

MAR 20 2013

RR

REPORT ON DEBT OBLIGATION
(Pursuant to Tennessee Code Annotated Section 9-21-151)

RECEIVED

MAR 12 2013

STATE AND LOCAL FINANCE

1. Public Entity:

Name The Metropolitan Government of Nashville and Davidson County
 Address 1 Public Square, Suite 106
Nashville, Tennessee 37201
General Obligation Refunding Bonds, Series 2013

2. Debt Obligation:

- a. Bond
- b. CON
- c. BAN
- d. GAN
- e. TRAN
- f. CRAN
- g. Capital Lease
- h. Loan Agreement

Note: Enclose a copy of the executed NOTE FORM if applicable.

5. Face Amount of Debt Obligation: \$245,485,000.00

Premium/Discount: \$53,750,807.15

6. Type of Sale:

- a. Competitive Public Sale
- b. Informal Bid
- c. Negotiated Sale
- d. Loan Program

3. Security For Debt Obligation:

- a. General Obligation
- b. General Obligation+Revenue+Tax
- c. Revenue
- d. TIF
- e. Annual Appropriations

7. Tax Status:

- a. Tax Exempt
- b. Tax Exempt - Bank Qualified
- c. Taxable

8. Dated Date: 02/21/2013

9. Issue Date (Closing Date): 02/21/2013

4. Purpose of Issue:

- | | | |
|-------------------------------------|-----------------------------|----------|
| <input type="checkbox"/> | a. General Government | _____ % |
| <input type="checkbox"/> | b. Education | _____ % |
| <input type="checkbox"/> | c. Highways and Streets | _____ % |
| <input type="checkbox"/> | d. Public Safety | _____ % |
| <input type="checkbox"/> | e. Solid Waste Disposal | _____ % |
| <input type="checkbox"/> | f. Industrial Park | _____ % |
| <input type="checkbox"/> | g. Manufacturing Facilities | _____ % |
| <input type="checkbox"/> | h. Health Facilities | _____ % |
| <input type="checkbox"/> | i. Airports | _____ % |
| <input type="checkbox"/> | j. Utilities | _____ % |
| <input type="checkbox"/> | i. Water | _____ % |
| <input type="checkbox"/> | ii. Sewer | _____ % |
| <input type="checkbox"/> | iii. Electric | _____ % |
| <input type="checkbox"/> | iv. Gas | _____ % |
| <input checked="" type="checkbox"/> | k. Refunding or Renewal | 100.00 % |
| <input type="checkbox"/> | l. Other _____ | _____ % |
- specify

10. Ratings:

- a. Moody's Aa1
- b. Standard & Poor's AA
- c. Fitch _____
- d. Unrated _____

11. Interest Cost:

2.551279 % a. TIC
 b. NIC
 c. Variable: Index _____ plus _____ bps
 d. Other _____

12. Recurring Costs:

- a. Remarketing Agent (bps) _____
- b. Liquidity (bps) _____
- c. Credit Enhancements (bps) _____

13. Maturity Dates, Amounts and Interest Rates

Year	Amount	Interest Rate	Year	Amount	Interest Rate
2015	\$7,460,000	3.00 %			%
2017	\$7,995,000	4.00 %			%
2018	\$1,775,000	3.00 %			%
2018	\$19,605,000	5.00 %			%
2023	\$13,135,000	2.00 %			%
2023	\$15,500	5.00 %			%
2024	\$29,905,000	5.00 %			%
2025	\$7,600,000	3.50 %			%
2025	\$56,495,000	5.00 %			%
2026	\$49,840,000	5.00 %			%
2027	\$36,175,000	5.00 %			%

If additional space is needed, attach additional sheet.

14. Repayment Schedule

This Issue			Total Debt Outstanding		
Year	Cum. Principal Redeemed	% Total	Year	Cum. Principal Redeemed	% Total
1	\$0	0.00	1	\$100,055,000	5.12
5	\$36,835,000	15.01	5	\$571,725,000	29.27
10	\$65,470,000	26.67	10	\$1,189,115,000	60.88
15	\$245,485,000	100.00	15	\$1,714,765,000	87.80
20			20	\$1,883,550,000	96.44
25			25	\$1,953,120,000	100.00
30			30		

15. Itemized Description of the Cost of Issuance

(Round to Nearest Dollar)

		Name of Firm
a. Financial Advisor Fees*	\$155,000.00	First Southwest
b. Legal Fees:		
i. Bond Counsel	\$150,000.00	Bass, Berry and Sims PLC
ii. Issuer's Counsel		
iii. Trustee's Counsel		

c. Paying Agent Fees and Registration Fees	\$1,100.00	Regions Bank
d. Trustee Fees		
e. Remarking Agent Fees		
f. Liquidity Fees		
g. Rating Agency Fees	\$154,580.00	Moody's, S&P
h. Credit Enhancement Fees		
i. Underwriter's Discount <u>0.45</u> %	\$1,109,659.00	Raymond James
i. Take Down		
ii. Management Fee		
iii. Risk Premium		
iv. Underwriter's Counsel	\$90,000.00	Charles Carpenter, P.C.
v. Other Expenses		
j. Printing and Advertising Fees	\$2,844.00	ImageMaster
k. Issuer Fees		
l. Real Estate Fees		
m. Bank Closing Costs		
n. Other Costs	\$41,476.00	Verif. agent, admin fees, misc.
Total Costs	\$1,704,659.00	

*If other costs are included, please itemize

Note: Enclose a copy of the DISCLOSURE DOCUMENT/ OFFICIAL STATEMENT if applicable.

16. Description of Continuing Disclosure Obligations

(Use additional pages if necessary)

Individual Responsible for Completion:

Lannie Holland

Date Annual Disclosure is due:

Not later than one year after the end

of the Fiscal Year, commencing with the Fiscal Year ending June 30, 2012.

The Metropolitan Government has executed a Continuing Disclosure Certificate to assist the underwriters in complying with the requirements of Rule 15c2-12. A copy of such Continuing Disclosure Certificate is attached as an appendix to the Official Statement for the Bonds. A hard copy of the Official Statement is attached to this CT form, and the Official Statement can also be accessed online at http://www.nashville.gov/finance/investor-relations/investor_relations.asp.

17. Description of Compliance with Written Debt Management Policy:
 (Use additional pages if necessary)

Purpose of Debt -- Bonds issued to achieve debt service savings. Our debt management policy contemplates a target of 3.5% PV debt service savings. This bond issue achieved 5.27% PV debt service savings.

Structure of Debt -- The amortization of the refunding bonds mirrors that of the refunded bonds, and the weighted average maturity of the refunded bonds was reduced slightly.

Interest Rates -- The bonds were sold at fixed rates of interest, as preferred by our policy

Method of Sale -- The debt was sold at negotiated sale, as expressly approved by the Metropolitan Council, due to market fluctuation and the complications inherent in competitively-selling an advance-refunding issue. This is permitted by the "Issuance Process" section of our debt management policy.

Professionals -- We engaged an independent financial advisor and bond counsel, both pursuant to written engagement letters, as contemplated by our policy. Neither represented any other party in the transaction.

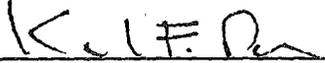
Transparency -- the bond resolution was approved in an open, public meeting at which the anticipated debt service and issuance costs, as well as a copy of the State's refunding report, were made available to Council members.

Our debt management policy can be accessed at: http://nashville.gov/finance/docs/treasurer/debt_policies

18. (If any) Description of Derivative and Compliance with Written Derivative Management Policy:
 (Use additional pages if necessary)

Not applicable

19.

	Jeffrey A. Oldham
Authorized Representative	Preparer
Mayor	Bond Counsel
Title	Title
02/21/2013	Bass, Berry & Sims PLC
Date	Firm.
mayor@nashville.gov	02/21/2013
Email	Date
	joldham@bassberry.com
	Email

20.
 Submitted to Governing Body on 3/5/13 and presented at its public meeting held on 3/5/13

COPY TO: Director - Office of State and Local Finance, 505 Deaderick Street, Suite 1600,
 James K. Polk State Office Building, Nashville TN 37243-1402