OFFICIAL STATEMENT
Dated December 14, 2016

NEW ISSUE - BOOK-ENTRY-ONLY

RATINGS: Fitch - "AA-"
Moody's - "Aa2"
(See "OTHER PERTINENT INFORMATION - Municipal Bond Rating" herein)

In the opinion of Bond Counsel (defined below), assuming continuing compliance by the District (defined below) after the date of initial delivery of the Bonds (defined below) with certain covenants contained in the Order (defined below) and subject to the matters set forth under "TAX MATTERS" herein, interest on the Bonds for federal income tax purposes under existing statutes, regulations, published rulings, and court decisions (1) will be excludable from the gross income of the owners thereof pursuant to section 103 of the Internal Revenue Code of 1986, as amended to the date of initial delivery of the Bonds and (2) will not be included in computing the alternative minimum taxable income of the owners thereof who are individuals or, except as described herein, corporations. See "TAX MATTERS" herein.

$4,945,000
JUDSON INDEPENDENT SCHOOL DISTRICT
(A political subdivision of the State of Texas located in Bexar County, Texas)
UNLIMITED TAX SCHOOL BUILDING BONDS, SERIES 2016B

Dated Date: November 15, 2016 **Due: February 1, as shown on page -ii- herein**

The Judson Independent School District Unlimited Tax School Building Bonds, Series 2016B (the "Bonds"), as shown on page -ii- of this Official Statement, are direct obligations of the Judson Independent School District (the "District") and are payable from an annual ad valorem tax levied, without legal limit as to rate or amount, upon all taxable property within the District. **The Bonds are not guaranteed by the Permanent School Fund of the State of Texas**. The Bonds are being issued pursuant to the Constitution and general laws of the State of Texas (the "State"), particularly Chapter 1371, as amended, Texas Government Code ("Chapter 1371"), Sections 45.001 and 45.003(b)(1) as amended, Texas Education Code, an election held in the District on May 7, 2016 (the "Election"),and an order authorizing the issuance of the Bonds (the "Order") adopted by the Board of Trustees (the "Board") of the District on October 20, 2016. See "THE BONDS - Authority for Issuance" herein. As permitted by the provisions of Chapter 1371, the Board, in the Order, delegated the authority to certain District officials (each a "Designated Financial Official") to execute an approval certificate (the "Approval Certificate") establishing the final pricing terms for the Bonds. The Approval Certificate was executed by a Designated Financial Official (as defined in the Order) on December 14, 2016.

Interest on the Bonds will accrue from the Dated Date as shown above, will be payable until stated maturity or prior redemption on February 1 and August 1 of each year, commencing February 1, 2017, and will be calculated on the basis of a 360-day year of twelve 30-day months. The Bonds will be issued as fully registered obligations in principal denominations of $5,000, or integral multiples thereof within a stated maturity. The Bonds will be issued in book-entry form only and when issued will be registered in the name of Cede & Co., as nominee of The Depository Trust Company ("DTC"), New York, New York. DTC will act as securities depository (the "Securities Depository"). Book-entry interests in the Bonds will be made available for purchase in the principal amount of $5,000 or any integral multiple thereof. Purchasers of the Bonds ("Beneficial Owners") will not receive physical delivery of certificates representing their interest in the Bonds purchased. So long as DTC or its nominee is the registered owner of the Bonds, principal and interest on the Bonds will be payable by the Paying Agent/Registrar, initially Amegy Bank, a division of ZB, National Association, Houston, Texas, to the Securities Depository, which will in turn remit such principal and interest to its participants, which will in turn remit such principal and interest to the Beneficial Owners of the Bonds. See "BOOK-ENTRY-ONLY SYSTEM" herein.

Proceeds from the sale of the Bonds will be used to (i) acquire facilities from the Judson Independent School District Public Facilities Corporation (the "Corporation"), the acquisition proceeds from which will be used by the Corporation to refund all of the principal, interest, and redemption premium on its outstanding debt styled "Judson Independent School District Public Property Facilities Corporation School Facility Lease Revenue Bonds, Series 2013," dated August 1, 2013, as identified in Schedule I attached hereto (the "Corporation Refunded Obligations") and (ii) pay for professional services related to the costs of issuance of the Bonds. See "PLAN OF FINANCING - Purpose" herein.

Simultaneously with the issuance of the Bonds, the District is issuing its $63,985,000 Unlimited Tax Refunding Bonds, Series 2016A (the "Series 2016A Bonds") pursuant to a separate order also adopted by the Board on October 20, 2016. This Official Statement only describes the Bonds and investors must review the District's disclosure documents relating to the Series 2016A Bonds in their entirety prior to making an investment decision with respect to such Series 2016A Bonds.

For Maturity Schedule, Principal Amounts, Interest Rates, Initial Yields, CUSIP Numbers, and Redemption Provisions for the Bonds, see page -ii- herein

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The Bonds are offered for delivery when, as and if issued and received by the initial purchasers thereof named below (the "Underwriters") and are subject to the approving opinion of the Attorney General of the State of Texas and the approval of certain legal matters by Norton Rose Fulbright US LLP, San Antonio, Texas, Bond Counsel. See "LEGAL MATTERS" herein for a discussion of Bond Counsel's opinion. Certain legal matters will be passed upon for the Underwriters by their legal counsel Winstead PC, San Antonio, Texas. It is expected that the Bonds will be available for delivery through the services of DTC, New York, New York, on or about December 29, 2016.

Frost Bank

Estrada Hinojosa & Company, Inc. **FTN Financial Capital Markets**

STATED MATURITIES, PRINCIPAL AMOUNTS, INTEREST RATES, INITIAL YIELDS, CUSIP NUMBERS, AND REDEMPTION PROVISIONS

$4,945,000
JUDSON INDEPENDENT SCHOOL DISTRICT
(A political subdivision of the State of Texas located in Bexar County, Texas)
UNLIMITED TAX SCHOOL BUILDING BONDS, SERIES 2016B

CUSIP No. Prefix 481305[(1)]

$850,000 SERIAL BONDS

Stated Maturity February 1	Principal Amount ($)	Interest Rate (%)	Initial Yield (%)	CUSIP No. Suffix[(1)]
2018	50,000	4.000	1.270	GM6
2019	100,000	4.000	1.530	GN4
2020	100,000	4.000	1.750	GP9
2021	100,000	4.000	1.990	GQ7
2022	100,000	4.000	2.200	GR5
2023	100,000	4.000	2.380	GS3
2024	100,000	4.000	2.540	GT1
2025	100,000	4.000	2.670	GU8
2026	100,000	4.000	2.790	GV6

(Interest to accrue from the Dated Date)

$4,095,000 Term Bonds

$ 630,000 - 3.250% - Term Bond Due February 1, 2029 - Priced to Yield 3.400% - CUSIP No. Suffix GY0[(1)]
$ 700,000 - 3.500% - Term Bond Due February 1, 2032 - Priced to Yield 3.690% - CUSIP No. Suffix HB9[(1)]
$ 795,000 - 5.000% - Term Bond Due February 1, 2035 - Priced to Yield 3.440%[(2)] - CUSIP No. Suffix HE3[(1)]
$ 920,000 - 5.000% - Term Bond Due February 1, 2038 - Priced to Yield 3.560%[(2)] - CUSIP No. Suffix HH6[(1)]
$1,050,000 - 4.000% - Term Bond Due February 1, 2041 - Priced to Yield 4.050% - CUSIP No. Suffix HL7[(1)]

(Interest to accrue from the Dated Date)

The District reserves the right to redeem the Bonds maturing on and after February 1, 2027, in whole or in part, in the principal amount of $5,000 or any integral multiple thereof, on February 1, 2026 or any date thereafter, at the redemption price of par plus accrued interest to the date of redemption. In addition, the Bonds maturing on February 1 in each of the years 2029, 2032, 2035, 2038 and 2041 (the "Term Bonds") are also subject to mandatory sinking fund redemption. See "THE BONDS - Redemption Provisions of the Bonds" herein.

(1) CUSIP numbers are included solely for the convenience of the owners of the Bonds. CUSIP is a registered trademark of the American Bankers Association. CUSIP data herein is provided by CUSIP Global Services, managed by S&P Global Market Intelligence on behalf of The American Bankers Association. This data is not intended to create a database and does not serve in any way as a substitute for the CUSIP Services. None of the Underwriters, the District, or the Financial Advisor is responsible for the selection or correctness of the CUSIP numbers set forth herein.

(2) Yield calculated based on the assumption that the Bonds denoted and sold at a premium will be redeemed on February 1, 2026, the first optional call date for the Bonds, at a redemption price of par, plus accrued interest to the redemption date.

JUDSON INDEPENDENT SCHOOL DISTRICT
8012 Shin Oak Drive
Live Oak, Texas 78233

BOARD OF TRUSTEES

ADMINISTRATION - FINANCE CONNECTED

Name	Title	Total Years Experience	Total Years With District
Dr. Carl Montoya	Superintendent of Schools	41	1
Jose D. Elizondo, Jr.	Chief Financial Officer	27	27
Janice Gangawer	Tax Assessor-Collector	34	21
Nicole Dean	Director of Accounting	10	5

CONSULTANTS AND ADVISORS

ABIP, P.C. San Antonio, Texas	Certified Public Accountants
Norton Rose Fulbright US LLP San Antonio, Texas	Bond Counsel
SAMCO Capital Markets, Inc. San Antonio, Texas	Financial Advisor

For Additional Information Contact:

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Jose D. Elizondo, Jr., Chief Financial Officer
Judson Independent School District
8012 Shin Oak Drive
Live Oak, Texas 78233
Phone (210) 945-5506
Fax (210) 945-6905
Email: jelizondo@judsonisd.org

USE OF INFORMATION IN OFFICIAL STATEMENT

No dealer, broker, salesman, or other person has been authorized by the District to give any information or to make any representation with respect to the Bonds, other than as contained in this Official Statement, and if given or made, such other information or representations must not be relied upon as having been authorized by either of the foregoing.

This Official Statement does not constitute an offer to sell or a solicitation of an offer to buy, nor shall there be any sale of the Bonds by any person, in any jurisdiction in which it is unlawful for such person to make such offer, solicitation, or sale. The information set forth herein has been obtained from sources which are believed to be reliable but is not guaranteed as to accuracy or completeness and is not to be construed as a representation by the Underwriters.

The information and expressions of opinion herein are subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder shall under any circumstances create any implication that there has been no change in the information or opinions set forth herein after the date of this Official Statement. The information and expressions of opinion herein are subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder will under any circumstances create any implication that there has been no change in the information or opinions set forth herein after the date of this Official Statement.

The Underwriters have provided the following sentence for inclusion in this Official Statement. The Underwriters have reviewed the information in this Official Statement 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.

THE BONDS ARE EXEMPT FROM REGISTRATION WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION AND CONSEQUENTLY HAVE NOT BEEN REGISTERED THEREWITH. THE REGISTRATION, QUALIFICATION, OR EXEMPTION OF THE BONDS IN ACCORDANCE WITH APPLICABLE SECURITIES LAW PROVISIONS OF THE JURISDICTIONS IN WHICH THESE BONDS HAVE BEEN REGISTERED, QUALIFIED, OR EXEMPTED SHOULD NOT BE REGARDED AS A RECOMMENDATION FOR THE PURCHASE THEREOF.

IN CONNECTION WITH THIS OFFERING, THE UNDERWRITERS MAY OVER-ALLOT OR EFFECT TRANSACTIONS WHICH STABILIZE THE MARKET PRICE OF THIS ISSUE AT A LEVEL ABOVE THAT WHICH MIGHT OTHERWISE PREVAIL IN THE OPEN MARKET. SUCH STABILIZING, IF COMMENCED, MAY BE DISCONTINUED AT ANY TIME.

None of the District, the Financial Advisor, or the Underwriters makes any representation or warranty with respect to the information contained in this Official Statement regarding The Depository Trust Company ("DTC") or its book-entry-only system described under the caption "BOOK-ENTRY-ONLY SYSTEM"" as such information has been provided by DTC.

The agreements of the District and others related to the Bonds are contained solely in the contracts described herein. Neither this Official Statement, nor any other statement made in connection with the offer or sale of the Bonds, is to be construed as constituting an agreement with the purchasers of the Bonds. INVESTORS SHOULD READ THE ENTIRE OFFICIAL STATEMENT, INCLUDING ALL APPENDICES AND THE SCHEDULE ATTACHED HERETO, TO OBTAIN INFORMATION ESSENTIAL TO MAKING AN INFORMED INVESTMENT DECISION WITH RESPECT TO THE BONDS.

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The cover page hereof, the schedule and appendices hereto, and any addenda, supplement or amendment hereto are part of this Official Statement.

OFFICIAL STATEMENT SUMMARY INFORMATION

The following information is qualified in its entirety by more detailed information and financial statements appearing elsewhere in this Official Statement:

THE DISTRICT	The Judson Independent School District (the "District"), a political subdivision of the State of Texas, is located in the northeast portion of Bexar County, Texas. The District is approximately 55.87 square miles in area and serves a population of approximately 130,321. Included within the District are the Texas cities of Kirby, Converse, and portions of San Antonio, Universal City, Selma and Live Oak. The District was created under State statute and is governed by a seven-member Board of Trustees (the "Board"). Policy-making and supervisory functions are the responsibility of, and are vested in, the Board. The Board delegates administrative responsibilities to the Superintendent of Schools who is the chief administrative officer of the District. Support services are supplied by consultants and advisors.
THE BONDS	The Bonds mature on February 1 in each of the years 2018 through 2026, inclusive, and on February 1 in each of the years 2029, 2032, 2035, 2038, and 2041. Interest on the Bonds shall accrue from the Dated Date (identified below) and is payable initially on February 1, 2017 and semiannually on August 1 and February 1 thereafter until stated maturity or prior redemption.
DATED DATE	November 15, 2016.
REDEMPTION	The District reserves the right to redeem the Bonds maturing on and after February 1, 2027, in whole or in part, in the principal amount of $5,000 or any integral multiple thereof, on February 1, 2026 or any date thereafter, at the redemption price of par plus accrued interest to the date of redemption. In addition, the Bonds maturing on February 1 in each of the years 2029, 2032, 2035, 2038 and 2041 (the "Term Bonds") are also subject to mandatory sinking fund redemption. See "THE BONDS - Redemption Provisions of the Bonds" herein.
SECURITY FOR THE BONDS	The Bonds constitute direct obligations of the District payable from an annual ad valorem tax levied against all taxable property located therein, without legal limitation as to rate or amount. The Bonds are not guaranteed by the Permanent School Fund of the State of Texas.
TAX MATTERS	In the opinion of Norton Rose Fulbright US LLP, San Antonio, Texas, interest on the Bonds will be excludable from gross income for federal income tax purposes under statutes, regulations, published rulings and court decisions existing on the date thereof, subject to the matters described under "TAX MATTERS" herein, including the alternative minimum tax on corporations. See "TAX MATTERS" and "APPENDIX D - Form of Opinion of Bond Counsel."
PAYING AGENT/REGISTRAR	The initial Paying Agent/Registrar is Amegy Bank, a division of ZB, National Association, Houston, Texas.
MUNICIPAL BOND RATINGS	Fitch Ratings, Inc. ("Fitch") and Moody's Investors Service, Inc. ("Moody's") have assigned their municipal bond ratings of "AA-" and "Aa2," respectively, to the Bonds. See "OTHER PERTINENT INFORMATION - Municipal Bond Ratings" herein.
CONCURRENT BOND ISSUES	Simultaneously with the issuance of the Bonds, the District is issuing its $63,985,000 Unlimited Tax Refunding Bonds, Series 2016A (the "Series 2016A Bonds") pursuant to a separate order also adopted by the Board on October 20, 2016. This Official Statement only describes the Bonds and investors must review the District's disclosure documents relating to the Series 2016A Bonds in their entirety prior to making an investment decision with respect to such Series 2016A Bonds.
PAYMENT RECORD	The District has never defaulted on the payment of its bonded indebtedness.
DELIVERY	When issued, anticipated to occur on or about December 29, 2016.
LEGALITY	The Bonds are subject to the approval of legality by the Attorney General of the State of Texas and the approval of certain legal matters by Norton Rose Fulbright US LLP, San Antonio, Texas, Bond Counsel. See "APPENDIX D - Form of Opinion of Bond Counsel" herein.

OFFICIAL STATEMENT

relating to

$4,945,000
JUDSON INDEPENDENT SCHOOL DISTRICT
(A political subdivision of the State of Texas located in Bexar County, Texas)
UNLIMITED TAX SCHOOL BUILDING BONDS, SERIES 2016B

INTRODUCTION

This Official Statement of Judson Independent School District (the "District") is provided to furnish certain information in connection with the sale of the District's $4,945,000 Unlimited Tax School Building Bonds, Series 2016A (the "Bonds").

This Official Statement, which includes the cover page, the Schedule I, and the appendices hereto, provides certain information about the District and its finances. All descriptions of documents contained herein are only summaries and are qualified in their entirety by reference to each such document. Copies of such documents may be obtained upon request from the District and, during the offering period, from the District's Financial Advisor, SAMCO Capital Markets, Inc., 1020 N.E. Loop 410, Suite 640, San Antonio, Texas 78209, by electronic mail or upon payment of reasonable copying, mailing, and handling charges.

This Official Statement speaks only as to its date, and the information contained herein is subject to change. A copy of the Official Statement pertaining to the Bonds will be filed with the Municipal Securities Rulemaking Board through its Electronic Municipal Markets Access ("EMMA") system. See "CONTINUING DISCLOSURE" herein for a description of the District's undertaking to provide certain information on a continuing basis. Capitalized terms used, but not defined herein, shall have the meanings ascribed thereto in the Order (defined below).

PLAN OF FINANCING

Purpose

The Bonds are being issued to (i) acquire facilities from the Judson Independent School District Public Facilities Corporation (the "Corporation"), the acquisition proceeds from which will be used by the Corporation to defease and refund all of the principal, interest, and redemption premium on its outstanding debt styled "Judson Independent School District Public Facilities Corporation School Facility Lease Revenue Bonds, Series 2013," dated August 1, 2013, as identified in Schedule I attached hereto (the "Corporation Refunded Obligations"), and (ii) pay the professional services related to the costs of issuance of the Bonds.

Corporation Refunded Obligations

The Corporation Refunded Obligations were issued by the Judson Independent School District Public Facilities Corporation (the "Corporation"), a non-profit corporation created by the District to finance on its behalf the acquisition and construction of school facilities (the "Facilities"). The Corporation Refunded Obligations were originally issued, are now outstanding, and are secured under a resolution (the "Resolution") adopted on July 23, 2013 by the Corporation's Board of Directors and a Trust Agreement dated as of August 1, 2013 (the "Trust Agreement") by and between the Corporation and U.S. Bank National Association, Dallas, Texas (the "Trustee"). In connection with the issuance of the Corporation Refunded Obligations, the District entered into a lease with an option to purchase with respect to the Facilities (the "Lease"). Under the Lease, the District agreed, from its general operating and maintenance funds, to make lease payments sufficient to pay the debt service on the Corporation Refunded Obligations and to operate the Facilities. The Corporation Refunded Obligations are payable from the lease payments made by the District under the Lease. The Corporation Refunded Obligations are additionally secured by a "Deed of Trust and Assignment of Rents and Leases" (the "Mortgage") pursuant to which the Corporation granted a first mortgage lien and deed of trust lien on the real property portion of the Facilities and assigned and pledged the Corporation's interest in the leases, rents, issues, profits, revenues, income, receipts, money, rights, and benefits of and from the Facilities for the use and benefit of the Trustee on behalf of the owners of the Corporation Refunded Obligations. Finally, the Corporation Refunded Obligations are further secured by a "Security Agreement" (the "Security Agreement") pursuant to which the Corporation granted a first priority security interest in the personal property portion of the Facilities and in any equipment or inventory and in the accounts, documents, chattel paper, instruments, and general intangibles arising in any manner from the Corporation's ownership and operation of the Facilities.

The Resolution provides for the defeasance of the Corporation Refunded Obligations upon deposit with the paying agent/registrar therefor of cash or securities sufficient to provide for the payment of the whole amount of the principal, redemption premium, and interest when due and payable on the Corporation Refunded Obligations. The Resolution, the Trust Agreement, the Lease, the Mortgage, and the Security Agreement provide that upon defeasance of the Corporation Refunded Obligations, all right, title, and interest of the of the parties having interest in the Lease, payments thereunder, and the Facilities shall cease, terminate, and become void, and all property shall be assigned and transferred to the District.

The Corporation Refunded Obligations, and interest due thereon, are to be paid on their scheduled redemption date from cash and investments to be deposited with U.S. Bank National Association, Dallas, Texas, as the Escrow Agent (the "Escrow Agent") pursuant to an Escrow Deposit Letter dated as of October 20, 2016 (the "Escrow Agreement") between the District and the Escrow Agent.

The Order provides that the District will deposit certain proceeds of the sale of the Bonds, along with other lawfully available funds of the District (if any), with the Escrow Agent in an amount necessary and sufficient to accomplish the discharge and final payment of the Corporation Refunded Obligations at their date of early redemption (the "Redemption Date"), which funds shall be held uninvested in cash or will be used to purchase certain obligations of the United States of America or obligations of agencies or instrumentalities of the United States, including obligations that are unconditionally guaranteed by the agency or instrumentality that are noncallable and that were, on the date the Order was adopted, rated as to investment quality by a nationally recognized rating firm not less than "AAA" (the "Federal Securities"). Such funds shall be held by the Escrow Agent in a separate escrow fund (the "Escrow Fund") irrevocably pledged to the payment of principal of, interest on, and redemption premium on the Corporation Refunded Obligations.

Prior to, or simultaneously with, the issuance of the Bonds, the District will give irrevocable instructions to provide notice to the owners of the Corporation Refunded Obligations that such Corporation Refunded Obligations will be redeemed prior to stated maturity on which date money will be made available to redeem the Corporation Refunded Obligations from money held under the Escrow Agreement.

By the deposit of the cash and Federal Securities with the Escrow Agent pursuant to the Escrow Agreement, the District will have effected the defeasance of all of the Corporation Refunded Obligations in accordance with the law and the applicable documentation authorizing their issuance and pursuant to which the Corporation Refunded Obligations are secured and remain outstanding. It is the opinion of Bond Counsel, in reliance upon the Sufficiency Certificate provided by SAMCO Capital Markets, Inc., that as a result of such defeasance the Corporation Refunded Obligations will be outstanding only for the purpose of receiving payments from the Escrow Fund relating thereto and held for such purpose by the Escrow Agent and such Corporation Refunded Obligations will not be deemed as being outstanding obligations of the Corporation payable from taxes nor for the purpose of applying any limitation on the issuance of debt.

The District has covenanted in the Escrow Agreement to make timely deposits to the Escrow Fund, from lawfully available funds, of any additional amounts required to pay the principal of, interest on, and redemption premium on the Corporation Refunded Obligations, if for any reason, the cash balances on deposit or scheduled to be on deposit in the Escrow Fund be insufficient to make such payments.

THE BONDS

General Description

The Bonds will be dated November 15, 2016 (the "Dated Date") and will accrue interest from the Dated Date, and such interest shall be payable on February 1 and August 1 in each year, commencing February 1, 2017, until stated maturity or prior redemption. The Bonds will mature on the dates and in the principal amounts and will bear interest at the rates set forth on page -ii- of this Official Statement.

Interest on the Bonds is payable to the registered owners appearing on the bond registration books kept by the Paying Agent/Registrar relating to the Bonds (the "Bond Register") on the Record Date (identified below) and such interest shall be paid by the Paying Agent/Registrar (i) by check sent by United States mail, first class, postage prepaid, to the address of the registered owner recorded in the Bond Register or (ii) by such other method, acceptable to the Paying Agent/Registrar, requested by, and at the risk and expense of, the registered owner. The principal of the Bonds is payable at stated maturity or prior redemption upon their presentation and surrender to the Paying Agent/Registrar. The Bonds will be issued only in fully registered form in any integral multiple of $5,000 principal for any one maturity.

Initially the Bonds will be registered and delivered only to Cede & Co., the nominee of The Depository Trust Company ("DTC") pursuant to the Book-Entry-Only System described herein. **No physical delivery of the Bonds will be made to the owners thereof.** Notwithstanding the foregoing, as long as the Bonds are held in the Book-Entry-Only System, principal of, premium, if any, and interest on the Bonds will be payable by the Paying Agent/Registrar to Cede & Co., which will make distribution of the amounts so paid to the participating members of DTC for subsequent payment to the Beneficial Owners (defined herein) of the Bonds. See "BOOK-ENTRY-ONLY SYSTEM" herein.

Authority for Issuance

The Bonds are being issued pursuant to the Constitution and general laws of the State of Texas (the "State"), particularly Chapter 1371, as amended, Texas Government Code ("Chapter 1371"), Sections 45.001 and 45.003(b)(1) as amended, Texas Education Code, an election held in the District on May 7, 2016 (the "Election"),and an order authorizing the issuance of the Bonds (the "Order") adopted by the Board of Trustees (the "Board") of the District on October 20, 2016. See "THE BONDS - Authority for Issuance" herein. As permitted by the provisions of Chapter 1371, the Board, in the Order, delegated the authority to certain District officials (each a "Designated Financial Official") to execute an approval certificate (the "Approval Certificate") establishing the final pricing terms for the Bonds. The Approval Certificate was executed by a Designated Financial Official (as defined in the Order) on December 14, 2016.

Security for Payment

The Bonds constitute direct obligations of the District payable from an annual ad valorem tax levied against all taxable property located therein, without any legal limitation as to rate or amount. The Bonds are not guaranteed by the Permanent School Fund of the State of Texas.

Payment Record

The District has never defaulted on the payment of its bonded indebtedness.

Legality

The Bonds are subject to the approval of legality by the Attorney General of the State of Texas and the approval of certain legal matters by Norton Rose Fulbright US LLP, San Antonio, Texas, as Bond Counsel. The legal opinion of Bond Counsel will accompany the global certificates deposited with DTC or be printed on the Bonds. The form of the legal opinion of Bond Counsel appears in APPENDIX D attached hereto.

Delivery

When issued; anticipated to occur on or about December 29, 2016.

Concurrent Bond Issues

After the issuance of the Bonds, the District will not have any authorized but unissued bonds remaining. Simultaneously with the issuance of the Bonds, the District is issuing its $63,985,000 Unlimited Tax Refunding Bonds, Series 2016A (the "Series 2016A Bonds") pursuant to a separate order also adopted by the Board on October 20, 2016. This Official Statement only describes the Bonds and investors must review the District's disclosure documents relating to the Series 2016A Bonds in their entirety prior to making an investment decision with respect to such Series 2016A Bonds.

Redemption Provisions of the Bonds

Optional Redemption ... The Bonds stated to mature on and after February 1, 2027 are subject to optional redemption, in whole or in part in principal amounts of $5,000 or any integral multiple thereof (and if less than all within a stated maturity by lot, selected by the Paying Agent/Registrar), on February 1, 2026 or on any date thereafter, at a price of par plus accrued interest to the date fixed for redemption.

Mandatory Sinking Fund Redemption ... The Bonds maturing on February 1 in each of the years 2029, 2032, 2035, 2038 and 2041 (the "Term Bonds") are also subject to mandatory redemption in part prior to maturity at the price of par plus accrued interest to the mandatory redemption date on the dates and in the principal amounts as follows:

Term Bonds - 3.25% Maturing February 1, 2029	
Redemption Date (2/1)	Principal Amount($)
2027	205,000
2028	210,000
2029*	215,000

Term Bonds - 3.50% Maturing February 1, 2032	
Redemption Date (2/1)	Principal Amount($)
2030	225,000
2031	235,000
2032*	240,000

Term Bonds - 5.00% Maturing February 1, 2035	
Redemption Date (2/1)	Principal Amount($)
2033	250,000
2034	265,000
2035*	280,000

Term Bonds - 5.00% Maturing February 1, 2038	
Redemption Date (2/1)	Principal Amount($)
2036	290,000
2037	305,000
2038*	325,000

Term Bonds - 4.00% Maturing February 1, 2041	
Redemption Date (2/1)	Principal Amount($)
2039	335,000
2040	350,000
2041*	365,000

* *Stated maturity.*

Approximately forty-five (45) days prior to each mandatory redemption date that a Term Bond is to be mandatorily redeemed, the Paying Agent/Registrar shall select by lot the numbers of the Term Bonds within the applicable stated maturity to be redeemed on the next following February 1 from money set aside for that purpose in the Bond Fund maintained for the payment of the Bonds. Any Term Bond not selected for prior redemption shall be paid on the date of its stated maturity.

The principal amount of the Term Bonds required to be redeemed pursuant to the operation of such mandatory redemption provisions may be reduced, at the option of the District, by the principal amount of the Term Bonds which, at least fifty (50) days prior to the mandatory redemption date (i) shall have been acquired by the District and delivered to the Paying Agent/Registrar for cancellation, (ii) shall have been purchased and canceled by the Paying Agent/Registrar at the request of the District, or (iii) shall have been redeemed pursuant to the optional redemption provisions and not theretofore credited against a mandatory redemption requirement.

Selection of Bonds for Redemption

If less than all of the Bonds are to be redeemed, the District shall determine the amounts and maturities thereof to be redeemed and shall direct the Paying Agent/Registrar to select by lot the Bonds, or portions thereof, to be redeemed.

Notice of Redemption

Not less than 30 days prior to a redemption date for the Bonds, the District shall cause a notice of redemption to be sent by United States mail, first class, postage prepaid, to each registered owner of a Bond to be redeemed, in whole or in part, at the address of the holder appearing on the Bond Registrar at the close of business on the business day next preceding the date of mailing such notice. ANY NOTICE OF REDEMPTION SO MAILED SHALL BE CONCLUSIVELY PRESUMED TO HAVE BEEN DULY GIVEN IRRESPECTIVE OF WHETHER ONE OR MORE BONDHOLDERS FAILED TO RECEIVE SUCH NOTICE. NOTICE HAVING BEEN SO GIVEN, THE BONDS CALLED FOR REDEMPTION SHALL BECOME DUE AND PAYABLE ON THE SPECIFIED REDEMPTION DATE, AND NOTWITHSTANDING THAT ANY BOND OR PORTION THEREOF HAS NOT BEEN SURRENDERED FOR PAYMENT, INTEREST ON SUCH BOND OR PORTION THEREOF SHALL CEASE TO ACCRUE.

The Paying Agent/Registrar and the District, so long as the Book-Entry-Only System is used for the Bonds, will send any notice of redemption, notice of proposed amendment to the Order or other notices with respect to the Bonds only to DTC. Any failure by DTC to advise any DTC participant, or of any DTC participant or indirect participant to notify the Beneficial Owner, shall not affect the validity of the redemption of the Bonds called for redemption or any other action premised on such notice or any such notice. Redemption of portions of the Bonds by the District will reduce the outstanding principal amount of such Bonds held by DTC. In such event, DTC may implement, through its Book-Entry-Only System, a redemption of such Bonds held for the account of DTC participants in accordance with its rules or other agreements with DTC participants and then DTC participants and indirect participants may implement a redemption of such Bonds from the Beneficial Owners. Any such selection of Bonds to be redeemed will not be governed by the Order and will not be conducted by the District or the Paying Agent/Registrar. Neither the District nor the Paying Agent/Registrar will have any responsibility to DTC participants, indirect participants or the persons for whom DTC participants act as nominees, with respect to the payments on the Bonds or the providing of notice to DTC participants, indirect participants, or Beneficial Owners of the selection of portions of the Bonds for redemption. (See "BOOK-ENTRY-ONLY SYSTEM" herein.)

Defeasance

Any Bond will be deemed paid and shall no longer be considered to be outstanding within the meaning of the Order when payment of the principal of and interest on such Bond to its stated maturity or redemption date will have been made or will have been provided by depositing with an authorized escrow agent (1) cash in an amount sufficient to make such payment, (2) Government Obligations certified, in the case of a net defeasance, by an independent public accounting firm of national reputation to be of such maturities and interest payment dates and bear such interest as will, without further investment or reinvestment of either the principal amount thereof or the interest earnings therefrom, be sufficient to make such payment, or (3) a combination of money and Government Obligations together so certified sufficient to make such payment; provided, however, that no certification by an independent accounting firm of the sufficiency of deposits shall be required in connection with a gross defeasance of Bonds.

The Order provides that "Government Obligations" means (a) direct, noncallable obligations of the United States of America, including obligations that are unconditionally guaranteed by the United States of America, (b) noncallable obligations of an agency or instrumentality of the United States of America, including obligations that are unconditionally guaranteed or insured by the agency or instrumentality and that, on the date the governing body of the District authorizes the defeasance, are rated as to investment quality by a nationally recognized investment rating firm not less than "AAA" or its equivalent, (c) noncallable obligations of a state or an agency or a county, municipality, or other political subdivision of a state that on the date the governing body of the District adopts or approves the proceedings authorizing the financial arrangements have been refunded and are rated as to investment quality by a nationally recognized investment rating firm not less than "AAA" or its equivalent, or (d) any additional securities and obligations hereafter authorized by Texas law as eligible for use to accomplish the discharge of obligations such as the Bonds. There is no assurance that the ratings for U.S. Treasury securities acquired to defease any Bonds, or those for any other Government Obligations, will be maintained at any particular rating category. Further, there is no assurance that current Texas law will not be amended in a manner that expands or contracts the list of permissible defeasance securities (such list consisting of those securities identified in clauses (a) through (c) above), or any rating requirement thereon, that may be purchased with defeasance proceeds relating to the Bonds ("Defeasance Proceeds"), though the District has reserved the right to utilize any additional securities for such purpose in the event the aforementioned list is expanded. Because the Order does not contractually limit such permissible defeasance securities and expressly recognizes the ability of the District to use lawfully available Defeasance Proceeds to defease all or any portion of the Bonds, registered owners of Bonds are deemed to have consented to the use of Defeasance Proceeds to purchase such other defeasance securities, notwithstanding the fact that