

Port of Houston Authority Investment Report



For the Quarter Ended
June 30, 2013

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Distribution

Commissioners (7)

L. Waterworth

T. Heidt

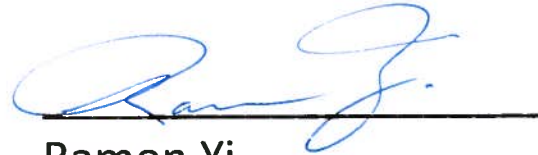
Controller (3)

Certification

The undersigned have prepared this report for the Port of Houston Authority (the “Authority”) and certify that investment transactions entered into during the quarter ended June 30, 2013 were made in compliance with Chapter 2256 of the Texas Government Code (the “Public Funds Investment Act” or “PFIA”) and our Investment Policy guidelines. The report includes the disclosures required by the Policy and the PFIA. To the extent possible, market prices have been obtained from independent pricing sources.

A black ink signature of Thomas J. Heidt, consisting of stylized initials and a surname, written over a horizontal line.

Thomas J. Heidt
Deputy Executive Director,
Finance and Administration

A blue ink signature of Ramon Yi, consisting of stylized initials and a surname, written over a horizontal line.

Ramon Yi
Interim Managing Director,
Finance and Administration

Executive Summary

- The Port continues to follow a conservative investment strategy, with the following objectives, in order of priority
 - Preservation and safety of principal
 - Liquidity
 - Yield
- Total Cash and Investments* at June 30, 2013
 - General Funds
 - Operating Fund \$ 382.0 Million
 - Promotion & Development Fund \$ 2.9
 - Debt Service Fund \$ 34.6
 - General Obligation Bond Funds
 - Construction Fund \$ 27.5
 - Total \$ 447.0 Million

** Investments at market value, and includes cash in regular bank accounts, some of which may not be considered part of the investment portfolio*

Executive Summary (cont.)

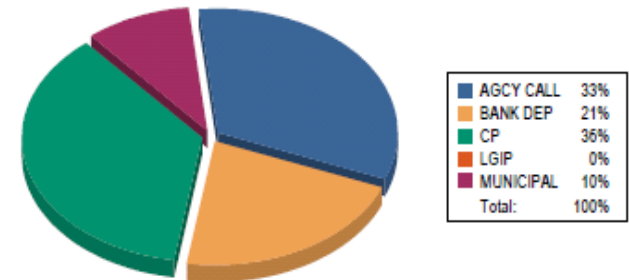
Account Summary

Beginning Values as of 03/31/13

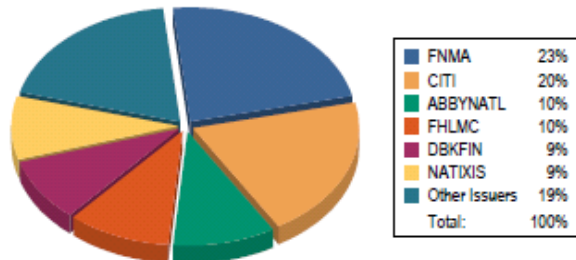
Ending Values as of 06/30/13

Par Value	459,932,895.06	450,492,263.22
Market Value	460,150,409.08	447,026,076.76
Book Value	460,001,150.38	451,068,548.17
Unrealized Gain / Loss	149,258.70	(4,042,471.41)
Market Value %	100.05%	99.23%
Weighted Avg. YTW	0.674%	0.691%
Weighted Avg. YTM	0.674%	0.691%

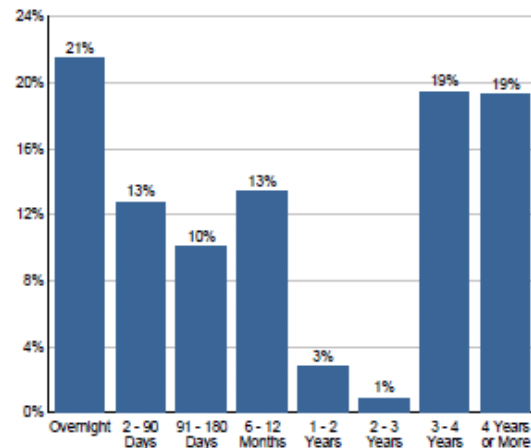
Allocation by Security Type



Allocation by Issuer

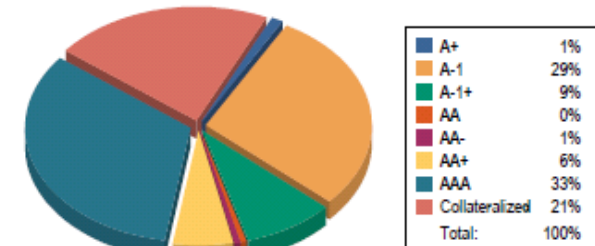


Maturity Distribution %



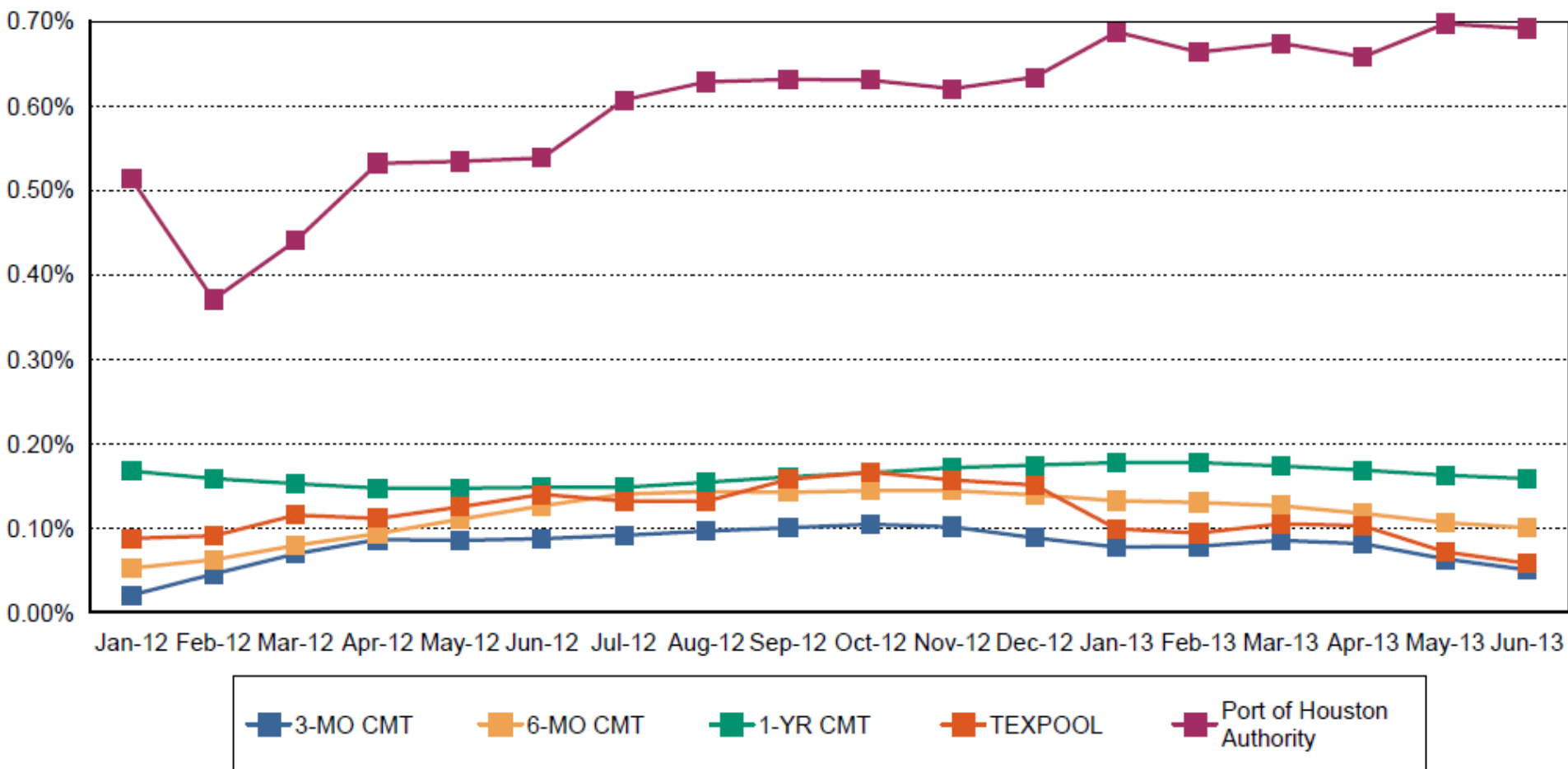
Weighted Average Days to Maturity: 677

Credit Quality



Executive Summary (cont.)

Yield on Investments



Note 1: CMT stands for Constant Maturity Treasury. This data is published in Federal Reserve Statistical Release H.15 and represents an average of all actively traded Treasury securities having that time remaining until maturity. This is a standard industry benchmark for Treasury securities. The CMT benchmarks are moving averages. The 3-month CMT is the daily average for the previous 3 months, the 6-month CMT is the daily average for the previous 6 months, and the 1-year and 2-year CMT's are the daily averages for the previous 12-months.

Note 2: Benchmark data for TexPool is the monthly average yield.

Detail of Investment Holdings

As of June 30, 2013

CUSIP	Settle Date	Sec. Type	Sec. Description	CPN	Mty Date	Next Call	Call Type	Par Value	Purch Price	Orig Cost	Book Value	Mkt Price	Market Value	Days to Mty	Days to Call	YTM	YTW
2010 D2 Bond Construction Fund																	
467578FW5	09/04/12	MUNICIPAL	Jackson Cty, MO	3.000	12/01/15			1,050,000.00	105.541	1,108,180.50	1,093,618.06	104.656	1,098,891.15	884		1.249	1.249
64990EJD0	10/18/12	MUNICIPAL	NY ST Dorm Auth Tax Rev	1.003	02/15/16			1,500,000.00	100.000	1,500,000.00	1,500,000.00	99.234	1,488,516.00	960		1.003	1.003
592112LG9	08/15/12	MUNICIPAL	Metro Nashville & Davidson Cty TN GO	1.007	07/01/16			2,000,000.00	100.000	2,000,000.00	2,000,000.00	99.031	1,980,626.00	1,097		1.007	1.007
35824NCE7	10/09/12	MUNICIPAL	Fresno Cty CA Fina Auth Lease Rev	3.000	08/01/16			1,955,000.00	106.492	2,081,918.60	2,058,121.01	103.875	2,030,756.25	1,128		1.251	1.251
20772JKJ0	11/16/12	MUNICIPAL	State of CT GO	1.032	10/15/16			1,000,000.00	100.000	1,000,000.00	1,000,000.00	99.969	999,688.00	1,203		1.032	1.032
64985HHZ3	11/15/12	MUNICIPAL	NY ST Envrmmntl Fac Rev	0.986	11/15/16	Anytime	CONT	1,485,000.00	100.000	1,485,000.00	1,485,000.00	99.250	1,473,862.50	1,234	5	0.986	0.986
Total for 2010 D2 Bond Construction Fund								8,990,000.00	102.126	9,175,099.10	9,136,739.07	100.967	9,072,339.90	1,090		1.090	1.090
Debt Service Fund																	
CB-PORHOU		BANK DEP	Citibank					34,633,198.95	100.000	34,633,198.95	34,633,198.95	100.000	34,633,198.95	1		0.390	0.390
Total for Debt Service Fund								34,633,198.95	100.000	34,633,198.95	34,633,198.95	100.000	34,633,198.95	1		0.390	0.390
Promotion & Development Fund 74																	
CB-PORHOU		BANK DEP	Citibank					2,896,527.70	100.000	2,896,527.70	2,896,527.70	100.000	2,896,527.70	1		0.390	0.390
Total for Promotion & Development Fund 74								2,896,527.70	100.000	2,896,527.70	2,896,527.70	100.000	2,896,527.70	1		0.390	0.390

Note: Bank deposits at Citibank and JPMorgan Chase are fully collateralized in accordance with Chapter 2257, Texas Government Code ("Public Funds Collateral Act").

Detail of Investment Holdings (cont.)

CUSIP	Settle Date	Sec. Type	Sec. Description	CPN	Mty Date	Next Call	Call Type	Par Value	Purch Price	Orig Cost	Book Value	Mkt Price	Market Value	Days to Mty	Days to Call	YTM	YTW
General Fund																	
CB-PORHOU		BANK DEP	Citibank					52,469,638.54	100.000	52,469,638.54	52,469,638.54	100.000	52,469,638.54	1		0.390	0.390
JPM-PHA		BANK DEP	JPM Chase Bk					5,887,898.03	100.000	5,887,898.03	5,887,898.03	100.000	5,887,898.03	1		0.000	0.000
4497W0V21	11/13/12	CP - DISC	ING Funding LLC		08/02/13			22,000,000.00	99.563	21,903,933.33	21,988,266.74	99.976	21,994,764.00	33		0.603	0.603
25153JV98	11/14/12	CP - DISC	Deutsche Bk		08/09/13			20,000,000.00	99.583	19,916,622.22	19,987,866.60	99.973	19,994,660.00	40		0.562	0.562
3024A6V90	11/14/12	CP - DISC	FCAR Owner Trust II		08/09/13			15,000,000.00	99.620	14,943,050.00	14,991,712.50	99.974	14,996,160.00	40		0.512	0.512
25152JYJ4	02/21/13	CP - DISC	Deutsche Bk		11/18/13			20,000,000.00	99.588	19,917,500.00	19,957,222.20	99.855	19,971,020.00	141		0.552	0.552
6323A0ZA9	03/28/13	CP - DISC	Natixis Finance		12/10/13			10,000,000.00	99.615	9,961,450.00	9,975,700.00	99.792	9,979,170.00	163		0.542	0.542
0027A0ZP9	03/28/13	CP - DISC	Abbey Natl N America		12/23/13			15,000,000.00	99.565	14,934,750.00	14,957,708.40	99.790	14,968,470.00	176		0.583	0.583
0027A1AA7	04/16/13	CP - DISC	Abbey Natl N America		01/10/14			15,000,000.00	99.574	14,936,112.50	14,954,162.55	99.763	14,964,435.00	194		0.572	0.572
0027A1AM1	04/26/13	CP - DISC	Abbey Natl N America		01/21/14			15,000,000.00	99.558	14,933,625.00	14,949,850.05	99.727	14,959,005.00	205		0.593	0.593
6323A1AM8	04/26/13	CP - DISC	Natixis Finance		01/21/14			20,000,000.00	99.573	19,914,500.00	19,935,400.00	99.727	19,945,340.00	205		0.572	0.572
6323A1AN6	04/29/13	CP - DISC	Natixis Finance		01/22/14			10,000,000.00	99.591	9,959,055.56	9,968,680.60	99.725	9,972,530.00	206		0.552	0.552
058219RG3	08/17/12	MUNICIPAL	Baldwin Park USD, CA GO		08/01/14			4,310,000.00	98.163	4,230,825.30	4,266,088.00	98.500	4,245,350.00	397		0.953	0.953
058219RG3	09/14/12	MUNICIPAL	Baldwin Park USD, CA GO		08/01/14			1,750,000.00	98.233	1,719,077.50	1,732,149.70	98.500	1,723,750.00	397		0.953	0.953
4546246W2	06/19/13	MUNICIPAL	Indiana Bond Bk Rev	0.661	01/15/15			5,000,000.00	100.000	5,000,000.00	5,000,000.00	99.827	4,991,350.00	564		0.661	0.661
64990EJC2	10/18/12	MUNICIPAL	NY ST Dorm Auth Tax Rev	0.705	02/15/15			1,500,000.00	100.000	1,500,000.00	1,500,000.00	99.781	1,496,719.50	595		0.705	0.705
791697DB8	02/12/13	MUNICIPAL	St. Louis MO Spl Admin Sch Dist	4.000	04/01/16			1,250,000.00	109.238	1,365,475.00	1,351,445.11	106.753	1,334,412.50	1,006		1.000	1.000
14329NDR2	12/27/12	MUNICIPAL	City of Carmel, IN Redev Auth	0.990	08/01/16			2,155,000.00	100.000	2,155,000.00	2,155,000.00	97.328	2,097,420.56	1,128		0.990	0.990
14329NDS0	12/27/12	MUNICIPAL	City of Carmel, IN Redev Auth	1.188	02/01/17			2,695,000.00	100.000	2,695,000.00	2,695,000.00	96.844	2,609,940.41	1,312		1.188	1.188
3134G36K1	03/21/13	AGCY CALL	FHLMC	0.800	03/21/17	09/21/13	QRTLY	20,000,000.00	100.000	20,000,000.00	20,000,000.00	98.480	19,696,000.00	1,360	83	0.800	0.800
791697DC6	02/12/13	MUNICIPAL	St. Louis MO Spl Admin Sch Dist	4.000	04/01/17			2,000,000.00	110.879	2,217,580.00	2,197,745.66	107.478	2,149,560.00	1,371		1.290	1.290
3135G0WU3	05/15/13	AGCY CALL	FNMA	0.750	05/15/17	11/15/13	QRTLY	35,000,000.00	100.000	35,000,000.00	35,000,000.00	97.700	34,195,000.00	1,415	138	0.750	0.750
3136G1GJ2	03/27/13	AGCY CALL	FNMA	0.850	06/27/17	09/27/13	QRTLY	20,000,000.00	100.000	20,000,000.00	20,000,000.00	97.820	19,564,000.00	1,458	89	0.850	0.850
14329NDT8	12/27/12	MUNICIPAL	City of Carmel, IN Redev Auth	1.238	08/01/17			2,805,000.00	100.000	2,805,000.00	2,805,000.00	96.359	2,702,881.17	1,493		1.238	1.238
661334DR0	02/14/13	MUNICIPAL	N Orange Cty CA CC Dist	1.240	08/01/17			4,250,000.00	100.000	4,250,000.00	4,250,000.00	97.230	4,132,275.00	1,493		1.240	1.240
79672JG6	05/02/13	MUNICIPAL	San Bernardino CA Cmty Clg	1.686	08/01/17			1,250,000.00	100.000	1,250,000.00	1,250,000.00	98.516	1,231,450.00	1,493		1.686	1.686
3135G0TK9	01/30/13	AGCY CALL	FNMA	1.050	01/30/18	07/30/13	QRTLY	30,000,000.00	99.995	29,998,500.00	29,998,623.00	97.950	29,385,000.00	1,675	30	1.051	1.051
67868UDN0	04/05/13	MUNICIPAL	OK Cty Fina Auth Ed Rev	4.000	03/01/18			4,650,000.00	112.334	5,223,531.00	5,196,490.37	107.297	4,989,310.50	1,705		1.390	1.390
3134G43V8	05/15/13	AGCY CALL	FHLMC	1.050	05/15/18	11/15/13	QRTLY	25,000,000.00	100.000	25,000,000.00	25,000,000.00	97.450	24,362,500.00	1,780	138	1.050	1.050
3135G0XG3	05/21/13	AGCY CALL	FNMA	1.000	05/21/18	11/21/13	QRTLY	20,000,000.00	99.900	19,980,000.00	19,980,434.40	97.070	19,414,000.00	1,786	144	1.021	1.021
Total for General Fund								403,972,536.57	100.049	404,068,123.98	404,402,082.45	99.138	400,424,010.21	730		0.710	0.710
Total for Port of Houston Authority								450,492,263.22	100.087	450,772,949.73	451,068,548.17	99.247	447,028,076.76	677		0.691	0.691

Note: General Fund Bank Deposit balance includes Construction Bond Funds

Investment Transactions

Quarter Ended June 30, 2013

Trade Date	Settle Date	CUSIP	Security Type	Security Description	Coupon	Mty Date	Call Date	Par Value	Price	Principal Amount	Int Purchased / Received	Total Amount	Realized Gain / Loss	YTM	YTW
2010 D2 Bond Construction Fund															
Income Payments															
04/15/13	04/15/13	20772JKJ0	MUNICIPAL	State of CT GO	1.032	10/15/16				0.00	4,271.33	4,271.33			
05/15/13	05/15/13	64985HHZ3	MUNICIPAL	NY ST Envmntl Fac Rev	0.986	11/15/16				0.00	7,321.05	7,321.05			
06/03/13	06/01/13	467578FW5	MUNICIPAL	Jackson Cty, MO	3.000	12/01/15				0.00	23,362.50	23,362.50			
Total for: Income Payments										0.00	34,954.88	34,954.88			
General Fund															
Sales															
05/14/13	05/15/13	3133EJ33	AGCY CALL	FFCB	0.730	08/15/16	08/15/13	35,000,000.00	100.080	35,028,000.00	63,875.00	35,091,875.00	56,515.55	0.755	0.409
05/14/13	05/15/13	3135G0MX8	AGCY CALL	FNMA	0.750	07/26/16	07/26/13	12,000,000.00	100.075	12,009,000.00	27,250.00	12,036,250.00	9,000.00	0.750	0.369
Total for: Sales								47,000,000.00		47,037,000.00	91,125.00	47,128,125.00	65,515.55	0.754	0.399
Calls															
04/29/13	04/29/13	3134G34V9	AGCY CALL	FHLMC	1.070	01/29/18	04/29/13	30,000,000.00	100.000	30,000,000.00	80,250.00	30,080,250.00		1.070	1.070
Total for: Calls								30,000,000.00		30,000,000.00	80,250.00	30,080,250.00		1.070	1.070
Maturities															
04/05/13	04/05/13	8923A0R54	CP - DISC	Toyota Credit PR		04/05/13		25,000,000.00	100.000	25,000,000.00	0.00	25,000,000.00		0.552	
04/16/13	04/16/13	3024A0RG2	CP - DISC	FCAR Owner Trust		04/16/13		15,000,000.00	100.000	15,000,000.00	0.00	15,000,000.00		0.593	
04/26/13	04/26/13	3024A0RS6	CP - DISC	FCAR Owner Trust		04/26/13		20,000,000.00	100.000	20,000,000.00	0.00	20,000,000.00		0.593	
04/26/13	04/26/13	3024A6RS3	CP - DISC	FCAR Owner Trust II		04/26/13		14,000,000.00	100.000	14,000,000.00	0.00	14,000,000.00		0.603	
Total for: Maturities								74,000,000.00		74,000,000.00	0.00	74,000,000.00		0.581	

Investment Transactions (cont.)

Quarter Ended June 30, 2013

Trade Date	Settle Date	CUSIP	Security Type	Security Description	Coupon	Mty Date	Call Date	Par Value	Price	Principal Amount	Int Purchased / Received	Total Amount	Realized Gain / Loss	YTM	YTW
General Fund															
Purchases															
04/05/13	04/05/13	67868UDN0	MUNICIPAL	OK Cty Fina Auth Ed Rev	4.000	03/01/18		4,650,000.00	112.334	5,223,531.00	17,566.67	5,241,097.67		1.390	1.390
04/16/13	04/16/13	0027A1AA7	CP - DISC	Abbey Nat'l N America		01/10/14		15,000,000.00	99.574	14,936,112.50	0.00	14,936,112.50		0.572	0.572
04/26/13	04/26/13	6323A1AM8	CP - DISC	Natixis Finance		01/21/14		20,000,000.00	99.573	19,914,500.00	0.00	19,914,500.00		0.572	0.572
04/26/13	04/26/13	0027A1AM1	CP - DISC	Abbey Nat'l N America		01/21/14		15,000,000.00	99.558	14,933,625.00	0.00	14,933,625.00		0.593	0.593
04/29/13	04/29/13	6323A1AN6	CP - DISC	Natixis Finance		01/22/14		10,000,000.00	99.591	9,959,055.56	0.00	9,959,055.56		0.552	0.552
05/02/13	05/02/13	796720JG6	MUNICIPAL	San Bernardino CA Cmty Cl	1.686	08/01/17		1,250,000.00	100.000	1,250,000.00	0.00	1,250,000.00		1.686	1.686
05/08/13	05/21/13	3135G0XG3	AGCY CALL	FNMA	1.000	05/21/18	11/21/13	20,000,000.00	99.900	19,980,000.00	0.00	19,980,000.00		1.021	1.021
05/15/13	05/15/13	3135G0WU3	AGCY CALL	FNMA	0.750	05/15/17	11/15/13	35,000,000.00	100.000	35,000,000.00	0.00	35,000,000.00		0.750	0.750
05/15/13	05/15/13	3134G43V8	AGCY CALL	FHLMC	1.050	05/15/18	11/15/13	25,000,000.00	100.000	25,000,000.00	0.00	25,000,000.00		1.050	1.050
06/05/13	06/19/13	4546246W2	MUNICIPAL	Indiana Bond Bk Rev	0.661	01/15/15		5,000,000.00	100.000	5,000,000.00	0.00	5,000,000.00		0.661	0.661
Total for: Purchases								150,900,000.00		151,196,824.06	17,566.67	151,214,390.73		0.790	0.790

Changes in Book and Market Values

CUSIP	Security Type	Security Description	03/31/13 Book Value	Cost of Purchases	Maturities / Calls / Sales	Amortization / Accretion	Realized Gain/(Loss)	06/30/13 Book Value	03/31/13 Market Value	06/30/13 Market Value	Change in Mkt Value
2010 D2 Bond Construction Fund											
467578FW5	MUNICIPAL	Jackson Cty, MO 3.000 12/01/15	1,098,041.63	0.00	0.00	(4,423.57)	0.00	1,093,618.06	1,109,226.30	1,098,891.15	(10,335.15)
64990EJD0	MUNICIPAL	NY ST Dorm Auth Tax Rev 1.003 02/15/16	1,500,000.00	0.00	0.00	0.00	0.00	1,500,000.00	1,498,828.50	1,488,516.00	(10,312.50)
592112LG9	MUNICIPAL	Metro Nashville & Davidson Cty TN GO 1.00	2,000,000.00	0.00	0.00	0.00	0.00	2,000,000.00	1,995,938.00	1,980,626.00	(15,312.00)
35824NCE7	MUNICIPAL	Fresno Cty CA Fina Auth Lease Rev 3.000	2,066,306.05	0.00	0.00	(8,185.04)	0.00	2,058,121.01	2,057,637.50	2,030,756.25	(26,881.25)
20772JKJ0	MUNICIPAL	State of CT GO 1.032 10/15/16	1,000,000.00	0.00	0.00	0.00	0.00	1,000,000.00	1,005,625.00	999,688.00	(5,937.00)
64985HHZ3	MUNICIPAL	NY ST Envmntl Fac Rev 0.986 11/15/16	1,485,000.00	0.00	0.00	0.00	0.00	1,485,000.00	1,487,087.91	1,473,862.50	(13,225.41)
Total for 2010 D2 Bond Construction Fund			9,149,347.68	0.00	0.00	(12,608.61)	0.00	9,136,739.07	9,154,343.21	9,072,339.90	(82,003.31)
Debt Service Fund											
CB-PORH0U	BANK DEP	Citibank	52,112,226.60	767,722.89	(18,246,750.54)	0.00	0.00	34,633,198.95	52,112,226.60	34,633,198.95	(17,479,027.65)
Promotion & Development Fund 74											
CB-PORH0U	BANK DEP	Citibank	3,801,298.66	0.00	(904,770.96)	0.00	0.00	2,896,527.70	3,801,298.66	2,896,527.70	(904,770.96)
General Fund											
796720JG6	MUNICIPAL	San Bernardino CA Cmty Clg 1.686 08/01/1	0.00	1,250,000.00	0.00	0.00	0.00	1,250,000.00	0.00	1,231,450.00	1,231,450.00
3134G34V9	AGCY CALL	FHLMC 1.070 01/29/18	30,000,000.00	0.00	(30,000,000.00)	0.00	0.00	0.00	29,961,000.00	0.00	(29,961,000.00)
3135G0TK9	AGCY CALL	FNMA 1.050 01/30/18	29,998,549.80	0.00	0.00	73.20	0.00	29,998,623.00	30,045,000.00	29,385,000.00	(660,000.00)
67868UDN0	MUNICIPAL	OK Cty Fina Auth Ed Rev 4.000 03/01/18	0.00	5,223,531.00	0.00	(27,040.63)	0.00	5,196,490.37	0.00	4,989,310.50	4,989,310.50
3134G43V8	AGCY CALL	FHLMC 1.050 05/15/18	0.00	25,000,000.00	0.00	0.00	0.00	25,000,000.00	0.00	24,362,500.00	24,362,500.00
3135G0XG3	AGCY CALL	FNMA 1.000 05/21/18	0.00	19,980,000.00	0.00	434.40	0.00	19,980,434.40	0.00	19,414,000.00	19,414,000.00

Changes in Book and Market Values (cont.)

CUSIP	Security Type	Security Description	03/31/13 Book Value	Cost of Purchases	Maturities / Calls / Sales	Amortization / Accretion	Realized Gain/(Loss)	06/30/13 Book Value	03/31/13 Market Value	06/30/13 Market Value	Change in Mkt Value
CB-PORHOU	BANK DEP	Citibank	44,048,824.66	42,428,618.12	(34,007,804.24)	0.00	0.00	52,469,638.54	44,048,824.66	52,469,638.54	8,420,813.88
CB-PRHOU2	BANK DEP	Citibank Deposit	0.00	661,407.00	(661,407.00)	0.00	0.00	0.00	0.00	0.00	0.00
JPM-PHA	BANK DEP	JPM Chase Bk	0.00	8,475,831.76	(2,587,933.73)	0.00	0.00	5,887,898.03	0.00	5,887,898.03	5,887,898.03
TEXPRIME	LGIP	TexPool Prime	3,970,265.45	0.00	(3,970,265.45)	0.00	0.00	0.00	3,970,265.45	0.00	(3,970,265.45)
TEXSTAR	LGIP	TexSTAR	1,295,279.69	0.00	(1,295,279.69)	0.00	0.00	0.00	1,295,279.69	0.00	(1,295,279.69)
8923A0R54	CP - DISC	Toyota Credit PR 0.000 04/05/13	24,998,472.25	0.00	(25,000,000.00)	1,527.75	0.00	0.00	24,999,550.00	0.00	(24,999,550.00)
3024A0RG2	CP - DISC	FCAR Owner Trust 0.000 04/16/13	14,996,312.55	0.00	(15,000,000.00)	3,687.45	0.00	0.00	14,998,605.00	0.00	(14,998,605.00)
3024A0RS6	CP - DISC	FCAR Owner Trust 0.000 04/26/13	19,991,805.60	0.00	(20,000,000.00)	8,194.40	0.00	0.00	19,996,820.00	0.00	(19,996,820.00)
3024A6RS3	CP - DISC	FCAR Owner Trust II 0.000 04/26/13	13,994,166.62	0.00	(14,000,000.00)	5,833.38	0.00	0.00	13,997,676.00	0.00	(13,997,676.00)
4497W0V21	CP - DISC	ING Funding LLC 0.000 08/02/13	21,954,900.00	0.00	0.00	33,366.74	0.00	21,988,266.74	21,976,504.00	21,994,764.00	18,260.00
25153JV98	CP - DISC	Deutsche Bk 0.000 08/09/13	19,959,555.60	0.00	0.00	28,311.00	0.00	19,987,866.60	19,969,440.00	19,994,660.00	25,220.00
3024A6V90	CP - DISC	FCAR Owner Trust II 0.000 08/09/13	14,972,374.95	0.00	0.00	19,337.55	0.00	14,991,712.50	14,983,620.00	14,996,160.00	12,540.00
25152JYJ4	CP - DISC	Deutsche Bk 0.000 11/18/13	19,929,416.60	0.00	0.00	27,805.60	0.00	19,957,222.20	19,923,960.00	19,971,020.00	47,060.00
6323A0ZA9	CP - DISC	Natixis Finance 0.000 12/10/13	9,962,050.00	0.00	0.00	13,650.00	0.00	9,975,700.00	9,955,550.00	9,979,170.00	23,620.00
0027A0ZP9	CP - DISC	Akkey Nat'l N America 0.000 12/23/13	14,935,716.60	0.00	0.00	21,991.80	0.00	14,957,708.40	14,927,685.00	14,968,470.00	40,785.00
0027A1AA7	CP - DISC	Akkey Nat'l N America 0.000 01/10/14	0.00	14,936,112.50	0.00	18,050.05	0.00	14,954,162.55	0.00	14,964,435.00	14,964,435.00
0027A1AM1	CP - DISC	Akkey Nat'l N America 0.000 01/21/14	0.00	14,933,625.00	0.00	16,225.05	0.00	14,949,850.05	0.00	14,959,005.00	14,959,005.00
6323A1AM8	CP - DISC	Natixis Finance 0.000 01/21/14	0.00	19,914,500.00	0.00	20,900.00	0.00	19,935,400.00	0.00	19,945,340.00	19,945,340.00
6323A1AN6	CP - DISC	Natixis Finance 0.000 01/22/14	0.00	9,959,055.56	0.00	9,625.04	0.00	9,968,680.60	0.00	9,972,530.00	9,972,530.00
058219RG3	MUNICIPAL	Baldwin Park USD, CA GO 0.000 08/01/14	5,984,044.82	0.00	0.00	14,192.88	0.00	5,998,237.70	5,959,634.28	5,969,100.00	9,465.72
4546246W2	MUNICIPAL	Indiana Bond Bk Rev 0.661 01/15/15	0.00	5,000,000.00	0.00	0.00	0.00	5,000,000.00	0.00	4,991,350.00	4,991,350.00
64990EJC2	MUNICIPAL	NY ST Dorm Auth Tax Rev 0.705 02/15/15	1,500,000.00	0.00	0.00	0.00	0.00	1,500,000.00	1,498,594.50	1,496,719.50	(1,875.00)
791697DB8	MUNICIPAL	St. Louis MO Spl Admin Sch Dist 4.000 04/17/15	1,360,529.21	0.00	0.00	(9,084.10)	0.00	1,351,445.11	1,364,187.50	1,334,412.50	(29,775.00)
3135G0MX8	AGCY CALL	FNMA 0.750 07/26/16	12,000,000.00	0.00	(12,009,000.00)	0.00	9,000.00	0.00	12,018,000.00	0.00	(12,018,000.00)
14329NDR2	MUNICIPAL	City of Carmel, IN Redev Auth 0.990 08/01/17	2,155,000.00	0.00	0.00	0.00	0.00	2,155,000.00	2,162,745.07	2,097,420.56	(65,324.51)
3133EAJ33	AGCY CALL	FFCB 0.730 08/15/16	34,970,425.00	0.00	(35,028,000.00)	1,059.45	56,515.55	0.00	35,063,000.00	0.00	(35,063,000.00)
14329NDS0	MUNICIPAL	City of Carmel, IN Redev Auth 1.188 02/01/17	2,695,000.00	0.00	0.00	0.00	0.00	2,695,000.00	2,701,737.50	2,609,940.41	(91,797.09)
3134G36K1	AGCY CALL	FHLMC 0.800 03/21/17	20,000,000.00	0.00	0.00	0.00	0.00	20,000,000.00	19,989,400.00	19,696,000.00	(293,400.00)
791697DC6	MUNICIPAL	St. Louis MO Spl Admin Sch Dist 4.000 04/17/15	2,210,588.04	0.00	0.00	(12,842.38)	0.00	2,197,745.66	2,220,040.00	2,149,560.00	(70,480.00)
3135G0WU3	AGCY CALL	FNMA 0.750 05/15/17	0.00	35,000,000.00	0.00	0.00	0.00	35,000,000.00	0.00	34,195,000.00	34,195,000.00
3136G1GJ2	AGCY CALL	FNMA 0.850 06/27/17	20,000,000.00	0.00	0.00	0.00	0.00	20,000,000.00	19,992,600.00	19,564,000.00	(428,600.00)
14329NDT8	MUNICIPAL	City of Carmel, IN Redev Auth 1.238 08/01/17	2,805,000.00	0.00	0.00	0.00	0.00	2,805,000.00	2,810,696.96	2,702,881.17	(107,815.79)
661334DR0	MUNICIPAL	N Orange Cty CA CC Dist 1.240 08/01/17	4,250,000.00	0.00	0.00	0.00	0.00	4,250,000.00	4,252,125.00	4,132,275.00	(119,850.00)
Total for General Fund			394,938,277.44	202,762,680.94	(193,558,690.11)	195,298.63	65,515.55	404,402,082.45	395,082,540.61	400,424,010.21	5,341,469.60
Total for Port of Houston Authority			480,001,150.38	203,530,403.83	(212,711,211.61)	182,690.02	65,515.55	451,068,548.17	480,150,409.08	447,026,076.76	(13,124,332.32)

Investment Income

Quarter Ended June 30, 2013

CUSIP	Security Type	Security Description	Beg. Accrued	Interest Earned	Interest Rec'd / Sold / Matured	Interest Purchased	Ending Accrued	Disc Accr / Prem Amort	Net Income
2010 D2 Bond Construction Fund									
467578FW5	MUNICIPAL	Jackson Cty, MO 3.000 12/01/15	18,112.50	7,875.00	23,362.50	0.00	2,625.00	(4,423.57)	3,451.43
64990EJD0	MUNICIPAL	NY ST Dorm Auth Tax Rev 1.003 02/15/16	6,812.04	3,761.25	0.00	0.00	10,573.29	0.00	3,761.25
592112LG9	MUNICIPAL	Metro Nashville & Davidson Cty TN GO 1.007 07/01/16	5,035.00	5,035.00	0.00	0.00	10,070.00	0.00	5,035.00
35824NCE7	MUNICIPAL	Fresno Cty CA Fina Auth Lease Rev 3.000 08/01/16	9,775.00	14,662.50	0.00	0.00	24,437.50	(8,185.04)	6,477.46
20772JKJ0	MUNICIPAL	State of CT GO 1.032 10/15/16	3,870.00	2,580.00	4,271.33	0.00	2,178.67	0.00	2,580.00
64985HHZ3	MUNICIPAL	NY ST Envrnmntl Fac Rev 0.986 11/15/16	5,531.46	3,660.53	7,321.05	0.00	1,870.94	0.00	3,660.53
Total for 2010 D2 Bond Construction Fund			49,136.00	37,574.28	34,954.88	0.00	51,755.40	(12,608.61)	24,985.67
Debt Service Fund									
CB-PORH0U	BANK DEP	Citibank	0.00	50,412.43	50,412.43	0.00	0.00	0.00	50,412.43
Total for Debt Service Fund			0.00	50,412.43	50,412.43	0.00	0.00	0.00	50,412.43
Promotion & Development Fund 74									
CB-PORH0U	BANK DEP	Citibank	0.00	3,479.92	3,479.92	0.00	0.00	0.00	3,479.92
Total for Promotion & Development Fund 74			0.00	3,479.92	3,479.92	0.00	0.00	0.00	3,479.92
General Fund									
3135G0TK9	AGCY CALL	FNMA 1.050 01/30/18	53,375.00	78,750.00	0.00	0.00	132,125.00	73.20	78,823.20
67868UDN0	MUNICIPAL	OK Cty Fina Auth Ed Rev 4.000 03/01/18	0.00	44,433.33	0.00	(17,566.67)	62,000.00	(27,040.63)	17,392.70
3134G43V8	AGCY CALL	FHLMC 1.050 05/15/18	0.00	33,541.67	0.00	0.00	33,541.67	0.00	33,541.67
3135G0XG3	AGCY CALL	FNMA 1.000 05/21/18	0.00	22,222.22	0.00	0.00	22,222.22	434.40	22,656.62

Investment Income (cont.)

Quarter Ended June 30, 2013

CUSIP	Security Type	Security Description	Beg. Accrued	Interest Earned	Interest Rec'd / Sold / Matured	Interest Purchased	Ending Accrued	Disc Accr / Prem Amort	Net Income
CB-PORHOU	BANK DEP	Citibank	0.00	61,496.99	61,496.99	0.00	0.00	0.00	61,496.99
TEXPRIME	LGIP	TexPool Prime	0.00	301.18	301.18	0.00	0.00	0.00	301.18
TEXSTAR	LGIP	TexSTAR	0.00	82.74	82.74	0.00	0.00	0.00	82.74
8923A0R54	CP - DISC	Toyota Credit PR 0.000 04/05/13	0.00	0.00	0.00	0.00	0.00	1,527.75	1,527.75
3024A0RG2	CP - DISC	FCAR Owner Trust 0.000 04/16/13	0.00	0.00	0.00	0.00	0.00	3,687.45	3,687.45
3024A0RS6	CP - DISC	FCAR Owner Trust 0.000 04/26/13	0.00	0.00	0.00	0.00	0.00	8,194.40	8,194.40
3024A6RS3	CP - DISC	FCAR Owner Trust II 0.000 04/26/13	0.00	0.00	0.00	0.00	0.00	5,833.38	5,833.38
4497W0V21	CP - DISC	ING Funding LLC 0.000 08/02/13	0.00	0.00	0.00	0.00	0.00	33,366.74	33,366.74
25153JV98	CP - DISC	Deutsche Bk 0.000 08/09/13	0.00	0.00	0.00	0.00	0.00	28,311.00	28,311.00
3024A6V90	CP - DISC	FCAR Owner Trust II 0.000 08/09/13	0.00	0.00	0.00	0.00	0.00	19,337.55	19,337.55
25152JYJ4	CP - DISC	Deutsche Bk 0.000 11/18/13	0.00	0.00	0.00	0.00	0.00	27,805.60	27,805.60
6323A0ZA9	CP - DISC	Natixis Finance 0.000 12/10/13	0.00	0.00	0.00	0.00	0.00	13,650.00	13,650.00
0027A0ZP9	CP - DISC	Abbey Nat'l N America 0.000 12/23/13	0.00	0.00	0.00	0.00	0.00	21,991.80	21,991.80
0027A1AA7	CP - DISC	Abbey Nat'l N America 0.000 01/10/14	0.00	0.00	0.00	0.00	0.00	18,050.05	18,050.05
0027A1AM1	CP - DISC	Abbey Nat'l N America 0.000 01/21/14	0.00	0.00	0.00	0.00	0.00	16,225.05	16,225.05
6323A1AM8	CP - DISC	Natixis Finance 0.000 01/21/14	0.00	0.00	0.00	0.00	0.00	20,900.00	20,900.00
6323A1AN6	CP - DISC	Natixis Finance 0.000 01/22/14	0.00	0.00	0.00	0.00	0.00	9,625.04	9,625.04
058219RG3	MUNICIPAL	Baldwin Park USD, CA GO 0.000 08/01/14	0.00	0.00	0.00	0.00	0.00	14,192.88	14,192.88
4546246W2	MUNICIPAL	Indiana Bond Bk Rev 0.661 01/15/15	0.00	1,101.67	0.00	0.00	1,101.67	0.00	1,101.67
64990EJC2	MUNICIPAL	NY ST Dom Auth Tax Rev 0.705 02/15/15	4,788.13	2,643.75	0.00	0.00	7,431.88	0.00	2,643.75
791697DB8	MUNICIPAL	St. Louis MO Spl Admin Sch Dist 4.000 04/01/16	6,805.56	12,500.00	0.00	0.00	19,305.56	(9,084.10)	3,415.90
3135G0MX8	AGCY CALL	FNMA 0.750 07/26/16	16,250.00	11,000.00	27,250.00	0.00	0.00	0.00	11,000.00
14329NDR2	MUNICIPAL	City of Carmel, IN Redev Auth 0.990 08/01/16	5,570.68	5,333.62	0.00	0.00	10,904.30	0.00	5,333.62
3133EAJ33	AGCY CALL	FFCB 0.730 08/15/16	32,647.22	31,227.78	63,875.00	0.00	0.00	1,059.45	32,287.23
14329NDS0	MUNICIPAL	City of Carmel, IN Redev Auth 1.188 02/01/17	8,359.89	8,004.15	0.00	0.00	16,364.04	0.00	8,004.15
3134G36K1	AGCY CALL	FHLMC 0.800 03/21/17	4,444.44	40,000.00	0.00	0.00	44,444.44	0.00	40,000.00
791697DC6	MUNICIPAL	St. Louis MO Spl Admin Sch Dist 4.000 04/01/17	10,888.89	20,000.00	0.00	0.00	30,888.89	(12,842.38)	7,157.62
3135G0WU3	AGCY CALL	FNMA 0.750 05/15/17	0.00	33,541.67	0.00	0.00	33,541.67	0.00	33,541.67
3136G1GJ2	AGCY CALL	FNMA 0.850 06/27/17	1,888.89	42,500.00	0.00	0.00	44,388.89	0.00	42,500.00
14329NDT8	MUNICIPAL	City of Carmel, IN Redev Auth 1.238 08/01/17	9,067.32	8,681.47	0.00	0.00	17,748.79	0.00	8,681.47
661334DR0	MUNICIPAL	N Orange Cty CA CC Dist 1.240 08/01/17	6,880.28	13,175.00	0.00	0.00	20,055.28	0.00	13,175.00
796720JG6	MUNICIPAL	San Bernardino CA Cmty Clg 1.686 08/01/17	0.00	3,453.96	0.00	0.00	3,453.96	0.00	3,453.96
3134G34V9	AGCY CALL	FHLMC 1.070 01/29/18	55,283.33	24,966.67	80,250.00	0.00	0.00	0.00	24,966.67
Total for General Fund			216,249.63	498,957.87	233,255.91	(17,568.67)	499,518.26	195,298.63	694,258.50
Total for Port of Houston Authority			285,385.63	590,424.50	322,103.14	(17,568.67)	551,273.68	182,890.02	773,114.52

Compliance

Requirement

4.5 Maturity

- Weighted average maturity excluding construction, debt service and bond reserve funds ≤ 2 years
- Bond reserve funds $\leq$ maturity date of the bonds
- Operating funds ≤ 5 years, Debt service funds ≤ 1 year, and Construction funds ≤ 5 years

4.6 Diversification

- Avoid undue concentration of assets by staggering maturities
- Select maturities to provide stability of income and reasonable liquidity

Actual Performance

4.5 Maturity

- Compliant (weighted average days to call of 180 days, and weighted average final maturity of 677 days)
- Compliant (no investments in bond reserve funds currently)
- Compliant (operating and construction funds mature in less than 5 years; debt service funds invested in overnight bank deposits)

4.6 Diversification

- Compliant (maturities through May 2018, with call dates through December 2013)
- Compliant (\$96 million in bank deposits, \$162 million in CP)

Compliance (cont.)

Requirement

4.6 Diversification Limitations

- No more than 40% of operating funds (excluding major capex, debt service, bond reserve and capitalized interest) invested beyond 24 months
- Average maturity of portfolio shall not exceed two years
- Maximum 25% of portfolio invested in time deposits of a single issuer
- Maximum 20% of portfolio invested in a single municipal or Commercial Paper issuer
- Maximum 30% of portfolio invested in a single Federal agency issuer

Actual Performance

4.6 Diversification Limitations

- Compliant (only 39% of operating and construction funds are actually invested beyond 24 months)
- Compliant (weighted average maturity of 677 days, or 180 days to the call/put dates)
- Compliant (there are no investments in time deposits or CD's presently)
- Compliant (highest concentration for any single CP issuer is currently 10% of the portfolio)
- Compliant (highest concentration is 23% in FNMA)

Glossary

- Funds
- Terms
- Investment Types

Glossary - Funds

Bond Reserve Fund	A restricted fund where monies are set aside to meet covenants under revenue bond indentures, and the total amount is typically equivalent to the one year average of principal and interest due on all outstanding revenue bonds.
Construction Fund	A restricted fund where proceeds of bond issuances are designated for construction projects, and which may be invested in longer-dated maturities structured to meet the timing of the construction projects.
Debt Service Fund	Also referred to as an Interest and Redemption (“I&R”) Fund, as monies in this fund are used to cover principal and interest payments due on our outstanding General Obligations tax bonds. Monies are received from the Harris County Tax Assessor-Collector representing Ad Valorem Taxes levied and collected annually from Harris County taxpayers, net of collection fees. Any shortfalls due to timing differences may be met from temporary transfers from the Operating Fund, but Harris County should be contacted to resolve the issue.
General Fund	An unrestricted fund.
General Obligations Fund	Another term for a Construction Fund which is funded from proceeds of General Obligations bond issuances.
Operating Fund	A highly liquid general fund used to meet current spending needs.
P & D Fund #74	The Promotion and Development Fund was created by action of the Port Commission in accordance with Section 60.201 of the Texas Water Code. A navigation district may set aside up to 5% of gross income from operations to pay expenses connected with (1) any activity or matter incidental to the advertising, development, or promotion of the district or its ports, waterways, harbors or terminals; (2) furthering the general welfare of the district and its facilities; and/or (3) the betterment of the district's relations with steamship and rail lines, shippers, governmental officials, or others interested in ports, waterways, harbors or terminals. The P&D Fund has been audited by the State Auditor’s Office and found to be in compliance with statute. As with all other expenditures, the Harris County Auditor’s Office reviews and approves expenditures from the P&D Fund.

Glossary - Terms

Basis Points	One basis point is equal to 0.01% per annum. One hundred basis points is the equivalent of 1.00% per annum.
Book Value	The cost basis of an investment, plus or minus any discount or premium paid.
Bullet Maturity	An investment with no (further) calls or put options prior to the final maturity date.
Call or Call Option	An instrument which may be “called” (i.e., redeemed) at the option of the issuer.
Coupon Rate	The interest rate specified in the debt instrument.
Discount	The difference between the par value of an investment and the price at which it is issued, when issued at a price below par.
Effective Maturity	The date used in place of the final stated maturity date of a security issued with call, put or prepayment features. Effective maturity takes into consideration the effect of such optional call, put or prepayment dates relative to the prevailing interest rate environment. For example, during periods of declining interest rates, bonds with call features tend to have shorter lifespans as the issuers have opportunity to refinance those bonds at lower rates.
Effective Rate	Another term for Yield.
Face Value	Another term for Par Value.
In the Money	For a callable security, when the market price is greater than the call price, it is referred to as “in the money”, indicating that the holder of the security should be able to sell the security at a premium (i.e., profit) as it is worth more than comparable securities or investments available at that time.
Market Price or Market Value	The price a willing buyer is willing to pay for an instrument.
Muni or Municipal	A debt security (bond or note) issued by a State, governmental or political subdivision or municipality.

Par Value	The face amount or principal amount of an investment which the borrower agrees to repay at maturity and the amount on which interest payments are based. Par is often shown as a price of 100.00.
Premium	The difference between the par value of an investment and the price at which it is issued, when issued at a price above par.
Put or Put Option	An instrument which may be “put” back to the issuer (i.e., redeemed) at the option of the holder.
Stated Rate	Another term for Coupon Rate.
Step Up or Step Note	Investments which offer one or more increases in the Coupon Rate if the instruments are not called by specific date(s).
Swap Transaction	Exchanging one security or investment for another. This may include selling a security and purchasing another security that may have similar or different features (e.g., principal amount, call features, final maturity date, etc.).
Yield, YTW, YTM	The true interest rate (i.e., total interest received divided by the cost of the investment) on an annualized basis, often expressed as “Yield to Worst (call/put date)” and “Yield to Maturity”.

Glossary – Investment Types

Abbey Nat'l N America	CP notes issued by Abbey National North America LLC, a Delaware limited liability company, guaranteed by parent company Santander UK plc
AGCY	Federal agency paper (may be callable, have bullet maturity and/or offer “step up” in interest rate)
AGCY CALL	Federal agency paper, callable at the agency’s option
BANK DEP	Bank deposit (generally collateralized or insured by FDIC)
Citibank or Citi	Citibank, N.A.
CMO	Collateralized Mortgage Obligations
CP	Commercial Paper
CP-DISC or DCP	Commercial Paper purchased at a discount
Deutsche Bk or DBKFIN	CP notes issued by Deutsche Bank Financial LLC, a Delaware limited liability company, guaranteed by Deutsche Bank AG New York Branch
FAMC or Farmer Mac	Federal Agriculture Mortgage Corporation
FCAR Owner Trust	CP notes backed by Ford Motor retail sale contracts
FDIC	Federal Deposit Insurance Corporation
FFCB	Federal Farm Credit Bureau
FHLB	Federal Home Loan Bank
FHLMC or Freddie Mac	Federal Home Loan Mortgage Corporation
FMCC	Ford Motor Credit Company
FNMA or Fannie Mae	Federal National Mortgage Corporation
FSC or FSW	First Southwest Company
FSN	FHLMC Step Note
GECC	General Electric Capital Corp.
GMAC	General Motors Acceptance Corp.
GO or GOB	General Obligation Bond
ING Funding LLC	CP notes issued by ING (U.S.) Funding LLC, a Delaware limited liability company, guaranteed by ING Bank N.V., a Netherlands entity and one of the world’s largest financial institutions
JPM US Gov MM Cap	JPMorgan US Govt Money Market – Capital Class
LGIP	Local Government Investment Pool (e.g., TexSTAR, TexPool, TexPool Prime)
MM or MMF	Money Market Fund
Muni or Municipal	Notes, bonds and other debt obligations issued by municipalities, state and local governments

Natixis Finance	CP notes issued by Natixis U.S. Finance Company, LLC, a Delaware limited liability company, guaranteed by Natixis, a French banking institution
Rev	Revenue bonds
SLMA or Sallie Mae	Student Loan Marketing Association
TexPool Prime	A local government investment pool
TexSTAR	A local government investment pool
Toyota Credit PR	Toyota Credit de Puerto Rico Corp.
Toyota Mtr Cr	Toyota Motor Credit Corporation
USTB	U.S. Treasury Bill
USTN	U.S. Treasury Note