

REPORT ON DEBT OBLIGATION

(Pursuant to Tennessee Code Annotated Section 9-21-151)

| | |
|---|--|
| 1. Public Entity: | |
| Name: | <u>The Metropolitan Government of Nashville and Davidson County, Tennessee</u> |
| Address: | <u>1 Public Square, Suite 106</u> <u>Nashville, Tennessee 37201</u> |
| Debt Issue Name: | <u>Water and Sewer Revenue Bonds, Series 2020A</u> |
| If disclosing initially for a program, attach the form specified for updates, indicating the frequency required. | |
| 2. Face Amount: \$ <u>169,575,000.00</u> | |
| Premium/Discount: | \$ <u>24,832,767.35</u> |
| 3. Interest Cost: <u>3.0187</u> % | |
| <input checked="" type="checkbox"/> Tax-exempt <input type="checkbox"/> Taxable | |
| <input checked="" type="checkbox"/> TIC <input type="checkbox"/> NIC | |
| <input type="checkbox"/> Variable: Index _____ plus _____ basis points; or | |
| <input type="checkbox"/> Variable: Remarketing Agent _____ | |
| <input type="checkbox"/> Other: _____ | |
| 4. Debt Obligation: | |
| <input type="checkbox"/> TRAN <input type="checkbox"/> RAN <input type="checkbox"/> CON | |
| <input type="checkbox"/> BAN <input type="checkbox"/> CRAN <input type="checkbox"/> GAN | |
| <input checked="" type="checkbox"/> Bond <input type="checkbox"/> Loan Agreement <input type="checkbox"/> Capital Lease | |
| If any of the notes listed above are issued pursuant to Title 9, Chapter 21, enclose a copy of the executed note with the filing with the Division of Local Government Finance ("LGF"). | |
| 5. Ratings: | |
| <input type="checkbox"/> Unrated | |
| Moody's <u>Aa2</u> | Standard & Poor's <u>AA</u> Fitch _____ |
| 6. Purpose: | |
| <input type="checkbox"/> General Government _____ % | BRIEF DESCRIPTION |
| <input type="checkbox"/> Education _____ % | _____ |
| <input checked="" type="checkbox"/> Utilities <u>100.00</u> % | <u>water and sewer improvements (via CP retirement)</u> |
| <input type="checkbox"/> Other _____ % | _____ |
| <input type="checkbox"/> Refunding/Renewal _____ % | _____ |
| 7. Security: | |
| <input type="checkbox"/> General Obligation | <input type="checkbox"/> General Obligation + Revenue/Tax |
| <input checked="" type="checkbox"/> Revenue | <input type="checkbox"/> Tax Increment Financing (TIF) |
| <input type="checkbox"/> Annual Appropriation (Capital Lease Only) | <input type="checkbox"/> Other (Describe): _____ |
| 8. Type of Sale: | |
| <input type="checkbox"/> Competitive Public Sale | <input type="checkbox"/> Interfund Loan _____ |
| <input checked="" type="checkbox"/> Negotiated Sale | <input type="checkbox"/> Loan Program _____ |
| <input type="checkbox"/> Informal Bid | |
| 9. Date: | |
| Dated Date: <u>04/08/2020</u> | Issue/Closing Date: <u>04/08/2020</u> |

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10. Maturity Dates, Amounts and Interest Rates *:

| Year | Amount | Interest Rate | Year | Amount | Interest Rate |
|------|----------------|---------------|------|-----------------|---------------|
| 2021 | \$3,550,000.00 | 5.0000 % | 2032 | \$6,150,000.00 | 5.0000 % |
| 2022 | \$3,730,000.00 | 5.0000 % | 2033 | \$6,470,000.00 | 5.0000 % |
| 2023 | \$3,925,000.00 | 5.0000 % | 2034 | \$6,800,000.00 | 4.0000 % |
| 2024 | \$4,125,000.00 | 5.0000 % | 2035 | \$7,150,000.00 | 4.0000 % |
| 2025 | \$4,335,000.00 | 5.0000 % | 2036 | \$7,515,000.00 | 4.0000 % |
| 2026 | \$4,560,000.00 | 5.0000 % | 2037 | \$7,860,000.00 | 4.0000 % |
| 2027 | \$4,790,000.00 | 5.0000 % | 2038 | \$8,220,000.00 | 4.0000 % |
| 2028 | \$5,035,000.00 | 5.0000 % | 2039 | \$8,600,000.00 | 4.0000 % |
| 2029 | \$5,295,000.00 | 5.0000 % | 2040 | \$8,995,000.00 | 4.0000 % |
| 2030 | \$5,565,000.00 | 5.0000 % | 2045 | \$51,055,000.00 | 4.0000 % |
| 2031 | \$5,850,000.00 | 5.0000 % | | \$ | % |

If more space is needed, attach an additional sheet.

If (1) the debt has a final maturity of 31 or more years from the date of issuance, (2) principal repayment is delayed for two or more years, or (3) debt service payments are not level throughout the retirement period, then a cumulative repayment schedule (grouped in 5 year increments out to 30 years) including this and all other entity debt secured by the same source **MUST BE PREPARED AND ATTACHED**. For purposes of this form, debt secured by an ad valorem tax pledge and debt secured by a dual ad valorem tax and revenue pledge are secured by the same source. Also, debt secured by the same revenue stream, no matter what lien level, is considered secured by the same source.

* This section is not applicable to the Initial Report for a Borrowing Program.

11. Cost of Issuance and Professionals:

No costs or professionals

| | AMOUNT (Round to nearest \$) | FIRM NAME |
|-----------------------------------|---------------------------------|--------------------------------------|
| Financial Advisor Fees | \$ 134,880 | Hilltop Securities Inc. |
| Legal Fees | \$ 0 | |
| Bond Counsel | \$ 137,959 | Bass, Berry & Sims, PLC |
| Issuer's Counsel | \$ 0 | |
| Trustee's Counsel | \$ 0 | |
| Bank Counsel | \$ 0 | |
| Disclosure Counsel | \$ 0 | |
| Paying Agent Fees | \$ 1,971 | U.S. Bank National Association |
| Registrar Fees | \$ 0 | |
| Trustee Fees | \$ 0 | |
| Remarketing Agent Fees | \$ 0 | |
| Liquidity Fees | \$ 0 | |
| Rating Agency Fees | \$ 203,391 | Moody's and S&P |
| Credit Enhancement Fees | \$ 0 | |
| Bank Closing Costs | \$ 0 | |
| Underwriter's Discount _____% | | |
| Take Down | \$ 565,998 | J.P. Morgan Securities LLC |
| Management Fee | \$ 0 | |
| Risk Premium | \$ 0 | |
| Underwriter's Counsel | \$ 49,271 | Adams & Reese LLP |
| Other expenses | \$ 6,682 | CUSIP, Day loan, DTC |
| Printing and Advertising Fees | \$ 11,803 | IPREO |
| Issuer/Administrator Program Fees | \$ 0 | |
| Real Estate Fees | \$ 0 | |
| Sponsorship/Referral Fee | \$ 0 | |
| Other Costs _____ | \$ 16,598 | printing, miscellaneous and rounding |
| TOTAL COSTS | \$ 1,128,553 | |

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12. Recurring Costs:

No Recurring Costs

| | AMOUNT (Basis points/\$) | FIRM NAME (If different from #11) |
|--------------------------------|-----------------------------|--------------------------------------|
| Remarketing Agent | | |
| Paying Agent / Registrar | 500 | |
| Trustee | | |
| Liquidity / Credit Enhancement | | |
| Escrow Agent | | |
| Sponsorship / Program / Admin | | |
| Other | | |

13. Disclosure Document / Official Statement:

None Prepared

EMMA link <https://emma.msrb.org/ES1369382-ES1066718-ES1473282.pdf> or

Copy attached

14. Continuing Disclosure Obligations:

Is there an existing continuing disclosure obligation related to the security for this debt? Yes No

Is there a continuing disclosure obligation agreement related to this debt? Yes No

If yes to either question, date that disclosure is due 1 year after FY end

Name and title of person responsible for compliance Tom Eddlemon, Treasurer

15. Written Debt Management Policy:

Governing Body's approval date of the current version of the written debt management policy 12/05/2017

Is the debt obligation in compliance with and clearly authorized under the policy? Yes No

16. Written Derivative Management Policy:

No derivative

Governing Body's approval date of the current version of the written derivative management policy _____

Date of Letter of Compliance for derivative _____

Is the derivative in compliance with and clearly authorized under the policy? Yes No

17. Submission of Report:

To the Governing Body: on 04/21/2020 and presented at public meeting held on 04/21/2020

Copy to Director, Division of Local Govt Finance: on 04/08/2020 either by:

Mail to: _____ OR Email to: LGF@cot.tn.gov

Cordell Hull Building
425 Fifth Avenue North, 4th Floor
Nashville, TN 37243-3400

18. Signatures:

| | AUTHORIZED REPRESENTATIVE | PREPARER |
|-------|--|--|
| Name | <u>John Cooper</u>  | <u>Jeffrey A. Oldham</u>  |
| Title | <u>Mayor</u> | <u>Bond Counsel</u> |
| Firm | <u>Metro Nashville</u> | <u>Bass, Berry & Sims PLC</u> |
| Email | <u>mayor@nashville.gov</u> | <u>joldham@bassberry.com</u> |
| Date | <u>04/08/2020</u> | <u>04/08/2020</u> |