	1.8%	6,672,228	401.73%

Long-Term Disability

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) Projected Unit Credit (b)	Unfunded AAL (b-a)	Funded Ratio (a/b)	Covered Payroll[1] (c)	Unfunded AAL as a Percentage of Covered Payroll ((b-a)/c)
July 1, 2009	$ 0	$ 951,797	$ 951,797	0%	$ 6,547,616	14.54%
July 1, 2011	0	1,018,898	1,018,898	0%	6,650,674	15.32%
July 1, 2013	0	945,687	945,687	0%	6,595,902	14.34%

(1) Covered payroll represents the pensionable payroll of employees that are provided pensions through the pension plan.

COUNTY OF LOS ANGELES

CALIFORNIA

COUNTY OF LOS ANGELES

CALIFORNIA

APPENDIX C

SUMMARY OF PRINCIPAL LEGAL DOCUMENTS

COUNTY OF LOS ANGELES
CALIFORNIA

APPENDIX D

BOOK-ENTRY ONLY SYSTEM

COUNTY OF LOS ANGELES

CALIFORNIA

BOOK-ENTRY ONLY SYSTEM

The information in this Appendix D concerning The Depository Trust Company ("DTC"), New York, New York, and DTC's book entry system has been obtained from DTC, and the Authority, the County and the Underwriters take no responsibility for the completeness or accuracy thereof. The Authority, the County and the Underwriters cannot and do not give any assurances that DTC, DTC Participants or Indirect Participants will distribute to the Beneficial Owners (a) payments of interest, principal or premium, if any, with respect to the Series 2016D Bonds, (b) certificates representing ownership interest in or other confirmation or ownership interest in the Series 2016D Bonds, or (c) redemption or other notices sent to DTC or Cede & Co., its nominee, as the registered owner of the Series 2016D Bonds, or that they will do so on a timely basis, or that DTC, DTC Participants or DTC Indirect Participants will act in the manner described in this Appendix D. The current "Rules" applicable to DTC are on file with the Securities and Exchange Commission and the current "Procedures" of DTC to be followed in dealing with DTC Participants are on file with DTC.

DTC will act as securities depository for the Series 2016D Bonds. The Series 2016D Bonds will be issued as fully registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully registered security certificate will be issued for each maturity of the Series 2016D Bonds, each in the aggregate principal amount of such maturity, and will be deposited with DTC.

DTC, the world's largest securities depository is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has a Standard & Poor's rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at its website.

Purchases of the Series 2016D Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Series 2016D Bonds on DTC's records. The ownership interest of each actual purchaser of each Series 2016D Bond ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Series 2016D Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in the Series 2016D Bonds, except in the event that use of the book-entry system for the Series 2016D Bonds is discontinued.

To facilitate subsequent transfers, all Series 2016D Bonds deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of the Series 2016D Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Series 2016D Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such Series 2016D Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of the Series 2016D Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Series 2016D Bonds, such as redemptions, tenders, defaults, and proposed amendments to the Series 2016D Bond documents. For example, Beneficial Owners of the Series 2016D Bonds may wish to ascertain that the nominee holding the Series 2016D Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

While the Series 2016D Bonds are in the book-entry only system, redemption notices shall be sent to DTC. If less than all of the Series 2016D Bonds within an issue are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to the Series 2016D Bonds unless authorized by a Direct Participant in accordance with DTC's Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the Authority as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Series 2016D Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Principal, interest and redemption proceeds on the Series 2016D Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the Authority or the Trustee, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the Trustee, or the Authority, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal,, interest and redemption proceeds to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the Authority or the Trustee, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the Series 2016D Bonds at any time by giving reasonable notice to the Authority or the Trustee. Under such circumstances, in the event that a successor depository is not obtained, the Series 2016D Bonds certificates are required to be printed and delivered.

The Authority may decide to discontinue use of the system of book-entry-only transfers through DTC (or a successor securities depository). In that event, Series 2016D Bond certificates will be printed and delivered to DTC.

The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that County and the Authority believe to be reliable, but the County and the Authority takes no responsibility for the accuracy thereof.

NONE OF THE AUTHORITY, THE COUNTY, THE UNDERWRITERS OR THE TRUSTEE WILL HAVE ANY RESPONSIBILITY OR OBLIGATION TO DTC PARTICIPANTS, INDIRECT PARTICIPANTS OR BENEFICIAL OWNERS WITH RESPECT TO THE PAYMENTS OR THE PROVIDING OF NOTICE TO DTC PARTICIPANTS, INDIRECT PARTICIPANTS OR BENEFICIAL OWNERS OR THE SELECTION OF SERIES 2016D BONDS FOR PREPAYMENT.

None of the Authority, the County or the Trustee can give any assurances that DTC, DTC Participants, Indirect Participants or others will distribute payments of principal of, premium, if any, and interest on the Series 2016D Bonds paid to DTC or its nominee, as the registered Owner, or any redemption or other notice, to the Beneficial Owners or that they will do so on a timely basis or that DTC will serve and act in a manner described herein.

DTC may discontinue providing its services as depository with respect to the Series 2016D Bonds at any time by giving reasonable notice to the Authority or the Trustee. Under such circumstances, in the event that a successor depository is not obtained, bond certificates are required to be printed and delivered. The Authority may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, Series 2016D Bonds certificates will be printed and delivered. In the event that the book-entry system is discontinued as described above, the requirements of the Indenture will apply.

Beneficial Owners of the Series 2016D Bonds may experience some delay in their receipt of distributions of principal of, redemption proceeds, if any, and interest on, the Series 2016D Bonds, as applicable, since such distributions will be forwarded by the Authority or the trustee, as applicable, to DTC and DTC will credit such distributions to the accounts of the Direct Participants which will thereafter credit them to the accounts of the Beneficial Owners either directly or through Indirect Participants.

Since transactions in the Series 2016D Bonds can be effected only through DTC, Direct Participants, Indirect Participants and certain banks, the ability of a Beneficial Owner to pledge Series 2016D Bonds to persons or entities that do not participate in the DTC system, or otherwise to take actions in respect of such Series 2016D Bonds, as applicable, may be limited due to lack of a physical certificate. Beneficial Owners will not be recognized by the Trustee as registered owners of the Series 2016D Bonds and Beneficial Owners will only be permitted to exercise the rights of registered owners indirectly through DTC and its Participants.

COUNTY OF LOS ANGELES
CALIFORNIA

APPENDIX E

FORM OF CONTINUING DISCLOSURE CERTIFICATE

COUNTY OF LOS ANGELES

CALIFORNIA

CONTINUING DISCLOSURE CERTIFICATE

This Continuing Disclosure Certificate (the “Disclosure Certificate”) is executed and delivered by the County of Los Angeles (the “County”) in connection with the issuance of the Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D (the “Series 2016D Bonds”) by the Los Angeles County Public Works Financing Authority (the “Authority”). The Series 2016D Bonds are being issued pursuant to Marks-Roos Local Bond Pooling Act of 1985, constituting Section 6584 *et seq.* of the California Government Code and the Master Indenture, dated as of February 1, 2015, by and among the County of Los Angeles, California (the “County”), the Los Angeles County Public Works Financing Authority (the “Authority”) and Zions Bank, a division of ZB, National Association, formerly known as Zions First National Bank, as trustee (the “Trustee”), as previously amended and supplemented and as further amended and supplemented by that certain Second Supplemental Indenture, dated as of [March 1, 2016], by and among the County, the Authority and the Trustee (as so amended and supplemented, the “Indenture”). The County covenants and agrees as follows:

SECTION 1. Purpose of the Disclosure Certificate. This Disclosure Certificate is being executed and delivered by the County for the benefit of the Holders and Beneficial Owners of the Bonds and in order to assist the Participating Underwriters (Series 2016D Bonds) in complying with Securities and Exchange Commission (“S.E.C.”) Rule 15c2-12(b)(5).

SECTION 2. Definitions. In addition to the definitions set forth in the Indenture, which apply to any capitalized term used in this Disclosure Certificate unless otherwise defined in this Section, the following capitalized terms shall have the following meanings:

“Annual Report” shall mean any Annual Report provided by the County pursuant to, and as described in, Sections 3 and 4 of this Disclosure Certificate.

“Beneficial Owner” shall mean any person which has or shares the power, directly or indirectly, to make investment decisions concerning ownership of any Bonds (including persons holding Bonds through nominees, depositories or other intermediaries).

“Dissemination Agent” shall mean the County, or any successor Dissemination Agent designated in writing by the County and which has filed with the County a written acceptance of such designation.

“Holder” shall mean the person in whose name any Bond shall be registered.

“Listed Events” shall mean any of the events listed in Section 5(a) or (b) of this Disclosure Certificate.

“MSRB” shall mean the Municipal Securities Rulemaking Board or any other entity designated or authorized by the Securities and Exchange Commission to receive reports pursuant to the Rule. Until otherwise designated by the MSRB or the Securities and Exchange Commission, filings with the MSRB are to be made through the Electronic Municipal Market Access (EMMA) website of the MSRB, currently located at http://emma.msrb.org.

“Participating Underwriter (Series 2016D Bonds)” shall mean any of the original underwriters of the Series 2016D Bonds required to comply with the Rule in connection with offering of the Series 2016D Bonds.

“Rule” shall mean Rule 15c2-12(b)(5) adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

SECTION 3. Provision of Annual Reports.

(a) The County shall, or shall cause the Dissemination Agent to, not later than April 1 after the end of the County’s fiscal year, commencing with the report for the County’s June 30, 2015 fiscal year, provide to the MSRB an Annual Report which is consistent with the requirements of Section 4

of this Disclosure Certificate. The Annual Report may cross-reference other information as provided in Section 4 of this Disclosure Certificate; provided, that the audited financial statements of the County may be submitted separately from the balance of the Annual Report and later than the date required above for the filing of the Annual Report if they are not available by that date. If the County's fiscal year changes, it shall give notice of such change in a filing with the MSRB. The Annual Report shall be submitted on a standard form in use by industry participants or other appropriate form and shall identify the Series 2016D Bonds by name and CUSIP number.

(b) Not later than 15 business days prior to said date, the County shall provide the Annual Report to the Dissemination Agent (if other than the County). If the County is unable to provide to the MSRB an Annual Report by the date required in subsection (a), the County shall, in a timely manner, send or cause to be sent to the MSRB a notice in substantially the form attached as Exhibit A.

(c) The Dissemination Agent shall (if the Dissemination Agent is other than the County) file a report with the County certifying that the Annual Report has been provided pursuant to this Disclosure Certificate, stating the date it was provided to the MSRB.

SECTION 4. Content of Annual Reports. The County's Annual Report shall contain or include by reference the following:

(a) Audited financial statements of the County for the preceding fiscal year, prepared in accordance with (1) generally accepted accounting principles as promulgated to apply to governmental entities from time to time by the Governmental Accounting Standards Board and (2) reporting standards as set forth by the State Controller in "State of California Accounting Standards and Procedures for Counties." If the County's audited financial statements are not available by the time the Annual Report is required to be provided to the MSRB pursuant to Section 3(a), the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the final Official Statement, and the audited financial statements shall be provided to the MSRB in the same manner as the Annual Report when they become available.

(b) To the extent not included in the audited financial statement of the County, the Annual Report shall also include the following:

(1) Assessed valuations, tax levies and delinquencies for real property located in the County for the fiscal year of the County most recently ended;

(2) Summary financial information on revenues, expenditures and fund balances for the fiscal year of the County most recently ended;

(3) Summary financial information on the proposed and adopted budgets of the County for the current fiscal year and any changes in the adopted budget;

(4) Summary of aggregate annual debt obligations of the County as of the beginning of the current fiscal year;

(5) Summary of annual outstanding principal obligations of the County as of the beginning of the current fiscal year; and

(6) The ratio of the County's outstanding debt to total assessed valuations as of the most recently ended fiscal year of the County.

Any or all of the items listed above may be set forth in one or a set of documents or may be included by specific reference to other documents, including official statements of debt issues of the County or related public entities, which have been made available to the public on the MSRB's website. The County shall clearly identify each such other document so included by reference.

SECTION 5. Reporting of Significant Events.

(a) The County shall give, or cause to be given, notice of the occurrence of any of the following events with respect to the Series 2016D Bonds in a timely manner not later than ten business days after the occurrence of the event:

(1) Principal and interest payment delinquencies;

(2) Unscheduled draws on debt service reserves reflecting financial difficulties;

(3) Unscheduled draws on credit enhancements reflecting financial difficulties;

(4) Substitution of credit or liquidity providers, or their failure to perform;

(5) Adverse tax opinions or issuance by the Internal Revenue Service of proposed or final determination of taxability or of a Notice of Proposed Issue (IRS Form 5701 TEB);

(6) Tender offers;

(7) Defeasances;

(8) Rating changes; or

(9) Bankruptcy, insolvency, receivership or similar event of the obligated person.

Note: for the purposes of the event identified in subparagraph (9), the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for an obligated person in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the obligated person, or if such jurisdiction has been assumed by leaving the existing governmental body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the obligated person.

(b) The County shall give, or cause to be given, notice of the occurrence of any of the following events with respect to the Series 2016D Bonds, if material, in a timely manner not later than ten business days after the occurrence of the event:

(1) Unless described in paragraph 5(a)(5), other notices or determinations by the Internal Revenue Service with respect to the tax status of the Series 2016D Bonds or other events affecting the tax status of the Series 2016D Bonds;

(2) Modifications to rights of the Series 2016D Bond holders;

(3) Optional, unscheduled or contingent Series 2016D Bond calls;

(4) Release, substitution, or sale of property securing repayment of the Series 2016D Bonds;

(5) Non-payment related defaults;

(6) The consummation of a merger, consolidation, or acquisition involving an obligated person or the sale of all or substantially all of the assets of the obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms; or

(7) Appointment of a successor or additional trustee or the change of name of a trustee.

(c) Upon the occurrence of a Listed Event described in Section 5(a), or upon the occurrence of a Listed Event described in Section 5(b) which the County determines would be material under applicable federal securities laws, the County shall within ten business days of occurrence file a notice of such occurrence with the MSRB. Notwithstanding the foregoing, notice of the Listed Event described in subsections (b)(3) need not be given under this subsection any earlier than the notice (if any) of the underlying event is given to Holders of affected Bonds pursuant to the Indenture.

SECTION 6. Format for Filings with MSRB. Any report or filing with the MSRB pursuant to this Disclosure Certificate must be submitted in electronic format, accompanied by such identifying information as is prescribed by the MSRB.

SECTION 7. Termination of Reporting Obligation. The County's obligations under this Disclosure Certificate shall terminate upon the legal defeasance, prior redemption or payment in full of all of the Series 2016D Bonds. If such termination occurs prior to the final maturity of the Series 2016D Bonds, the County shall give notice of such termination in a filing with the MSRB.

SECTION 8. Dissemination Agent. The County may, from time to time, appoint or engage a Dissemination Agent to assist it in carrying out its obligations under this Disclosure Certificate, and may discharge any such Dissemination Agent, with or without appointing a successor Dissemination Agent. The Dissemination Agent shall not be responsible in any manner for the content of any notice or report prepared by the County pursuant to this Disclosure Certificate. The initial Dissemination Agent shall be the County.

SECTION 9. Amendment; Waiver. Notwithstanding any other provision of this Disclosure Certificate, the County may amend this Disclosure Certificate, and any provision of this Disclosure Certificate may be waived, provided that the following conditions are satisfied:

(a) If the amendment or waiver relates to the provisions of Sections 3(a), 4, or 5(a) or (b), it may only be made in connection with a change in circumstances that arises from a change in legal requirements, change in law, or change in the identity, nature or status of an obligated person with respect to the Series 2016D Bonds, or the type of business conducted;

(b) The undertaking, as amended or taking into account such waiver, would, in the opinion of nationally recognized bond counsel, have complied with the requirements of the Rule at the time of the original issuance of the Series 2016D Bonds, after taking into account any amendments or interpretations of the Rule, as well as any change in circumstances; and

(c) The amendment or waiver does not, in the opinion of nationally recognized bond counsel, materially impair the interests of the Holders or Beneficial Owners of the Series 2016D Bonds.

In the event of any amendment or waiver of a provision of this Disclosure Certificate, the County shall describe such amendment in the next Annual Report, and shall include, as applicable, a narrative explanation of the reason for the amendment or waiver and its impact on the type (or in the case of a change of accounting principles, on the presentation) of financial information or operating data being presented by the County. In addition, if the amendment relates to the accounting principles to be followed in preparing financial statements, (i) notice of such change shall be given in a filing with the MSRB, and (ii) the Annual Report for the year in which the change is made should present a comparison (in narrative form and also, if feasible, in quantitative form) between the financial statements as prepared on the basis of the new accounting principles and those prepared on the basis of the former accounting principles.

SECTION 10. Additional Information. Nothing in this Disclosure Certificate shall be deemed to prevent the County from disseminating any other information, using the means of dissemination set

forth in this Disclosure Certificate or any other means of communication, or including any other information in any Annual Report or notice required to be filed pursuant to this Disclosure Certificate, in addition to that which is required by this Disclosure Certificate. If the County chooses to include any information in any Annual Report or notice in addition to that which is specifically required by this Disclosure Certificate, the County shall have no obligation under this Certificate to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event or any other event required to be reported.

SECTION 11. Default. In the event of a failure of the County to comply with any provision of this Disclosure Certificate, any Holder or Beneficial Owner of the Series 2016D Bonds may take such actions as may be necessary and appropriate, including seeking mandate or specific performance by court order, to cause the County to comply with its obligations under this Disclosure Certificate; provided, that any such action may be instituted only in Superior Court of the State of California in and for the County of Los Angeles or in U.S. District Court in or nearest to the County of Los Angeles. The sole remedy under this Disclosure Certificate in the event of any failure of the County to comply with this Disclosure Certificate shall be an action to compel performance.

SECTION 12. Beneficiaries. This Disclosure Certificate shall inure solely to the benefit of the County, the Dissemination Agent, the Participating Underwriters (Series 2016D Bonds) and Holders and Beneficial Owners from time to time of the Series 2016D Bonds, and shall create no rights in any other person or entity.

Date: __________, 2016.

COUNTY OF LOS ANGELES

By: ___________________________________

Authorized Signatory

CONTINUING DISCLOSURE EXHIBIT A

FORM OF NOTICE TO THE MUNICIPAL SECURITIES RULEMAKING BOARD
OF FAILURE TO FILE ANNUAL REPORT

Name of Issuer:	County of Los Angeles
Name of Bond Issue:	Los Angeles County Public Works Financing Authority Lease Revenue Bonds (MLK Hospital Project), 2016 Series D
Date of Issuance:	________, 2016

NOTICE IS HEREBY GIVEN that the County has not provided an Annual Report with respect to the above-named Bonds as required by Section 4 of the Continuing Disclosure Certificate of the County, dated the Date of Issuance. [The County anticipates that the Annual Report will be filed by _____________.]

Dated:_______________

COUNTY OF LOS ANGELES

By: ____

APPENDIX F

FORM OF OPINION OF BOND COUNSEL

COUNTY OF LOS ANGELES
CALIFORNIA

Upon delivery of the Series 2016D Bonds, Hawkins Delafield & Wood LLP, Los Angeles, California, Bond Counsel to the Authority, proposes to issue an approving opinion in substantially the following form:

[TO COME]

070076/509440-51762218.9