The Debt Service Fund accounts for the periodic deposits of revenue and loan payments to assure the timely availability of sufficient moneys for the payment of the City's general obligation debt and other related debt and costs. Since 1957 the City has issued its general obligation debt, which has the pledge of the full faith and credit of the City of Memphis, as a source of funding for projects in the City's capital improvements plan.

The City's most recent general obligation bond issue was assigned a Aa2 credit rating with a stable outlook by Moody's Investors Service, Inc. and a AA credit rating with a stable outlook by Standard and Poor's. The City's general obligation bonds' strong credit rating is a contributing factor to the low interest rates that the City receives on its debt. Credit ratings provide potential buyers a simple measure of the relative creditworthiness of the City's debt.

The major source of revenue used to pay the City general obligation debt is ad valorem property taxes. Although recent economic conditions have a negative impact on property tax collections, local option sales tax collections have performed well. As a means of diversifying Debt Service Fund revenues, a portion of the City's local option sales tax collections will be transferred into the Debt Service Fund and used as a new source of revenue to pay the City's general obligation debt. This added level of diversification should reduce the impact an economic downturn would have on Debt Service Fund.



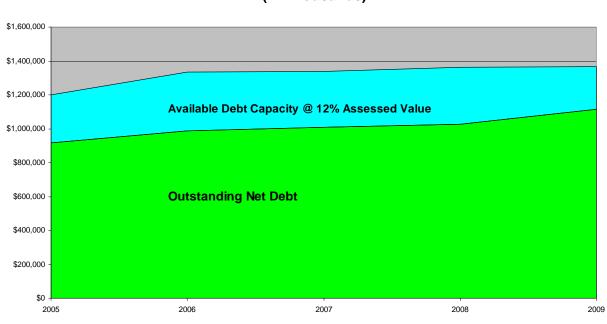
Category	FY 2010 Actual	FY 2011 Budget	FY 2011 Forecast	FY 2012 Proposed	
Revenues					
Current Property Taxes	80,003,074	80,213,461	79,483,206	77,213,461	
Delinquent Property Taxes	2,705,031	2,000,000	1,653,136	1,550,000	
Local Option Sales Tax	0	0	0	7,000,000	
In Lieu Of Taxes-Contractual	1,579,261	1,700,000	1,765,100	1,100,000	
Hotel-Motel Tax	399,533	401,270	401,270	402,270	
Use of Money	253,580	2,000,000	65,000	65,000	
Intergovernmental Revenues					
Memphis Shelby County Airport Authority	2,074,268	2,072,243	2,072,243	2,072,428	
Memphis Shelby County Port Commission	273,278	0	0	0	
Other	6,599,631	3,305,194	1,581,294	3,888,921	
Total Revenues	93,887,656	91,692,168	87,021,249	93,292,079	
Other Sources					
Transfer in General Fund	2,820,356	2,933,756	3,286,311	4,042,448	
Municipal State Aid Fund	1,768,300	1,768,300	1,768,300	1,768,300	
Transfer in Stormwater Fund	4,412,440	4,412,440	4,412,440	4,412,440	
Solid Waste Management Fund	0	1,662,215	1,662,215	3,962,215	
Hotel Motel fund	1,026,845	1,182,896	2,370,451	1,186,430	
Operating transfers in components units:					
Board of Education	0	0	0	0	
Proceeds From Refunding Bonds	175,209,405	0	0	75,400,000	
Total Other Sources	185,237,346	11,959,607	13,499,717	90,771,832	
Total Revenue/Other Sources	279,125,002	103,651,775	100,520,966	184,063,911	



Category	FY 2010 Actual	FY 2011 Budget	FY 2011 Forecast	FY 2012 Proposed	
Expenditures					
Redemption of serial bonds and notes	61,803,016	24,099,970	24,099,970	36,475,000	
Interest	53,865,543	55,211,265	50,030,000	58,777,000	
Other	1,247,706	350,000	315,000	315,000	
Operating Transfer Out (Sewer Fund)	0	0	0	272,000	
Operating Transfer Out (Port Commission Fund)				1,750,000	
Operating Transfer Out (General Fund)	0	51,000,000	51,034,000	20,000,000	
Retirement of Refunded Debt	174,017,191	0	0	0	
Retirement of Refunded Note	0	0	0	75,400,000	
Total Expenditures	290,933,456	130,661,235	125,478,970	192,989,000	
Other use:					
Total Expenditures/Other Sources	290,933,456	130,661,235	125,478,970	192,989,000	
Contribution(Use) of Fund Balance	(11,808,455)	(27,009,460)	(24,958,004)	(8,925,089)	
Fund balance beginning of year	46,488,838	31,072,154	34,680,384	9,722,380	
Fund balance end of year	34,680,384	4,062,694	9,722,380	797,291	



It has been the City's past practice to issue general obligation bonds on an annual basis to support ongoing and new capital projects iniated by the City. In relationship to the City's Debt Affordability Targets that are outlined in the City's Debt Policy, the City shall conduct its finances so that the amount of general obligation ("GO") debt outstanding does not exceed 12% of the City's taxable assessed valuation. The chart below demonstrates the debt capacity.



Debt Capacity Based on City Debt Policy (In Thousands)



Ratio of General Bonded Debt to Appraised and Assessed Values and Bonded Debt Per Capita Last Five Fiscal Years

	2010	2009	2008	2007	2006
Estimated Population	676,640	699,651	674,028	674,028	677,345
Appraised Property Valuation (3)	38,788,129	39,750,993	36,776,628	36,554,763	35,682,731
Assessed Valuation (3)	12,053,354	12,341,761	11,392,569	11,369,792	11,156,092
Total General Obligation Debt (1) (3)	1,224,521	1,201,802	1,127,812	1,042,744	1,031,071
Self-Supporting Debt (2) (3)	8,575	11,137	13,565	17,663	21,539
Net Debt (3)	1,215,946	1,190,665	1,114,247	1,025,081	1,009,532
Bonded Debt Per Capita - Total Debt	1,810	1,795	1,673	1,547	1,522
Bonded Debt Per Capita - Net Debt	1,797	1,778	1,653	1,521	1,490
Bonded Debt to Appraised Valuation - Total Debt	3.16%	3.02%	3.07%	2.85%	2.89%
Bonded Debt to Appraised Valuation - Net Debt	3.13%	3.00%	3.03%	2.80%	2.83%
Bonded Debt to Assessed Valuation - Total Debt	10.16%	9.74%	9.90%	9.17%	9.24%
Bonded Debt to Assessed Valuation - Net Debt	10.09%	9.65%	9.78%	9.02%	9.05%

(1) Debt includes City general obligation bonds and capital lease obligations.

(2) The self-supporting debt includes Port Commission Bonds, Airport Bonds, bonds sold for

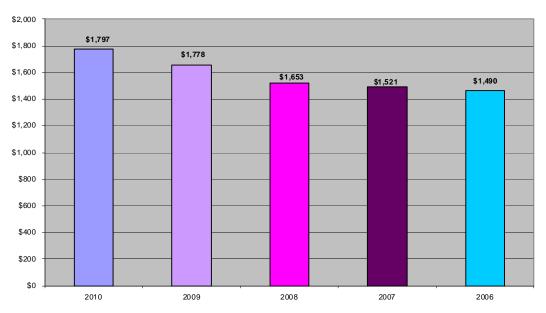
the Convention Center and State loans.

(3) In thousands of dollars.

(4) Source-U.S. Cenus Bureau



Bonded debt per capita on a net debt basis has increased over the last five yer. From 2006 through 2010, the City's net debt per capita has averaged approximately \$1,797per person.





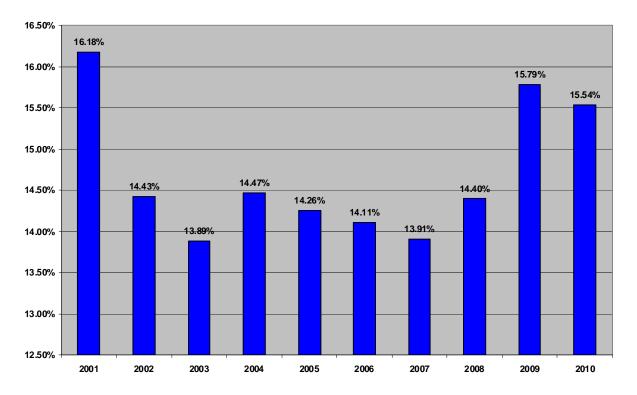
The ratio of annual debt servcie to general expenditures has averaged approximately 15% over the last ten years.

Ratio of Annual Debt Service to General Expenditures Last Ten Fiscal Years (In Thousands of Dollars)

	General Obligation Debt Service		Total General Fund	Ratio of Debt Service to General	
Fiscal				Expenditures	Expenditures (%)
Year	Principal	Interest	Total		
2001	47,528	39,179	86,707	535,795	16.18%
2002	45,292	33,847	79,139	548,454	14.43%
2003	43,341	37,258	80,599	580,238	13.89%
2004	50,762	40,310	91,072	629,789	14.47%
2005	51,600	37,065	88,665	621,570	14.26%
2006	45,230	40,133	85,363	604,833	14.11%
2007	35,743	46,738	82,481	593,079	13.91%
2008	42,925	49,015	91,940	638,398	14.40%
2009	58,565	52,451	111,016	702,953	15.79%
2010	61,803	53,866	115,669	711,223	15.54%

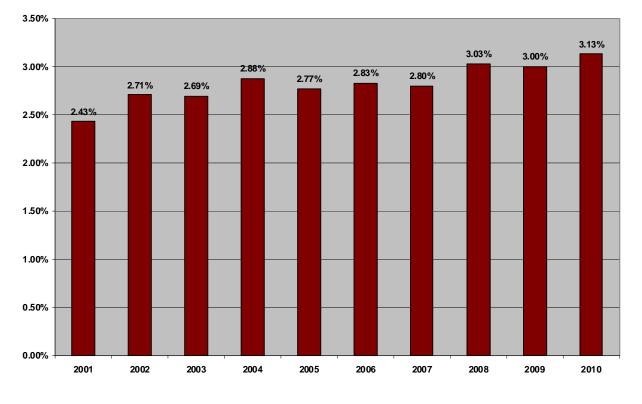
(1) Includes General Fund and Debt Service Fund; expenditures and transfers out.





Debt Service % General Fund Expenditures







DEBT SERVICE FUND OVERVIEW

City of Memphis, Tennessee Outstanding General Obligation Debt April 1, 2011

Outstanding General Obligation Bonds		Outstanding Par Amount	Final Maturity Date
\$11,160,000 General Improvement Bonds, Series 2010F (RZEDB)	\$	11,160,000	7/1/2034
\$55,295,000 General Improvement and Refunding Bonds, Series 2010E (Federally Taxable)		55,295,000	7/1/2018
\$121,205,000 General Improvement Refunding Bonds, Series 2010D		121,205,000	7/1/2023
\$62,550,000 General Improvement Bonds, Series 2010 C (Direct Pay Build America Bonds)		62,550,000	7/1/2032
\$39,950,000 General Improvement Bonds, Series 2010B (Direct Pay Build America Bonds)		39,950,000	5/1/2030
\$27,880,000 General Improvement Bonds, Series 2010A		27,880,000	5/1/2022
\$76,025,000 General Improvement Bonds, Series 2009		46,040,000	4/1/2024
\$99,735,000 General Improvement Bonds, Series 2008		70,890,000	4/21/2025
\$94,935,000 General Improvement Bonds, Series 2007A		67,700,000	4/1/2024
\$89,385,000 General Improvement Refunding Bonds, Series 2006C		76,630,000	11/1/2022
\$38,185,000 General Improvement Refunding Bonds, Series 2006B		21,820,000	11/1/2014
\$76,930,000 General Improvement Refunding Bonds, Series 2006A		76,930,000	11/1/2025
\$115,635,000 General Improvement Refunding Bonds, Series 2005B		107,480,000	10/1/2018
\$166,880,000 General Improvement Refunding Bonds, Series 2005		149,870,000	10/1/2019
\$34,160,000 General Improvement Refunding Bonds, Series 2004		15,635,000	10/1/2017
\$125,000,000 General Improvement Bonds, Series 2004		86,060,000	10/1/2023
\$96,940,000 General Improvement Bonds, Series 2003		26,600,000	5/1/2022
\$92,985,000 General Improvement Refunding Bonds, Series 2001		49,605,000	11/1/2016
\$42,220,000 General Improvement Refunding Bonds, Series 1999		3,225,000	10/1/2012
\$19,290,000 General Improvement Refunding Bonds, Series 1998		2,015,000	7/1/2011
\$48,996,258 General Improvement Refunding Bonds, Series 1998		1,339,230	8/1/2011
Total General Obligation Bonds Outstanding	Ş	1,119,879,230	
Outstanding General Obligation Notes			
\$75,400,000 Bond Anticipation Notes, 2010	\$	75,400,000	5/1/2012
Outstanding General Obligation Leases			
\$7,510,000 General Obligation Lease, 2007	\$	3,142,748	8/1/2012
Total General Obligation Debt Outstanding	\$	1,198,421,978	

