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MAY 05 2013

State Form No. CT-0253

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

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MAY 30 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 Improvement Bonds, Series 2013A

2. Debt Obligation:

- a. Bond (checked)
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: \$374,665,000.00

Premium/Discount: \$77,359,100.15

6. Type of Sale:

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

3. Security For Debt Obligation:

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

7. Tax Status:

- a. Tax Exempt (checked)
b. Tax Exempt - Bank Qualified
c. Taxable

8. Dated Date: 05/09/2013

9. Issue Date (Closing Date): 05/09/2013

4. Purpose of Issue:

- a. General Government 100.00 % (checked)
b. Education %
c. Highways and Streets %
d. Public Safety %
e. Solid Waste Disposal %
f. Industrial Park %
g. Manufacturing Facilities %
h. Health Facilities %
i. Airports %
j. Utilities %
i. Water %
ii. Sewer %
iii. Electric %
iv. Gas %
k. Refunding or Renewal %
l. Other %

10. Ratings:

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

11. Interest Cost:

3.218474 % (checked)
a. TIC
b. NIC
c. Variable: Index plus bps
d. Other

12. Recurring Costs:

- a. Remarketing Agent (bps) 0
b. Liquidity (bps) 0
c. Credit Enhancements (bps) 0



**15. Itemized Description of the Cost of Issuance**

(Round to Nearest Dollar)

		Name of Firm
a. Financial Advisor Fees*	\$150,000.00	FirstSouthwest Company
b. Legal Fees:		
i. Bond Counsel	\$150,000.00	Bass, Berry & Sims, PLC
ii. Issuer's Counsel	_____	_____
iii. Trustee's Counsel	_____	_____
_____	_____	_____
_____	_____	_____
c. Paying Agent Fees and Registration Fees	\$1,500.00	U.S. Bank
d. Trustee Fees	_____	_____
e. Remarking Agent Fees	_____	_____
f. Liquidity Fees	_____	_____
g. Rating Agency Fees	\$156,335.00	Moody's, S&P
h. Credit Enhancement Fees	_____	_____
i. Underwriter's Discount <u>0.41</u> %	\$1,527,704.00	Goldman, Sachs & Co.
i. Take Down	_____	_____
ii. Management Fee	_____	_____
iii. Risk Premium	_____	_____
iv. Underwriter's Counsel	_____	_____
v. Other Expenses	_____	_____
j. Printing and Advertising Fees	\$5,000.00	ImageMaster
k. Issuer Fees	_____	_____
l. Real Estate Fees	_____	_____
m. Bank Closing Costs	_____	_____
n. Other Costs	\$32,165.00	Miscellaneous expenses
<b>Total Costs</b>	<b>\$2,022,704.00</b>	

\*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 Fiscal Year ending June 30, 2013.

A copy of the Official Statement for the Bonds, which includes a form of the continuing disclosure certificate, can be accessed online at <http://emma.msrb.org/EA516213-EA402714-EA799711.pdf>.

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

- Purpose of debt: to fund capital projects, retire bond anticipation notes and pay costs of issuance, as permitted by state law and policy, including section of policy entitled "Types of Debt - Structure"
- Security: Bonds are secured by Metro's full faith & credit, as permitted by section entitled "Types of Debt - Structure".
- Structure/Term: Term and maturities of the Bonds comply with "Duration" and "Bond Structure" sections of policy
- Method of sale: Bonds were sold by negotiated sale as permitted by section of policy entitled "Issuance Process"
- Professionals: All professionals involved with the issuance of the Bonds were hired in accordance with the section of the policy entitled "Professionals/Consultants"

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

N/A

<p>19. </p> <p>_____          Authorized Representative          Mayor          Title          05/09/2013          Date          mayor@nashville.gov          Email</p>	<p>_____          Jeffrey A. Oldham          Preparer          Member          Title          Bass, Berry &amp; Sims PLC          Firm          05/09/2013          Date          joldham@bassberry.com          Email</p>
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**20.**  
 Submitted to Governing Body on 5/21/13 and presented at its public meeting held on 5/21/13

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

Attachment to State Form No. CT-0253  
of The Metropolitan Government of Nashville and Davidson County

General Obligation Improvement Bonds, Series 2013A

Box 13:

Year	Amount	Rate
1/1/2020	\$8,525,000	5.000%
1/1/2021	100,000	3.000%
1/1/2021	18,235,000	5.000%
1/1/2022	14,240,000	5.000%
1/1/2023	890,000	4.000%
1/1/2023	14,855,000	5.000%
1/1/2024	21,080,000	5.000%
1/1/2025	26,910,000	5.000%
1/1/2026	28,260,000	5.000%
1/1/2027	29,670,000	5.000%
1/1/2028	31,155,000	5.000%
1/1/2029	32,710,000	5.000%
1/1/2030	34,345,000	5.000%
1/1/2031	36,065,000	5.000%
1/1/2032	37,865,000	5.000%
1/1/2033	39,760,000	5.000%

The weighted average maturity for the Bonds is 14.4184 years.

Box 15: Below is an itemization of the Underwriter's Discount:

Underwriter's Discount	\$/1000	Amount
Average Takedown	3.75000	1,404,993.75
Underwriter's Counsel	0.24021	90,000.00
CUSIP	0.00137	513.00
Dalnet	0.00100	375.62
DTC	0.00133	500.00
Dalcomp	0.08360	31,321.99
	4.07752	1,527,704.36