



**TENNESSEE LOCAL DEVELOPMENT AUTHORITY**  
**MARCH 25, 2024**  
**AGENDA**

1. Call meeting to order, establish that there is a physical quorum, and receive public comments on actionable items in accordance with 2023 Public Chapter 300 and Board guidelines.
2. Approval of minutes from the TLDA meeting of December 14, 2023
3. Consider for approval the following Clean Water Loans:

	SRF Base Loan	Principal Forgiveness	Total Request	Interest Rate	Term
Memphis, CGB22 2024-471	\$ 39,636,000	\$2,500,000	\$ 42,136,000	1.36%	20
Dyersburg, CW8 2024-487	\$ 1,250,000	\$1,250,000	\$ 2,500,000	1.72%	20

4. Consider for approval a request to transfer (through the issuance of a new SRF loan with the same terms) the Reelfoot Utility District's SRF loan to the City of Tiptonville
5. Report on SRF borrowers that have not submitted request for project expense reimbursement
6. Report on the notification from the City of Trenton submitted to comply with TLDA SRF Policy and Guidance for Borrowers
7. Adjourn

**TENNESSEE LOCAL DEVELOPMENT AUTHORITY**  
**December 14, 2023**

The Tennessee Local Development Authority (the “TLDA”) met on Thursday, December 14, 2023, at 2:39 p.m. in the Volunteer Conference Center, 2<sup>nd</sup> Floor, Cordell Hull Building, Nashville, Tennessee. The Honorable Tre Hargett, Secretary of State, was present and presided over the meeting.

The following members were also present:

Mr. William Wood, Proxy for the Honorable Jason E. Mumpower, Comptroller of the Treasury  
Mr. Jamie Wayman, Proxy for the Honorable David H. Lillard, Jr., State Treasurer  
Commissioner Jim Bryson, Department of Finance and Administration

The following member participated electronically as authorized by Tennessee Code Annotated § 8-44-108:

Mayor Rollen “Buddy” Bradshaw, Senate Appointee

The following members were absent:

The Honorable Bill Lee, Governor  
Mayor Paige Brown, House Appointee

Secretary Hargett called the meeting to order, and in accordance with Public Chapter 300 and Board guidelines, asked Ms. Sandi Thompson, TLDA Assistant Secretary and the Director of the Division of State Government Finance (“SGF”), if any requests for public comment had been received. Ms. Thompson responded that no requests for public comment had been received.

Secretary Hargett announced that due to the lack of a physical quorum, the TLDA would first consider agenda item number four that did not require board action. He stated that the item was a report on a notification from the Town of Oakland, which the Town had submitted to comply with TLDA SRF Policy and Guidance for Borrowers. Ms. Thompson presented the item and explained that the Town had informed the TLDA of its plan to issue debt subordinate to its State Revolving Fund (SRF) loans. She clarified that this was just a notification and that no action was necessary from the board. Secretary Hargett confirmed that the board was duly notified.

With the arrival of Commissioner Bryson at 2:40 p.m., Secretary Hargett recognized that a physical quorum was present and asked Ms. Thompson to conduct a roll call:

Secretary Hargett—Present  
Mr. Wayman—Present  
Mr. Wood—Present  
Commissioner Bryson—Present  
Mayor Bradshaw—Present

Secretary Hargett stated that the next item of business was approval of the minutes from the November 29, 2023, TLDA meeting. He inquired if there were any questions or comments. Hearing none, Secretary Hargett moved approval, and Mr. Wood seconded the motion. Secretary Hargett asked Ms. Thompson to conduct a roll call vote.

Secretary Hargett—Aye  
Mr. Wayman—Aye  
Mr. Wood—Aye  
Commissioner Bryson—Aye  
Mayor Bradshaw—Aye

The minutes were unanimously approved.

Secretary Hargett stated that the next item on the agenda was the requests from the City of Wartburg (the “City”) and the Plateau Utility District (the “District”). He called upon Ms. Paula Mitchell, Deputy Director of the Division of Water Resources for the Tennessee Department of Environment and Conservation (“TDEC”), to present the item. Ms. Mitchell reported that TDEC recommended the approval of a request to transfer the City’s SRF loan to the District. She stated that the City has an existing Clean Water SRF loan, that was currently in repayment status. Ms. Mitchell reported that the City had borrowed a total of \$1,155,869, and has a remaining balance of \$276,574. She further added that the City had passed a resolution during its meeting on September 18, 2023, that authorized the transfer of the wastewater treatment and collection system, owned and operated by the City, to the District, along with assigning the contract between the City and the Department of Corrections to the District. Ms. Mitchell also reported that the District had a meeting on August 18, 2023, where it approved, through resolution, the acceptance of the transfer of the City’s loan, the wastewater treatment plant and operations, and the contract with the Department of Corrections. She stated that the SRF program had conducted a financial sufficiency review and determined that the District was financially capable of assuming indebtedness from the City. Therefore, she stated that staff recommended approval of the requests. Secretary Hargett inquired if there were any questions for Ms. Mitchell. Hearing none, he motioned to approve the request to transfer the City’s SRF loan to the District and to approve the request to revise the security pledge to a combined water and wastewater system revenue pledge of the District. Commissioner Bryson seconded the motion. Secretary Hargett inquired if there was any discussion. Hearing none, he asked Ms. Thompson to conduct a roll call vote:

Secretary Hargett—Aye  
Mr. Wayman—Aye  
Mr. Wood—Aye  
Commissioner Bryson—Aye  
Mayor Bradshaw—Aye

Secretary Hargett asked if business was concluded. Ms. Thompson replied that the request from the District and the City were comprised of two parts. Secretary Hargett apologized and requested Ms. Thompson to present the second part of the request. Ms. Thompson explained that the District requested the TLDA’s approval to assume the City’s SRF loan on parity with its current 2012 and 2020 bonds and for its security pledge to be combined into a water and wastewater system (the “Combined System”) revenue pledge of the District. Additionally, she stated that the City would assign its 2020 revenue bonds to the District with an updated security pledge of the Combined System. Ms. Thompson further stated that the District had outstanding Series 2012 Revenue Bonds and requested that the TLDA assign the security for the SRF loan on parity with the Series 2012 and Series 2020 bonds. She stated that the City and the District believed that the TLDA’s approval of these requests was in the public interest as it would facilitate the transfer of the system from the City to the District, which the City had determined to be in the best interest of its citizens. Ms. Thompson stated that TLDA staff had analyzed the request to determine that specific criteria were met per the TLDA SRF Policy and Guidance for Borrowers. She stated that staff reviewed current and projected debt service coverage of the Combined System. She further stated that the SRF loan repayments had been timely, the audited financial statements had been filed in a timely manner, and the security deposit would be funded. She reported that there were sufficient revenues to cover the current and future debt service requirements, and that the debt service coverage ratio met or exceeded the 1.2 times requirement. Ms. Thompson noted that the District’s annual budget had been adopted and submitted to Local Government Finance for approval. Therefore, based on the results of the analysis, Ms. Thompson stated that it appeared the District met the TLDA’s criteria to assume the City’s SRF loan on parity with the Series 2012 Bonds and Series 2020 Bond with an updated security pledge of the Combined System. Secretary Hargett acknowledged that his prior motion was premature and stated that without objection it would approve both parts of the request. Hearing no objections, Mr. Hargett confirmed with Ms. Thompson that all requests had been addressed, and she responded affirmatively.

Hearing no other business, Secretary Hargett moved to adjourn the meeting. Mr. Wood seconded the motion. Secretary Hargett asked all in favor to say aye, and all opposed to say no. The vote was unanimously approved.

The meeting was adjourned.

Approved on this \_\_\_\_ day of \_\_\_\_\_, 2024.

Respectfully submitted,

Sandra Thompson  
Assistant Secretary

DEPARTMENT OF ENVIRONMENT AND CONSERVATION  
DIVISION OF WATER RESOURCES

**Clean Water State Revolving Fund (CWSRF) Loan Program**  
**Funds Available for Loan Obligation**  
**March 25, 2024**

**Unobligated Balance as of October 09, 2023** **\$ 168,032,014**

<u>Increases:</u>	<u>Loan Number</u>	<u>Amount</u>
Town of Smyrna	SRF 2023-481	\$ 211,470.00
Carthage	CW7 2020-445	\$ 139,503.00
Hamilton County Waste Water Treatment Authority	SRF 2022-467	\$ 587,000.00
Hamilton County Waste Water Treatment Authority	SRF 2022-468	\$ 276,670.00
City of Memphis	SRF 2021-451	\$ 518.00
		<b>\$ 1,215,161</b>

**Unobligated Balance as of March 25, 2024** **\$ 169,247,175**

<u>Decreases:</u>	<u>Loan Number</u>	<u>Amount</u>
City of Memphis (Principal Amount)	CGB22 2024-471	\$ 39,636,000.00
City of Memphis (Principal Forgiveness)		\$ 2,500,000.00
City of Dyersburg (Principal Amount)	CW8 2024-487	\$ 1,250,000.00
City of Dyersburg (Principal Forgiveness)		\$ 1,250,000.00
		<b>\$ (44,636,000)</b>

**Remaining Funds Available for Loan Obligations as of March 25, 2024** **\$ 124,611,175**

**FACT SHEET**  
**March 25, 2024**

**Borrower:** City of Memphis  
**Project Number:** CGB22 2024-471  
**Requested SRF Funding:** \$42,136,000  
**Term:** 20 years  
**ATPI** 10%  
**Rate:** 3.40% X 40% (Tier 1) = 1.36%  
**Companion Loan:** No

**Project:**

I/I Correction, which includes the City-Wide Sewer Assessment & Rehabilitation Program /Group 3 CIPP, Group 3 Relay, Group 3 Point Repair, Group 4 Relay, Group 5 CIPP, and Group 6 CIPP to include pre-cleaning and rehabilitation of approximately 184,000 linear feet of 6-inch through 36-inch diameter sewer lines by methods of CIPP, replacing, and point repairs: reinstating laterals, and manhole rehabilitation.

Total Project Cost:	\$42,136,000
Project Funding:	
SRF Loan Principal (94.07%)	\$39,636,000
Principal Forgiveness (5.93%)	\$ 2,500,000
Local Funds	\$ -0-
Other Funds	\$ -0-

County:	Shelby County
Consulting Engineer:	Black & Veatch
Priority Ranking List:	2022
Priority Ranking:	92 of 104 <sup>1</sup>
Public Meeting:	06/20/2023

**Financial Information:**

Operating Revenues:	\$152,735,000
Current Rate:	\$12.95
Financial Review Rate:	\$12.95
Effective Rates, if applicable:	N/A
Residential User Charge:	5,000 gal/month
Customer Base:	900,000
Audit Report Filed:	12/30/2023 (Timely)
Initial Financial Sufficiency Review:	09/21/2023
Updated Financial Sufficiency Review:	01/18/2024.

The financial sufficiency review indicates that revenues and rates are sufficient to repay its SRF loan(s).

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<sup>1</sup> The Project ranked #92 of 104 on the 2022 Priority Ranking List.

**FACT SHEET**  
**March 25, 2024**

**Additional Security**

The borrower pledges its unobligated state-shared taxes (SSTs) in an amount equal to the maximum annual debt service (MADS) requirements under the loan agreement.

The SSTs received by the borrower from the state in the prior fiscal year: \$110,590,766

MADS:	Prior Obligations:	\$11,894,711
	Proposed loan(s):	
	CGB22 2024-471	<u>\$ 2,264,644</u>
	Totals	<u>\$ 14,159,355</u>

MADS as a percentage of SSTs: 12.80%

**REPRESENTATION OF  
LOANS AND STATE-SHARED TAXES  
CITY OF MEMPHIS  
CGB22 2024-471**

As security for payments due under a State Revolving Fund (SRF) Loan Agreement, a local government pledges user fees, charges, and ad valorem taxes as necessary to meet its obligations under a SRF Loan Agreement. As an additional security for such payments due, a local government pledges and assigns its unobligated state-shared taxes (SSTs) in an amount equal to maximum annual debt service (MADS) requirements.

**1. State-Shared Taxes**

The total amount of SSTs, as identified pursuant to Tenn. Code Ann. § 4-31-105(c)(2), received by the local government in the prior fiscal year of the State is \$ 110,590,766.

**2. Prior Obligations**

(a.) Prior SRF loans which have been funded or approved for which the Local Government has pledged its SSTs are as follows:

Loan Type	Loan #	Base Loan*	Principal Forgiveness*	MADS**
SRF/Sewer	SRF 2006-195	\$3,988,541	\$0	\$255,732
SRF/Sewer	SRF 2013-309	\$11,601,993	\$0	\$633,000
SRF/Sewer	SRF 2013-311	\$100,000,000	\$0	\$5,385,931
SRF/Sewer	SRF 2015-355	\$25,000,000	\$0	\$1,346,483
SRF/Sewer	SRF 2018-409	\$11,000,000	\$0	\$595,938
SRF/Sewer	SRF 2019-421	\$6,500,000	\$0	\$365,720
SRF/Sewer	SRF 2019-434	\$48,000,000	\$0	\$2,515,037
SRF/Sewer	SRF 2021-451	\$15,000,000	\$0	\$796,870

\* If applicable, the original approved amount is adjusted for decreases and approved increases

\*\*MADS is an estimate until final expenses have been determined

The total MADS from section 2(a.) having a lien on SSTs is \$ 11,894,711.

(b.) Other prior obligations which have been funded or approved for which the local government has pledged its SSTs are as follows:

Type of Obligation	Identifying #	Loan Amount	Principal Forgiveness	MADS
QZAB/QSCB	N/A			
TLDA/Public Health	N/A			
TLDA/Transportation	N/A			

The total MADS from section 2(b.) having a lien on SSTs is \$ 0.



(c.) The total MADS from prior obligations having a lien on SSTs [subsections 2(a)+2(b)] is \$ 11,894,711.

**3. Loan Requests**

The loan(s) which have been applied for and for which state-shared taxes will be pledged:

Loan Type	Loan #	Anticipated Interest Rate	Base Loan	Principal Forgiveness	Anticipated MADS
SRF/Sewer	CGB22 2024-471	1.36%	\$39,636,000	\$2,500,000	\$2,264,644

The anticipated total maximum annual pledge of state-shared taxes pursuant to loan request(s) is \$ 2,264,644.

**4. Unobligated SSTs**

The amount set forth in section (1) less the total amounts set forth in sections 2 and 3 is \$ 96,431,411.

The Local government hereby represents the information presented above is accurate and understands that funding for the loan request(s) presented is contingent upon approval by the TLDA.

Duly signed by an authorized representative of the Local Government on this 29 day of November, 2023.

LOCAL GOVERNMENT

BY:

*Jim Strickland*  
Jim Strickland, Mayor

Attest:

*[Signature]*  
This is the Comptroller's certificate as required by TCA 4-31-108.

APPROVED AS TO FORM:

*[Signature]*  
COMPTROLLER

**REQUIREMENT FOR REPORT ON DEBT OBLIGATION**  
(FORM CT-0253)  
**CITY OF MEMPHIS**  
**CGB22 2024-471**

Pursuant to Tenn. Code Ann. § 9-21-134, a Report on Debt Obligation (the "Report") must be prepared for all debt obligations issued or entered into by any public entity and filed with its governing body with a copy sent to the Division of Local Government Finance /Comptroller of the Treasury for the State of Tennessee. The purpose of the Report is to provide clear and concise information to members of the governing or legislative body that authorized and is responsible for the debt issued.

Public entities that fail to comply with the requirements of Tenn. Code Ann. § 9-21-134 are not permitted to enter into any further debt obligations until they have complied with the law. A State Revolving Fund (SRF) loan program applicant that is not in compliance with this law should file the Report as soon as possible and provide notification of filing to the SRF loan program so that it may proceed with the loan application. Instructions on how to file the Report are located in the "Debt" category for "Local Finance" on the website of the Tennessee Comptroller of the Treasury.

**Municipal Securities Rulemaking Board (MSRB) – Required Disclosure**

Local governments that issue municipal securities on or after February 27, 2019, should be aware that the Securities and Exchange Commission (SEC) adopted amendments to Rule 15c2-12 of the Securities Exchange Act that require reporting on material financial obligations that could impact an issuer's financial condition or security holder's rights. The amendments add two events to the list of events that must be included in any continuing disclosure agreement that is entered into after the compliance date:

- Incurrence of a financial obligation of the issuer or obligated person, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation of the issuer or obligated person, any of which affect security holders, if material; and
- Default, event of acceleration, termination event, modification of terms, or other similar events under the terms of the financial obligation of the issuer or obligated person, any of which reflect financial difficulties.

To learn how to report these new disclosures please refer to the MSRB's Electronic Municipal Market Access EMMA® website ([emma.msrb.org](http://emma.msrb.org)).

**The applicant, City of Memphis, attests that it is in compliance with Tenn. Code Ann. § 9-21-134 for its debt obligations and understands that the Report is required to be filed once the SRF loan has been approved by the Tennessee Local Development Authority and the agreement has been executed by the borrower. The applicant further acknowledges that it may be responsible to perform continuing disclosure undertakings related to SEC Rule 15c2-12. Local governments should always consult bond counsel in order to obtain advice on appropriate disclosures related to this rule.**

  
Jim Strickland, Mayor

11/29/23  
Date

*This is the Comptroller's certificate as required by TCA 4-31-108.*

  
APPROVED AS TO FORM:  
CITY ATTORNEY

**FACT SHEET**  
**March 25, 2024**

**Borrower:** City of Dyersburg  
**Project Number:** CW8 2024-487  
**Requested SRF Funding:** \$2,500,000  
**Term:** 20 years  
**ATPI** 30%  
**Rate:** 2.86% X 60% (Tier 2) = 1.72%  
**Companion Loan:** Yes

**Project:**

I/I Correction-Rehabilitation of approximately 40,000 LF of 6-inch through 36-inch diameter sewer lines by methods of CIPP and/or bursting; and the lining of approximately 3,000 vertical feet of manholes and Pump Station Improvements (replacements of two pumps and the installation of a generator at the Public Works Pump Station).

Total Project Cost:	\$10,482,000
Project Funding:	
SRF Loan Principal (50%)	\$1,250,000
Principal Forgiveness (50%)	\$1,250,000
Local Funds	\$ -0-
Other Funds (CG20 2023-479)	\$7,982,000

County:	Dyer County
Consulting Engineer:	Smith Seckman Reid, Inc.
Priority Ranking List:	2021
Priority Ranking:	35 and 36 of 53 <sup>1</sup>
Public Meeting:	10/07/2019

**Financial Information:**

Operating Revenues:	\$8,253,999
Current Rate:	\$19.90
Financial Review Rate:	\$19.90
Effective Rates, if applicable:	N/A
Residential User Charge:	5,000 gal/month
Customer Base:	8,371
Audit Report Filed:	01/31/2024 (Late) <sup>2</sup>
Initial Financial Sufficiency Review:	02/12/2024
Updated Financial Sufficiency Review:	N/A

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<sup>1</sup> The Project ranked #35,36 of 53 on the 2021 Priority Ranking List.

<sup>2</sup> Late Audit report explanation letter provided to SRF.

**FACT SHEET**  
**March 25, 2024**

The financial sufficiency review indicates that revenues and rates are sufficient to repay its SRF loan(s).

**Additional Security**

The borrower pledges its unobligated state-shared taxes (SSTs) in an amount equal to the maximum annual debt service (MADS) requirements under the loan agreement.

The SSTs received by the borrower from the state in the prior fiscal year: \$2,642,268

MADS:	Prior Obligations:	\$1,009,089.07
	Proposed loan(s):	
	CW8 2024-487	<u>\$ 73,909.00</u>
	Totals	<u>\$ 1,082,998.07</u>

MADS as a percentage of SSTs: 40.99%

**REPRESENTATION OF  
LOANS AND STATE-SHARED TAXES  
CITY OF DYERSBURG  
CW8 2024-487**

As security for payments due under a State Revolving Fund (SRF) Loan Agreement, a local government pledges user fees, charges, and ad valorem taxes as necessary to meet its obligations under a SRF Loan Agreement. As an additional security for such payments due, a local government pledges and assigns its unobligated state-shared taxes (SSTs) in an amount equal to maximum annual debt service (MADS) requirements.

**1. State-Shared Taxes**

The total amount of SSTs, as identified pursuant to Tenn. Code Ann. § 4-31-105(c)(2), received by the local government in the prior fiscal year of the State is \$ 2,642,268.00.

**2. Prior Obligations**

(a.) Prior SRF loans which have been funded or approved for which the Local Government has pledged its SSTs are as follows:

Loan Type	Loan #	Base Loan*	Principal Forgiveness*	MADS**
SRF/Sewer	CG7 2020-439	\$ 1,007,403.20	\$ 251,850.80	\$203,436.00
SRF/Sewer	CG20 2023-479	\$6,385,600.00	\$1,596,400.00	\$382,944.00

\* If applicable, the original approved amount is adjusted for decreases and approved increases

\*\*MADS is an estimate until final expenses have been determined

The total MADS from section 2(a.) having a lien on SSTs is \$586,380.00.

(b.) Other prior obligations which have been funded or approved for which the local government has pledged its SSTs are as follows:

Type of Obligation	Identifying #	Loan Amount	Principal Forgiveness	MADS
QSCB	BFC03000	\$2,960,000.00	\$0.00	\$422,709.07
TLDA/Public Health				
TLDA/Transportation				

The total MADS from section 2(b.) having a lien on SSTs is \$422,709.07.

(c.) The total MADS from prior obligations having a lien on SSTs [subsections 2(a)+2(b)] is \$1,009,089.07.

**3. Loan Requests**

The loan(s) which have been applied for and for which state-shared taxes will be pledged:

Loan Type	Loan #	Anticipated Interest Rate	Base Loan	Principal Forgiveness	Anticipated MADS
SRF/Sewer	CW8 2024-487	1.72%	\$1,250,000.00	\$1,250,000.00	\$73,909.00

The anticipated total maximum annual pledge of state-shared taxes pursuant to loan request(s) is \$73,909.00.

**4. Unobligated SSTs**

The amount set forth in section (1) less the total amounts set forth in sections 2 and 3 is \$1,559,269.93.

**The Local government hereby represents the information presented above is accurate and understands that funding for the loan request(s) presented is contingent upon approval by the TLDA.**

**Duly signed by an authorized representative of the Local Government on this 21<sup>st</sup> day of February, 2024.**

*This is the Comptroller's certificate as required by TCA 4-31-108.*

**LOCAL GOVERNMENT**

**BY:**



\_\_\_\_\_  
**John Holden, Mayor**

## REQUIREMENT FOR REPORT ON DEBT OBLIGATION

(FORM CT-0253)

**CITY OF DYERSBURG**

**CW8 2024-487**

Pursuant to Tenn. Code Ann. § 9-21-134, a Report on Debt Obligation (the "Report") must be prepared for all debt obligations issued or entered into by any public entity and filed with its governing body with a copy sent to the Office of State and Local Finance/Comptroller of the Treasury for the State of Tennessee. The purpose of the Report is to provide clear and concise information to members of the governing or legislative body that authorized and is responsible for the debt issued.

Public entities that fail to comply with the requirements of Tenn. Code Ann. § 9-21-134 are not permitted to enter into any further debt obligations until they have complied with the law. A State Revolving Fund (SRF) loan program applicant that is not in compliance with this law should file the Report as soon as possible and provide notification of filing to the SRF loan program so that it may proceed with the loan application. Instructions on how to file the Report are located in the "Debt" category for "Local Finance" on the website of the Tennessee Comptroller of the Treasury.

### **Municipal Securities Rulemaking Board (MSRB) – Required Disclosure**

Local governments that issue municipal securities on or after February 27, 2019, should be aware that the Securities and Exchange Commission (SEC) adopted amendments to Rule 15c2-12 of the Securities Exchange Act that require reporting on material financial obligations that could impact an issuer's financial condition or security holder's rights. The amendments add two events to the list of events that must be included in any continuing disclosure agreement that is entered into after the compliance date:

- Incurrence of a financial obligation of the issuer or obligated person, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation of the issuer or obligated person, any of which affect security holders, if material; and
- Default, event of acceleration, termination event, modification of terms, or other similar events under the terms of the financial obligation of the issuer or obligated person, any of which reflect financial difficulties.

To learn how to report these new disclosures please refer to the MSRB's Electronic Municipal Market Access EMMA® website ([emma.msrb.org](http://emma.msrb.org)).

**The applicant, City of Dyersburg, attests that it is in compliance with Tenn. Code Ann. § 9-21-134 for its debt obligations and understands that the Report is required to be filed once the SRF loan has been approved by the Tennessee Local Development Authority and the agreement has been executed by the borrower. The applicant further acknowledges that it may be responsible to perform continuing disclosure undertakings related to SEC Rule 15c2-12. Local governments should always consult bond counsel in order to obtain advice on appropriate disclosures related to this rule.**



John Holden, Mayor

2-22-2024

Date

***This is the Comptroller's certificate as required by TCA 4-31-108.***



**CRS CPAs** <sup>P.C.</sup>  
YOUR STRATEGIC ACCOUNTING PARTNER

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Professional Accountants | Tennessee Society  
of Certified Public Accountants  
Governmental Audit Quality Center |  
[www.crscpa.com](http://www.crscpa.com)

February 16, 2024

State of Tennessee  
Office of State Government Finance

RE: SRF Funding

To whom it may concern:

This communication is in response to a request for justification for late annual audit reports for the City of Dyersburg to the State of Tennessee Comptroller's office.

The submission dates for the last three years are as follows:

June 30, 2023 submitted January 31, 2024

June 30, 2022 submitted February 6, 2023

June 30, 2021 submitted April 25, 2022

One justification for the past delinquencies is related to the delay of report preparation while awaiting a finalized report on a major governmental fund of the City that is subsequently reported in the City's Government-wide financial statements. The following information relates to the Dyersburg Board of Education. This entity is audited by a different audit firm.

Dyersburg Board of Education June 30, 2023 submitted January 2, 2024

Dyersburg Board of Education June 30, 2022 submitted December 13, 2022

Dyersburg Board of Education June 30, 2021 submitted February 14, 2022

The City and our firm have worked very closely with one another to ensure that the City's financial records are ready for audit fieldwork by August 31 each year as required by law. Our firm completes fieldwork in the month of October each year and the City is provided with audit adjustments by late November/early December. In an effort to continue working toward a more timely submission we have contracted with the City to author the City's financial statements and related notes and other supplementary information.

Provided that the Board of Education's reports are submitted timely, we feel that current measures should produce a more timely submission of the audit of the City of Dyersburg.

Sincerely,

*Chloe Humphrey*

Chloe Humphrey, CPA, Shareholder

64 Lynoak Cv  
Jackson, TN 38305  
(731)668-1806  
Fax (731)664-5616

1205 East Wood St, Ste  
Paris, TN 38242  
(731)642-1755  
Fax (731)644-0413

304 Broadway St  
Martin, TN 38237  
(731)587-4221  
Fax (731)587-9474

11 N. Court Square  
Brownsville, TN 38012  
(731)772-2273  
Fax (731)772-2275

110 West Court  
Dyersburg, TN 38024  
(731)286-6080  
Fax (731)285-8975

1129 S Main St  
Milan, TN 38358  
(731) 686-0181  
Fax (731) 664-5616



**LAW OFFICE of HAL J. BOYD**  
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HAL J. BOYD

Telephone: (731) 253-3838  
Telefax: (731) 253-6363

November 30, 2023

Alicia West  
Tennessee Comptroller of  
The Treasury  
Tennessee State Capital  
600 Charlotte Ave.  
Nashville, TN 37243

Re: State Revolving Fund Loan Agreement DWF 2005-063  
Loan Repayment Transfer  
City of Tiptonville

Dear Ms. West:

The undersigned is the City Attorney for Tiptonville Tennessee. This spring the Reelfoot Utility District of Lake County Tennessee merged/consolidated with the City of Tiptonville and now Tiptonville services Reelfoot's prior water customers. Further Reelfoot Utility District was dissolved and its existence was terminated.

Attached hereto are the following:

1. Resolution of the Reelfoot Utility District;
2. Resolution of the City of Tiptonville;
3. Order for Consolidation – filed and recorded
4. Consolidation Agreement by and between Reelfoot Utility District and the City of Tiptonville
5. Acknowledgment of Merger from Secretary of State.

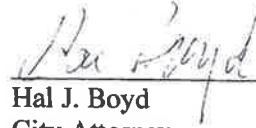
In accordance with Paragraph 3 of the Consolidation Agreement, "upon entry of the Consolidation Order, City shall . . . assume all of the District's debts, liabilities without the necessity of any separate transfer, assignment or undertakings." Therefore, the City of Tiptonville is contractually and legally obligated to assume and repay Reelfoot Utility District's loan agreement DWF 2005-063.

We believe that with this letter and the enclosed documents the Comptroller's Office should have sufficient documentation to transfer the loan re-payment liability from Reelfoot Utility District to the City of Tiptonville and further the City of Tiptonville, hereby respectfully

requests that the Comptroller's Office take all necessary and proper steps to transfer said re-payment liability.

Should there be any questions or you require additional information, please don't hesitate to contact me or Fran Hearn, Tiptonville Chief Financial Officer at (731) 253-9922.

Sincerely,



---

Hal J. Boyd  
City Attorney

Cc; Sushuma Pedireddi  
Grants Analyst 3  
State Revolving Fund Loan Program  
Department of Environment and Conservation  
312 Rosa L. Parks Ave, 12<sup>th</sup> Floor  
Nashville, TN 37243



**Tre Hargett**  
Secretary of State

**Division of Business Services**  
**Department of State**  
State of Tennessee  
312 Rosa L. Parks AVE, 6th FL  
Nashville, TN 37243-1102

REELFOOT UTILITY DISTRICT OF LAKE COUNTY, TENNESSEE  
COUNTY COURTHOUSE  
TIPTONVILLE, TN 38079

July 5, 2023

**Control # 296059**

Effective Date: 04/14/2023

**Document Receipt**

Receipt #: 8227604

Filing Fee: \$100.00

Payment-Check/MO - CITY OF TIPTONVILLE, TIPTONVILLE, TN

\$100.00

**ACKNOWLEDGMENT OF MERGER**

**REELFOOT UTILITY DISTRICT OF LAKE COUNTY, TENNESSEE (TENNESSEE)**  
**(Qualified Non-survivor)**

merged into **City of Tiptonville (TENNESSEE) (Unqualified Survivor)**

This will acknowledge the filing of the attached Articles of Merger with an effective date as indicated above.

When corresponding with this office or submitting documents for filing, please refer to the control number given above.

You must also file this document in the office of the Register of Deeds in the county where the entity has its principal office if such principal office is in Tennessee.

Tre Hargett  
Secretary of State

Processed By: Laurie Cook

RESOLUTION OF THE REELFOOT UTILITY DISTRICT AUTHORIZING THE ENTRY  
INTO A CONSOLIDATION AGREEMENT WITH THE CITY OF TIPTONVILLE

WHEREAS, the Reelfoot Utility District ("Reelfoot") and the City of Tiptonville, Tennessee ("City") own and operated separate water distribution systems that serve in part adjacent portions of each of their territories; and

WHEREAS, the City agrees that the City can more efficiently and effectively provide water services within Reelfoot's current service area; and

WHEREAS, Reelfoot has determined that the City can more efficiently and effectively provide water services to Reelfoot's current service area; and

WHEREAS, as provided in Tenn. Code Ann. §§ 7-82-202(e) and pursuant to the terms of the Agreement attached hereto and made a part hereof as if set out herein verbatim as Exhibit A, Reelfoot and the City purpose to consolidate Reelfoot's system into the City's system; and;

WHEREAS, Tenn. Code Ann §§ 12-9-101 et. seq. authorizes the governing bodies of political subdivisions of the state to approve cooperative agreements by resolution; and


WHEREAS it is in the best interests of Reelfoot's customers that the Agreement be approved.


NOW THEREFORE, BE IT HEREBY RESOLVED BY THE BOARD OF COMMISSIONERS OF THE REELFOOT UTILITY DISTRICT:

SECTION 1. That the Agreement attached hereto as Exhibit A is approved.

SECTION 2. This resolution shall take effect from and after its adoption at a public meeting, the welfare of the Reelfoot Utility District's customers requiring it.

REELFOOT UTILITY DISTRICT

  
Commissioner

  
Commissioner

Date: 3-14-23

#2200

RESOLUTION OF THE CITY OF TIPTONVILLE AUTHORIZING THE ENTRY INTO A  
CONSOLIDATION AGREEMENT WITH THE REELFOOT UTILITY DISTRICT

WHEREAS, the Reelfoot Utility District ("Reelfoot") and the City of Tiptonville, Tennessee ("City") own and operated separate water distribution systems that serve in part adjacent portions of each of their territories; and

WHEREAS, the City has determined and agrees that the City can more efficiently and effectively provide water services within Reelfoot's current service area; and

WHEREAS, as provided in Tenn. Code Ann. §§ 7-82-202(e) and pursuant to the terms of the Agreement attached hereto and made a part hereof as if set out herein verbatim as Exhibit A, Reelfoot and the City purpose to consolidate Reelfoot's system into the City's system; and;

WHEREAS, Tenn. Code Ann §§ 12-9-101 et. seq. authorizes the governing bodies of political subdivisions of the state to approve cooperative agreements by resolution; and

WHEREAS, it is in the best interests of the citizens of the City of Tiptonville that the Agreement be approved.

NOW THEREFORE, BE IT HEREBY RESOLVED BY THE BOARD OF MAYOR AND ALDERMEN OF THE CITY OF TIPTONVILLE:

SECTION 1. That the Agreement attached hereto as Exhibit A is approved.

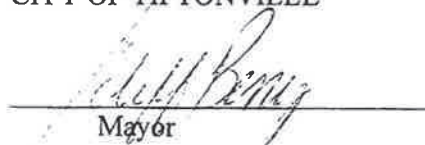
SECTION 2. This resolution shall take effect from and after its adoption at a public meeting, the welfare of the City of Tiptonville's citizens requiring it.

ATTEST



City Recorder

CITY OF TIPTONVILLE



Mayor

Date:

3-14-23

BEFORE THE COUNTY MAYOR OF LAKE COUNTY TENNESSEE

FILED

In Re:

PETITION FOR CONSOLIDATION OF REELFOOT  
UTILITY DISTRICT OF LAKE COUNTY TENNESSEE  
WITH THE CITY OF TIPTONVILLE, TENNESSEE

---

ORDER FOR CONSOLIDATION

---

This matter came to be heard on April 11, 2023, before the Honorable Danny Cook, Mayor of Lake County, Tennessee, upon the filing of a Petition for Consolidation of the Reelfoot Utility District of Lake County, Tennessee with the City of Tiptonville, Tennessee, pursuant to and in accordance with T.C.A. §7-82-202(c). Based on the Petition, the statements of counsel for the Petitioner and the comments of the persons in attendance at the Hearing, the Mayor of Lake County, Tennessee makes the following finding of fact:

1. Proper Notice was given by certified mail more than ten (10) days prior to the date of the hearing to all incorporated municipalities and to all utility districts who were required to have notice of the hearing under T.C.A. §7-82-202. Proper notice of this hearing was published in the Lake County Banner on March 29, 2023 which was not less than seven (7) nor more than fifteen (15) days prior to the hearing as required in T.C.A. §7-82-202.
2. Reelfoot Utility District of Lake County Tennessee (District) by Resolution adopted by its Board of Commissioners on or about March 14, 2023, authorized the District to consolidate with the City of Tiptonville Tennessee (City) pursuant to T.C.A. §7-82-202

agreeing to transfer all of its property and obligations to the City and approved a Consolidation Agreement with the City.

3. The City of Tiptonville, Tennessee by Resolution adopted by its Board of Mayor and Aldermen on March 14, 2021 approved the consolidation on behalf of the City and concurring in the consolidation in accordance with the Consolidation Agreement.
4. The Consolidation Agreement has been properly executed by both the District and the City and was attached to the petition in this matter.
5. The District provides water services to approximately 300 customers in eastern Lake County. The service area is adjacent to the City's service area.
6. The City owns and operates a water distribution system by and through the City of Tiptonville Water Department; the District's water system is interconnected with the City's water system.
7. The consolidation of the District with the City will allow for the more economical, efficient and convenient furnishing of the District's water services to its customers and is in the best interests of the District's customer.
8. The City has one interconnection to the District's water system and has in the past furnished water to the District's customers. All sewer and wastewater are treated by a separate utility district and remains unaffected by the consolidation.
9. Upon the effective date of the consolidation, the District's water customers will become customers of the City. The City has sufficient capacity to provide water services to the District. The City has the financial and technical expertise and resources to assume the District's water system and incorporate the District's water customers into the City's water system.

FILED 2021-03-14 12:18 PM RECEIVED BY TARRANT COUNTY CLERK'S OFFICE

10. The incorporation of the District's water system into the City's water system will reduce the present and future cost of service for District customer.
11. The consolidation of the District with the City is required by the public convenience and necessity, is economically sound and feasible and is in the public interest.

ACCORDINGLY, the Mayor of Lake County, Tennessee concludes that the Petition of Consolidation of the Reelfoot Utility District of Lake County, Tennessee and the City of Tiptonville, Tennessee should be granted and it is hereby ORDERED, ADJUDGED AND DECREED:

1. Pursuant to and in accordance with T.C.A. §7-82-202(e), the Mayor approves the consolidation of the Reelfoot Utility District of Lake County, Tennessee with the City of Tiptonville, Tennessee by the transfer of all facilities, assets and obligations of the District to the City. The consolidation shall become effective, April 6, 2023.
2. The District, acting by and through its Board of Commissioners, is in all things authorized, empowered and directed to take all necessary steps to execute any and all documents with respect to the transfer of its assets and liabilities as contemplated by T.C.A. §7-82-202(e).
3. Upon the effective date of the consolidation, the City will immediately assume the operation of the District's water system and account for the revenues there from in such a manner as to not impair the contracts of the District with reference to bond issues and/or other legal obligations of the District and shall fully preserve and protect the contract rights vested in the owners of any outstanding bonds, obligations or contractual interests.
4. The District shall be and is hereby dissolved effective April 6, 2023.



ENTERED this the 5th April day of 2023.

Danny Cook  
Honorable Danny Cook, Mayor of  
Lake County, Tennessee

Approved for Entry:

Hal J. Boyd  
Hal J. Boyd #18553  
Attorney for Reelfoot Utility District  
Of Lake County, Tennessee  
106 South Court St.  
Tiptonville, TN 38079  
(731)253-3838

Darlene Jones, Register  
Lake County Tennessee  
Rec #: 18086 Instrument #: 19392  
Rec'd: 20.00 Recorded  
State: 0.00 4/6/2023 at 12:49 PM  
Clerk: 0.00 in Record Book  
Other: 2.00 66  
Total: 22.00  
PGS 73-76

PLANNED - ZARRZ WA LADYBIRDS 12:18 PM RECEIVED BY TENNESSEE SECRETARY OF STATE THE REGISTRAR

## CONSOLIDATION AGREEMENT

This Consolidation Agreement made and entered into this 14<sup>th</sup> day of MARCH, 2023 by and between Reelfoot Utility District of Lake County, Tennessee, ("District") and the City of Tiptonville, Tennessee, ("City").

WHEREAS, Reelfoot Utility District of Lake County, Tennessee is a district organized and existing under T.C.A. § 7-82-101 et seq. Reelfoot Utility District provides water services in Lake County, Tennessee;

WHEREAS, the City of Tiptonville, Tennessee is a municipal corporation organized and existing as political subdivision of the State of Tennessee pursuant to Private Acts 1907 Chapter 393 Page 1307 as amended.

WHEREAS, the District has determined that the services it provides to its customers will be more efficient and conveniently furnished by the City; and

WHEREAS, the District has determined that it is in the best interests of its customer that the District be consolidated with the City under the provisions of T.C.A § 7-82-202 (e) and under the terms and conditions set forth within this Consolidation Agreement.

NOW THEREFORE, for and in consideration of the foregoing and the terms, covenants, and conditions hereinafter contained, the District and the City agree as follows:

1. Petition. The District shall file a petition with the Lake County Mayor for an order approving the consolidation of the District into the City pursuant to T.C.A § 7-82-202(e).

2. Consolidation. Upon the entry of the order approving the consolidation of the District into the City ("Consolidation Order") the District shall consolidate with and into the City and the District shall be dissolved and its existence terminated. The date of the entry of the Consolidation Order shall be the effective date of the consolidation.
3. Transfer of District's Legal Rights and Duties to City. Upon the entry of the Consolidation Order, City shall succeed to all assets of the District of every kind, character and description, real, personal, mixed, tangible or intangible, wherever situated and shall furthermore assume all of the District's debts and liabilities without the necessity of any separate transfer, assignment or undertakings except as set forth herein.
4. Rates for Water Service. After the District consolidates with the City, the District's service area and customers shall become the service area and customers of the City. Water service shall be provided to the former District's customers at the rates set forth below:

<p>District's Existing Rate Residential Customers</p> <p style="padding-left: 40px;">\$28.21 (0 to 1000 gallons) \$7.38 (Over 1000 gallons)</p>	<p>Proposed Rate Residential after Consolidation with City</p> <p style="padding-left: 40px;">\$24.00 (0 to 1000 gallons) \$4.20 (Over 1000 gallons)</p>
<p>District's Existing Rate Commercial Customers</p> <p style="padding-left: 40px;">\$40.31 (up to 1000 gallons) \$7.38 (over 1000 gallons)</p>	<p>Proposed Rate Commercial after Consolidation with City</p> <p style="padding-left: 40px;">\$40.31 (up to 1000 gallons) \$7.38 (over 1000 gallons)</p>

The consolidation will result in a net decrease of water rates paid by District's current residential customers equal 15% of their current bill. Commercial customers will pay the same rate as before the consolidation, because City's commercial rate is based on a higher initial rate for low volume customers but a lower rate for higher volume customers which would result in a higher rate for most of the District's Commercial Customers. The District's Twenty-four commercial customers would be unaffected by the consolidation.


5. Transfer of Title. The District shall contemporaneously execute and deliver to the City any and all necessary and appropriate documents of transfer of title which shall have the legal effect of vesting legal title of the District's property and assets in and to the City as requested by the City.
6. Employment of District Employees. The City has no obligation to hire or otherwise employ in any capacity the current employees of the District. The City may in its sole and absolute discretion consider any former employees District for employment in accordance with the City's standard hiring practices.
7. Operation of Utility System. Upon the entry of the Consolidation Order, the City shall operate the water system formerly operated by the District consistent with its policy and procedure and with other applicable laws, rules and regulations. The City intends to discontinue the operation of the District's current water plant and will provide water through the City's current interconnection with the District.
8. Prohibited Transactions. Except as specifically agreed to herein, after the execution of this Consolidation Agreement, and prior to the entry of the Consolidation Order, the District shall not engage in any activity or transaction other than those in the ordinary course of business, except that the District shall take all actions necessary or appropriate under the laws of the State of Tennessee to consummate the consolidation.
9. Third Party Beneficiaries. The parties understand, acknowledge and agree that the District's Commissioners on the date of the consolidation are third party beneficiaries to this Consolidation Agreement and that the District's current customers within the District's service area are likewise third party beneficiaries to this Consolidation

Agreement. These third party beneficiaries have standing and rights to enforce this Consolidation Agreement, including but not limited to the right to obtain injunctive relief to enforce the Consolidation Agreement and to enjoin the City from violating the terms and conditions of this Consolidation Agreement.


10. Cooperation. The parties agree that they will cooperate with each other in all matters that are reasonable, appropriate, necessary or desirable to facilitate the performance of their respective obligations under this Consolidation Agreement.

IN WITNESS WHEREOF, the parties have caused their names to be subscribed hereto on the day and date shown under the signatures.

Reelfoot Utility District of Lake County  
Tennessee

  
By: \_\_\_\_\_  
Date: 3-12-23

City of Tiptonville, Tennessee

  
By: \_\_\_\_\_  
Date: 3-12-23

**REQUIREMENT FOR REPORT ON DEBT OBLIGATION**  
(FORM CT-0253)  
**CITY OF TIPTONVILLE**  
**DWF 2005-063**

Pursuant to Tenn. Code Ann. § 9-21-134, a Report on Debt Obligation (the "Report") must be prepared for all debt obligations issued or entered into by any public entity and filed with its governing body with a copy sent to the Office of State and Local Finance/Comptroller of the Treasury for the State of Tennessee. The purpose of the Report is to provide clear and concise information to members of the governing or legislative body that authorized and is responsible for the debt issued.

Public entities that fail to comply with the requirements of Tenn. Code Ann. § 9-21-134 are not permitted to enter into any further debt obligations until they have complied with the law. A State Revolving Fund (SRF) loan program applicant that is not in compliance with this law should file the Report as soon as possible and provide notification of filing to the SRF loan program so that it may proceed with the loan application. Instructions on how to file the Report are located in the "Debt" category for "Local Finance" on the website of the Tennessee Comptroller of the Treasury.

**Municipal Securities Rulemaking Board (MSRB) – Required Disclosure**

Local governments that issue municipal securities on or after February 27, 2019, should be aware that the Securities and Exchange Commission (SEC) adopted amendments to Rule 15c2-12 of the Securities Exchange Act that require reporting on material financial obligations that could impact an issuer's financial condition or security holder's rights. The amendments add two events to the list of events that must be included in any continuing disclosure agreement that is entered into after the compliance date:

- Incurrence of a financial obligation of the issuer or obligated person, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation of the issuer or obligated person, any of which affect security holders, if material; and
- Default, event of acceleration, termination event, modification of terms, or other similar events under the terms of the financial obligation of the issuer or obligated person, any of which reflect financial difficulties.

To learn how to report these new disclosures please refer to the MSRB's Electronic Municipal Market Access EMMA® website ([emma.msrb.org](http://emma.msrb.org)).

**The applicant, City of Tiptonville, attests that it is in compliance with Tenn. Code Ann. § 9-21-134 for its debt obligations and understands that the Report is required to be filed once the SRF loan has been approved by the Tennessee Local Development Authority and the agreement has been executed by the borrower. The applicant further acknowledges that it may be responsible to perform continuing disclosure undertakings related to SEC Rule 15c2-12. Local governments should always consult bond counsel in order to obtain advice on appropriate disclosures related to this rule.**

  
Cliff Berry, Mayor

1-3-24  
Date

*This is the Comptroller's certificate as required by TCA 4-31-108.*

**REPRESENTATION OF  
LOANS AND STATE-SHARED TAXES  
CITY OF TIPTONVILLE  
DWF 2005-063**

As security for payments due under a State Revolving Fund (SRF) Loan Agreement, a local government pledges user fees, charges, and ad valorem taxes as necessary to meet its obligations under a SRF Loan Agreement. As an additional security for such payments due, a local government pledges and assigns its unobligated state-shared taxes (SSTs) in an amount equal to maximum annual debt service (MADS) requirements.

**1. State-Shared Taxes**

The total amount of SSTs, as identified pursuant to Tenn. Code Ann. § 4-31-105(c)(2), received by the local government in the prior fiscal year of the State is \$623,660.

**2. Prior Obligations**

(a.) Prior SRF loans that have been funded or approved to the Reelfoot Utility District for which the City of Tiptonville will assume upon TLDA approval and will pledge its SSTs are as follows:

Loan Type	Loan #	Base Loan*	Principal Forgiveness*	MADS**
SRF/Water	DWF 2005-063	\$1,185,741	\$0	\$59,268

\* The loan was originally approved for \$1,190,850 and final expenses totaled \$1,185,741.

\*\*MADS is an estimate until final expenses have been determined

The total MADS from section 2(a.) having a lien on SSTs is \$59,268.

(b.) Other prior obligations which have been funded or approved for which the local government has pledged its SSTs are as follows:

Type of Obligation	Identifying #	Loan Amount	Principal Forgiveness	MADS
QZAB/QSCB				
TLDA/Public Health				
TLDA/Transportation				

The total MADS from section 2(b.) having a lien on SSTs is \$0.

(c.) The total MADS from prior obligations having a lien on SSTs [subsections 2(a)+2(b)] is \$59,268.

**3. Loan Requests**

The loan(s) which have been applied for and for which state-shared taxes will be pledged:

Loan Type	Loan #	Anticipated Interest Rate	Base Loan	Principal Forgiveness	Anticipated MADS
SRF/Sewer					

The anticipated total maximum annual pledge of state-shared taxes pursuant to loan request(s) is \$0.

**4. Unobligated SSTs**

The amount set forth in section (1) less the total amounts set forth in sections 2 and 3 is \$564,392.


The Local government hereby represents the information presented above is accurate and understands that funding for the loan request(s) presented is contingent upon approval by the TLDA.

Duly signed by an authorized representative of the Local Government on this (insert day) day of (insert month), 20XX.

*This is the Comptroller's certificate as required by TCA 4-31-108.*

**LOCAL GOVERNMENT**

BY:

  
\_\_\_\_\_  
Cliff Berry, Mayor





February 8, 2024

Tennessee Local Development Authority  
Cordell Hull Building  
425 Fifth Avenue North  
Nashville, TN 37243-3400  
ATTN: Assistant Secretary

RE: Waiver of Opinion Letter  
City of Tiptonville  
DWF 2005-063

Dear Sir/Madam:

The State Revolving Fund Loan Program has performed a financial sufficiency review analysis for the aforementioned entity and the outstanding loan listed above. The SRF program has determined that the City of Tiptonville has a sufficient rate structure to assume these loans.

Therefore, based on the financial sufficiency review by TDEC, the requirement for a separate opinion regarding sufficiency of rates, fees, and charges associated with the assumption and transfer of all outstanding loans has been waived.

The SRF Loan Program reserves the right to conduct new or additional financial evaluations at any time if, in the opinion of the SRF program, circumstances warrant such re-evaluation.

If you have any comments or questions, please feel free to contact me via email at [vena.l.jones@tn.gov](mailto:vena.l.jones@tn.gov) or via phone at (615) 898-9499.

Sincerely,

*Vena Jones*

Vena L. Jones, Manager  
SRF Loan Program

**NO ACTIVITY REPORT AS OF 02/08/2024**

LOAN NUMBER	PROJECT NAME & NUMBER	PROJECT TYPE	DATE LOAN AWARDED	LOAN AMOUNT	TDEC DETAILS/COMMENTS/STATUS	PROJECT SCHEDULE STATUS	PROJECT SCHEDULE STATUS JUSTIFICATION
DW7 2021-237	City of Camden	Drinking Water	12/20/2021	\$ 255,000	This project is an asset management plan project. Linda Sullivan with CIA Engineers is doing fieldwork to gather information to complete the plan and requested additional time to complete it. Management agreed to extend the submittal date to the end of March 31, 2024. (Per Mattie Cushman, Community Development Partners, LLC.)	In compliance	Projected completion date of March 31, 2024.
SRF 2020-440-01	City of Chattanooga	Waste Water	2/23/2022	\$ 19,000,000	This is a companion loan to SRF 2020-440, which is 38% complete as of November 2023. The City will first request reimbursements from the initial Loan, completely exhausting it before requesting reimbursement from this loan. (Per Christie Hesse, Jacobs Engineering)	In compliance	Projected construction completion date of December 30, 2025.
SRF 2023-477	City of Dayton	Waste Water	4/26/2023	\$ 1,117,500	The city is drawing down on CW20 2023-345, which is 20% complete, before requesting reimbursement for this loan. The City is also preparing a completion extension request. (Per Matt Rice, P.E., JR Wauford Engineering)	In compliance	Projected construction completion date of March 31, 2024.
DG9 2021-241	Town of Etowah	Drinking Water	8/23/2021	\$ 1,000,000	The delay in the project was attributed to the COVID-19 outbreak, which slowed the project down; after COVID-19, there was a supply chain issue in getting the AMI Water Meters. Also, the expiration date for completion had expired. The Town has received an extension approval from SRF and will submit the first request for payment by March 15, 2024.	In compliance	Requested and received an extended schedule for projected construction completion date of February 28, 2025.
DWF 2023-254	City of Kingsport	Drinking Water	2/15/2023	\$ 7,000,000	The project was bid on September 14, 2023. The pre-construction meeting was held on December 14, 2023, and the notice to proceed was on February 19, 2024. The first pay request will be submitted by late March 2024. (Per Justin James, P.E., PMP, CDM Smith)	In compliance	Projected construction completion date of June 1, 2025.
DW9 2023-257	City of Maynardville	Drinking Water	8/21/2023	\$ 75,000	The Facilities Plan has been completed and submitted, and the engineer is working on the plans and specifications. The first request for payment will be submitted by the end of May 2024. (Per Evan Sanders, President, Community Development Partners, LLC.)	In compliance	Projected completion for planning and design on or before June 30, 2024.
SRF 2021-455	City of Oak Ridge	Waste Water	7/26/2022	\$ 1,900,000	SRF accepted the reduced project scope on June 14, 2023. The construction schedule started in the middle of August 2023; however, actual construction activities did not start until late September. The first pay request will be submitted by the end of March 2024. (Per Matt Movahed, P.E., Learn Design, ACT.)	In compliance	Projected construction completion date of March 29, 2024.
CG21 2023-482	City of Rocky Top	Waste Water	8/21/2023	\$ 1,162,500	The Authority to Award was approved February 26, 2024. The City is preparing to begin construction and will submit the first pay request by the end of May 2024 (Per Evan Sanders, President, Community Development Partners, LLC.)	In compliance	Projected construction completion date of December 31, 2025.
CG22 2023-483	City of Rocky Top	Waste Water	8/21/2023	\$ 1,162,500	The Authority to Award was approved February 26, 2024. The City is preparing to begin construction and will submit the first pay request by the end of May 2024 (Per Evan Sanders, President, Community Development Partners, LLC.)	In compliance	Projected construction completion date of December 31, 2025.
SRF 2022-472	Town of Smyrna	Waste Water	6/15/2022	\$ 1,760,000	This is a planning and design loan only. There have been several delays for this project, partly due to the changing economic climate and changes in personnel at the original design firm. Due to personnel turnover for the original designer and previous and subsequent negotiations, a contract was never finalized with the initial designer for the project. The town added additional engineering firms to the project. The first pay request will be submitted by June 2024. (Per Emily Kelly, P.E., LDA Engineering )	Not in compliance	Must request an extension for project schedule for the submission of engineering plans and specifications. Previous completion date was on or before October 31, 2023. Justification for non-compliance is consultant turnover at awarded firm required the City to secure additional consultants to complete the project.

CW8 2023-480	City of South Pittsburgh	Waste Water	3/27/2023	\$ 750,000	The Authority to Award was submitted on August 16, 2023. Construction has begun. The first pay request will be submitted by the end of March 2024. (Per Justin Robinette, P.E., Managing Directors, Nashville)	Not in compliance	Not in compliance with the construction completion date of November 30, 2023. No justification was provided. Mr. Robinette will request an extension.
DW9 2023-256	City of South Pittsburgh	Drinking Water	3/27/2023	\$ 2,700,000	The Authority to Award was submitted on August 15, 2023. American Utility Contractors, LLC., is ordering inventory prior to starting construction. The first pay request will be submitted by the end of May 2024. (Per Justin Robinette, P.E., Managing Directors, Nashville)	In compliance	Projected construction completion date of December 30, 2025.
CG9 2022-469	Town of Thompson's Station	Waste Water	7/26/2022	\$ 5,000,000	The Town received approval from SRF to award the construction contract on June 5, 2023, and a notice to proceed was given to W&O Construction Company on September 1st, 2023. Construction began October 2023. The Town will begin submitting pay request within the next 60 days. (Per Kyle Mangum P.E., Barge Design)	In compliance	Projected completion date of September 30, 2024.
SRF 2022-470	Town of Thompson's Station	Waste Water	7/26/2022	\$ 10,400,000	This is a companion loan to CG9 2022-469. The City will first request reimbursements from the initial loan, completely exhausting it before requesting reimbursement from this loan. The Town is preparing an extension request to extend the completion date. (Per Kyle Mangum P.E., Barge Design)	In compliance	Projected completion date of September 30, 2024.
CW8 2023-442	Tulahoma Utilities Authority	Waste Water	3/27/2023	\$ 1,600,000	The Authority to Award was submitted on December 12, 2023, and was approved by SRF on January 8, 2024. The Pre-construction meeting was held on February 22, 2024. The contractor has received the notice to proceed. The first pay request will be submitted within the next 60 days. (Per Steven Jones, P.E., Water Management Services, LLC.)	Not in compliance	Not in compliance with the construction completion date of August 31, 2023. No justification for the delay was provided. Mr. Jones is preparing an extension request.

## ***CITY OF TRENTON***

***309 S. College Street, Trenton, TN 38382***

***731-855-2013 Fax 731-855-1091***

***Tony Burriss, Mayor***

December 27, 2023

Ms. Sandra Thompson  
Director  
Tennessee Local Development Authority  
Cordell Hull Building  
425 Rep John Lewis Way N  
Nashville, Tennessee 37243

Via Email

Re: City of Trenton, Tennessee not to exceed \$1,000,000 TLW PBA Loan

Dear Ms. Thompson:

The City of Trenton (the "City"), intends to enter into a loan agreement with the PBA City of Clarksville and the purchaser of the PBA's bond, in the amount of not to exceed \$1,000,000, to finance a portion of the costs of the completion of the construction of the Administration and Warehouse of the Trenton Light & Water Department, the acquisition of all property real and personal appurtenant thereto and connected with such work, to pay all legal, fiscal, administrative, architectural, and engineering costs incident thereto, and to pay costs incident to the issuance of the Bond and the loan of the proceeds thereof to the City (the "TLW Loan").

The City understands that TLDA must be notified of the incurrence of debt by the City, even if the TLW Loan will not be on a parity with any SRF loans the City has outstanding.

Therefore, this is to give notice that the City acknowledges that this TLW Loan will be issued subordinate to its outstanding SRF Loans.

The bank, as the purchaser of the bond to be issued by the PBA, and as the lender under the Loan Agreement, has agreed that the TLW Loan will be subordinate to the City's outstanding SRF Loans.

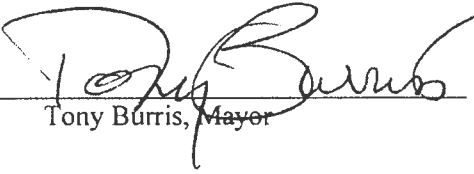
The City adopted the Initial Resolution at its December 13, 2023 meeting and has published such Initial Resolution in the local paper on December 19, 2023. The City also adopted the Loan Resolution at its December 13, 2023 meeting. As soon as the 20 day protest period is up, a request for PBA loan approval will be submitted to the Comptroller's office. The purchaser has only agreed to hold the existing rate of 5.54% until February 1, 2024.

The City intends to enter into the Loan Agreement by February 1, 2024 in order to keep the existing rate. Therefore, the City respectfully requests that the forty-five (45) day notice for written notification be waived.

If you have any questions or need any additional information, please let me know.

Yours truly,

CITY OF TRENTON, TENNESSEE

By:   
Tony Burris, Mayor



JASON E. MUMPOWER  
*Comptroller*

December 27, 2023

Tony Burris  
Mayor  
309 S. College Street  
Trenton, TN 38382

Mr. Burris:

This letter acknowledges that the City of Trenton (the “City”) has provided written notice to the Tennessee Local Development Authority (the “TLDA”) of its intent to enter into a loan agreement with the Public Building Authority (PBA) of the City of Clarksville and the purchaser of the PBA’s bond, in an amount not to exceed \$1,000,000. The City’s loan will be subordinate to its State Revolving Fund (SRF) loans the proceeds of which will be used to finance a portion of the costs of the completion of the construction of the Administration and Warehouse of the Trenton Light and Water Department and other related costs. In addition, this letter also acknowledges a waiver of the 45-day requirement for written notification pursuant to the TLDA SRF Policy and Guidance for Borrowers.

Please let us know if you need any additional information in this regard.

Sincerely,

A handwritten signature in black ink that reads "Sandra Thompson".

Sandra Thompson  
Director  
Assistant Secretary to the Tennessee Local Development Authority  
Division of State Government Finance  
Office of the Comptroller of the Treasury



JASON E. MUMPOWER  
*Comptroller*

January 19, 2024

Honorable Tony Burriss, Mayor  
and Honorable Board of Aldermen  
City of Trenton  
309 South College Street  
Trenton, TN 38382

Dear Mayor Burriss and Board of Aldermen:

Thank you for your request. We acknowledge receipt on January 10, 2024, of a request for approval for the City of Trenton (the “City”) to enter into a 20-year loan agreement with the Public Building Authority of the City of Clarksville, Tennessee (the “PBA”) in an amount not to exceed \$1,000,000 (the “PBA Loan Agreement”).

Included with the request letter were certified copies of Resolutions No. 2023-R-20 and No. 2023-R-19, both adopted on December 13, 2023, authorizing the City to enter into a PBA Loan Agreement to finance the construction of the Administration and Warehouse of the Trenton Light & Water Department (the “Project”).

The City published a notice concerning the initial resolution on December 19, 2023 and no petition protesting the incurrence of the indebtedness was filed with officials according to the City’s request letter.

### **Balloon Indebtedness**

The PBA Loan Agreement is considered balloon indebtedness because it has scheduled put options. The City stated in its request letter that it intends to meet the requirements for the State Funding Board’s Blanket Exemption for Approval adopted at its December 16, 2014, meeting (the “Blanket Exemption”). The language in Section 1 of the Resolution No. 2023-R-20 dated December 13, 2023, contains the language necessary to meet the requirements of the Blanket Exemption. The City also indicated it will meet all the other requirements of the Blanket Exemption, as well, in connection with the loan.

### **Purpose, Terms, and Life**

This Project is defined as a public works project in Tenn. Code Ann. § 9-21-105, and the City may enter into a loan agreement with a public building authority under the authority of Title 12, Chapter

January 19, 2024  
City of Trenton

10 of the Tennessee Code Annotated to finance such Project. The submitted certified resolution appears to meet the requirements for entering into such a loan agreement. The maximum term for the loan agreement authorized by the governing body is twenty (20) years. The interest rate is fixed for the first five (5) years. However, the bond purchaser has the option, with not less than 180 days' notice, to put the bond to the PBA or reset the interest rate at five year intervals as described in the loan agreement; therefore, this is a variable rate loan since the interest rate may be reset every five (5) years.

### **Approval**

This letter constitutes approval for the City to enter into the PBA Loan Agreement pursuant to Tenn. Code Ann. § 12-10-109. Our office has relied upon the City's determination of the cost of the public works project.

Please notify us if the City decides not to enter into the loan agreement.

### **Requirements After the Loan Has Been Executed**

Our website contains specific compliance requirements your local government will be responsible for once the loan agreement has been executed: <http://tncot.cc/debt>.

If you should have questions or need assistance, please refer to our online resources on our website or feel free to contact your financial analyst, Adam Tschida, at 615.747.5340 or [Adam.Tschida@cot.tn.gov](mailto:Adam.Tschida@cot.tn.gov).

Sincerely,



Sheila Reed, Director  
Division of Local Government Finance

cc:

Ms. Leigh Reynolds, CMFO, Trenton

Ms. Linda Mooningham, Tennessee Municipal Bond Fund

Ms. Sandi Thompson, Assistant Secretary, Tennessee Local Development Authority

SR:at