IN THE SUPERIOR COURT OF DEKALB COUNTY STATE OF GEORGIA

STATE OF GEORGIA,)_
Plaintiff,	civil action file no. 18C V 11 963-10
v.) BOND VALIDATION
CITY OF BROOKHAVEN, GEORGIA)
Defendant.	
PETITION AND	D COMPLAINT

TO THE SUPERIOR COURT OF DEKALB COUNTY:

THE STATE OF GEORGIA, by and through Sherry Boston, District Attorney of the Stone Mountain Judicial Circuit, in which the City of Brookhaven (the "City") is located, files this petition and complaint against the City, as defendant, and respectfully shows the following facts, to-wit:

1.

The defendant City is a legally created and validly existing municipal corporation of the State of Georgia and is located in DeKalb County. The City Council (the "Governing Body") of the City is the governing body of the City and is charged with the duties of levying taxes, contracting debts and managing affairs of the City. The City is subject to the jurisdiction of this Court. This Court has jurisdiction over the subject matter hereof.

2.

The District Attorney of the Stone Mountain Judicial Circuit was served with a notice (the "Notice to District Attorney") of the calling and holding of an election on November 6, 2018 (the "Election") regarding the issuance by the City of its general obligation

bonds more fully described below (the "Bonds"). The Notice to District Attorney is attached hereto as Exhibit A and is by this reference thereto incorporated herein.

3.

The Governing Body of the City adopted a resolution on July 24, 2018 (the "City Election Resolution") calling the Election. The Board of Registration and Elections of DeKalb County (the "Board of Elections") joined in the notice of the Election. The City Election Resolution is attached to the Notice to the District Attorney and is by this reference thereto incorporated herein.

4.

The Board of Elections published the call of the election (the "Call") and the notice of the election (the "Notice of Election") in *The Champion Newspaper*, the newspaper in which sheriff's advertisements for DeKalb County and the City are published. Publisher's affidavits showing the dates that the Call and the Notice were published are attached to the Notice to the District Attorney and are by this reference thereto incorporated herein.

5.

The Board of Elections appointed the election managers of the Election; the Election was held under the supervision of the director of the Board of Elections (the "Election Supervisor"); the election managers brought up the ballots; and the returns were consolidated in the presence of, and the results were declared and certified by, the Election Supervisor, all as provided by law.

6.

Pursuant to the laws of the State of Georgia, the Election was held in all election districts in the City, and the results of the Election were prima facie in favor of the issuance of the Bonds. The consolidated returns are as follows:

Total number of votes cast FOR the issuance of the Bonds

12,448

Total number of votes cast AGAINST the issuance of the Bonds

8,312

The total number of votes cast in favor of the issuance of Bonds being more than a majority of the registered qualified voters of the City voting at the Election held for that purpose, the Bonds are authorized to be issued.

7.

The Governing Body of the City adopted a resolution on November 27, 2018 declaring the results of the Election (the "Declaration Resolution"). The Declaration Resolution, together with a certified copy of the consolidated election return, is attached to the Notice to District Attorney and is by this reference thereto incorporated herein.

8.

The proceeds of the Bonds will be used to finance the cost of City Council approved Parks and Recreational Master Plans and other related park amenities, equipment and real and personal property useful or desirable in connection therewith, and paying the costs of issuing the Bonds and capitalized interest on the Bonds. The Bonds shall be issued in whole or in part and in one or more series in an aggregate principal amount not to exceed \$40,000,000. The Bonds shall be dated the first day of the calendar month in which the Bonds are issued or the day the Bonds are issued and shall bear interest at rates not exceeding 6.0% per year (based upon a 360-day year comprised of twelve thirty-day months). The principal shall mature (by scheduled maturity or by mandatory redemption) in the years and amounts, as follows:

Year	<u>Amount</u>	<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2020	\$ 775,000	2030	\$1,095,000	2040	\$1,540,000

2021	805,000	2031	1,130,000	2041	1,595,000
2022	830,000	2032	1,170,000	2042	1,650,000
2023	860,000	2033	1,210,000	2043	1,710,000
2024	890,000	2034	1,255,000	2044	1,770,000
2025	920,000	2035	1,300,000	2045	1,830,000
2026	955,000	2036	1,345,000	2046	1,895,000
2027	985,000	2037	1,390,000	2047	1,960,000
2028	1,020,000	2038	1,440,000	2048	2,030,000
2029	1,055,000	2039	1,490,000	2049	2,100,000

Prior to issuing the Bonds, the precise terms, conditions and particulars with respect to the sale, issuance and delivery of the Bonds will be set forth more fully in a resolution or resolutions to be adopted by the City (the "Resolution"). The Resolution will, among other things, establish the interest rates for each maturity within the interest rate limitation specified above, will provide a form for the Bonds, and will provide the terms of their payment, registration and other terms in connection with their issuance and delivery.

9.

In addition, in compliance with Article IX, Section V, Paragraph VI of the Constitution of the State of Georgia, the Resolution will further provide for the assessment and collection of an annual tax sufficient in amount to pay the principal of and interest on the Bonds. When the Bonds are issued, the Bonds will be valid and binding general obligations of the City, and all property located within the territorial limits of the City subject to taxation for general obligation bond purposes will be subject to the levy of an ad valorem tax, unlimited as to rate or amount, to pay the principal of and interest on the Bonds as the same become due.

10.

The City, pursuant to the laws of the State of Georgia, particularly O.C.G.A. Section 36-82-100 (the "Audit Statute"), has elected to waive the independent performance audit or performance review requirement (the "Independent Audit") with respect to the Bonds by including a statement to that effect in the Notice of Election. However, the City will ensure that

the proceeds of the Bonds are expended efficiently and economically as intended by the Audit Statute.

11.

The City has taken all necessary and proper steps to authorize the issuance of the Bonds and desires that all of its actions in connection therewith together with the Bonds and the security therefor be validated and confirmed according to law.

12.

The District Attorney, pursuant to the laws of the State of Georgia, particularly O.C.G.A. Section 9-11-52, waives, in the name of the State of Georgia, the requirement that separate findings of fact and conclusions of law be entered in this action.

WHEREFORE, within 20 days from the date of service of the Notice to the District Attorney, said District Attorney files this petition and complaint in the name of the State of Georgia against the defendant City and prays:

- a. That an order be passed requiring the City, by and through its proper officers, to show cause, if any exist, at such time and place, whether at term time or in Chambers, within the time prescribed by law, as the Judge of this Court may direct, why the Bonds and the security therefor should not be confirmed and validated;
- b. That this petition and complaint and such order as shall be passed be served upon the City, in the manner provided by law;
- c. That this Court adjudicate that the Notice of Election containing the waiver provisions set forth in the Audit Statute is sufficient to exempt the City from the Independent Audit; and
- d. That the Bonds and the security therefor and all actions of the City in connection with the issuance of the Bonds be confirmed and validated in all respects.

EXHIBIT A

STATE OF GEORGIA

COUNTY OF DEKALB

TO THE HONORABLE SHERRY BOSTON <u>DISTRICT ATTORNEY OF THE STONE MOUNTAIN JUDICIAL CIRCUIT:</u>

YOU ARE HEREBY NOTIFIED that pursuant to a resolution adopted by the City Council (the "Governing Body") of the City of Brookhaven, Georgia (the "City") on July 24, 2018, a certified copy of which resolution is hereto attached, made a part hereof and marked Exhibit 1, there was held on November 6, 2018, an election (the "Election") in all the election districts of the City, which lies within the Stone Mountain Judicial Circuit of the State of Georgia. The call of the Election (the "Call") was published in accordance with law. Affidavits of the publisher of the newspapers in which the Call was published, showing the date of publication, are attached hereto, made a part hereof and marked Exhibit 2. The notice of Election (the "Notice of Election") was published in accordance with law. Affidavits of the publisher of the newspaper in which the Notice of Election was published, showing the dates of publication, are attached hereto, made a part hereof and marked Exhibit 3. At the Election, there was submitted to the qualified voters of the City the question of the issuance or non-issuance of not to exceed \$40,000,000 in aggregate principal amount of general obligation bonds by the City (the "Bonds"). All pertinent facts pertaining to the Bonds are shown in detail in the Notice of Election.

The consolidated returns show that the issuance of the Bonds was approved by more than a majority of the qualified voters voting in the Election. The Governing Body of the

City adopted a resolution on November 27, 2018 declaring the results of the Election, a certified copy of which resolution is attached hereto, made a part hereof and marked <u>Exhibit 4</u>. A copy of the Final Certification of Election Results by the Board of Registration and Elections of DeKalb County is attached hereto, made a part hereof and marked <u>Exhibit 5</u>. You are, therefore, notified that the Election resulted in favor of the issuance of the Bonds and that the City desires to issue the Bonds.

This notice is served on you in accordance with the provisions of the laws of the State of Georgia. You are requested to immediately file validation proceedings to confirm and validate the Bonds and the security therefor as by law provided.

This the 27th day of November, 2018.

CITY OF BROOKHAVEN, GEORGIA

زستجيسن

Mayor

Attest:

2

EXHIBIT 1

City Resolution Calling the Election

A RESOLUTION TO REGULATE AND PROVIDE FOR THE CALLING OF AN ELECTION TO DETERMINE THE ISSUANCE OR NON-ISSUANCE OF CITY OF BROOKHAVEN GENERAL OBLIGATION BONDS; TO PROVIDE FOR THE DATE, MAXIMUM RATE OF INTEREST AND SCHEDULE OF MATURITIES THAT SAID BONDS SHALL BEAR; TO PROVIDE FOR THE LEVY AND COLLECTION OF TAXES TO SERVICE SAID BONDED INDEBTEDNESS, IF SO AUTHORIZED; AND FOR OTHER PURPOSES

WHEREAS, the Council (the "City Council") of the City of Brookhayen, Georgia (the "City") has caused a thorough study to be made of the need for park and recreational facilities and other related amenities, equipment and real and personal property useful or desirable in connection therewith (collectively, the "Projects"), and such investigation discloses the urgent need for such Projects; and

WHEREAS, the City Council has determined that the most feasible plan for providing funds to finance the costs of the Projects is for the City to issue its general obligation bonds, in one or more series and in an aggregate principal amount not to exceed \$40,000,000 (the "Bonds"), pursuant to the Constitution and laws of the State of Georgia; and

WHEREAS, the City Council has created an initial list of Projects provided herein as Attachment "A" that will govern the expenditure of the bond proceeds; and

WHEREAS, under the Constitution and laws of the State of Georgia, it is necessary to submit to the qualified voters of the City the question of whether or not the Bonds should be issued for the purpose of financing the Projects.

NOW, THEREFORE, BE IT RESOLVED by the City Council, and it is hereby resolved by authority of the same, as follows:

Section 1. <u>Call for Election.</u> There is hereby called to be held in all the election districts in the City, on November 6, 2018, an election (the "Election") for the purpose of submitting to the qualified voters of the City the question of whether the Bonds should be issued for the purpose of financing the cost of the Projects, and paying the cost of issuing the Bonds and capitalized interest on the Bonds. The Bonds, if so authorized, may be issued in whole or in part and in one or more series. The Bonds shall be dated the first day of the calendar month in which the Bonds are issued or the day the Bonds are issued and shall bear interest at rates not exceeding 6.0% per year (based upon a 360-day year comprised of twelve thirty-day months). The principal shall mature (by scheduled maturity or by mandatory redemption) in the years and amounts, as follows:

<u>Year</u>	<u>Amount</u>	Year	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2020	\$775,000	2030	\$1,095,000	2040	\$1,540,000
2021	\$805,000	2031	\$1,130,000	2041	\$1,595,000
2022	\$830,000	2032	\$1,170,000	2042	\$1,650,000
2023	\$860,000	2033	\$1,210,000	2043	\$1,710,000
2024	\$890,000	2034	\$1,255,000	2044	\$1,770,000
2025	\$920,000	2035	\$1,300,000	2045	\$1,830,000
2026	\$955,000	2036	\$1,345,000	2046	\$1,895,000
2027	\$985,000	2037	\$1,390,000	2047	\$1,960,000
2028	\$1,020,000	2038	\$1,440,000	2048	\$2,030,000
2029	\$1,055,000	2039	\$1,490,000	2049	\$2,100,000

The Bonds may be made subject to redemption prior to maturity upon the terms and conditions to be determined by the City Council.

- Section 2. <u>Form of Ballot</u>. The ballot to be used in the Election shall be substantially in the form set forth in Notice of Election attached as <u>Exhibit A</u> hereto (the "Notice of Election").
- Section 3. Manner of Election. The Election shall be held in accordance with the election laws of the State of Georgia and any other applicable laws (the "Election Laws"). The returns of the Election shall be made to the City and the Board of Elections of Dekalb County (the "Elections Board"), who shall, in the presence of and together with the several managers of the polls, bring up the returns, consolidate the returns and declare the results of the Election in the manner required by law.
- Section 4. Publication of Call and Notice of Election. A Call of the Election substantially in the form attached as Exhibit B hereto (the "Call") shall be published in The Champion Newspaper, the newspaper in which sheriff's advertisements for the City and Dekalb County, Georgia are published (the "Legal Organ"), at least 90 days preceding the Election. The Notice shall be published in the Legal Organ at least 30 days preceding the Election and once a week thereafter up to and including the week before the Election.
- Section 5. Notice to Elections Board. The City Clerk is hereby ordered and directed to forthwith furnish the Elections Board with a duly certified copy of this resolution with a request that the Elections Board join in the call of the Election and take any and all actions required to hold the Election in accordance with the Election Laws.
- Section 6. <u>Tax Levy</u>. Should the Bonds be authorized by the requisite number of qualified voters, the City Council shall levy a tax upon all the property subject to taxation for general obligation bond purposes within the City sufficient in amount to pay the principal of and the interest on the Bonds as the same shall become due.

STATE OF GEORGIA COUNTY OF DEKALB CITY OF BROOKHAVEN

RES 2018-07-03

- Section 7. <u>Brochures.</u> Any brochures, listings or other advertisements issued by the City or any other person, firm, corporation or association with the knowledge and consent of the City, shall be deemed to be a statement of intention of the City concerning the use of the proceeds of the Bonds; and such statement of intention shall be binding on the City in the expenditure of any such Bond funds or interest received from such Bond funds which have been invested.
- Section 8. <u>Bond Audit Waiver.</u> The City Council waives the independent performance audit or performance review referred to in O.C.G.A. §36-82-100.
- Section 9. General Authority. The proper officers, employees and agents of the City are hereby authorized to take any and all further actions as may be required in connection with the Election.
- Section 10. Repealer. Any and all resolutions or parts thereof in conflict with this resolution this day passed be and they are hereby repealed.
- Section 11. <u>Effective Date.</u> This resolution shall take immediate effect upon its adoption.

[Remainder of Page Intentionally Left Blank]

ADOPTED AND APPROVED this 24th day of July, 2018.

CITY OF BROOKHAVEN, GEORGIA

John Action Ernst, Jr.

(SEAL)

Attest:

Susan Hiott, City Clerk

Approved as to form:

Christopher D. Halch

City Attorney

EXHIBIT A

NOTICE OF BOND ELECTION

TO THE QUALIFIED VOTERS OF THE CITY OF BROOKHAVEN, GEORGIA

YOU ARE HEREBY NOTIFIED that on November 6, 2018, an election will be held in all of the election districts of the City of Brookhaven, Georgia (the "City"), at which election there will be submitted to the qualified voters of the City the question for their determination of whether the City should issue general obligation bonds, in one or more series, in an aggregate principal amount not to exceed \$40,000,000 (the "Bonds"), for the purpose of financing the cost of the projects listed in the form of the ballot below, and paying the cost of issuing the Bonds and capitalized interest on the Bonds.

The Bonds, if so authorized, may be issued in whole or in part and in one or more series. The Bonds shall be dated the first day of the calendar month in which the Bonds are issued or the day the Bonds are issued and shall bear interest at rates not exceeding 6.0% per year (based upon a 360-day year comprised of twelve thirty-day months). The principal shall mature (by scheduled maturity or by mandatory redemption) in the years and amounts, as follows:

<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2020	\$775,000	2030	\$1,095,000	2040	\$1,540,000
2021	\$805,000	2031	\$1,130,000	2041	\$1,595,000
2022	\$830,000	2032	\$1,170,000	2042	\$1,650,000
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2027	\$985,000	2037	\$1,390,000	2047	\$1,960,000
2028	\$1,020,000	2038	\$1,440,000	2048	\$2,030,000
2029	\$1,055,000	2039	\$1,490,000	2049	\$2,100,000

The principal of and interest on the Bonds shall be payable in lawful money of the United States of America at a bank or banks to be designated later.

Voters desiring to vote for the issuance of the Bonds shall do so by voting "YES" and voters desiring to vote against the issuance of the Bonds shall do so by voting "NO" as to the questions propounded substantially as follows:

"Shall general obligation bonds for Park and Park Improvements in an aggregate principal of up to \$40,000,000 be issued by the City of Brookhaven, Georgia for the purpose of financing the cost of the Citizen driven and City Council approved Park and Recreational Master Plans and other related park amenities, equipment, and real and personal property useful or desirable in connection the parks therewith?"

The several places for holding said election shall be in the regular and established election districts of the City, and the polls will be open from 7:00 A.M. to 7:00 P.M. on the said date fixed for the election. Those qualified to vote at said election shall be determined in all respects in accordance and in conformity with the laws of the State of Georgia.

The last day to register to vote in this election shall be October 9, 2018.

Those residents qualified to vote at said election shall be determined in all respects in accordance with election laws of the State of Georgia.

Any brochures, listings or other advertisements issued by the City or by any other person, firm, corporation or association with the knowledge and consent of the City, shall be deemed to be a statement of intention of the City concerning the use of the proceeds of the Bonds; and such statement of intention shall be binding on the City in the expenditure of any such Bond funds or interest received from such Bond funds which have been invested.

Pursuant to O.C.G.A. Section 36-82-100, the City notifies all interested parties that no independent performance audit or performance review (the "Bond Audit") will be conducted with respect to the Bonds. However the City will continue to ensure that Bond proceeds are expended efficiently and economically, as intended by the Bond Audit.

This notice is given pursuant to joint action of the City Council and Board of Elections of Dekalb County.

CITY OF BROOKHAVEN, GEORGIA

John Arthur Ernst, Jr.

Mayof

BOARD OF ELECTIONS OF DEKALB, COUNTY

Juman. If the second

His-Chairman Supervisor

EXHIBIT B

NOTICE OF CALL OF BOND ELECTION

TO THE QUALIFIED VOTERS OF THE CITY OF BROOKHAVEN, GEORGIA

YOU ARE HEREBY NOTIFIED THAT the City of Brookhaven, Georgia (the "City") and the Board of Elections of Dekalb County have called an election in all of the election districts of the City, to be held on November 6, 2018, at which election there will be submitted to the qualified voters of the City the question for their determination of whether the City should issue general obligation bonds, in one or more series, in an aggregate principal amount not to exceed \$40,000,000 (the "Bonds"), for the purpose of financing the cost of City Council approved Park and Recreational Master Plans and other related park amenities, equipment, and real and personal property useful or desirable in connection the parks therewith, and paying the cost of issuing the Bonds and capitalized interest on the Bonds.

The several places for holding said election shall be in the regular and established election districts of the City, and the polls will be open from 7:00 A.M. to 7:00 P.M. on the said date fixed for the election. Those qualified to vote at said election shall be determined in all respects in accordance and in conformity with the laws of the State of Georgia.

The last day to register to vote in this election shall be October 9, 2018.

Those residents qualified to vote at said election shall be determined in all respects in accordance with election laws of the State of Georgia.

Any brochures, listings or other advertisements issued by the City or by any other person, firm, corporation or association with the knowledge and consent of the City, shall be deemed to be a statement of intention of the City concerning the use of the proceeds of the Bonds; and such statement of intention shall be binding on the City in the expenditure of any such Bond funds or interest received from such Bond funds which have been invested.

Pursuant to O.C.G.A. Section 36-82-100, the City notifies all interested parties that no independent performance audit or performance review (the "Bond Audit") will be conducted with respect to the Bonds. However the City will continue to ensure that Bond proceeds are expended efficiently and economically, as intended by the Bond Audit.

RES 2018-07-03

This notice is given pursuant to joint action of the City Council and the Board of Elections of Dekalb County.

CITY OF BROOKHAVEN, GEORGIA

John Arthur Linet, Jr.

Mayor

BOARD OF ELECTIONS OF DEKALB COUNTY

ly: <u>22</u>3

7/31/18

Its-Chairman/Supervi:

RES 2018-07-03

CLERK'S CERTIFICATE

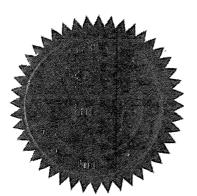
The undersigned Clerk of the City of Brookhaven, Georgia (the "City") DOES HEREBY CERTIFY that the foregoing pages of typewritten matter constitute a true and correct copy of a resolution passed by the Council of the City at a meeting duly held on July 24, 2018, which meeting was open to the public and at which a quorum was present and acting throughout, and that the original of said resolution appears of record in the Minute Book of the City, which is in my custody and control.

Witness my hand and seal of the City, this 24th day of July, 2018.

Clerk

Susan Hiott City Clerk

(SEAL)



ATTACHMENT A Park Master Plan Projects

Park	Total Cost
Ashford Park	\$1,943,954
Blackburn Park	1,279,810
Briarwood Park	7,013,100
Brookhaven Park	6,000,000
Lynwood Park	10,977,393
Murphey Candler Park 1	8,984,138
Systemwide	3,470,000
Projects Total	\$39,668,394
Issuance Cost	595,026
Estimated Total	\$40,263,420

ASHFORD PARK

Description	Total Cost
Splash Pad / Granite Seat Walls	\$ 1,040,000
Site Drainage	76,875
Site Grading	68,250
Demolition	66,750
Erosion and Sediment	42,725
Site Furnishings	30,300
Perimeter Fencing	25,700
Site Utilities and Lighting	21,500
Final Grading/Clean Up	15,200
Subtotal	\$1,387,300
General Conditions and Services	167,863
Final Subtotal	\$1,555,163
25% Contingency	388,791
ESTIMATED TOTAL	\$1,943,954

BLACKBURN PARK

Description	Total Cost
Blackburn Park Marquee Fencing	\$350,000
Solar Canopy	75,000
Site Furnishings	67,125
Site Landscaping - Shade Trees and Ornamental Trees	101,250
Blackburn Parking Renovation	261,970
Subtotal	\$855,345
General Conditions and Services	168,503
Final Subtotal	\$1,023,848
25% Contingency	255,962
ESTIMATED TOTAL	\$1,279,810

BRIARWOOD PARK

Description	Total Cost
Renovate Community Center Building	\$ 1,500,000
Pool Renovation	1,290,000
Community Garden	370,000
Tennis Court Lighting	290,000
Parkwide Multi Use Trail	283,220
Site Grading	210,000
Wood Bridge - Northeast Trail location	210,000
Recreation Center Parking Renovation	173,295
Demolition	112,000
Erosion and Sediment	86,850
Community Center Sidewalks and Entrance Ronovation	73,180
Outdoor Classroom - Southwest Trail location	41,250
Site Landscaping	41,250
Site Furnishings	39,450
Final Grading/Clean Up	19,000
Asphalt Striping near Tennis Courts	16,150
Subtotal	\$4,755,645
General Conditions and Services	854,835
Final Subtotal	\$5,610,480
25% Contingency	1,402,620
ESTIMATED TOTAL	\$7,013,100

BROOKHAVEN PARK

Description	Total Cost
Master Plan Improvements	3,200,000
Final Subtotal	\$3,200,000
25% Contingency	800,000
Land Acquisition (Front Half)	2,000,000
Total	\$6,000,000

LYNWOOD PARK

Description	Total Cost
Lap Pool- Lazy Brook	\$ 4,879,050
Open Space Field (Turf Field)	1,257,100
Site Grading	442,650
Site Landscaping	373,100
Parking lot renovation - Osborne Rd. Entrance	174,925
Erosion and Sediment	163,434
Drop off driveway	156,380
Demolition	152,600 ·
Site Utilities	64,750
Lynwood Recreation Center Connection	49,175
Final Grading/Clean Up	38,000
Site Furnishing	18,600
Woodland Cleanup/Tree Removal	15,000
Subtotal	\$7,784,764
General Conditions and Services	997,150
Final Subtotal	\$8,781,914
25% Contingency	2,195,479
Total	\$10,977,393

Murphey Candler Park 1

Description	Total Cost
Boardwalk	2,550,000
New Community Building	1,250,000
Renovate Current Park Perimeter Trail	801,750
Parking	800,000
Murphey Candler Park 1	300,000
Horseshoe Playground and Parking	225,000
Horseshoe Parking Greenspace Area	108,750
Subtotal	\$ 6,035,500
General Conditions and Services	1,151,810
Final Subtotal	\$ 7,187,310
25% Contingency	1,796,828
ESTIMATED TOTAL	\$ 8,984,138

SYSTEMWIDE

Description	Total Cost	
Capital Project Management		1,250,000
Murphey Candler Lake Dredging		1,000,000
Invasion Plant Removal/Ornamental Tree Beautification		1,000,000
Park Security (fencing, cameras, wi-fi, etc.)		220,000
Final Subtotal	\$	3,470,000
25% Contingency		0
ESTIMATED TOTAL	\$	3,470,000

EXHIBIT 2

Publisher's Affidavits for Call of Election

Susan D. Hiott, MMC City Clerk City of Brookhaven 362 Peachtree Rd. Brookhaven, GA 30319

STATE OF GEORGIA COUNTY OF DEKALB

Personally appeared before me, the undersigned, a Notary Public within and for said county and state, John A. Hewitt, Chief Operating Officer of The Champion Newspaper, published at Decatur, County of DeKalb, State of Georgia, and being the official organ for the publication of legal advertisements for said county, who being duly sworn, states on oath that the report of:

"NOTICE OF OF BOND ELECTION, TO THE QUALIFIED VOTERS OF THE CITY OF BROOKHAVEN, GEORGIA was published in said newspaper on the following dates: Aug. 2, 2018 and Aug. 9, 2018 as a legal notice and Aug. 2, 2018 as a display ad.

JOHN A. HEWLTP, COO

Sworn to and subscribed before me this November, 26, 2018

commission expires September 6, 2022

THE CHAMPION NEWSPAPER
THE OFFICIAL LEGAL ORGAN OF DEKALB COUNTY



330-414248 8/b Major Spill Notice:
1865 Sassinger Road, Dacektar, GA
On July 21, 2018, DeKaib Goush pursuant to
EPD 391-3-6-05 of a 26,400 gaston and self-a-do to a 26,400 gasen, wastewater spill that occurred on 7,2112014, at 8:09 hours, at ++165 snapfinger Road, Decatur, GA into an unnamed tributary of Cobbs Creak++. The spill was due to a storm event and heavy infiltration which caused a markole to spill on a 724 season within. The ambient was which caused a manhole to spill on a 24" sewer main. The problem was corrected on July 21, 2018 at 9.45 hours when the sewer main was un-plugged to unstop the line end nor-mal flow was restored.

MBI BOW WAS 1954C19G.
330-414272 8726
HOTICE OF ASSEMBLY
COMMUNITY IMPROVEMENT
DISTRICT
ELECTION & BOARD MEETING

NOTICE IS HEREBY GIVEN as provided in the DEXALB COUNTY COMMUNITY IMPROVEMENT DIS-TRICT ACT OF 2008 (Ga. L. 2008, p. TRICT ACT OF 2008 (a. L. 2008, p. 397) that a casulus of Electors of the Assembly Community Improvement District (CIO) shall be held on the 5th day of August 2018 at Doraville Sixty Construction Trailer - 5301 Papachies Road, Daraville, CA 30341. The purpose of the caucus is to be filled at this meeting are years 2, 5, and 7. Recistration for the electric shall be Recistration for the electric shall be Registration for the election shall be held from 8:00 A.M. to 8:30 A.M. Voling will occur immediately thereafter Each Elector who has arrived at the registration table by 8:30 A.M. and has registered shall be able to vote. has registant shall be able to vole. No absentes voling is permitted. A map of said Cethric is on file with the Devialb County Commission Class. Electors, as designated under the CID Act, are invited to attend and oast their voles. The board meeting will be hold immediately after the voling has ended. -- Caucus of Electors of the As-

sambly Community Improvement Dis trict /B/9/2018---

30-414287-82.898 NOTICE OF CALL OF BOND ELECTION TO THE CULLIFIED VOTERS OF THE CITY OF BRODOWNER,

GEORGIA YOU ARE HEREBY NOTIFIED THAT the City of Brookhaven, Georgia (the "City") and the Board of Elections of Dekaib County have called an elec-tion in all of the election districts of sion in all of the election districts of inte City, to be held on November 6, 2018, at which election them will be submitted to the qualified voters of the City the question for their determination of whether the City though dissue general obligation bonds, more or more series, in an aggregate principal amount not to excess 349,000,000 (the "Bonds"), for the purpose of financing the cost of City Dountel approved Park and Recreational Master Plans and other resided ask amendities, augitement, and auona waster rienz and other re-lated park amenities, equipment, and real and personal property useful or desirable in connection the parks therewith, and paying the cost of is-suing the Bonds and capitalized in-terest on the Bonds.

terest on the Bonds. The several places for holding said selection shall be in the regular and established election districts of the CRIJ, and the posts will be open on 7.00 A.M. to 7.00 P.M. on the said date fixed for the election. Those qualified to vote said election shall be determined in all respects in accordance and in conformity with the cordance and in conformity with the laws of the State of Georgia,

The last day to register to vote in this election shall be October 9, 2016. Those residents qualified to vote at said election shall be determined in all respects in accordance with elec-tion laws of the State of Georgia. Any brechures, listings or either advertisements issued by the City or by any other person, fem, corporation of association with the knowledge and consent of the City, shall be de to be a statement of intention to be a statement of intention of the City concerning the tree of the pro-ceeds of the Bonds; and such state-ment of intention shall be binding on the City in the expenditure of any such Bond hands or intensit received from such Bond hands which have been invested.

pean invested.
Pursuant to O.C.G.A. Section 36 82 100, the City notifies all interested parties that no independent perform-

ence audit or performance review (the Band Audit) will be conducted with respect to the Bonds. However, the City will continue to ensure that Band proceeds are expended eth-ciently and economically, as inten-ded by the Band Audit. ++Park and Recreational Muster ++Park and Recreational Muster ++Park and Recreational Muster Planai 11/6/2018++

330-414288 8/2,9/13/6 330-414288 82,9739 NOTICE OF REFERENCIAM CONCERNING THE SALE OF ALCOHOLIC BEVERAGES BY THE DRINK ON SUNDAYS WITHIN THE

DRINK ON SUNDAYS WITHIN THE CITY OF BROOKHAWE.

TO THE QUALIFIED VOTERS OF THE CITY OF BROOKHAVEN, GEORGIA YOU ARE HEREBY NOTIFIED that no November 6, 2018, an election will be held in all of the election districts of the City of Brookhawen, Carmina of the City of of the City of Brookhaven, Georgia (the "City"), at which election there will be submitted to the qualifier voters of the City the question for their determination of whether the City should emend section 4-302 of only pricinal amend second 4-suc of the Code of the City of Brookhaven to allow for the sale of beer, wine, and distilled spirits for on-premises con-sumption at restaurants within the

distilled spirits for on-premises con-sumption at restaurants within the City of Brookhaven. Voters desiring to vote for the amendment to the Code shall do so by voiting "YES" and voters desiring to vote against the amendment to the Code shall do to by voting "NO" as to the question propounted substan-tiative as fellows.

the question propounted substan-tially as fellower: authority of the City of Bhookhaven be authorized to permit and regulate Sunday sales of distilled spirits or alcoholic bever-ages for beverage purposes by the drink from \$1:00 A.M. to \$239 P.M. The several planes for holding said seldion shall be in the regular and established election districts of the established election districts of the City, and the polls will be open from 7:00 A.M. to 7:00 P.M. on the said date fixed for the election. Those qualified to vote at said election that

THE SALE OF ALCOHOLIC SEVERAGES BY THE DRINK ON SUNDAYS++

Deark ON SURLAYSON

30-41429 8/29

Decide DeKith Development Authority will conduct a ~Boxrd Meeting on Thursday, August 9, 2018 at 8:30 an +- The meeting will take place at Task Force for Global Health, 325 Swenton Way, Occatur, GA 30030

330-414363 8/2 jb City of Deraville PUBLIC MEETING

PUBLIC MICE 1995
Notice is hereby given by the City of Corsells that a Public Meeting on the following items will be held by the Doravilla City Council in the Council Chambers as noted below:

Location: Doravilla City Hall, 3725 Park Avanna, Doravilla, GA 30340 Data & Time: Monday, August 20, 2018 at 6:30pm

AM ORDMANCE OF THE MAYOR AND COUNCIL OF THE CITY OF DORAVILLE, GEORGIA, A-TO AMENO GHAPTER 3 (ALCOHOLD BEVERAGES) AF OF THE CITY'S CODE OF ORDINANCES, TO ROVIDE FOR THE SALE OF ALCOHOLIC BEVERAGES WITHIN THE ASSEMBLY DISTRICT. TO THE ASSEMBLY DISTRICT: TO PROVIDE FOR AN EFFECTIVE DATE: AND FOR OTHER PUR-

AN ORDINANCE OF THE MAYOR - AN ORDINANCE OF THE SAYOR AND COUNCIL OF THE CITY OF DICKAMLE, GEORGIA, TO AMEND CHAPTER 3 (ALCOHOLIC BEVERACES) TO PROVIDE FOR THE LICENSING OF BREWPURS, BREWPERS, AND MICRORESWERIES, TO PROVIDE FOR AN EFFECTIVE DATE, AND FOR OTHER PURPOSES

AN ORDINANCE OF THE MAYOR AND COUNCIL OF THE CITY OF DCRAVILLE, GEORGIA, TO AMEND CHAPTER 3 FALCOHOLD SEVER-AGES*), CHAPTER 17 (STREETS AND SIDEWALKS), AND CHAPTER 12 (CRIMER AND OFFENSS), TO ALLOW FOR THE ISSUANCE OF

SPECIAL EVENT ALCOHOL LI-CENSES; TO PROVIDE FOR RE-PEAL OF CONFLICTING ORDIN PEAL OF CONFICUING OWNER
ANCES, TO PROVIDE FOR AN ADOPTION AND EFFECTIVE CATE:
TO PROVIDE FOR CODIFICATION,
AND TO PROVIDE FOR OTHER
LAWFUL PURPOSES

330-414354 8/2,9/13,10/25,10/16 PUBLIC NOTICE OF ELECTION

PUBLIC NOTICE OF ELECTION.
Notice is hereby given that an November 6, 2018, in conjunction with the Coneral Election, there shall be and utested in the Cities of Avonatele Estatas, Brookhaven, Chamblee, Clarkston, Decastur, Deraville, Durwoody, Stens Mountain, Tucker and in Unincerportable Dekillo County, Georgie an election for the purpose of submitting the question as to permitting and regulation. question as to permitting and regulat-ing Sunday sales of alcoholic beverages for consumption on premises from 11.00 AM to 12:30 PM, as provided by Act 461 of the 2017-2018 Recular Session of the Georgia Genrequise season of the Georgia Get-eral Assembly, as cooked in O.C.G.A § 3-3-7. The ballot shall have written or printed thereon the words specific to governing authorities saled above:

Shall the governing authority of the above named city/county be authorited to permit and regulate alcoholic beverages for beverage purposes by the crink from 11:00 AM to 12:30 PM 2

**SINDAY BRUNCH BUT **

Public Sale

413887 7/26,8/24X HOTICE OF PUBLIC SALE

To satisfy the owner's storage ten. PS Orange Co. Inc. will sell at public lien sale on August 14, 2015, the perien was on mague 19, 2010, are a sonal property in the below-lated unds, which may include but are not firmled to: household and personal imited to: household and personal items, office and other equipment. The public sale of these dems will be-gin at 09:30 AM and continue until all

onto are sort.
PUBLIC STORAGE # 08392, 4300 Peachtree Road NE, Atlanta, GA 30319, (404) 480-3893 Time: 09:30 AM

Innet (ESS) AM
1024 - Jenkens, Anya: 1161 - Colbert,
Clevon; 1255 - Robinson, Deume;
1367 - Solb; Vasalin; 1399 - Williams, Inex; 2045 - Johnson, McX;
1367 - Solb; Vasalin; 1399 - Williams, Inex; 2045 - Johnson, McX;
1315 - Bryant, Jennifer; 2241 - HERNGUIST, TIMOTHY; 2272 - Part, Kimanna; 3030 - Mac, Yang;
1336 - Guterroz, Ad
1336 - Morrison,
Maich; 0325 - Ndinya; Chaldy, 0407
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Andrew, 1199 - Geran, Camonos, Koro - Williams, Shantel PUBLIC STORAGE # 25937, 1750 Montreel Cir, Tucker, GA 30084, (678) 256-3954 Time: 10:30 AM

Time: 10:30 AM
A121 - Cotton, Sherman; A143 Cotton, Sherman; A143 Cottine, Atashia; A152 - Wyman,
Elizabeth, B081 - Ebridge, Codm; E175 - Robinsan, Lonnie; F082 Goober, Phillip; F101 - Vennable,
Fecols; G031 - Jovenport, Jordan,
G037 - Johnson, Bentla; G044 Pittman, Claricas;
PUBLIC STORAGE # 00509, 1438
Montreal Road, Tucker, GA 30084,
(673) 304-385.
Time: 10:45 AM
Time: 10:45 AM

E047 - Neal, Antonio, E159 -Cheryl, G063 - Madana, Raul untonia; E159 - Walker,

PUBLIC STORAGE # 20491, 3400
Euryanevella Hwy, Tecker, GA
30084, (678) 801-8672
Tinper 11:00 AM
A097 - Farley, Marc; A102 - Greany,
Monsyks, A116 - Slokes, Antono,
A144 - Leonard, Arinda; A165 Isana, Shane; A187 - Mitchel, Gery,
B010 - Johnson, Stanley, 8011 dispessin, Kesha; 8020 - Reddcas,
Olic; B021 - McShan, Aslonettic;
B053 - Robinson, Domno.

Obe; 8021 - McShan, Antenette; 8063 - Robinson, Osemor. To astaty the owner's storage ice, PS Grange Co. lac was self at point of the property in the below-lated units, which may micute but are onlimited for household and personal items, office and other equipment. The public sale of these films with Day na 109.20 AM and continue units as colds are sold. units are sold.
PUBLIC STORAGE # 08050, 840

Hembrick Road, Stone Mountain, GA 30063, (404) 445-0091 Time: 09:30 AM 02:16 - Cockrem, Danzel; 03:04 -

Roberta, A212 - Chaney, Larry, A260 - Foster, David, B003 - Laporte Sandra, B063 - Slovell, John, C068

Reborts, 2212 - Channy, Lurry, A255 - Foster, David, B003 - Lugarte, Sandra, B063 - Slovall, John, C064 - Norwood, Shavone, D013 - Small, Lacent, D024 - Adoms, Imad; D025 - Clay, Kim, C085 - Fisher, Shareose Public of TORAGE & 08051, 2800 Mauntain Industrial End, Tuchar, GA 30084, (673) 5674787
Time: T100 AM
1014 - Lee, Tork 0150 - Evans, Arthur, U218 - Jackson, Erica, 0962 - Douglas, Wiland, 9044 - Moor, Ender of the end. All soften are building that are subject to concellation. We reserve the right to receive the reserve the right to receive the reserve the right to reparate that on the unit of the present ends. However, and the property must secure the units with the range prosonal tocks. To dam tax-enert etable, or price the Enders Introduced Enders of Colam Severent etable, or price the Enders of the Colam Severent etable, or price the Enders of the Colam Severent etable, or price the Enders of the Colam Severent etable, or price the Enders of the Colam Severent etable, or price the Enders of the Colam Severent etable, or price the Enders of the Colam Severent etable, or price the Enders of the Colam Severent etable, or price the Enders of t own personal locks. To claim lex-ex-emptistatus, original RESALE centro also for each opace purchased in re-quired. Deted the 26th of July and the 2nd of August, By PS Orangeco, Inc., 701 Western Avenue, Glendale, CA 91201, (818) 244-80

340-413888 7725 872-X NOTICE OF PUBLIC SALE:

The following self-storage Cube con-tents containing bousehold and other goods will be sold for cash by CubeSmart #0384, 3831 Redwing Cross, Decator, GA 30032, to salest, a jon on ++August 9, 2018 at approx 200 PM++ at

www.deregetreau.ren.com. Caba Nama 1006 Married Barks 1606 Melontes Banka 1609 Jognessa Jones 1686 William Benka 1609 PCC of Allanta 1111 Meliahay Towns 1135 Belly Walkina 1135 Jamesha Belta 122 Gora Lewis 1227 1228 Challegte St 1238 Michael Jonesa 1246 Pindrey Dentay 1240 Rodney Donlow 1275 Helen Armond 1286 Delcenie Lewren 1300 Asilysh Bernork 1304 Mitray Stacey 1331 Start L Maidon 1372 Ronda Maidonado 140 Jean Etenne 150 Carps Williams 191 Minnin Montors

191 Methis Memord 21 Yvetta Dilbon 214 Tammia James 247 Wilsom Alem 214 Tammia James 247 Wilsom Alem 288 Rick Sertein 319 Middayd Brooks 320 Paul Vaughn 332 Benjamin Rice 349 Evette Tata 365 Pamele Hopgood 374 Anthony Watson 399 Donna Lawrenza 433 Trenze Garena

433 Tranze Gavens 447 Debbre Butter 454 Donzei Gipson 461 Trna Lamer 456 Brigette Wester 502 Case Woodard 505 Victo Leigh White 516 Reena W 520 Antenn Banks 546 I sanutai si

658 Mowifina Mchamma 63 Deborah & John Grant 687 Cory D, Williams

707 Jaremy Stort 736 K Lendacy

818 Wanda Va

821 Linda Hom 855 John Ruhi

600 John Kun 682 Mile Peole 902 Mile Mason 922 Terry Edwards

929 Marqueta Edm

982 Clarice Alexander

990 Rosyn A. Allson

P-04 Consuelo Weaver

340-413889 7725,8726

ing location:

All cubes contain household goods

According with CCGA 40-11-2, the following vehicle is abandoned and achedised for PUBLIC AUCTION on +-8/3/2018@ 10.00AM++ at follow-

Search for Owners

973 Sarah Harper

736 K Lendary 787 Chiqura Saddin 788 Jeannette Germ

0216 - Goodrum, Denzui; 0308 - Rosa, firste, 0511 - 4101e, nisipie, costa Chester, Shaneka, 0140 - 5053 - Chester, Shaneka, 9145 - jackson II, jomes, 0333 - Wiley, Cammon, 0340 - MWANKWO, BRICAM, 0346 - Adams, A-Shan, 1040 - Kirk, Mchael, 5281 - Rives, Twols PUBLIC STORAGE # 00516, 1844 Man Industrial Bivd, Tucker, GA 30084, (673) 486-5104 Time: 1030 AM

Tene: 1030 AM A022 - Dupervil, Esther, A042 -Franklin, Náka; A049 - Wiston, Joyce; A053 - Rosera, Akás; A062 - Bethel, Kyro; A068 - Hollsky, Jo; A080 -Greene, Zakiru; A121 - Johnson,

Summeria Trucke LLC 4215 Thurman Rd. Sto E Conkey, GA 30268 1994 Ford Brenco 18mm/15h4rt.b49050 According with OCGA 40-11-2, the following vehicles are ebandoned and will be scheduled for pushe siction at a litter date if unclaimed:

st 14, 2018 & August 15.

Carrier Express LLC 4496 Jackem Ridge Court Libraria, GA 30038 2010 Marcedes 6550

wddng7552aa313769

Southern Trock Parts Performance Solution Trick Par LLC dos Solutions 3502 Morecand Ave. Conley, GA 30266 1989 Peterbuik Com Exposebrake 280563

340-413950 7/26,8/2b ROTICE OF SALE Pleasentidale Self Storage, pursuant to the Georgia Self Storage Act, 10-4-213, shall conduct a public sale of the following units at 3510 Pleasentidale following units of 3310 Pineantholis Road, Atlantis, GA 30340; 770, 492, 3333; "+After 2 p.m. on Throadby, August 3, 2014+*. All bids will be accepted online through www.selfstorpage.subanc.com. Pleas-antales ball Storage reasons deale right to withdraw ands from each sale and reject any bid. Toma of sale are cash or money order any. The follow-ing units will be said:

045 Dwight Pelty - Mattress, yacism, bales, begs, cooler, badding, bloor, lemp
975 Terres Groham - couch, io

sest, boxes, microware, american gal doë, boss, Lags, clothes • 100 Joanne Simmons • Boxes,

totics, shoes, back pack, hand bag, personal items

123 Zachariah Cilton - Fax machine, lugginge, books, shoes, ciolhes, bags, lutes • 144 Terrance Volenes • Bags,

Sean John brand lacket, briefcase ranoms • 214 Brandon Dowlang - Baga, cloth-

ang, weeks, strongers, james, posterior ans, buggeste 338 for Kely - Clothes, hanpers, boxes, toles, bags, hammer 363 Kristen Goolsby - Mottress,

buxes, totes, desk, chair, headboard, table, ahous, hamburs, entertainment center, dothes, back packs, household goods, talevision, cleaning

products
- 366 Cerny Evans - 3 x mattress,
bookshelf x 2, large television, Ab
Lounge XL workest machine, dress-

340-41391 7/26,8/26k
NOTICE OF PUBLIC SALE
OF PERSONAL PROPERTY
Notice is hereby given liftst Extra
Space Storage will set at public supbor on +408/18/2018 at 11:00am++
1 the attempt hereby the network all the elerage faculty asted below, to satisfy the item of the owner, person-as property described below belong-ing to those individuals listed below at location indicated: Extra Space Storage 735 Hambrick Rd

Stone Mountain, GA 30083 204.209.3191 404-209-3181
The personal goods stored therein by
the lossewing may include, but are not
similed to general household, fur-niture, boxes, clothes, and appli-

A29 Pene Davis household items A29 Robert B Davis household items H01 Deborok Reid beds, baxes, bys F33 Shawniko White beds, soles and

boxees G14A Kimberely MijCollium 10 bexes twin bed, dresser, nightstand H43 Michael Jones Household Rems 143 Microil Jones Household Items 124 Sheraye Smith clothes and couches, household Items G20 Vincent Luces-Statements softs. tables, shelving, washer dryer, Indge,

E82 LaQuinton Mills Furniture and cot Latination was Furniture and house hold items
ES2 Laginton Mills Furniture and house hold items
H911 Kevin Rutiff Codines and Boxes
H53 Youands Tarrell Washer, dryer not beands farrer waters, wys and other house hold goods. A59 Dawne Hopkins Three bed room bases of shoes and datines A59 Cyntiss Hopkins Three bed room bases of shoes and clothes

841 Chayanna Enandu Christmas Supplies, Kitchen Goods E41 Michael Parks Bunkbed, orb.

E41 Michael Parks Bunkbed, crib, clothes, toys A23 of via Irwis Entire two bedroom aparlment Remove B53 Racquel Edwards 2 bed room danning set living room • D66 Donell Robinson House hold

items H107 Eday Patterson 3 pc couch set he wants a 5x10 Sole two love seets 025 Alexia Gibeon fumbure A52 ElectroNet household furniture A52 Johnnie Scott household har-

nature CSB Johnnie Hardy king bed, computer, by. H14 Sean Delva Kind size bad, 2 couches (willing to stand), dresser E23A Tamara Oates tools and 1 br

set H38 Monica Harns Mattress and kids

bys Purchases must be made with cash only and paid at the above rater-anced laciny in order to complete the transaction. Extra Space Storage may refuse any bid and may rescred any purchase up until the winning bidder takes possession of the per-

340-413802 77% 87%

340-113592 7725-9/7p;

NOTICE OF PUBLIC SALE

Transport Funding, LLC, Overland
Park, Kansas will offer the following
properly at public sales at Area Truck,
Sales, Inc. 3223 Merciand Ava, Cer(ey, GA 30258 on 6803/18 commercing at 1950 am
**2013 Volivo VNM62T670
4V4M98EHBON 142282**
The property may be insepected by appeniment prior to the sale, inquiries, 404-496-512
Costh sales only.

340-113833 7/26,8/2/b
PUBLIC SALE
ls accordance with the provisions of
State law, there being dues and unpaid charges for which the undersigned is entitled is satisfy an owner
and/or manager's lawn of the goods
hereinesther described and started inbeing. And, due notice having been given, to the owner of said groupers, on the server of said groupers,
and the putter is perioned in such newsuch notice for payment of such havsuch notice for payment of such hav-ing supered, the goods will be solid at public auction at the below stated tooation(s) to the highest Evider or otherwise depoted of on +August 20th at 9:30 AM++ - 2910 North Decator RD, Decator GA 30033 Phone: (404) 292voge Snace hin *Coalemer* Home Im*ent*en

4522 Cathy Sanathay Household GoodsFurnitire.

340-4138947726.82234 NOTICE OF PUBLIC SALE OF PERSONAL PROPERTY

Notice is hereby given that Extra Space Storage will sell at public auc-bon at the storage facility listed be-low, to solicity the lien of the contex. personal property described below belonging to those individuals listed below at the location indicated. 5502 Memorial Drive Stone Meculian, GA 30083 (404) 297-8040 ++00/16/2016 @ 12/00 PM++

SHARON O BAKER

household dems Susan Malphurs L134 Lita» Household items Mitte Caldwell

--entiques, misc household ared

baxes, weight bench, mettresse Liza Liza Laurehold dema

Cana nower H34 Clothes, house tems

Tamurai Peny W2 Couch, boxes dining set, bed set, ar-

mor Jelani Barrow K19 Clothana 2 antique tation

Krystal Ga H32 Dag Cohna Hom

School Roma Trensia Wore N68 Best, Couch, 2 Orecsent, boxes Anta Jett. K203 Living room/br set, front load

washer/dryer, deep treezer, clothing, baxes, mac William Velazowa 1.232

Levingmon Set Bedroom Set Belly Kelly D11 Decorations, Wedding equipment

event items Tracey Beaset And Commercial Packaging

Commercial Packaging
Deshyra Graham
N7
Narndure, Iwang act, BR ant, TV's X4
Battacreens, Kachen Asma, Isble,
chaira, toya, misc. dems, PS4
Receive Recent

F6 ameli deep Weszer chest, 7 boxes Cerue Tapp

M58 Household femiliere shaven howard 231 cu : shaes and clothes

Eboni Jenes toc Household Goods Eboni Jones

rocking chair, clothing homper, boxes of clothes and shows, bliner misc

of clothes and shows, bill tems
Derks Adord
D10
Bed, sols, and succentable
Maghan Croom
G43

Chaster, queen mattress scilloddier ted, sote set attoman, dining, boxes.

L120 Washer dryer couch smoot TV cothes Chikara Hamer

Will

TO: Robert Changy and All Inte nated Partins

ested Parties

This is to notify you to file objection, if there is any, to the Potition to Probate Will in Soleme Form, in this
Court on or before \$84272818.

BE NOTIFIED FURTHER All objections to the Petition must be in writing, setting forth the grounds of any such objections. All objections should be a more followed by the promote of the prom be sworn to before a notary public or before a Probate Court Clark, and file ing thee must be tendered with you ing sees must be tendered with your objections, unless you quarify to file as an indigent party. Contact Proste Court personnel for the required amount of fising fees, if any objections are fisid, a hearing will be subduided at alter data. If no objections are fisid, the Petition may be created without at hearons.

granted without a hearing. Bedola C Hargrove Judge of the Probate Court By Donna Whitehead, Clark of the Probate Court 556 North McConnech Street Decatur Georgia 30030 404-371-2601

300-414624 89,816 8623,830sk NOTICE ++2818-1262+ RE-PETITION OF KAREN SADAKO TAKKATSUKI HOLIMES TO PRO-BATE WILL IN SOLEMN FORM AND FOR LETTERS OF ADMINISTRA TORN 66511 WILL SAMESCHOT THE TION WITH WILL ANNEXED THE WILL OF **ROGER L. HOLMES,** III DECEASED UPON WHICH AN O DER FOR SERVICE WAS GRAN TEO BY THIS COURT

TO: Cuttiese Therese Holmes
This as to notly you to lise objection, if
there is any, to the Petition to Pro-bate Yill in Solemn Form, in this
Court on or before SEPTEMBER 4,
2018.
BE NOTIFIED FURTHER AS objects
The Deliver when the product of the period of the period

tons to the Pathon must be in wri-ing, setting forth the grounds of any such objections. All objections should be sworn to before a notary public or before a Probate Court Clark, and fill ing feas must be tendered with you ing fens must be landered with your objections, unless you qualify to fit as an indigent party. Context Probate Court personnes for the required amount of filing fens. If any objections are filled, a hearing will be schadded at a their data. If no on the country of the probate country to the probate of the Probate Court BY. Marcan, Johnson Clerk of the

By: Morgan Johnson, Clerk of the 556 North McDanpurch Street cetar Georgia 30030 404-371-260

300-414825 8/9,8/16,8/23,8/30/4 NOTICE ++2018-1400++ RE: PETITION OF TIMOTHY SMITH TO PROBATE IN SOLEMN FORM THE WILL OF JUNE STAHL, DE-CEASED, UPON WHICH AN OR-DER OR SERVICE WAS GRANTED BY THIS COURT.

To: Senore arress.
This is to notify you to like objection, there is any, to the Petition to Probate Will in Soziann Form, in the Court on or before 09/04/2018. Court on or before 08/04/2018. BE NOTIFIED FURTHER: All objections for the Position must be in using, setting forth the grounds of a such objections. All objections show he swom to before a notary public before a Probate Court Cark, and ing fees must be tendered with you objections, a miness you quitely to 6 objections, a miness you quitely to 6 objections, unless you qually to the as an indigent party. Contact Probate Court personnel for the require amount of filing less. If any object tions are filled, a hearing will be achedized at a later data. If no object tions are filed, the Petition may be

granted without a hearing. Bedesa C Hargrove Judge of the Proteste Court By: Tiffany Ragiand, Clerk of the Pro-bate Court 558 North McConough Street Decatar Georgia 30030 404-371-2601

300-414879 8/9,8/16,8/23,8/30±k NOTICE ++2017-1817++
RE: PETITION OF WARTHA SHIP MAN TO PROBATE IN SOLEMN FORM THE WILL OF RICHARD

CHAPPELL, SR., DECEASED UPON WHICH AN ORDER OR SER VICE WAS GRANTED BY THIS

COURT.
TO: Jennifer M. Chappel
This is to notify you to file objection, if
there is any, to the Palifican to Probate Will in Solema Form, in the
Court on or before \$850422118.
BE NOTIFIED FURTHER: All bisjoctions to the Petition must be in with ing, setting forth the grounds of any such objections. All objections should be sw be awarn to before a notary public or before a Probate Court Clark, and file becare a Process Court Clark, and the ing fees must be tendered with your objections, unless you questy to fite as an indigent party. Contact Probate Court personnel for the required amount of Ring Ress. If any objections are filled, a hearing will be acheduled at a later data. If no objections are filled, the Petron may be

wons are filed, the Petition may be granted without a hearing. Bedelia C Hangrove Judge of the Propesis Court By, Andra Yarber, Clerk of the Pro-bate Court bate Court 556 North McDonough Street Decatur George 30030 404-371-2501

Year's Support

310-413837 7719 7726 8/2 8/9/b +42018-1228-4

TO: As interested Parties.

The Pestion of Valle Kirkland Fuller, for a year's support from the estate Robert Erik Fuller, Deceased, for Decedent's Sardving Spouse and minor child, having been duly find, ill interested persons are beneby notified to show cause, if any they have, on or before AUGUST 13, 2018, why said

Pelition should not be granted.
All objections to the Pelition must be in willing, specing both the grounds of any such objections, and must be filed on ar before the time stated in field on or before the time stated in the presenting sentance. All plead-ingstablestens should be swern to before a natary public or before a Probate Court Cork, and filing fees must be tendered with your objec-tions, unless you quistly to file as an indigent party. Contact Probatis Court presentation of the remarked amount of personnel for the required amount of flong lees. If any objections are filed a hearing will be suiteduled at a later data. If no objections are fied the Pe tion may be granted without a hear

ang.

Bodelia G Hargrove

Audge of the Probate Court

By: Morgan Johnson, Clerk of the
Probate Court

Bos North MoDonough Street

Detaster Georgia 30030

404-371-2601

310-413838 7/19,7/26,8/2,8/9)0 NOTICE ++2018-1267++ TO: All interested Parties
The Petition of Marilyn White Teague.

The Petition of Madryh White Tasgue, to a year's support from the elsette of Robert Gary Torague, Deceased, for a year's support from the elsette of Robert Gary Torague, Deceased, for Deceased to Surviving Social and minor child, having been duly filed, or before AURUST 13, 2019, who said Feltition should not be granted. All objections to the Petition most be an wirting, setting forth the grounds of any such objections, and must be filed on an before the time stated in the proceeding sentance. All pibear filed on an before the time stated in the proceeding sentance. All pibear filed on an other should be before a notion you the format of the probate Court Carlo, and filing fees must be lendered with your objections, unless you qualify to file as an adapted party. Contact Probate Court of filing fees, if any objections are filed at data, if no objections are filed the phacen must be canceled with a before on whe canned when or filed the Pation on who are canned without or headen on the content of the processions. for a year's support f om the estate of date, if no objections are fied the Pe tition may be granted without a hear

Bedelic C Hargrove
Audge of the Probata Court
By Margan Johason, Crark of the
Probate Court
566 North McConnugh Street Detata: Georgia 30030 404-371-3801

310-413839 7/19 7/26 8/2 6/96 NOTICE ++2018-1229++

TO: All interested Parties
The Petition of Jimmelia Ringer, for a
year's support from the estate of
Bruce E. Satistie, Jr., December, to
Decedent's Screving Spouse and
minor child, having been day filed, all
interested persons are hereby notified in shore course if any filed, being interested persons are hereby notified to show cause, if any they have on an before AUGUST 13, 2018, why said Peason should not be granted. All objections to the Petition must be in writing, sotting forth line grounds of any such objections, and must be filled on or before the time stated in filed on or before the time stated in the preceding sentance. All preadinguishipsions should be swom to before a notary public or before is Probate Court Cark, and friend must be tendered with your objections, unless you qualify to lie as an indigent park, Contact Probate Court personnel for the required amount of files have it must be filed files have it must be filed. filing fees. It any objections are filed a hearing will be scheduled at a linter date, if no objections are filed the Pa Elon may be granted without a hear

ing.

Bedela C Hargrove
Judge of the Probate Court
By: Margan Johnson, Clork of
Probate Court
SSS North McDanough Street
Decease Georgia 30030
404-371-2801

310-414526 8/9 8/16.8/23.8/30 (A

310-114526 59.8/16.8723.83094
NOTICE +20216-18071+
TO: All inherend Platfes
The Patitible of MARY RUTH
HESTER CHEWNING HESTER, for a year's support from the estate OPDUGLAS MARRON HESTER Deceased, for Decelent's Surviving
Spouse and minor chief, having been
duly filed, all instructed persons are
hereign profiled to show against hereby notified to show dause, it amy they have, on or before SEPTEM-BER 4, 2018, why said Petition

should not be granted. All objections to the Patition must be All objections to the Patition must be an writing, selling forth the grounds of any such objections, and must be field on or before the time stated in the preceding sentence. All piead-ingsfoljections should be serom to before a notary quebic or before a Probete Court Clerk, and filing fees must be tendered with your objections, aniesy you qualify to file as an indigen party. Ordiset Probse Court presence for the receiver democrat personnel for the required amount of tiling teas. If any objections are files a hearing will be scheduled at a late date. If no objections are filed the Po

Stein may be granted without a be Stor may be granted without is bearing.

Bedelie C Hargrove
Judge of the Probate Court
By: Margan Johnson, Clerk of de
Probate Court
556 North McDonough Steet
Decease Gourge 30030
404-371-2601

NOTICE ++2017-1785+ TO: All Interested Parties
The Petition of KMREFILYY, SMITH

for a year's support from the esiste of HENRY JAMES SMITH and HENRY HENRY JAMES SAITH afta HENRY .

1. SMITH, Decedent's Surviving Spouse and minor child, having been day filed, at interested persons are barely notified to zhow cause, if any they have, on or before SEPTEMBER 4, 2018, why said Pesson should not be granted.

SECTIONARY AND November 2016 Post-fon should not be gambet. An displanter is the Petrison must be in wifing, setting from the grounds of my such objections, and must be fixed on or before the time stated in the preceding sentence. All plead-ingstolpoctions should be seron to before a noticy public or before a Probest Court Click, and filing fores must be Indeted with your object-tions, miless you qualify to file as an indegen party. Contact Probose con-trageners for the required amount of filing fees. If any objections are filed, filing fees. If any objections are filed. films fees. If any object fees. If any objections are filed any will be scheduled at a later data. If no objections are filed the Pe fron may be granted without a he

ang.
Badella C Hangrow
Judge of the Probate Court
By: Morgan Johnson, Clark of the
Probate Court 556 North McDonough Street Decatus, Georgia 20030 404-371-2601

Public Hearing

320-414247 8/2.6/9b Public Hearing

Nabos is hereby given that to Dekaib County Board of Come-sioners have made a determinant that the their a portion of Marshalls that a their a portion of Marshaff training. Drive right-of-way approximately 0,539 acres located at the westermost and of Marshaff training the cased to be used by the Public to the extent that no substantial public control of the extent that no substantial control of the e to the extent that he Substitute protic purpose is served by it. A public
hisaning to consider the abandonment of a contion of +Marshelfs fordustrial Divise right-Churgy+ with be
held at 10.00 a.m. on Aug at 14,
2018, in the Matouf Administration Annex Auditorium.

320-414726 879SX DEKNIN CAN MALA

DEKULS COUNTY
TRANSPORTATION DEPARTMENT
TUCING GEORGIA
NOTICE OF PUBLIC HEARING
GEORGIA, DEKULS COUNTY
A periston has been filed with the
Board of Connenlisationers of DeKuls
County, for the installation und mainsanance of stront (plats in Street Light
District Number 118A, Jocated in
Land Lot 103 of the 16th District of
Land Lot 103 of the 16th District of
Which Street Light District is as forions:

++Arma's Laka Circle, Nomer

Wey++ Same to be installed and the annua Same to be installed and the annual service charge to be assessed against the abusting property. Said petition has been set for hearing from the Board of Commissioners at 10.00 of books AM on Tuesday, August 14, 2018, in the Annual Buideng, 1300 Commerce Drive, Deceter,

Georgia. All cersons whose interests are uf-An person's whose american are ar-fected by the proposed instablish of street lights are barely notified to e-pear in person or by attemby at said time and place and present such ob-jection or evidence herein as their in-

terest require. This 9th day of August, 2018 By Michael L. Thurmond Chief Executive Officer DeXaib County, Georgia

320-414507 8/9/X HOTICE OF PUBLIC HEARING GEORGIA, DEKALB COUNTY

A pelition has been filed with the ard of Commissioners of DeKalb County, Georgia, for the installal of apared tables on ++Wekefield Deve++ in the 15th District of DeKato County, Georgia. Said pelition has been set for hearing before the Board been set for hearing before the Board of Grammissioners at ten of chock AM on Tuesday, August 14, 2016, in the Malood Audictions, the Malood Building, 1400 Chameros Drive, Decater, Georgia, All persons whose interest are affected by the proposed intelligent of the described traffic devices are before the proposed intelligent of the developed traffic devices are before the proposed intelligent of the developed traffic devices are before the proposed intelligence of the proposed intelligence of the proposed traffic devices are before the proposed traffic devices. son or by altorney at said time and place and present such objection of evidence herein as interest require. This 9th day of August, 2018. By Michael L. Thomorad By, Michael L. Thurmo Chief Executive Officer Dakab County, Georgia

320-414361 8/9-8/16/9 114361 8/9 8/16/0 City of Avondale Estates Notice of Public Hearing hat the City of

Notice of the charts with the Cry of Avondate Estates Board of Mayor and Commissioners with hold a public hearing on Monday, August 27, 2018 at 6:30 PM to consider an applica-Son to reacone certain property known as +4774 East College Avenue, 142 Maple Street and 134 Maple Street and 134 Maple Street and 134 Maple Street and 134 Maple Street The subject property is currently zened Central Beamers District (CBD) Area Street College and the Street The subject property is currently zened central for complete the subject property is the development suprement for the property to the development suprement for the property to the development suprement for the proposed side plan, elevations. The proposed side plan, elevations and development are no available. development agreement will be available for review at City Hall and at the puts hearing. The public hearing will be held at Avondale Estates City Hall, 21 North Avendale Plaza Avendale Estates Georgia, 30002, Al interested parties and members of the public are mylled to attend.

Karl Stevens City Planner and Community Development Officer, City of Avondale Es-

Public Notice

330-414227 8/2.6/9.8/152

with all inherent righ NOTICE! To all Municipali ia Gas Cos NOTICE! To 48 Municipalities; Cor-porations; Local, National and Issan-national Governments; Congress; STATES, U.S.; Agents, Agencies; As-terquer, Judges; Persons; Vessals; Counties; Townships; Militaries; Courts; Courts Mattaks; Schoots; Uris-porties; in Indust Calcal Themp. versities, the United States/Demo-cracy, United States of America/Republic; federal UNITED STATES; UNITED NATIONS; United Nations Security Counsel, Territories in Pos-session of UNITED STATES, United session of UNITED STATES, United States Amed Forces, JAG, United States Defence Porces, IAG, United States Department of Agriculture; United States Department of Agriculture; United States Department of Commorce, Onlied States Department of Tempartment of Tempa tribe Tucker, a National of America mbe fuctor, a nasonal of America, habitant of the land standing 38.978443* N., 76.482180* W. on west North Alkebulan/Al Morso/Amexem ake North America [u.S.A.] / Unded States of America. [III.S.A.] I United States of America, Americane, American such membra-shnowledges my effection and occu-pancy of the utilic of General Exer-utrix, General Guardias, Protectorate, Beneficial Owner and Beneficiary of the drivine Estess "ANDRIAME RAD-ITE TUCKER" is united States of American points. America person, stacted gifted and granted me by the Divine Creator, in Illinois State, on October, 2nd, 1985. My election to Executive office was My election to Executing office was not in the County of Cook, City of Chicago, Binots Sate at 10:49an. Therefore I must affer and declare that as occupant of the executing of feet in the country of the County of County of County of County of the County of County of

ANT ANT_generalexecutrix@gmx.cor within 21 days of this Notice. So

Notice From the Office of the Executive axe Estate Protectorate

'AVIDRIANE NADINE TUCKER' 330,214297 8/2 6/00-330-11487 82,89%
NOTICE OF CALL OF BOND
ELECTION
TO THE QUALIFIED VOTERS OF
THE CITY OF BROODDAVEN,
GEORGIA
YOU ARE HEREB! (NOTIFIED THAT

the City of Brookhaven, Georgia (the "City") and the Scand of Electrons of Dekalb County have called an election in all of the election districts of the City, to be held on November 6 2018, at which election there will be suitabilited to the missified voters of submided to the qualified voters of the City the quastion for ship determination of whether she City should issue general onligibles conds, in one or more series, an angargent prantipal amount not to exceed \$45,000,000 (bit "Bands"), for the purpose of the and to extend \$45,000,000 (bit "Bands"), for the purpose of the purpose of the purpose of the cost of City Caustal approxemed Park and Expended, and the cost of series and personal strategies the control of the purpose of the pur therewith, and coying the cost of is suing the Boods and capitalized in

terest on the Bonds. terest on the Bonds.
The severe places for holding said election shall be in the regular and established election districts of the Cry, and the poils will be open from 7:00 A.M. to 7:00 P.M. on the said date fixed for the election. Those qualified to vote at said election shall be determined in all respects in arcordance and in conformity with the

contained and in conforming with the laws of the State of George.

The last day to respect to once in this election shall be of Ceorge.

Those resident's qualified to vote at sold election shall be offered in a sold election shall be offered in a sold election shall be offered in a sold election shall be offered in election with election laws of the State of Georgia. Any productives, lawings or other advertisements issued by the City or by any other passage, then cape of the content of the State of City of the state of City acrosming the use of the pro-ceeds of the Bones, and such state

ment of intention shall be binding on the City in the expenditure of any such Bond funds or interest received from such Bond funds which have

basn invested.
Pursuant to O.C.G.A. Section 36 82 100, the City notifies all interested parties that no Independent perform parties that no independent pe ance audit or performance r (the Bond Audit') will be cond with respect to the Bonds. How the City will continue to ensure Bond proceeds are arrested cart a mide use cay was consume to ensure that Bond proceeds are expended effi-ciently and economically, as inten-ded by the Bond Audil. ++Park and Recreational Master Plans/ 11/6/2018->

330-4147**8**0 8/9/x

Major Spill Hotics: 3425 Majone Drive, Chambies, Sa. 30341 On July 28, 2018, DeKalb County to lified EPD and the public pursuant to EPD 391-3-6-05 of a 27,375 gallen wastewater spill that occurred on Ju-y 28, 2014, at 10:30 hours, at +10:425 Malone Erive, Chambles+into an unraneed Travary of Nancy Creek. The spill was due to man-holes 18-289-4005 at 18-289-4006 surcharging on an 8 and segre and and sewage excepting from the joint of the properties of the storm dark of the contractors grouting the area ablock-ing flow and discharging into Nancy Creek. The problem was corrected skyl 29, 2018 at 04-45 hours sine-sity 29, 2018 at 04-45 hours sinewastewater soll that oc Creek. The problem was corrected on July 29, 2018 at 04:45 hours when the crew set up a bypass bump to re direct sewer and stop sewer from cell ting toke the starm drain.

330-414781 8/9sk

330-414781 8/96k
An Application has been field for a Liquid, Seer, and Vine Robal Description of Located at 2331 Cobb Phwy SE, Smyrra, GA 30380. The owner is before the Robal Description of the Ro Bikramijil Singh Bajwa and Gagan-prest Kaur Bajwa, 6005 State Bridge Rd, Apil 722, Dissilh, GA 30097.

330-414580 8/9 8/18/0 NOTICE OF ARANDONED MOTOR VEHICLE Re: +-2009 BMW 5281 VIN NA WOANDERSONTTONES

The above quemotive was removed from 8835 COVINGTON HWY LITHONIA Go. It is presently occure at 6835 COVINGTON HWY LITHOWIA Ga in possession of MK AUTO on JAN 9, 2018, lelephone number (404 316-4350, Attempts to locals the owner have been ensue-cessed. The vehicle is deemed stran-doned under O.C.G.A. 40-11-2 and will be disposed of if not redeemed.

330-414884 8/9 8/16 8/23 8/30(0) NOTICE OF PUBLIC HEARING

NOTICE OF PUBLIC MEARING.
The Dekells County Department of Walefahed Management hereby gives notice that the county with indict a public measing of a date to be amounted regarding an ordinance to be amounted in each of Dekells County as revised 1988, Chapter 25, Article 17, Vestigate to the operate applications to severe conversion face disart for existing developments and for other puring developments and for other pur-poses. This heading impacts Deflati County Residents who live on or near Winchester Truit, Durwoody The purchas of the public meeting is

1) Interm the outsits of efforts to seas late sewer construction and assess-ment efforts in areas served by sep-

ment efforts in areas served by septic tarks.

Ji follow the public of efforts by Dekab County regarding the long term wedfare of residents of Dekab County with greater accessibility to public sever and the cost of connecting to public sever and contribution requirements of laying a scaling y sever film.

During the public meeting the County will altern to laterally profesences for alternative methods of improving the County's supplies to sewer program.

program.
Public participation is considered essential to the selection and devision-ment of the first plan to be adopted prior to its approved Deksib County Department of Wetershad Manage-

septic tank to Sewer conversion tax #stnci++

Public Sale

340-413502 812.819/k
PURLIC SALE
In accordance with the provisions of
Siste law, there being due and unpoid charges for which the undersigned is entitled to setisfy on owner and I or manager's lien of the goods hereinafter described and sibred at the Life Storage location listed below. And, due notice having been gaven, to the owner of said property and all parties known to claim an interesharring, and the time specified in such notice for payment of such hav-ing expired, the goods will be sold at public auction at the below stated icc-

public suction at the tellow stated (co-stant) is the highest bedder or otherwise dis-posed of on #+Mondey-August 20th, 2018 at \$100AH++ 2505 Garder Rd Decatur GA, 30032 Phone 404-212-1125 Source Ad-

kwentov

147 Ahiah Bates Household chods/

213 Princess Intelle Household goods/

259 LaJuane Densley Household goods! Fureiture/TV StereofTools! Appliances

704 Halim Medyan Household goods/ Ferniture

706 Ochen Burdex Household prodsf

707 Chrysial J.Smith Household goodal Furniture

741 Leonard Livsey Landscaping/ Construction/Equipment

839 Jacques Roberts Household

940 Elizabeth Copper Household goods/ Furniture

980 Malik Harns Hausehold coods!

979 Bossie Jameii Household goods/

980 Issue Sanders Household goods!

9019 Chantel Brown Household

9028 Chioma Beasley Household

A209 Rayoard Beasley Household coads/ Ferniure 8131 Jennifer Sellers Household

H134 Cassandra Talum Housebold

Itts Carlos Walker Household goods/ Furniture T4 Hotiye Strozier Household goods/ Fundhara/TV// Stareo

415 Sandra Lay Household goods/ Furniture

605 Dasma Milchell Household

acods/ Familiare

340-413953 873,349;k NOTICE OF PUBLIC SALE

NOTICE OF PUBLIC SALE
To addisfy the owner's storage lien,
PS Orange Co. Inc., will sale at public
fion sale on August 21, 2018, the personal property in the below-listed
salts, which may include but are not
limited to: household and personal items, office and other equipment. The public sale of these fams will be-gin at **09:30 AM** and continue until all

ents are sold. PUBLIC STORAGE # 20601, 3687 First Shoals Road, Decator, GA 30034, (404) 573-4859 Time: 08:30 AM

Times 04:20 AM 2 Amguifaca; CO18 - Roum, Arthonys; CO29 - Turner; Stephanue; CO29 - Henley, Detroyneria; CO35 - Henley, Detroyneria; CO35 - Millet, Maritas; CO34 - David, Shaermids; CO35 - Jamesen; Britanyen; CO35 - Jamesen; Soran, DO14 - Mageo, Susabit; DO24 - Daniel, Amguifaca; CO34 - Millet, Shaermid; CO35 - Amedid, Shaelys; EO34 - Daniel, Amedid, Shaelys; EO37 - Daniel, Amedid, Shaelys; EO37 - Millet; EO37 - Voung, Timerra; EO33 - Moore, Ca4

AROUNDDEKALB

CLARKSTON

National Night Out scheduled

Clarkston will host National Night Out Aug. 7 from 6 to 8 p.m. at Milam Park. The event will include free food fun and entertainment. The park is located at 3867 Norman Road. For more information, visit www.clarkstonga.gov.

DORAVILLE

Book club to meet

American Short Stories Discussion Group will meet Aug. 11 at Doraville Library from 10:30 to 11:30 a.m. The selection for August is "Under the Lion's Paw" by **Hamlin Garland**. Copies are available at the circulation desk. The library is located at 3748 Central Avenue. For more information, call (770) 936-3852.

DUNWOODY

Joint National Night Out planned

Brookhaven and Dunwoody police departments will host National Night Out Aug. 7 from 6 to 9 p.m. at Perimeter Mall. The event will include food, drinks, entertainment, child-friendly fun and more. The mall is located at 4400 Ashford Dunwoody Road. For more information, visit www. brookhavenga.gov.

Groovin' on the Green coming soon

Dunwoody will host Groovin' on the Green, a back-to-school ice cream social, Aug. 11 at 6 p.m. at Pernoshal Park. The park is located at 4575 N. Shallowford Road. For more information, visit www. dunwoodyga.gov.

STONE MOUNTAIN

Village stroll announced

Stone Mountain will host a Village Stroll on Main Street Aug. 11 from 4 to 8 p.m. For more information, visit www. stonemountaincity.org.

TUCKER

Organization to host car show

Tucker Cruise-In, a nonprofit, oldfashioned town meet-and-greet car show will be held Aug. 11 on Main Street in Tucker. There will be a variety of cars, ranging from antiques to street rods and motorcycles to imports. The cruise-ins are held on the second Saturday of every month until September. The event begins at 5 p.m. and ends with the presentation of awards around 8 p.m. There is a \$5 registration fee to enter a car into judging. The cut-off time to have a car entered into judging is 6:30 p.m. For more information, call (770) 527-1521.

GOT A NEWS TIP?

We'd love to hear from you.

HORACE HOLLOMAN

Horace@DeKalbChamp.com
Local news editor: covers county government/
crime/courts plus Decatur and Avondale Estates.

CARLA PARKER

Carla@DeKalbChamp.com

Sports editor: covers sports plus Stonecrest, Clarkston, Lithonia, Stone Mountain and Tucker.

NOTICE OF CALL OF BOND ELECTION

TO THE QUALIFIED VOTERS OF THE CITY OF BROOKHAVEN, GEORGIA

YOU ARE HEREBY NOTIFIED THAT the City of Brookhaven, Georgia (the "City") and the Board of Elections of Dekalb County have called an election in all of the election districts of the City, to be held on November 6, 2018, at which election there will be submitted to the qualified voters of the City the question for their determination of whether the City should issue general obligation bonds, in one or more series, in an aggregate principal amount not to exceed \$40,000,000 (the "Bonds"), for the purpose of financing the cost of City Council approved Park and Recreational Master Plans and other related park amenities, equipment, and real and personal property useful or desirable in connection the parks therewith, and paying the cost of issuing the Bonds and capitalized interest on the Bonds.

The several places for holding said election shall be in the regular and established election districts of the City, and the polls will be open from 7:00 A.M. to 7:00 P.M. on the said date fixed for the election. Those qualified to vote at said election shall be determined in all respects in accordance and in conformity with the laws of the State of Georgia.

The last day to register to vote in this election shall be October 9, 2018.

Those residents qualified to vote at said election shall be determined in all respects in accordance with election laws of the State of Georgia.

Any brochures, listings or other advertisements issued by the City or by any other person, firm, corporation or association with the knowledge and consent of the City, shall be deemed to be a statement of intention of the City concerning the use of the proceeds of the Bonds; and such statement of intention shall be binding on the City in the expenditure of any such Bond funds or interest received from such Bond funds which have been invested.

Pursuant to O.C.G.A. Section 36 82 100, the City notifies all interested parties that no independent performance audit or performance review (the "Bond Audit") will be conducted with respect to the Bonds. However, the City will continue to ensure that Bond proceeds are expended efficiently and economically, as intended by the Bond Audit.

EXHIBIT 3

Publisher's Affidavits for the Notice of Election

Fax: (404) 371-1359

Susan D. Hiott, MMC City Clerk City of Brookhaven 362 Peachtree Rd. Brookhaven, GA 30319

STATE OF GEORGIA COUNTY OF DEKALB

Personally appeared before me, the undersigned, a Notary Public within and for said county and state, John A. Hewitt, Chief Operating Officer of The Champion Newspaper, published at Decatur, County of DeKalb, State of Georgia, and being the official organ for the publication of legal advertisements for said county, who being duly sworn, states on oath that the report of:

"NOTICE OF BOND ELECTION, TO THE QUALIFIED VOTERS OF THE CITY OF BROOKHAVEN, GEORGIA, YOU ARE HEREBY NOTIFIED that on November 6, 2018, an election will be held in all of the election districts of the City of Brookhaven, Georgia (the "City"), at which election there will be submitted to the qualified voters of the City the question for their determination of whether the City should issue general obligation bonds, in one or more series, in an aggregate principal amount not to exceed \$40,000,000 (the "Bonds"), for the purpose of financing the cost of the projects listed in the form of the ballot belo, and paying the cost of issuing the Bonds and capitalized interest on the Bonds."

was published in said newspaper on the following dates: Oct. 4, Oct. 11, Oct. 18, Oct. 25 and Nov. 1, 2018

JOHN A. HIWITT, COO

Sworn to and subscribed before me this November 8, 2018

16 ARY PUHILIC

y/commission expires September 6, 2022

THE CHAMPION NEWSPAPER
THE OFFICIAL LEGAL ORGAN OF DEKALB COUNTY

AGREMENT IN EVENT OF UNAUTHORIZED USE. UNAUTHORIZED USE IS IDENTITY THEFF, PIRACY, MEPERSONATION, COUNTERFETHING, THEFF, TRESPASS, MISUSE, CONVERSION, FORGERY AND FRAUD, WITH THE PERALTY THEREFOR OF \$15,00,000 DOLLARS PER INSTANCE OF UNAUTHORIZED USE. Govern yourself accordance. oordingly. ++JOHN KEVIN PAYNE *******

330-416448 10/4 10/11 10/18

10/25,11/16x
EXHBIT A
++NOTICE OF BOND ELECTION++
TO THE GUALIFIED VOTERS OF
THE
CITY OF BROOKINVEN, GEORGIA

YOU ARE HEREBY NOTIFIED that on November 6, 2018, an election will on November 8, 2014, as decition will be held in all of the election districts of the City of Brockhaven, Georgia (the 'City'), at which election there will be submitted to the quasitied voters of the City' the question for their determination of whether the City should issue general obligation bonds, in one or more series, in an accreach proficing arount net to example of the City should issue general obligation. aggregate principal amount not to exceed \$40,000,000 (the "Bonds"), for the purpose of financing the cost of the projects listed in the form of the ballot below, and paying the cost of issuing the Bonds and capitalized in-

issuing the Bonds and capitalized in-terest on the Bonds. The Bonds, it so authorized, may be lasued in whole or in part and in one or more series. The Bonds shall be dated the first day of the calendar month in which the Bonds are issued on the day the Bonds are issued and shall bear interest at rates not exceeding 6.0% per year (based upon a 360-day year comprised of twelve sourcey year comprised or waive thirty-day months). The principal shell mature (by scheduled maturity or by mandatory redemption) in the years ts, as follo

Amount 2020 \$775,000 2030 \$1,095,000

2021 \$805,000 2031 \$1,130,000 2041 \$1,595,000

2022 \$830,000 2032 \$1,170,000 2042 \$1,650,000

2023 \$860,000 2033 \$1,210,000

2024 \$890,000 2034 \$1,255,000 2044 \$1,770,000

2025 \$920,000 2035 \$1,300,000 2045 \$1,830,000

2028 \$955,000 2036 \$1,345,000 2046 \$1,895,000

2027 \$985 000 2037 \$1,390,000 2047 \$1,980,000

2028 \$1,020,000 2038 \$1,440,000

2029 \$1,055,000 2039 \$1,490,000 2049 \$2,100,000

Bonds shall be payable in lawful money of the United States of Amer-ica at a bank or banks to be designated later. Voters desking to vote for the lasu-

ance of the Bonds shall do so by vot ing "YES" and voters desiring to vote against the Issuance of the Bonds shall do so by voting "NO" as to the

as follows:
"Shall ceneral obligation bonds for "Shall general obligation bonds for Park and Park Improvements in an aggregate principal of up to \$40,000,000 be issued by the City of Fronkhaven, Georgis for the pur-pose of financing the cost of the Cit-izen driven and City Council ap-proved Park and Recreational Mas-ter Plans and other related park manifes, equipment, and cell and personal property useful or desirable in commeditor the parks therewith? The coveral places for holding said election shall be in the regular and satablished oliciton sistilos of the established election districts of the City, and the polis will be open from 7:00 A.M. to 7:00 P.M. on the said date fixed for the election. Those qualified to vote at said election shall be determined in all respects in a cordence and in conformity with the laws of the State of Georgia nere or ure traite of Georgia.
The last day to register to yote in this election shall be October 9, 2018.
Those residents qualified to vote at said alection shall be determined in

all respects in accordance with mis

all respects in accordance was em-tion laws of the State of Georgia. Any brochuses, latings or other ad-vertisements issued by the City or by

any other person, firm, corporation or association with the knowledge and consent of the City, shall be deemed to be a salatement of intention of the City concerning the use of the proceeds of the Bonds; and such statement of intention shall be binding on the City in the expenditure of any such Bond funds or interest received from such Bond funds which have

been invested.

Pursuant to Q.G.CA. Sudion 36 82 100, the City polities all interested pure's that no independent performance review (the 'Bond Audit') will be conducted with respect to the Bonds. However the City will continue to ansure that Bond proceeds are supended efficiently and economically, as intendably the Bond Audit's, as intendably the Bond Audit's. ciently and economical ded by the Bond Audit.

330-418449 10/4sk
BOARD MEETIN/3
The DeKaib Board of Registration and Elections will meet ++Thursday, October 11, 4:30 PM++ in the Voter Registration & Elections Office, foo-ated at 4360 Memorial Drive, Decetur. Georgia for the purpose con dualing its normal monthly business The meeting is open to the public.

330-416450 10/4,10/11/6 PUBLIC NOTICE Re: 2005 BURCK RAINIER

Re: 2005 BURCH RAINER
VIN NO: SGAET (3M552158266
Libertee No. and State:
To Whem It May Concern:
The above automobile was removed
from 5850 COVINGTON HWY DEC-ATUR Ga, It is presently located at 5950 COVINGTON HWY DECATUR Ga in possession of MARTIN JOHN-BON on JAN 17 2018, telephone number (678) 754-3863, Atle locate the owner have been unat cessful. The vehicle is deemed sha doned under O.C.G.A. 40-11-2 and

Ra: 2007 MERCEDES C230 VIN NO: WDERFSZIOCF931844 License No. and State: To Whom it May Concern:

The shows ademobile was removed from 1907 ROGERS LAKE RD LITHONIA Ga. It is presently located at 1907 ROGERS LAKE RD LITHONIA Ga in possession of FAST LANE JUNK CARS on 8/8/ 2018 LANE JUNK CARS on \$75' 2018, lalephone number (404) 287-29750. Attempts to locate the owner have been unsuccessful. The vehicle is deemed abandoned under O.C.G.A. 40-11-2 and will be disposed of it not referenced.

++2005 BUICK RAINIER / 2007 MERCEDES C230++

330-416507 10/4 10/116/K NOTICE OF ABANDONED MOTOR VEHICLE

INJUST VEHICLE
Fig. Green Dodge Stells 2004
VIN No. +++B3AG42654E04044
License No. and State: QAB6814
To Whem It May Concern

The above sutomobile was removed from 2784 Tup-lo St., Allanta, CA on July 29th, 2018. It is presently for ated at 3451 Bouldercreat R4, Con-ley, GA 30288 in passession of Bob Herris, telephone mimber 404-376ley, CA 30288 in possession of 800 Harris, telephone number 424-375-2665. Attempts to locate the owner have been unsuccessful. The vehicle is deamed abandoned under O.C.G.A. § 40-11-2 and will be disposed of if not redeemed.

Public Sala

340-416028 9720,9727,10740 NOTICE OF PUBLIC SALE OF ARANDONEO VEHICLES

ARANDORED VEHICLES
Pursuant to OCGA service through its agents states that the following vehicles are shandoned and will need at auction on WEDNESDAY OCTOBER 10, 2018 AT 10AM 1096K N. 2016 A. Tuam Auction is held at Brown & Brown Wrecker Service 3854 North Peachtree Road Chambles, GA 30341 (770) 457- 2225

BLUE 2001 DODGE DAKOTA 187GL22N015275545

WHITE 2003 NISSAN PATHFINDER-JNSDR09X83W006100

GRAY 2005 DODGE MAGNUM -2D4FV48T95H685290

BLACK 2006 BMW 750

SILVER 2008 KIA SPECTRA . KNAFF 127565338079

TAN 2006 MERCURY GRAND MAR-

2MEFM75V58X845201

BLACK 2006 FORD EXPLORER -

RELEF 2007 KIA OPTIMA .

WHITE 2008 VW PASSAT WVWJK73C08E198431

GRAY 2011 NISSAN ROUGE JN8ASSMTX8W568901

BLACK 2011 CHEVY MALIBU -1G12ESEU8BF346498

WHITE 2012 AUCH AS -

SILVER 2012 NISSAN PATHFIND

5N14R1N84CC813795

WHITE 2012 NISSAN ALTIMA -1N4AL2AP4CC238302

BLACK 2013 HARLEY DAVIDSON MOTORCYCLE -1H01LF334DC420789

GRAY 2015 CHEVY MALIBU -

RED 2016 DODGE JOURNEY - 3C4PDCAB3GT223565

WHITE 2017 DODGE CHARGER -2C3CDXBG5HH643301

SAID VEHICLES WILL BE SOLD AT SAID VEHICLES WILL BE SOLD AT PUBLIC AUCTION ON HOCTOBER 10, 2013 AT 10.00++ AM,
GATES OPEN AT 8AM TO VIEW
VEHICLES, ALL WILL BE SOLD AS
IS WITH NO WARRANTY EXPRESSED OR IMPLIED. ONTENTS INCLUDED.
CASH ONLY WILL BE ACCEPTED
AT THE TIME OF THE BID.

340-416233 9/27,10

PUBLIC SALE
The following vehicle(s) have been deemed abandoned and field with the Magatrate Court to be said at posicion on 10/11/2018 at 10km. natice is given pursuant to Geo

W. +2667 Ruw VIN WBAGN634340550250-- @ 4712 Memorial Dr. Decatur GA 30032 340-416234 977, 10/40 PUBLIC SALE

PURILIDATE.
In accordance with the provisions of Siste law, there being due and unpoid charges for which the undersinged is attitude a sately an owner and/or manager's lien of the goods herinafter described and shored at the Life Storage location(s) listed below. And, due nother having been given, to the owner of said properly and all parties known to claim an atterest therein, and the time specified in such notice for payment of such horized for payment of such notice for pa ing expired, the goods will be sold at public auction at the below stated location(s) to the highest bidder or other wise disposed of on ++October 155 at 9:30 AM++ - 2910 North Decaba RD, Decator GA 30033 Phone: (404)

Space No Carboner Name Inventor

4A14 Roselyn Griffin Household Coid Goods/Franibas

roo, Corkes Johnson Household Goods/Furnatia

metrus Jones usehold Goods/Franctise

4t:22 Cathy Sanstrary Household Goods/Franstras

O'Zondria Ray Household Goods/Furniture: Boxes

in accordance with the provisors of State law, there being due and un-paid charges for which the undersigned is entitled to satisfy an owner and I or manager's ken of the goods hereinafter described and stored at hereinalter described and stored at the Life Storage location state below the Life Storage location state below the Life Storage location state declaration of the Life Storage location at the below stated location at the below stated location of the Life Storage location at the below stated location of the Life Storage location of the Life Storage location at the below stated location of the Life Storage location at the Life Storage location at the Life Storage location of the Life Storage location at the Life Storage location at the Life Storage location of the Life Storage location at th

to the highest bridger or otherwise dispoxed of on ++ Monday- October 15th, 2018 at 9:00AM++2595 Candler Rd Decatur GA, 30032 Phone:404-212-1125

Spece No. Customer's Name

nigos Aligwekwe sehald goodal Fumiliare

411 Vrginia L. Caldwall Household goods! Furniture

703 ny Fraema od goodel Furniture

Chrystel J. Smith Household goodal Francisco

Bridgette Doon Household goods! Furniture

DeShawn Dent & cusehold goods/ Furniture

£17 Victoria Hell noid goodal Furniture

Jason Heard Household goodel Furtilize

932 Ryon C. Jones hold goods/ Funiture

941 t min Airranda Household goods/ Furniture

Ryan C, Jones Household goods/ Furniture

Tarashia Slaughter

Tool Appliance Auton Matthews Household goods/ Furniture

9026 From Daneby
Howa & hold good a /
Furniture/TV/Sterep/Tools/appliances/Acct. Records/ Sales samples

nz... Ketice Herria Hovsehold goods/ Furniture

C124 Kemwann Foste Household goods/ Furniture

Jane Robinson Harashald coods! Furniture

340-418236 9/27 10/46

340-416226 9/27, 10/49.
The following self-shorage unit contents containing self-shorage unit contents containing self-shorage unit contents containing sous-shord and other goods will be sold for cash to cluster the sold self-shoraged to the sold self-

Nome Unit# neral Description of Property

Trac Dawn Teer 1029 Household Rams

Don Miguel Alameda Household Items

Micele Passeson 2038 Household Items Jarwanda Hams 3040 Household Home

James B.to Household Nem Sheree Ravie 5096 Household Items

Daniel Dambrose

Tanga Milchell 8032 Household Items

> Través Labranch 6075 Household Bems

340-415237 9/27,10/49: NOTICE OF PUBLIC SALE

To satisfy the owner's storage lien, PS Orange Co. Inc. will sell at public lien sale on October 15, 2018, the personal property in the below-listed units, which may include but are not limited for household and personal items, office and other equipment. The public sale of these items will begin at 09:30 AM and contin-

units are sold.
PUBLIC STORAGE # 28138, 3679
McElroy Road, Doraville, GA 30340,
(678) 541-8635
Time: 10:00 AM

D050 - Gonzalez, Yelguer, E022 -Burlaigh, Matthew, E029 - Ratcilf,

PUBLIC STORAGE # 06392, 4300 Paschirea Road NE. Atlanta, GA 30319, (404) 480-3893 Time: 10:30 AM

Time: 19:30 AM
1024 - Jenkina, Anys, 1159 - Opdon,
Lucas, 1242 - Parkman, Weldmair,
1258 - Sunriss Sonior Living Williams, Drew; 1272 - GIBBONS, ALAN,
1500 - Elis, Jerony; 1506 - Alazander, Carlos, 2216 - Comy, Ashley;
3355 - PRINCE, SHOMARI; 3448 -

PUBLIC STORAGE # 08053, 3892 rmord Road, Atlanta, GA 30341, (678) 293-6537 Time: 11:00 AM

Time: 15:00 AM
0312 - Shines Janelle, 0811 Westry, Leeke, 0819 - Bryant, Grace,
0719 - Bracamente, Sergic, 0726 Frooks, Even, 0820 - CORNEJO,
MARIM, 1003 - Washington, Curlos,
1008 - Taverso, Timids, 1021 - Corne,
1008 - Taverso, Timids, 1021 - Gray,
1032 - Haynes, Carlos, 1307 Kayaba, Shepwer, 1329 - Gigger,
Talekel, 1413 - Gourdine, Kelly, 1601 1609ub, Steven 1805 - Cherry, Cheonnie, 1904 - Perham, Johnsbison

PUBLIC STORAGE # 25987, 1750 Montreal Cir, Tucker, GA 30684, (678) 256-3954

11:45 44 ieme 1120 AM A035 - Hyde, Stephonie; 8072 -Brown, Charnelle; E024 - Cryer, Travis; E052 - Stringfellow, Natasha; F084 - Roberts, Denius

PUBLIC STORAGE # 00509, 1438 Montreal Road, Tucker, GA 30084, (678) 304-6454 Time: 12:00 PM

tame: 1200 PM B033 - Langford, Jonathan; E003 -George, Pierre; E094 - Kendra, Jones; G037 - Lowe, Alexus

PUBLIC STORAGE # 20491, 3400 Lawrenceville Hwy, Tucker, GA 30064, (678) 801-8672 Time: 1230 PM

JOUGH, (975) SUT-180, 1970 J. Times (1200 PM A002 - Bryont, Laisaher, 2004 - Hill, A002 - Bryont, Laisaher, 2005 - Fox, KENI, 2006 - CVally, Lakswaher, A017 - Jones, Brithney, 2005 - Fox, A017 - Leibarda, Tohishai, 2007 - Forley, Marc, A119 - Corlex, Jennifor, A160 - Vinhews, Shey, 2007 - Williams, Wakesishi, 2008 - Barde, Omart, CO06 - Rally, Brittony, CO06 - Shotts, Loone, CO31 - Jannes, Julians, CO42 - Henry, Orphila, CO56 - Chok, Garmen, CO56 - Sanders, Any, CO96 - Henry, Orphila, CO56 - Chok, Garmer, CO56 - Sanders, Any, CO96 - Henry, Orphila, CO56 - Chok, Garmer, CO56 - Sanders, Any, CO96 - Tokas, Marchines, Corey, C108 - days, marquis, C111 - FOX, DALE, C128 - Potors, Jack; C144 - GREENE, TRACIE

To anitary the owner's storage lien. PS Grange Co. Inc. will see at public lien sale on October 16, 2015, the persons property in the below-listed units, which may include but are not Fm-ted to household and personal tems, office and other equipment. The public sale of these items will begin at 09°30 AM and continue until all units are soris PUBLIC STORAGE # 08051, 2860 Mountain Industrial Bivd. Tudes: GA 30084, (676) 567-6767 Time: 10:15 AM

0121 - Robb Nakaisha: 0146 - Class 0121 - Bobb, Neksisho, 0145 - Ciark, Culandeli, 0201 - WHITAKER, JEOD-FREY, 0119 - Paylon, Tenkia; 0200 -Van Johnson, Anthony, 0389 - Dou-mbia, Christina; 0413 - Carnes, Rostan, 0443 - Veronisova, Amostas-ia; 0491 - Babbs, William

Public sale terms, rules, and regulations will be made available prior to the sale. All sales are subject to cantelation. We reserve the right to retime any old. Payment must be in cash or creek card-no checks. Buyers must secure the units with they own personal locks. To claim tax-exown personal locks, To claim tucery-empt status, origini RESALE certifi-stes for each space purchased a re-quired. Dated September 27, 2018 and October 4, 2018, 69 PS Or-engoo, Inc., 701 Western Avenue, Climidal, CA 2921, (819) 244008. 4+10452018 & 104462018 The public sale of three Rema will begin at 09:30 AM and continue until all units are saled.

340-416238 9/27,10/4(b NOTICE OF PUBLIC SALE

To salely the owner's storage lien PS Orange Co. Inc. will see at public lien sale on October 17, 2018, the personal property in the begow-listed units, which may include but are not limited to: household and personal control of the property of the control of the property of the personal property of the personal property of the personal property of personal personal property of personal imited to: household and personal items, office and other equipment. The public sale of these dema will be-gin at 09:30 AM and continue until all

unità aro soid.

PUBLIC STORAGE # 20601, 3637
Flat Shoale Road, Decatur, GA
30034, (104) 573-4859
Time: 1820 AM
50034, (104) 573-4859
Time: 1820 AM
5005-Breur, Derrick; 8001 - Cuz,
Juan, BD28-Turne, Physicania; 0009
- Breaux, Turne; Physicania; 0009
- Breaux, Turne; O105-16lian, Vinatoru; 0103 - Hearley; Defonytaneis;
0043- Morris, Bridgat; 0049
- Breaux, Turne; O105-16lian, Vinatoru; 0103 - Heilman, kim; 0085Cooper, Cheria; 0083 - Banka, Lequida; D014- Majgno, Suessit; 0104Hunt, Quantizz, 0043 - Merredith,
Glen; 0061 - Shaefer, Jeancia; 0006
- Mikhalel, Coutriey; 0029 - Weosl
- Mikhalel, Coutriey; 0029 - Weosl
- Mikhale, 0051- Shaefer, Jeancia; 0006
- Mikhale, 0051- Shaefer, Jeancia; 0006
- Mikhale, 0051- Shaefer, Jeancia; 0006
- Mikhale, 0051- Shaefer, Jeancia; 0007
- Lovia, Kabiy, 1069 - Wosler, Janet,
Lovia, Kabiy, 1074 - Kinyyam,
Kadjah; 1171 - Perry, Khar, LT75 Thomas, Robin, 1311 - Breun, Derrick;
L227 - Siaughher; Diyarik;
L248 - DuBoss, Turnel; L252 - blackmon, paraz; M009 - Glark, Febrig,
M021 - McKloy, Neel, Mu27 - Besson,
M021 - McKloy, Neel, Mu27 - Besson, mon, perez; M909 - Clark, Febre; M021 - McKoy, Nost, M027 - Benson, Tacara; M033 - MOORE, TYEISHA;

PUBLIC STORAGE # 25592, 5260 Minola Driva, Lithonia, GA 30038, (404) 445-7828 Time: 10:30 AM

Time: 10:30 AM
A0107 - Bournoy, allicia; A0406 Smith, Seriretho; A0414 - Certer, Anthony; A0601 - Certer, Anthony;
A0708 - Najeo-Lisah, Sasm; A0613 Fasors, Shanava; A0906 - Campbol,
kery, A0910 - Smith, Constancie; kery, A0910 - Smith, Constancie; A1013 - Corwader, Lakeys, A2004 -ESTERS, ROMELL; A2009 -TOLSON, KIMBERLY; A2012 - Sm-mons, Quentin, A2016 - Minozy, Nishanie; A3011 - Christie, Temera; B0005 - Riggin, Michael; B0024 -Jackson, Raven; B0064 - Perkins, Jackson, Raven, B0064 - Parkins, Lalonys; B0002 - Mccooky, Ragins; B0403 - Elifolt, Kenya; B0411 -Stood, Keshis; B057 - Oversteed, Kathryn, B0520 - James, oddir; B0521 - Wright, Microus; B0522 - Hol-lowy, Lalopha, B0542 - HOW, Gery, Carlysh, B0542 - HOW, Gery, Carlysh, B0542 - HOW, B0202 - Berry, Carduse; B0906 -Braden, Charac; B3003 - Andrews, Microk; Od-Laby, Genfeir, C19 -Jones, Kolota; C49 - Murry, Moknysa

PUBLIC STORAGE # 21712, 4200 Snapfinger Woods Drive, Decatar, GA 30035, (404) 573-4891 Time: (1:30 AM

Time: 11:30 AM 8035 - Cornelius, Andrea; C001 -Williams, Savads; C002 - Welcott, Ewart, C032 - Miller, Notil; C067 -Atchison, Tameriat; C086 - Gotsil, Lakeni; C096 - English, Donald; D014 - howard range, D0213 - Reed, Tijuana; D056 - Davis Sr, Rohen; D056 - Smith, Dominee; D079 -Brown, Tierra; D105 - Esman, Ebeny; D108 - Herrison, Nijam; E017 - G4tens, Cathy, E019 - Mcmiller, Xaver, E113 - James Rotsander E119 lone, Cathy, E019 - Mcmiller, Xavier E113 - James, Robeger, E118 -Thompson, Quytenus, E149 - Tie-data, Cheryl, E150 - Oliver Shondeller, F016 - Perkins, Britany, G019 - Thombill, Vick, H008 - Marke, Market

PUBLIC STORAGE # 20490, 5038 Covington Hwy, Decatur, GA 30035, (404) 348-4205 Time: 12:30 PM

Timor (120 Petws), Carmen, A040 - A011 - Pettwsy, Carmen, A040 - Jones, Theresa, A058 - Burley, Cartier, A078 - Bared, Sheney, A078 - A078 - Sheney, A078 - A078 - Sheney, A078 - A081, Sheney, D058 - Forglars, Curtis; D060 - Sampheli, Theolog, D067 - Ali, Ross, D078 - Mellor, D067 - Ali, Ross, D078 - Mellor, D067 - Ali, Ross, D078 - Mellor, D068 - Alizander, Audrey, D068 - Misson, D078 - Mellor, D068 - Misson, D078 - Misson, D078 - Misson, D078 - BROOKS, RUBY

PUBLIC STORAGE # 08050, 840 Hambrick Road, Stone Mountain, GA 30083, (404) 445-0091 Time: 01:30 PM

SUBS. (409) 445-0031
Time C1:30 Pt. Denzel; 0241 - Garnett, Lemonica; 0242 - Whitleck,
Jon; 0319 - Johnsen, Quiena, 0323Mczcy, Jamei, 0334 - Caddell-,
Garden, 0439 - Garden, Cassanda;
0453 - Oliver, Aziz; 0562 - Issoca,
Norman, 0530 - Garred, Jophesh (J);
0537 - Hudson, Jensfer, 0532 - Mocian, Sammari, 9646 - Stacioficad,
Colty, 0806 - Jackson, Chellesh,
WO, BRIAN, 0844 - Michael, Xavier,
9037 - Whitadad, Wayne; 9049 - Stacker,
Norm, 1096 - Adams, AShart, 1096 - Sistes, Formace, ToKick, Michael, 1045 - Cox, Aunter;
9140 - Hardin, Gragory

PUBLIC STORAGE # 00516, 1844 Min Industrial Bird, Tucker, GA 30084, (675) 468-6104 Fane (2009) Fyesha; A090 -Greene, Zeiser, A112 - Worthington, Mayer, A193 - Toliker, John; A220 -Smat, Temeku, A228 - Burl, Rashoet, A237 - Burn, Mariam, A263 - Goltes, Raymond, B026 - Manuel, James; O222 - Litting, Damonique, Diamonique, D12 Cobb, Krista; D044 - Knowies, Asa

To salidy the owner's storage lien, PS Grange Co. Inc. will sell at public sen sale on October 16, 2018, the personal property in the below-listed units, which may include out are not limited to household and personal dema, office and other equipment. The public sale of these dema will begin at 09.00 AM and continue until all units are sold.

PUBLIC STORAGE # 28152, 3748 Covingion Hay, Decatur, GA 30032, [404] 736-6783 Time: 08:30 AM

404) 736-6783
Timer (22-00 AM
0100 - Todd, Antelia; 1001 - Green,
Artin; 1025 - Jones, Kisra; 1105 Baker, Desmon; 1131 - Renkins,
Derive; 1148 - Joseb, M.; 1204 Jonesh, Patrice; 1229 - Manley,
George; 1335 - Finedin, Sodars; 1051 - Griggs, Angolque; 1513 - anthony,
note; 1549 - Erown, Charace; 1713 weshinglen, 1867; 1811 - Aston,
Cohen, Bryan; 1826 - Fleary, Andrew; 1928 - Love, Kandice; 1938 Cohen, Bryan; 1826 - Fleary, Andrew; 1928 - Love, Kandice; 1938 Jackson, Mykr, 1957 - Mils; Taylor;
2005 - Smith, Stdney; 2014 - Marray,
1255 - Parraway, John; 2129 Smith, Jismin; 201 - Verdig; 3030 Merrid, Money; 605 - McQuent,
Smith, Jismin; 243 - Hij, Torya; 504
- Merrid, Money; 605 - McQuent,
Locy; 222 - glason, charistics; 1447
- Wilsiams, Cart; 917 - Woods, Dienac;
252 - RAWLS, ANGELA

PUBLIC STORAGE # 2584, 1504
Austin Irp, Decetur, GA 30032, (404)
602-0050
Ime: 11:00 AM
A012 - Briggs, Gloria: A013 - Anderson, Will, 2402- Miner, Ministr, 4026
- stoward, sisthium, A025 - Pitts, Stolis Mote, A218 - Golloway, Jernyn, A219Mozren, Natenya; A224 - Withouser, Michaeli, A225 - Genes, Kloens, A255 - Withouser, Michaeli, A225 - Withouser, Michaeli, A256 - Michaele, 6007 - Stringer, Karon: B031 - Edwards, Lekkis; B045 - McDRIDE:
KAILA; B057 - Frazier, Jr, Willio;
B094 - Brown, LaShawm, C028 - C028 AALA; BUSY - FRADRY, JR., WHIND, BUSY - Brown, LaShawn; C020 -Homas, Latarasha; C024 - Howard, Tarah; C085 - Statom III, Elia; C075 -newsome, Deshun; D021 - Hodgas,

Public Notice

330-418347 9/27,10/4,10/11/b LEGAL NOTICE Perfection of Civi under Notary Seal Common Law Trademarks partment of : Transportation; Mo

Common Law Trademark/Copylight and Powers of Attenue; All Forms and Copy JOHN KEVIN PAYNE™S TO: STATE OF WISCONSIN: Register; Department of Houth - Vital Reports, STATE OF: WISCONSIN Devices, STATE OF: WISCONSIN Devices Vehicles, Revenue; ; Ali States, Sub-divisions, Counties, Municipalities Local/National government, Federa Governments, interfactionational pov through the U.S. Department of Agriculture; UNITED STATES: WASH-INGTON, DISTRICT OF COLUMBIA, and all positical subdivisions thereo-Internal Revenue Service; Department of. The Treasury/de jure 1789 culture, Transportation, Territorias and Possessions; UNITED NA-TIONS and organs; Valican; United Rangtom; Quien / Crown of England; IMF; afficiates and subordinates: courts, tribunets, jurisdictions, districts, venues, unfrecongrized Indian/Native tribes, bands anticlass, contamination of the contami and any agents, employees, officers directors, representatives, successors, assigns and any others continuous, soluting but not specifically named, TAKE NOTICE! The undersigned is the tuly appeinted Afterally named, TAKE NOTICE! The un-dersigned is the day appointed After-nay-in-fact on behalf of JOHN KEV-IN PAYNETIC. All prior Authorized Signatures, Powers of Attorney Jap-polisment, or other authority to act on righted, C ighted, Common law Trademarked Property JOHN KEVIN PAYNE®O and all derivatives, forms and copy, even if irrevocable, are hereby RE-VOKED, CANCELLED, RESCIN-VOKED, CANCELLED, RESCIIIDED and TERMINATED, none prolane, to the eighteenth day of August,
1988 for eleminy, I am the beneficial
owner of the NAME JOHN KEVIN
PAYNE™9 shared on the STATE OF
LIVE BIRTH (Classified), and all teerealitys, forms and copy, and beneficiary and beneficial counter of the Centifrate an oxigination of the United the cary and buseficial current the Cer-lificate an obligation of the United States Authorities

States. Authority is accommodation only, with all attendant powers, as only, with all stendant powers, activity, and epited of use. I further DISSOLVE, nunc pro tunc, ab limits to use I further DISSOLVE, nunc pro tunc, ab limits to eighteenth day of August, 1988, for elemity, all PARTHERSHIPS which pertain to my protected Property described herein, NOTICE: All use of my protected Property, during the AUTHORIZED by the Actornay-in-Fact in the coord width the largest full former of time in the rnonactory are as a coord with the learness of use in the Notice of Common-Law Copyright Tracemark and Atlandant Powers of Alterney, a record in the Office of the California Secretary of State, Filing Number: 18-7642312135; and 18-76423122. THE IS NOTICE to the WORLD, and those named herein, and any Unitarionate manual herein, and any Unitarionate of the Holling of

AGREEMENT HE EVENT OF UNAUTHORIZED USE. UNAUTHORIZED USE. UNAUTHORIZED USE IS IDENTITY THEFT, PRACY, IMPERSONATION, COUNTERFEITING, THEFT, THESPASS, MISSIES, CONVERSION, FORGERY AND FRAUD, WITH THE PENALTY THEREFOR OF \$15,000,000 DOLLARS BEED MATTANCE OF UNAUTHORIZED MATTANCE OF UNIVERSITY OF LARS PER INSTANCE OF UNAU THORIZED USE, Govern

cordogiy. +43CHN KEVBI PAYNE****©+**+

330-416448 16/4 10/11, 10/18 10/25 11/1ek

EXHIBIT A

NOTICE OF BOND ELECTION
TO THE QUALIFIED VOTERS OF

THE CITY OF BROCKHAVEN, GEORGIA YOU ARE HEREBY NOTIFIED that YOU ARE HEREDY NOTHEID that no November 2, 2018, an election will be held in all of the discition standard of the City of Brookhaven, Gaorgia (the 'City'), at which stection there will be submitted to the qualified voters of the City the question for their determination of whether the City should issue general oxigation bonds, in one or more series, it is an ammediate brinching amount of the series and control of the proposed properties of the series of the se aggragate principal amount not to ex-ceed \$40,000,000 (the "Bonds"), for the purpose of financing the cost of the projects fisted in the form of the ballot below, and paying the cost of issuing the Bonds and capitalized inment on the Roads

bearing in business. The Bonds, if so eatherscade, may be itseed in the Bonds. The Bonds, if so eatherscade, may be itseed in whole or in part and in one or more series. The Bonds shall be dated the first day of the calender month in which the Bonds are issued and shall bear interest at rates not exceeding 50% per year (based upon 380-day year comprised of heavier hittprig-day months). The principal shall making thy achievable making thy achievable making the second of the service of the second shall be a secon mendatory redemption) in the years and amounts, as follows:

Year Amount Year Amount Year 2020 \$775 000 2030 \$1 095,000

2021 \$805,000 2031 \$1,130,000 2041 \$1,595,000 2022 \$830,000 2032 \$1,170,000

2042 \$1,650,000 2023 \$860 000 2033 \$1 210 000

2043 \$1,710,000

2024 \$690 000 2034 \$1 255 000

2025 \$920,000 2035 \$1,300,000 2045 \$1,830,000

2025 \$955,000 2036 \$1,345,000 2048 \$1,895,000

2027 \$985 000 2037 \$1 390 000

2028 \$1,020,000 2038 \$1,440,000

2029 \$1,065,000 2039 \$1,490,000

Bonds shall be payable in lawful money of the United States of America at a bank or banks to be designed.

Voters desiring to vote for the issuence of the Bonda shall do so by yol ing "YES" and voters desiring to vote against the lessuance of the Bonds shell do so by voting "NO" as to the questions propounded substantially

er Plans and other related part amenities, equipment, and real and personal property useful or desirable in connection the parks therowith?" The several places for holding said election shall be in the requier and established election districts of the City, and the polis will be open from 7.00 A.M., to 7:00 P.M. on the said

Coy, and the police will be open trom. 700 AM, to 700 PM, on the eard date face of for the election. Those apails due to the call the control of the call the control of the call the

to be a statement of intention of the City concerning the use of the pro-ceeds of the Bonds, and such statement of mention shall be binding on the City in the expenditure of any such Bond kinds or interest received from such Bond funds which have

Pursuant to O.C.G.A. Section 36 82

100, the City notifies all inte perfee that no independent p e sudit or performence Bond Audit') will be co with respect to the Bonds. However the City will continue to ensure the Bond proceeds are expended affi-ciently and economically, as inten-

220,310,000,1003,1005 330-416450 10/4,10/11ps PUBLIC NOTICE Re: 2006 BUICK RAINER VW NO: 5GAET13M552158266

License No. and State: To Whom It May Concern: The above sulomobile was removed from 5950 COVINGTON HWY DEC-ATUR Ga. It is presently located at 5950 COVINGTON HWY DECATUR 5959 COVINGTON HWY DECATUR Gs in possession of MARTIN JOHN-SON on JAN 17 2018, Islephons number (678) 754-3853, Altempts to locate the owner have been unsuc-cessful. The vehicle is deemed stan-doned ender O.C.G.A. 401-12 and will be disposed of if not redeemed.

Re: 2007 MERCEDES C230 VAN NO: WOSRFS2HX7F931844 Licemae No. and State: To Whom It May Concern

The above automobile was removed from 1907 ROGERS LAKE RO ITHOMA Ca li a proc at 1907 PROFES LIKE OF at 1997 ROGERS LAXE RD LITHOMA Ga in passession of FAST LANE JUNK CARS on 8/8/ 2018, foliaphone number (404) 287-9760. Attempts to locate the owner have been unsuccessful. The vehicle is deemed abandoned under O.C.G.A. AU-11.2 and with the ferented of find deemed abandoned under O.C.G.A. 40-11-2 and will be disposed of if not

++2005 BUICK RAINIER / 2007 MERCEDES C230++

41650? 10/4,10/11/K NOTICE OF ABANGONED MOTOR VEHICLE

MOTOR VEHICLE
Re ++Green Dodge State 2004 VIN
No. 483AG42G54E040441++
License No. and State: QA86814

To Whom it May Concern: The above milomobile was remo The shove audomobile was removed to mo 2784 Tupaso St., Adanta. GA on July 29th, 2015. It is presently located at 3451 Bouldarcreal Rd., Contey, GA 30286 in possession of Bob Harfs, telephone number 404-375-2688. Attempts to locate the owner base investment of the working in the context of the second context of the second context of the context of the second context of the context of the second context of the secon have been unsuccessful. The vehicle deemed abandoned under Q.C.G.A. § 40-11-2 and will be dised of if not redeemed

SOLUTION OF THE CONTROL OF THE CONTR

Pursuant or requirements of the Beorgia Constitution, Attorney Gen-eral Christopher Carr, Secretary of State Brian P. Kemp, and Legislative Counsel Richard C. Ruskell heraby provide the summeries of the pro-posed constitutional amendments that will appear on the November 6.

Creates the Georgia Outdoor Stew-ardship Trust Fund to protect water quality, wildfile habitat, and parks.

House Resolution No. 238 Resolution Act No. 414 Ga. L. 2018, p. 1138

TIYES

Without encreasing the current state assists tax rate, shell the Constitution of Georgia the amended so as to create the Georgia Outloor Stewards the Georgia Outloor Stewards that protect drinking water sources, and the water quality of rivers, local, and streams; to protect and conserve forests, faith, widelife habilities, and state and total parks, and to provide opportunities for our children and familias to pay and enjoy the outdoors, by dedicating, subject to still public destours, by 18 80 per-Without acressing the current state full public disclosure, up to 80 per cent of the existing sales tax collected by sporting goods stores to such purposes without increasing the curpurposes without increas rent state seles lex rate?

This proposal authorizes the General Assembly to provide for an annual el-location of up to 80 percent of the reverse derived from the state sales goods stores to a trust fund to be used for the protection and second ton of conservation land. Any law adopted pursuant to this proposal shall provide for automatic repeal not more than ten yours after its effective date. however, such repeal date may be extended by a maximum of ten ad tone years. It emends Article III, Section IX. Paragraph Vi of the Geor-

gs Constitution by adding a new sob-paragraph (p).
A copy of this entire proposed consi-tations: amendment is on tile in the office of the judge of the probate court and is available for public in-

Creates a state-wide business court to lower costs, enhance efficiency, and promote predictable judicial outcomes.

Houses Bascicilien 003 Resolution Act No. 410 Ga. L. 2018, p. 1130

() YES () NO Shall the Constitution of Georgia be amended to as to create a state-wide business court, suthorize superior cost teamers court descript, and atow for the appointment process for state-wide business court judges in reder to lower tools, improve the effcrear is count away, improve set this county of all counts, and promote pro-dictability of judicial outcomes in con-tain complex business disputes for the benefit of all citizans of this

This proposal creates a state-wide business court with state-wide jurisdiction for use under certain circumstances. It contains provisions relat-

amenda Article W of the Georgia Constitution by revising Sections I, II, IV, and VII. A copy of this entire preposed consi-usions it mendment is on file in the other of the judge of the probate court and is available for public in-

Ferrurages the conservation mooral ages and conservation, sus-sinability, and congressly of Georgia's rothing forests through tax sub class-tication and grants.

Marora Roman dian him fit Ga. L. 2018, p. 1127

Y)YES

Shall the Constitution of Georgia be amended as as to revise provisions related to the sub-classification for tax purposes of and the prescribed methodology for establishing the value of forces land conservation, use property and related essistence grants, to provide that assistance grants related to toreel land conservation use property may be increased by general size of the serviced assistance grants may be deducted and period and that past of sprend and that sale revenue commissioned by the sale revenue commissioned by the sale revenue commissioner to provide for certain state administrative costs, and to provide for the sec Cestercally. Shall the Constitution of Georgia pe for the suc classification of qualified important property for ad valutem

This proposel revises provisions sub classifying forest land conservation use property for ad valorem taxabon purposes. It revises the methodology that properly feet as varieties desproyer per purposes. It revises the methodology for establishing the velide of firest and conservation use property and related assistance grants. The pro-posal stop permits the sub-classifica-tion of valentim laskeloh proposas. It amends Article VII, Section I, Para-graph III of the Georgie Constitution by revising subparagraph (f) and by adding a new subparagraph (f). A copy of this eather proposed consi-titions amendment is on file in the office of the logic aft the product court and is available for public in-spection.

Provides rights for victi en of others in the kelicisi omcess.

Sanata Resolution No. 146 Resolution Act No. 467

Ga. L. 2018, p. 1139

TIVES

Shall the Constitution of Georgia be ones ine Lonsaition of Georgia amended as as to provide cert rights to victims against when crime has allegadly been porp rated and allow victims to assert a

This proposal recognizes cartain rights of victims against whom a crime has been perpetrated and provides for the inforcement of such

provides for the enforcement of such rights. It amonds Article 1, Section 1.0: the Georgia Constitution by adding a new Paragraph XXX. A copy of this entire proposed consti-tutional amendment is on file in the office of first judge of the probate court and is available for public in-spection.

proceeds to county and city so

Senate Resolution No. 95 Resolution Act No. 278 Ga. L. 2017, p. 657

*IVES

()NO Shall the Constitution of Georgia be Shall the Constitution of Georgia be amended so as to suitherize a referendum for a sales and use tax for education by a county school district or an independent school district or districts within the county having a majority of the students errored with in the county and to provide that the proceeds are distributed on a per stapaneous ar usanantum a pin sys-tems unisss an agreement is reached among such ached systems for a di-ferent distinution?

This proposal sulhorizes a county school district or an independent school district or districts within the county having a majority of the stu-denia enrolled within the county to call for a referendism for a sales and se tex for education and provide use tax for aducation and provides that the proceeds are distributed on a per student basis among all the school systems unless an agreement is reached among such school systems for a different distribution. It menteds Article VIII, Section VI, Paragraph V of the Constitution by revising sup paragraph (a) and (a). A copy of this unifier proposed constitutional amendment is on fits in the office of the judge of the probability of the product and is available for public in-

court and is available for public in

SUMMARIES OF PROPOSED STATE-WIDE REFER-BIOUM CLESTIONS

Pursuant to Code Section 21,24 of Pursuant to Cody Section 24-24 of the U.C.G.A., the Secretary of State is authorized to incude with the sem-maries of proposed constitutional amendments summaries of any state-mide referendum questions to be voted on at the same general election:

Provides for a homestead exemp for residents of certain municipal

House 88 No. 820 Act No. 346 Ga. L. 2018, p. 235

(1) YES
(1) NO
(2) NO
(3) NO
(4) NO
(5) NO
(5) NO
(6) NO
(poses in the amount of the differ-ence between the current year as-sessed value of a home and the adjusted base year vake, provided tha the lowest base year value will be ad justed yearly by 2.6 percent?"

This proposal authorizes a new homescad exempted from ad valor-em laxes for municipal proposes in an amount equal to the amount by

which the corrent year assessed value of a homeatical excesses the adjusted have over value of each homeatical. This examption would only apply to persons residing in a minicipal corporation that is occased in more has one down, that levies assists for for the purposes of a metropolitan area system of public transportation, and that have within its boundaries an independent school system, it enacts Gode Section 485-43.1 of the Official Code of Georgia Annotated. notated.

remonence.
If approved by a majority of the volets, the Act becomes effective on January 1, 2019, and applies to all tax years beginning on or after that

.A.

Provides a tax exemption for certain homes for the mentally disabled.

House 88 No. 195 Act No. 25 Ga. L. 2017, p. 55

Y)YES

() NO Shall the Act be approved which provides an exemption from ad valor-am taxes on nonprofit homes for the mentally disabled if they include business corporations in the ownership structure for financing purposes?"

This proposal clarifies that the exist-ing exemption from ad valorem taxa-tion for neoproid homes for the men-sally disabled applies even when fin-shing for construction or renovation of the homes is provided by a business corporation or other entity. It amends paragraph (13) of Code Section 48-5-41 of the Official Code of

tion 48-5-41 of the Official Gode of Georgia Annotated.
If approved by a majority of the voters, the Act becomes effective on January 1, 2019, and applies to all lax years beginning on or after that

330-417038 10/11,10/15/0 PUBLIC NOTICE

PUBLIC NITICE
The following vehicle(s) have been impounded at Claick Drop impound-ing, [2461 Oid Covington they SW Conyers GA 30012) and will be deemed abandoned if not reduced within one week from his ad'a date.

++2003 CADILLAC CTS Green (Dk) → TAG# Sunknown> V.I.N. # 1G6DM57N830105011 removed from 10 Årbor Grossing Dr. Lithonia, GA 30058.

2003 Mileutsichi Etilipte White TAG# <unknown> V.I.N. i
4A3AC34G83E012843 removed from 3321 Peopertree Cir. Decator, GA

2002 Pontino Grand Prix Gray TAGE 563 061 IL V.1.11. # 1G2WK52J62F107260 removed from 10 Greate Dr. Decetar, GA 30035.

<u nknown > V.I.N. # WDBTJ75,64F103517 removed from 293 RUE FONTAINE LITHOMA GA

2000 Misubishi Mrage Rad TAG# <unknown> V.I.N. # JA3AY26CTYV027712 removed from 3175 QUINCE TRACE LAKE DEC-

2010 Toyota Cerolia Gray TAG# V.I.N. # 9T1RU4FF0AC477615 re m 6256 Hillandale Dr Lithania, GA 30058.

2008 Acura RSX Silver TAG# RAP 5 6 4 9 G A V.1.N. # JH4DC548365010636 removed from 500 Northern Ave, Clarkston, GA

1994 Mercusy Grand Mardina White TAG# 22723951 GA V.I.N. # 2MELM7SW1RX665638 removed from 100 Waiden Brook Dr. Lithonia, GA 30038.

2017 Oodge Charger Gray TAG# < unknown > V.I.N. # 2C3CDXCT2HH659953 removed from 3548 Rockbridge Rd SW Avondale Estates, GA 30002.

330-417040 10/11sb

330-47790 10/11/p
Major Spill Notice
2400 Park Central Boulevand,
Decetter, GA 20035
On October 1, 2018, DeKable Doutsty
notified EPD and the public persuant
DEPD 391-3-0-50 of a 28, 140 gallon wastawater spill that occurred on
October 1, 2018, a 115-87 hours, si+-2450 Park Central Boulevard, Desatur into Penthera Branch++. The
spill was dus to a deterns blockage at
manhole 16-040-e022 on an 8 inchsower sina. The protein was correcmannete 16-040-4022 on an 8 inch sewer film. The problem was correc-ted on October 1, 2016 at 20:15 hours when the crew root cut the 6 inch sewer main upstream from man-hole 16-040-4030 to mannete 16-040-0422 3ft filest and cleared debris blockage at 337 feet to restore flow,

330-417119 10/11 10/18sX NOTICE OF ABANDONED MOTOR VEHICLE Re: Saver, 2007 Jeep Grand ckee Lereys/C Charchee Lare/b/COL VIN No. ++1J8G\$48K37C626579+ License No. and State: N/A

To Whom It May Concern The oboye automobile was removed from an unknown address. It is presently issisted at 344 Kathleen Cy SF. Marietta, G4 30067, in possess SE, Mariette, GA 30867, in possession of K.O. Towing, 770-450-1413, Attempts to locate the owner have been ansuccessful The vehicle is deemed abandoned under O.G.G.A. § 40-11-2 and will be disposed of if

not redocmed. 330-417137 10/11,10/18_{jb} 330-47737 1071, 10188 NOTICE OF ABANDONED MOTOR VEHICLE +2008 Ford Edge Vir. 2FMOK38G87BA63579++

Viti: EPIMONECE/PEASST9+
License No. DOSG/15
Color: Orange
Body Syle: SUV
Abandoned on August 31, 2018
TO WHOM IT MAY CONCERV:
The above whole is presently located at 7199 Maddox Rd Suite A,
Lithonia GA 30050; phone (978) 5255016 in possession of Furm Quality
Aufo & Body Repair, Altempts to locate the owner have been emiscoccase
as the owner have been emiscoccase ate the corner have been unsuccess ful. The Vehicle is deemed aban-doned under O.C.G.A. 40-11-2 and will be disposed of it not re

Public Sale

ERTY UNDER THE GEORGIA LAW 10-4-213. THE PUBLIC SALE OR 104-213. THE PUBLIC SALE OR OTHER DISPOSITION OF THE FOLLOWING PROPERTY WILL TAKE PLACE (UNILESS OTHERWISE WITHERWAY) VIA AN ON-LINE AUGUTION AT WWW.STOR-AGETREASURES,COM ON +4(Oct 15, 2018) BEGINNING AT APPROXIMATELY (1600amp) AND CONCLUDING ON GOD 29, 2018) AT APPROXIMATELY (1600amp) AND CONCLUDING ON GOD 29, 2018) AT THE PUBLIC SALE WILL RESULT IN THE GOODS BEING SOLD TO THE HIGHEST BIDDER. CERTAIN TERMS AND CONDITIONS APPLY, UNIT \$ 14 TERMS AND CONDITIONS APPLY, UNIT \$ 15 TERMS A Unit # Name Contents 1015 Tyrone Gregory Mec. Name 2016 Alpha Harris Mac. Name

340-416452 10/4,10/11sk 340-418452-10/4, 10/Hek NOTICE IS HERREN GIVEN THAT (SSSP Shephed Dhw Decelur, LLC) DISHA SIMPLY SELL OR OTHER STORAGE LOCATED AT (2804 HF Shephed Drive) INTENDS TO SELL OR OTHERWISE DISHOSE OF THE PER-SONAL PROPERTY UNDER THE GEORGA LAW 10-4-213. THE FUBBLIC SALE OR OTHER DISHOSTORION OF THE FOLLOWING PROPERTY WILL TAKE PLACE (UNLESS OTHERWISE WITH-DRAWN) VIA AN ON-LINE AUG-RAWN) VIA AN ON-LINE AUG-RAWN) VIA AN ON-LINE AUG-RAWN) VIA AN ON-LINE AUG-PRAWN) VIA AN ON-LINE AUG-PRAWN) VIA AN ON-LINE AUG-PRAWN VIA AN AUG-PRAWN VIA AN AND VIA AN AUG-PRAWN VIA AN AUG-PRAW DRAWN) VIA AN ON-LINE AUCTION AT WWW.STORAGETREAS URES.COM ON ++(October 15, 2018) SEGMMING AT APPROXIM-ATELY (10:00am) AND CONCLUD-ING ON (October 20, 2018) AT AP-PROXIMATELY (10:00am)++. THIS PUBLIC SALE WILL RESULT IN

2029 Mercela Maya Mec. Isome 2209 Taliona Howell Misc. Isome 2222 Frances Randol Misc. Isome

2232 Donna C Perryman Mac, Items 2307 Alicia Tilor Mac, Items

tions are filed, the Patition may be granted without a hearing. Bodela C Hargrove Judge of the Probate Court Taftany Ragiend, Clerk of the Probate Court

Court 558 North McConough Street Decatur Georgia 30030 404-371-2601

300-417278 10118 1025,11/1,11/86X NOTICE ++2018-1754+ RE: PETITION OF ANTOINETTE SCOTT SMITH TO PROBATE IN SCOTT SMITH TO PROBATE SOLENIN FORM THE WILL OF IDA SCOTT JACKSON, DECEASED, UPON WHICH AN ORDER OR SERVICE WAS GRANTED BY THIS COURT.
TO: Marion Wills

This is to notify you to file object there is any, to the Petition to Pro-bate Will in Solemn Form, in this Court on or before 11/13/2018. BE NOTIFIED FLIOTHER: All abla

DIE NOTIFIED FURTHER: All objections to the Polition must be in writing, setting forth the grounds of any such objections. All objections should be sworn to before a notary public or before a Probate Court Clerk, and faing fees must be tendered with your highestions; unless your writer to the objections, unless you qualify to file as an indigent party. Contact Pro-bate Court personnel for the required amount of filing fees, If any objec-tions are filed, a hearing will be actualished at a later dute. If on ohi acreatised at a start case, it no objections are filed, the Petition may be granted without a hearing.

Bedalls C Hergrove
Judge of the Probate Court
Tillerry Ragland, Clerk of the Probate

Court 556 North McDonough Street Decatur Georgia 30030 404-371-2501

Year's Support

310-416485 10/4 10/11 10/18

NOTICE ++2017-0795++ NOTICE **ZITT-UT99**
TO: All interested Parties
The Pelition of SARAH DAVIS, AS
PARENT AND NATURAL GUARDIAN OF SAMANTHA GRACE SZUMSIG for a year's support from the salists of JERRY PAUL SZUMSK, DeAmena Lee Departural's SURVIVING deased, for Decadent's Surviving

luse and minor child, having been didy filed, all interested persons are

day Red, all interested persons are hereby notified to show cause, it any they have, on or before OCTOBER 29, 2018, why said Perison should not be granted. All objections to the medicine so the Petition most be filed on or before short for granted of any such objections, and must be filed on or before the time stated in the preseding sentence. All plead-ingstripications should be sworn to before a nother public or before should before a nother public or before should before a nother public or before should here the properties of the same should here the public or before the public should be sworn to before a nother public or before should the public should be sworn to before a nother public or before should the public should be sworn to the sworn to should be sworn to the sworn to sworn the sworn to the sworn to sworn the sworn to the sworn to sworn to the sworn to sworn the sworn to the sworn the sworn to the swor before a notory public or before a Probate Court Clark, and filing fees must be tendered with your object itons, unless you qualify to file as on indigent parry. Contact Probate Court personnel for the required amount of personnel for the required with the file of the file o data. If no objections are filed the litten may be granted without a hi

ing. Bedete C Hargrove Judge of the Probate Court By, Morgan Johnson Clark of the Probate Court 556 North McDoncogh Sweet Deckur Georgia 30030 404-371-2601

310-416486 10/4,10/11 10/18

NOTICE ++2017-2000++ TO: All interested Parties
The Patition of CATHRYN ELIZA-

The Petition of CATHRYN ELIZAMENT SETHLOW, for a year's accopanion the estate of PAUL DERNIS LORENTZEN, JR., Decessed, for Decedent's Surviving Spouse and minor critick having been day field, all interested persons are hereby notified to show couse, if any they have, on or before OCTOBER 28, John of before OCTOBER 28, John of before OCTOBER 28, John of before october of the protect.

All objections to the Petition must be in writing, setting both the grounds of any such objections, and must be filled on or before the time stated in the preceding sentence. All plead ings/objections should be sworn to before a notary public or before a Probate Court Clerk, and filing fees must be tendered with your objections, unless you qualify to file as an indigent party. Contact Probate Court personnel for the required amount of filing less. If any objections are filed a hearing will be acheculed at a line

Silon may be granted without a hear

filion may be granted without ing.

Bedalla C Hargrove
Judge of the Probate Court
By, Morgan Johnson
Clerk of the Probate Court
556 North McDonough Street
Deater Georgia 30030
404-371-2501

310.416.197 40/4 40/14 10/4B

NOTICE ++2018-1846++ NOTICE +2018-1846++
TO: All interested Perfect
The Perition of MCUNIEY SAMUEL
DAVENPORT, for a year's suggest
from the estate of ALFREDA CASSANDRA DAVENPORT, Deceased BANDRA DAVENPORT. Deceased, for Decedent's Surviving Scouse and minor child, having been duly field, all interested persons are hereby noti-fied to show cause, it any they noti-fied to show cause, it any they not-ed to show cause, it any they not why said Petition should not be gran-ted.

All objections to the Petition must be in writing, settling thorth the empands of

in writing, setting forth the grounds of any such objections, and must be filled on or before the time stated in the preceding sentence. All plead ings/objections should be sworn to before a notary public or before a Probata Court Clark, and liking fees Probate Court Clork, and filing fees must be tendared with your objections, unless you qualify to file as an indigent party. Contact Probate Court personnel for the required amount of filing fees. If any objections are filed, a hearing will be softwalled at a start data. If no objections are filed the Pe-sition may be grented without a hear-ner.

ng.
Badella C Hargrove
Judge of the Probate Court
By: Margan Johnson
Clerk of the Probate Court 556 North McCongugh Street Decatur Georgia 30030 404-371-2601

310-417095 10/11,10/18,10/25

NOTICE ++2017-2179++ TO: All Interested Parlies
The Petision of BARRY MITCHEL
ZISHOLTZ, for a year's support from
the estate of VIVIAN JUDITH
ZISHOLTZ, Decreased, for Decedent's Surviving Spouse and minux child, having been duly filed, all interested persons are hereby notified to show gause, if any they have, on or before NOVEMBER 5, 2018, why sord Petition should not be gre-ted.

All objections to the Patition most be All objections to the Presion must be in writing, setting from the ground of any such objections, and must be filed on or before the time stated in the preceding semicone. All pleadings/objections should be sworn to before a notion youlder or before a Probate Oburt Clork, and filing fees. Probate Oburt Clork, and filing fees must be tendered with your objections, unless you qualify to file as an indigent party. Contact Probate Oout personnel for the required amount of filing fees. If any objections are filled. filing fees. If any objections are filed a hearing will be scheduled at a later data if no objections are fled tition may be granted without a h

Bedella C Hargrove Probate Court \$56 North McDonough Street Decatur Georgia 30030 404-371-2601

310.417977 10/18 10/25 1 U1 1 URA P41/2// 10/16,10/25,197,11/25X NOTICE ++2018-0146++ : All interested Parties • Passion of EAcks M. Botter, for : TO AS Int

The Pesition of Ericlas M. Botter, to a year's support from the estate of an hann's Butter. Deceased, for De-cedent's Sunviving Spouse and minor child, having been duly filed, di inter-ested persons are hereby notified to show passes, if any they have, on or before NOVEMBER 13, 2016, why asial Pesition should not be greated. All objections us the Pesition must be in within, satisfus forth the crounds of which satisfus forth the crounds of in writing, satting forth the grounds of any such objections, and must be filed on or before the time stated in the preceding sentence. All pleadings/objections should be swom to before a notary public or before a Probate Court Clerk, and filing fees Probate Court Clerk, and filing feet must be tenduned with your clee-blons, unless you qualify to file as an indigent party. Contact Probate Court personnel for the required amount of filing fees. It eny objections are filed, a hearing will be scheduled at a team to the probate court of the probate may be granted without a hearing. Bedela C Hargrove Judge of the Probate Court By: Morgan Johnson, Clert Probate Court 556 North McDanzugh Street Decrair Georgia 30030 404-371-2501

310-417278 10/18,10/25,11/1,11/8sk NOTICE ++2018-1894++
TO: All Interested Parties
The Petition of JEAN ANN BILES, (

a year's support from the selete of DON LEON SILES, JR., Deceased for Decedent's Surviving Spause and minor child, having been duly filed, all interested persons are hereby not Bed to show cause, if any they have on or before NOVEMBER 13, 2018

All objections to the Petition must be All objections to the Petition must be in whiting, selling furth the grounds of any such objections, and must be filled on or before the time stated in the preceding sentence. All pleasings/rebjections should be sworn to before a notary public or before a postary public or before the property before the prope Probate Court Gain, and stags tests must be tendered with your objections, unless you qualify to file as on indigent party. Contact Probate Count indigent party. Contact Probate Count personnel for the required amount of filing fees. If any objections are filed a failed date, if no objections are filed the Padials. If no objections are filed the Padials. tiich may be granied without a hea

ing.

Bedela C Hergrove
Judge of the Probate Court
By: Morgan Johnson, Clerk of the
Probate Court
555 North McDonough Street
Docetur Gardia 30030
404-371-2601

310-417279 16/18,10725,11/1,11/8sk NOTICE ++2017-1871++ TC: All homested Parties The Petition of OLIVER NEAL BROOK for a year's support from the estate of NANCY VIRGBIAL BROOK Deceased, for Decedent's Surviving Spouse and minor child, having been duly filed all interested persons an

duly filed, all interested persons are heredy notified to show bases, if any they have, on or before NOVEMBER 13, 2018, why said Pasition should not be granted. All objections in the Pasition should have the granted. Perition must be in writing, setting both the grounds of any such objections, and must be filed on or before the file stated in the procedum seatimes. All thesid-tic procedum seatimes. All thesidthe preceding sentence. All plead-ings/objections should be swom to before a notary public or before a Probate Court Clerk, and filing fees Probase Court Clem, she many sees must be lendered with your objections, unless you qualify to file as an indigent party. Contact Probate Court personnel for the required amount of filing fees. If any objections are filed, a hearing with the scheduled at a latent data. If no objections are filed the Pediate. date. If no objections are filed the I filen may be granted without a he

ing.

Sedels C Hargrove
Judge of the Probase Court
By: Morgan Johason, Clerk of the
Probase Court

***Pronough Street Decator Georgia 30030 404-371-2601

Public Hearing

320-417219 10/16|0 NOTICE OF PUBLIC HEARING

You are hereby notified that or November 1, 2018, at 8:30 a.m., at the offices of Decide DeXalo (Devel the offices of Decide Deckle (Decide) coment Autority of Dekke to Curely) at 125 Clarement Avenue, State 150, Decator, Georgia 30030, a Public Hearing will be held concerning a processed sissuance by Development Authority of Dekke County of not to accessed \$13,300,000 of revenue bonds. The proceeds of the bonds would feature the acquisition, development, construction and equipping of an approximately \$50,000 square loot building, comprised of foot building, comprised a classrooms and associated educa fionel facilities, and appropriate play ground areas, to be located at Chambiee, Georgia (the "Project") The bonds would not be general ab The bonds would not be general str-legations of the State of Georgie, DaKath County or Davelopment Au-thority of DeKath Gounty, nor would such bonds be payable in any man-ner by taxation, but would be pay-able solely from payments recovered ikbinos, est musig ... ily from payments rec in a bran acresment

received from Brookhaver I move from Azademy Inc., a George profit corporation organized when the laws of the State of George, when would own and operate the Project NO PERFORMANCE AUDIT OR PERFORMANCE REVIEW SHULL BE CONDUCTED WITH REGARD TO THE BONDS. Any perses baver, views on the proposed band asses or the nature or location of the facilities and receive or location of the facility may be heard at such public hears or may submit written comments he hearson

heaning. is October 18, 2018. DEVELOPMENT AUTHORS OF DEVALS COUNTY

OF DENALE COUNTY

320-417220 197180

NOTICE OF PUBLIC HEARING
GEORGIA, DENALE COUNTY

A patition has been filed with the
Board of Commissioners of DeNati

County, Georgia, for the mataliation of speed tables on **Pine Ridge Drive** in the 16th Osstati of DeXast County, Georgia. Said petition has been set for hearing before the Board of Commissioners at ten o'clock AM on Tuesday, October 23, 2018, at the Materia Auditorium, the Materia Buildor Tuesday, October 23, 2018, at the Mateor Audisard, and the Mateor Audisard, the Mateor Build-ing, 1300 Commerce Drive, Deceau, Georgia. All persons whose literare are affected by the proposed installation of the described traffic devices are hereby notified to appear in person or by attorney at said time and forces and necessitions from the described the proposition of the described the devices. prace and present such objection or evidence herein as interest require This 18th day of October, 2018. By: Michael L. Thurmond Chief Executive Officer

DeKarb County, Georgia

320-417221 10/18/0 NOTICE OF PUBLIC HEARING

ing series are board or Commission-res at less of clock AM or Tuesday, October 23, 2018, in the Matoch Aud-tionum, the Melbor Building, 1300 Commisco Briva, Decobur, Georgia. All persons whose interest are at-fected by the proposed installation of the described traffic devices are the described traffic devices are hereby notified to oppose in person or by attorney at said time and place and present such objection or evid-sorce herein as interest require. This 18th day of October, 2018. By, Michael I. Thurmond Chief Executive Officer DeKalb County, Georgie

320-417288 10/16,10/25(c) City of Avendale Estatus City of Avendale Estatus
Notice as hereby given that the Piza-ning and Zoning Board for the City of Avendale Estates will had an Applica-ation for Subdivision and Develop-ment Public Hearing to be held at 6 00 p.m. on ++November 8, 2018+ al 21 North Avondale Piaza, Avondale Estates, GA 30002 for property located at 0 Wells Siree! For information call 404-294-5400

Public Notice

330-416448 10/4,10/11,10/18 10/25,11/1sk

TO THE CUALIFIED VOTERS OF THE CITY OF BROOKHAVEN, GEORGIA

CITY OF BROCKHAVEN, GEORGIA VOU ARE: HERBY NOTFIED that on November 8, 2018, an election will be hald it all of the election districts of the City of Brockhaven, Georgia (the "City"), at which efaction there will be submitted to the qualified voters of the City the question for their determination of whether the their determination of whether the Chy should issue general tibligation bonds, in one or more series, in an aggregate principal amount not to ex-nect \$40,000 foils "Bonds", for the projects listed in the form the projects listed in the form the boliot below, and paying the cost of issuing the Bonds and capitalized in-terest on the Bonds. The Bonds, if so subhorsed, may be sused in whole or in part and in one

essued in whole or in part and in one or more series. The Bonds shall be dated the first day of the calenda month in which the Bonds are issued or the day the Bonds are issued and shall bear interest at rates not ex peeding 6.0% per yeer (based upon a beeding 6.0% per year (based upon a 560-day year commisse of il welve darny-day monits). The principal shall make (by scheduled maturity at ymandatory redemption) in the years and emounts, as follows Year Amount Year Amount Year Amount Year

2020 \$775,000 2030 \$1,095,000 2040 \$1,540,000

2021 \$805,000 2031 \$1,130,000 2041 \$1,595,000

2022 \$830,000 2032 \$1,170,000

2023 \$860,000 2033 \$1,210,000

2024 \$890,000 2034 \$1,255,000 2044 \$1,770,000

2025 \$920,000 2035 \$1,300,000 2045 \$1,830,000

2026 \$965,000 2036 \$1,345,000 2046 \$1 895 000

2027 \$985,000 2037 \$1,380,000 2047 \$1,960,000

2028 \$1,020,000 2038 \$1,440,000 2048 \$2,030,000

2029 \$1,055,000 2039 \$1,490,000 2049 \$2,100,000

The provious of and interest on the Bonds shall be payable in lawful money of the United States of America at a bank or banks to be desig

money of the United Sistes of America at a bank or banks to be designated later. Voters designated later. Voters design to vote for the issuance of the Bonds shall do so by voting YES' and voters design to vote against the issuance of the Bonds shall do so by voters designated the issuance of the Bonds shall do so by voters designate the issuance of the Bonds shall do so by voters you have been specially as follows: "Shall general obligation bonds for Park and Park Improvements in an aggregate principal of un to \$40,000,000 be issued by the City of Evockhaven, Georgial for the purpose of financing the cost of the City and the end City Gourell approved Park and Recreational Magnetics, equipment, and real and personal propagate principal of the Park and Recreational Magnetics, applications and the related park amenities, equipment, and real and personal propagate for briding said election shall be in the regular and established election distincts of the City, and the polis will be open from 200 at Min or 200 at Min or the said. Coy, and the polls will be open from 7 00 A.M. to 7:00 P.M. on the said date fixed for the election. Those quelified to wire at said election share he determined in all respects in an

be determined in all respects in ac-cordance and in conformity with the taws of the State of Georgia. The lead day to register to vote in this excitors shall be October 9, 2018. Those residents qualified to vote at said decision shall be determined in all respects in accordance with elec-tion saves of the State of Georgia. Any broothures, instages or other ad-vertisements issued by the City or the any other pressure, firm, corporation or any other resistance. Firm, corporation any other person, firm, corporation of association with the knowledge and consent of the City, shall be deemed to be a statement of intention of the

to be a statement of intention of the City concerning the set of the proceeds of the first benefit of intention shall be brinding or such as the City in the appendix of any such Bond funds or intenset received from such Bond funds or intenset received from such Bond funds which have been invested. Pursuant to Q.C.G.A. Section 35 62: 100, the City notifies all intenseted parties that no independent performance audit or performance review (the 'Bond Audit') will be conducted with respect to the Bonds. However the City will continue to ensure that Bond proceeds are expended effi-Bond proceeds are expe ciently and economical ded by the Bond Audit.

330-417036 10/11 10/18 10/25/h PUBLIC NOTICE ++SUMMARIES OF PROPOSED CONSTITUTIONAL AMENDMENTS ++

AMENDIENTSIPursiani to requirements of the
Georgia Constitution, Attorney General Chestopher Gust, Seenselay of
Sala Bisan F, Kenn, and Legislative
Counsel Richard C, Ruskell hereby
provide the summanes of the propused constitutional amendments
that will aspear on the trivement 6,
2018, general elocono balk of consideration by the people of Georgia
(short replicing are those adopted by
the Constitutional Amendments by
the Constitutional Amendments by the Constitutional Amendments Pub Roation Board);

.1.

Creates the Georgia Outdoor Stew artistip Trust Fund to protect water quality, wildlife habitet, and parks.

Resolution Act No. 41 Ga. L. 2018, p. 1138

TIYES

Without increasing the current state state state tax rate, shall the Constitution sales tax rote, shall the Constitution of Georgia to emanted so as is considered to the Constitution of the Georgia Outdoor Stewardship Trust Fund to conserve familiar that protect drinkfing water sources and the water quality of rivers, fokus, and streams, to protect and conserve forests, fish, wikilife habitats, and state and focal parks; and to provide opportunities for our châten and families to play and eright the curidous, by dedicating, subject to outdoors, by dedicating, subject to full public disclosure, up to 80 percent of the existing sales tax collected by sporting goods stores to such purposes without moreasing the current state sales tax rate?"

This proposal authorizes the General Assembly to provide for an amoust altocation of up to 80 percent of the revenue derived from the state sales and use tax collected by sporting goods stores to a trust fund to be used for the protection and preserva-tion of conservation (and, Any law adopted pursuant to this proposal shall provide for automatic repeat not more provide for automatic repeal not more than ten years after its effective date; however, such repeal date may be attended for a maximum of ten add-format years. It manneds Article III, Section IV, Pamoyarh VI of the Geor-gia Constantion by adding a new sup-paragraph (p). A cay of this either proposed const-tutions amendment is on the in the

tutonal amendment is on life in the office of the judge of the probate court and is available for public in-

Creates a state-wide business court to lower costs, enhance efficiency, and promote predictable judicial out-

touse Resolution 993 Resolution Act No. 410 Ga. L. 2016, p. 1130

() NO Shall the Constitution of Georgia be amended so as to create a state-w business court, authorize subsi court business court divisions, and allaw for the appointment process for state-wide business court judges in state-wide business court judges in order to lower coats, improve the effi-ciency of all courts, and promote pre-dictability of judicial outcomes in co-tain complex business disputes for the benefit of all citizens of this

This proposal creates a state-wide business court with state-wide lurisdiction for use under certain circum diction for use under certain circism-stancias. It contains provisions roba-ing to vesine, jurisdiction, and powers of such court and provisions for selec-tion, terms, and quiefferdines of state-wide business court judges. It amenda Antice VI of the Gorgos amenda Antice VI of the Gorgos Consissation by revising Sections I, II, III. P, and VIII. A copy of this entire proposed consti-tutions amendment is on their in and office of the judge of the probate court and is available for public in-spection.

Encourages the conservation, susbinability, and longingly of Georgia's working forests through lox sub-cise n and grants.

House Resolution No. 51 Son Art So. 297 Ga. L. 2018, p. 1127

414E8

() NO Shall the Constitution of Georgia be Chall the Constitution of Georgia be amended so as to revise provisions related to the sub-classification for lax purposes of and the prescribed the walked of prest stand conservation user properly and resized assistance grants related to forest and conservation use properly may be increased by permain law for a few-custom use properly may be increased by permain law for a few-ducked and that up to 5 percent of sub-custom grants may be discussed and that up to 5 percent of sub-custom grants may be discussed and that up to 5 percent of sub-custom grants may be discussed to the state revenue commissioner to provide for ordain state of the state revenue commissioner to provide for ordain state of the state revenue commissioner to provide for ordain state of the state revenue commissioner to provide for ordain state.

This proposal revises provisions subclassifying forest land consorvation use property for ud valorem taxation purposes, it revises the methodology purposes. If revises the methodology to establishing the value of forest land conservation use property and network assistance grants. The proposal also permits the sub classification of qualified timbertand property for all valuement autotion propess. It amends Article VIII, Section 1, Paramonth III of a Georgia Constitution graph III of the Georgia Constitution by revising subparagraph (f) and by adding a new subparagraph (£1). A copy of this state proposed constinel amendment is no file in the office of the judge of the probate court and is available for public in-

Provides rights for victims of crime in the judicial process.

Seaste Resolution No. 145 Resolution Act No. 467 Ga. L. 2015, p. 1129

1) YES

() NO

Shall the Constitution of Georgis be amended so as to provide certain rights to victims against whom a come has allegadly been perpettated and allow victims to assert such rights?

This proposal recognizes certain rights of victoms against whom a crime has been perpetrated and provides for the enforcement of such rights. It amends Aricle I, Section Lot the Georgia Constitution by adding a

new Paregraph XXX.

A copy of this arising proposed consistational amendment is on file in the office of the probate

Authorizes fair allocation of sales tax proceeds to county and city achool districts.

Senate Resolution No. 95 Resolution Act No. 278 Ga. L. 2017, p. 857

TIVES

*{ } YES { } NO Shall the Constitution of Georgie be amended so as its authorize a refer-endum for a soles and use it not reducation by a county school district or an independent school district districts within the townry having a majority of the students entried with-in the county and to provide that the proceeds are distributed on a per stu-ent post part of the students and a distributed on a per stu-ent post ameng at the school sys-ent post ameng at the school sysdeni besis among all the school sys-tems unless an agreement is reached among such school systems for a dif-

This proposal authorizes a county school district or an independent school district or an independent school district or districts within the county having a majority of the students enrolled within the county to use for a county in coal for a consendent for a saws and use tax for education and provides that the openeds are distributed on a that the proceeds are distributed on a per student basis among all the school systems unless an agree-ment is reached among such school systems for a different distribution, it amends Article VIII, Section VI, Pera-graph IV of the Constitution by revaing sub paragraphs (a) and (g).

A copy of this entire proposed circultubons amandment is on file in the

office of the judge of the probate court and is available for public in-

STRABUARTES OF PROPOSED STATE-WIDE REFER-ENDUM QUESTIONS

to bull to come about at the pursuant to Gode Section 27-2-4 or the O.C.G.A., the Secretary of State is authorized to include with the zum-maries of proposed constitutional amendmonts summaries of any state-wide referendum questions to be voted on at the same general

Provides for a homestead exemption for residents of certain municipal cor-

Will

300-416484 10/4,10/11,10/18, 10/25-k

NOTICE ++2018-1129 + RE: PETITION OF ALMARIA PATRICE WILLIAMS TO PROBATE IN SOLEMN FORM THE WILL OF ALEAN ROBERTS, DECEASED, UPON WHICH AN ORDER OR SER-VICE WAS GRANTED BY THIS

TO: Allen Jerome Green, Sylvie Tech TC: Alen Jarons Green, Sylvis Test-amark, Andrea Green, Verledia Free-man, Deltrice Wortham, Katrina Roberts, Charille Roberts, Kristia Jones, Lalseam Roberts, Glovenna Roberts, John Roberts, Rachee Roberts, Malody Whitsker, Carolyn Wheeler, Katrly Green, Lizzle Ruth Womack, Jusnita Johnson, Jonaphila Rowles Willis, James Wolflack, Justita Joneson, Josephine Bowles, Willie James Green, Warren Green III, James Green, Raiph Green, Velma Green, Theresa Elvira Green, Nina Green, Christina Green, Justita Davis

tone to the Petiton must be in writing, setting forth the grounds of em be water to before a ontary outling before a Probate Count Co ing fees must be tendered with your objections, unises you quisity to file as an indigent party. Contact Pro-bate Court personnel for the required amount of filing fees. If any objec-tions are filed, a hearing will be exhaulded at a later date. If no objec-tions are filed, the Palabon may be reached without it is hearing.

rented without a hearing.
Bedella C Hargrove
Judge of the Probate Court
Tilleny Reglend
Clerk of the Probate Court
S56 North McDenough Street
Decatur George 30030
404-371-2601

300-417093 10/11 10/16 10/2

NOTICE ++1893-1533 ++ RE: PETITION OF ANDRA JOHN BON TO PROBATE WILL IN SOCIAL SIMPLE PROBATE WILL IN SOCIAL ANNEXED PREVIOUSLY PROBABILITY. AND PROPERTY OF WILLIAM A JULIAN, TO: Eddis Jalian, Emestre Dallas Byron Dalas, Mark Dallas, Bernta Jones, Jacké Carr, Pamela Cook, Sandra Macon, and Devayro Dallas All anterestad parties and singuist he bers of said decadent, and to whem it must concern.

to whom it may concern This is to notify you to file objection, if there is any, to the above referenced petition, in this Court on or before NOVEMBER 5, 2018. BE NOTIFIED FURTHER: All object

BE NOTIFIED FURTHERY AS objections to the petition must be in writing, setting forth the grounds of any such objections. As pleasingstotipotions must be signed before a notary public or before a probate court dierk, and ling fleas must be tendered with hower bleadingstoblections, unwas you your pleadings/objections, unless you qualify to file as an indigent party quasity to file as an indigent party Contact probate court personnel at the following address/felephone num ber for the required amount of fling fees. If any objections are filed, a hearing will be scheduled at a later date. If no objections are filed, the petition may be granted without a

hearing.
Bedala C Hargove
Judge of the Probate Court
Morgan Johnson, Clerk of the Propara Court 556 North McDenough Street Decatur Georgia 30030 404-371-2501

300-417094 10/11,10/18,10/25

n NOTICE ++2018-1767++ NOTICE YEZIS-1762YRE: PETITION OF NECLE HOLMES
TO PROBATE IN SOLEMN FORM
THE WALL OF LARRY MYRICK, DECEASED, UPON WHICH AN ORDER OR SERVICE WAS GRANTED
BY THIS COURT.

BY THIS COUNT.

TO: Larry Dent Myrick and All Inter-seator Parties.

This a lo notify you in the objection, if here is any, to the Petition to Pro-bate Will in Solemn Form, in this.

Deart on or sterior 11/6/2014.

BE NOTIFIED FURTHER: All objections to the Petition must be in writing, setting inforth the grounds of any such objections. All objections, All objections should be seron to before a notary public or

before a Probate Court Dirk, and Sing feee must be fendered with your objections, unless you qualify to file as an indigent party. Contact Probate Court personnel for the required amount of Sing fees. If any objections are file, a hearing will be scheduled at a tister date, fine objections are filed, the Political on any Sing Deads of Huggries Judge of the Probate Court Dones Whitehead, Clork of the Probate Court Dones Whitehead, Clork of the Probate Court

556 North McConcugh Street Decatur Georgia 30030 404-371-2601

NOTICE ++2018-1682++
RE: PETITION OF PATRICIA AYCOCK MERTZ TO PROBATE IN
SOLEMN FORM THE WILL OF SOLEMN FORM THE WILL OF BETTY BISHOP ALDERMAN, DE-CEASED, UPON WHICH AN OR-DER OR SERVICE WAS GRANTED BY THIS COULT. TO: Pater Cox, Pat Cox, John Cox, Geredine Cox, Lucy Bishop George Bishop, Christine Dennis Dore, and Barbara B. McNicholas

This is to notify you to like objection, if there is any, to the Petition to Prohate Will in Sciema Form in this Court on or before 11/13/2018. BE NOTIFIED FURTHER: All objections to the Petition must be in whiting, setting forth the grounds of any such objections. All objections should be sworn to before a notary public or before a Probable Court Cark, and fiving fore must be tendered with your objections, unless you qualify to file as an indigent party. Contact Proas an margent party. Contact rec-bels Court personnel for the required amount of filing fees. If any objec-tions are filed, a hearing will be scheduled at a later date. If no objec-tions are filed, the Petition may be granted without a hearing.

tions of the provided of the Probatic Chargeove Judge of the Probatic Court Inflamy Regiand, Clark of the Probatic Court Street

December Georgia 30030 404-371-2601

350-417276 10/18 10/25 11/1 11/8sk

300-47276 1014, 1025, 117, 17824
NOTICE **2014-7754++
RE: PETITION OF ANTOINETE
SCOTT SMITH TO PROBATE IN
SCOUTH FORM THE WILL OF EIA
SCOTT JACKSON, DECEASED,
UPON WHICH AN ORDER OR SERVICE WAS GRANTED BY THIS
COURT COURT.

there is any, to the Petition to Pro-bate Will in Solemn Form, in this Court on or before 11/13/2018. Court on or before 11/13/2018. BE NOTIFIED FURTHER! All objections to the Petition must be an emiting, setting forth the grounds of any such objections. All objections should be secen to before a notary public or before a probate Court Dick, and filling fees must be tendered with your objections. objections, unless you quality to file as an indigent party. Contact Probate Court personnel for the required amount of fling face. It any objections are filled, a hearing will be acheduled at a later date. If no objec-

tions are lifed, the Petition may be granted without a hearing. Bedella C Hargove Judge of the Probate Court Titlarry Ragiand, Clark of the Probate

656 North McConnuch Street Decatur Georgia 30030 404-371-2601

300-417637 10/25,11/1,11/8,11/15ek NOTICE ++2018-1092++ RE-PETITION OF ELANE ANN MC-

RE-PETITION OF ELINEE AN MC-CLEAN TO PROBATE IN SOLEMN FUND TO PROBATE IN SOLEMN FUND THE WALL OF DORIS PAT-TERSON, DECEASED, UPON WHICH AN GRORE OR SERVICE WAS GRANTED BY THIS COURT. TO AMP SUBblogs, Midmal Durgu, and all interested parties This is to notly you to file objection, if their is sary, to the Petition to Pro-bet Will in Solemn Form, in the Court on or before 11/18/2018. BE NOTHED DETRIHER: All objections to the Petition must be in wri-ing, setting forth the grounds will be within to before a notey public or before a Probate Court Clerk, and fi-sing fees must be tandered with your objections, and is sole to the court of the court of high fees must be tandered with your expections, unless you quality to fee as an indigent party. Contact Pro-

amount of filing less. If any objections are filed, a hearing will be scheduled at a later date. If no object achedised at a later date. If no some are filled, the Pestion is granted without a hearing. Bedails C Hargrove Judge of the Probate Court J. Enrique Morales, Cerk of the hear Court

bate Court 556 North McDa

Year's Support

310-416465 10/4 10/11 10/18

10/25/k
NOTICE ++2017-0795++
TO: All interested Pardies
The Patition of SARAH DAVIS, AS
PARENT AND NATURAL GUARDIAN OF SAMANTHA GRACE SZIMSQL for a year's support from the estate of JERRY PAUL SZIMSK, Decessed, for Decreter's Surprisen

ceased, for Decedent's Surviving Spouse and minor child, having been duly field, all interested persons are hereby notified to show eause, if any they have, on or before OCTOBER 29, 2018, why said Petition should not be granted.

29, 2019, why said Pesson should not be granted. All objections to the Pesson must be in writing, setting forth the grounds of any such objections, and must be field on or before the time stated in the preceding sentence. As plead-ings/objections should be sworn to before a notary public or before a Probate Court Clark, and filing fees Probate Court. Clerk, and filing fees must be fendared with your objec-tions, unless you qualify to file as an adigent party. Content Probate Court personnel for the required amount of filing fees. If any objections are filed, a hearing will be scheduled at a faller data. If no objections are filed the Pe-tition may be granted without a hear-ing.

ing. Bedella C Hargrove Second C Program
Judge of the Probate Court
By Morgan Johnson
Clark of the Probate Court
556 Nocth McDonough Senet
Decator Georgia 30030
404-371-2801

TIO ATRIANC HOVE HOVE I HOUSE

STU-14-6-05 104_1011_turb
10/25-5k

NOTICE ++2017-2090++

TO: All interested Parties

The Patient of CATHRYN ELIZABETH LOW, for a year's support from
the estate of PAUL DENNIS
LORENTZEN, JR., Decessed, for Decadent's Surviving Spause and minor child, having been duly filed, all interested persons are hereby notianamentar persons are neterly non-bed to show cause, if any shey have on or before OCTOBER 29, 2018 why said Petition should not be gran-ted.

All chiections to the Patition must be All objections to the Patition must be a writing, setting forth the grounds of any such objections, and must be filed on or before the time stated in the preceding seatence. All plead-ings/sobjections should be swern to before a notary public or before as Probate Court Diork, and filing fees. Probate Court Dent, and filing fees must be tendered with your objections, unless you qualify to file as an indigent party. Contact Probate Court personnel for the required amount of filing fees, if any objections are filed, a hearing will be acheduled at a tater data. If no objections are filed the Petion may be granted without a he

age, may be grained windowning.

Bedisk C Hargrove
Judge of the Probate Court
By, Morgan Johnson
Clark of the Probate Court
S56 Horsh McDonough Sweet
Deadtr Georgia 30030
404-371-2601

310-416487 10/4,10/11,10/18

10/25:k NOTICE ++2018-1846++

NOTICE +*2018-1846++
TO: All Intended Parties
The Patition of MCNONLEY SAMUEL
DAVEMPORT, for a year's support
from the satisfic of ALFREDA CASSANDRA DAVEMPORT, Decased, BANDRA DAVENPORT, Decessed, for Decedent's Surviving Spatus and minor child, having been obly filed, all interested persons are hereby nob-fect to show cause, if any five preva, on or before OCTOBER 28, 2018, why said Pelaon should not be gran-ted.

ted.
All objections to the Peliticn must be in writing, settling forth the grounds of any such objections, and must be filled on or before the time stated in the preceding sentence. All pleadingsidelions should be sworn to before a notary public or before a Probate Qour Cliche, and filing fees a Probate Qour Cliche, and filing fees

must be tendered with your abjections, unless you qualify to the as an addigent party. Contact Probate Court personnel for the required amount of filing fees. If any objections are filed a hearing with be scheduled it a fallent death. If no objections are filed the Petition may be granted without a hearing.

ing.

Bedella C Hangrove
Judge of the Probate Court
By: Morgan Johnson
Clark of the Probate Court 556 North McDonough Street Decatur Georgia 30030

310-417095 10/11,10/18,10/25

NOTICE ++2017-c...
TO; All interested Parties
The Pelison of BARRY MITCHEL
ZISHCLTZ, for a year's support from
the sotate of VIVIAN JUDIT
ZISHOLTZ, Decessed, for
ZISHOLTZ, Decessed, for ZISHOLTZ, for a year's support from the satare of VIVIAN JUINT ZISHOLTZ. Gecessed, for Occedent's Surviving Spouse and minor child, having been duly field, all interested persons are hereby noti-fied to show cose, of any they account of the distance of the distance of the why aid Petion should not be gran-ted.

All objections to the Petition must be in witting, setting forth the grounds of any such objections, and must be filed on or before the time stated in

field on or before the time stated in the preceding sentence. All plead-ingstobleotions should be swom to before a hoterly public or before a Probate Court Coark, and filing les must be tendered with your objec-tions, unless you qualify to file an indigent party. Contest Probate Court personnel for the required amount of filing fees. It any objections are filed, a hearing will be exhabited at a little date. If no objections are filed attention, and a second of the personnel for the required amount of filing fees. It any objections are filed, as hearing with the control of the personnel of the per-tition may be granted without a hear-ing.

sition may be granted without a hear-ing.

Bedelia C Hargrove
Judge of the Probets Coart

By Morgan Johnson, Clark of the
Probate Court

558 Horth McConough Sinsel

Decture Georgia 20030

404-371-2501

310-41227 1018 1025 1111,1178:k
NOTICE + 2018-0146++
TCR All Reseased Park
TOR All Reseased Park
TOR All Reseased Park
Tort All Reseased Park
Mary Butter, Deceased, for Decedent's Surviving Spouse and more
high having been day filed, all interasted persons are hereby notified to
how pause. If any flam have on show cause, if any they have, on or before NOVEMBER 13, 2018, why said Petition should not be granted All objections to the Petition must be As objections to the Petition must be in writing, settling forth the grounds of any such objections, and must be flad on or before the time stated in the preceding sentance, All plead-ingstobjections should be sworn to before a notary public or before a Probate Court Clerk, and filing feed must be tendered with your objec-tions, unless you qualify to the as an indigent party. Contact Probase Court consomer for the required amount. consonnel for the required amount of filing fees, if any objections are filed, a hearing will be scheduled at a later date. If no objections are filed the Petition may be tranted without a hour

ing.

Bedelia C Hergrove
Judge of the Probate Court By: Margan Johnson, Clerk of the Probate Court Probate Court 556 North McDonough Street Decatur Georgia 30030 404-371-2601

310-417278 10/18,10/25,11/1,11/8:8 NOTICE ++2018-1894++
TO: All inferested Parties
The Pestion of JEAN ANN BILES, for

a year's support from the estate DON LEON BILES, JR., Decrass DON LEON BILES, JR., Decreased, for Decedent's Surviving Sociouse and minor child, having been duby filed, all interested persons are hereby notified to show assue, if any five have, on or before NOVEMBER 13, 2018, why said Patition should not be granted.

any saw reasons assued in the grain and a All adjections to the Petition must be in weing, setting forth the grounds of any such objections, and must be filed on or before the time site of the preceding sentence. All pleast-ings/objections should be even to before a notary public or bifore a Protest Court Derk, and filing floss must be landered with your object-tions, unless you qualify to this and and one of the protection of protections. The protection of an and per protection of protections of the protection of the prote

personnel for the required amount of filing fees. If any objections are filed, a hearing will be scheduled at a fater date. If no objections are filed the Pafilton may be granted without a hear

ing. Bedella C Hargrove Judge of the Probeta Court By: Morgan Johnson, Clark of the Probate Court 556 North McDonough Street

310-417279 10/15, 10/25, 11/1, 1/8sx NOTICE +/2017-18714+ TO: All Interested Pardes The Petition of OLIVER NEAL BROCK for a year's support from the sotate of NANCY VIRGINIA BROCK sistate of NAMECY VIRGINIA BROCK. Deceased, for Deceasers, for Deceasers, Surviving Spouse and minor child, having been duty filed, all interested persons are hereby included to show eases, if any they have, on or before NOVEMBER 13, 2018, why said Pestion should not be granted.

All objections to the Pestion must be

All objections to the Patition must be in writing, sering furth first grands of any such objections, and must be fixed on or before the same stated in the preceding sentence. All pleadingstriblections should be swarn to before a natury public or before a Probate Court Clark, and filing fiess. must be tendered with your obisone, unless you qualify to file as an indigent party. Contact Probate Cour personner for the required amount of indigen party.

personnel for the required amount of filing loss. It any objections are liked a hazing will be acteduted at a late date. It no objections are filed the Patilion may be granted without a hear

ing.

Bedella C Hargrove
Judge of the Probate Court
By Morgan Johnson, Clerk of the
Probate Court
556 North McDonough Scroot Decata Georgia 30030 404-371-2801

Public Hearing

320-417288 10/18 10/25/0

320-41728 10718 107250
City of Avondale Estate
Noose is hereby given that the Planning and Zoxing Board for the City of Avondale Estates with hold an Application for Subdivision and Development Public Hearing to be had 6:00 p.m. on +November 6, 2018++ at 21 North Avondale Estates, GA 30002 for property located at 0 Vivilia Street.

For information call 404-294-5450. property located at 0 Wells Street. For information call 404-294-5400. 320-417641 10/25/0

320-117641 10/256
CITY OF DECATUR
Hotics of Public Hearings
The Decatur Planning Commission
will hold a public hearing on +Tuesday, November 13, 2018, at 7:00
a.m. +1 to canadier the items lasted
below. Pending action by the Planring Commission, the Decature of the
Commission will hold a public hearine and consider these items and ing and consider these items at its regular meeting on Monday, November 19, 2018, at 7:30 o.m. Meeting ber 19, 2016, at the property of the Decean Planning Commission are held in the City Commission meeting from at Deceater City Hall of 509 North McDonough Street, Dec-

 Postprint Propersies, LLC has requested a major subdivision and soleral superpoint to street type design standards for the construction of a public road socialed at the property of 258 Forher Drive. This stem was previously tabled at the May 8, 2018 massing. meeting.

2. The Thrave Group, LLC has represent a conditional use permet for a proposed multi-family theiling use in the C-1 zoring district located at the adjoining properties of 108 Park Place and 221 East Lake Drive. Public Notice

330-414354 8/Z 9/13,10/25,11/lije
PUBLIC NOTICE OF ELECTION
Notice is hereby given that on
November 6, 2016, in conjunction
with the General Election, there shall
be conducted in the Culies of Avondale Estates, Brookhaven Chambles, Clarkston, Decatur, Doraville, Durwoody, Stone Moun-tain, Tucker and in Unicoorporated iain, Tucker and in Unincorporated Dekain County, Georgia an election for the purpose of submitting the question as to permitting and regularing Sundry sales of alcoholic beverages for consumption on pramises of another control of the County of the Count

Shall the governing authoray of the sibove named tilyfoxinity to authorized to permit and regulate alrohologic one for tuner the drink from 11 00 AM

++SUNDAY BRUNCH BILL 330-416448 10/4,10/11,10/16 10/25,11/1sk

CYSHOIT A

1025, 1418k
EXHBIT A

**HOTICE OF BOND ELECTION+
TO THE CUALIFED VOTERS OF
THE
CITY OF BROODINVEN, GEORGIA
YOU ARE INFRESY NOTIFIED that
on Rivember 6, 2019, an election will
be held in all of the alection discrets
of the City of Broothaven, Georgia
the City, at which election there
will be submitted to the qualified
file City, at which election there
will be submitted to the qualified
voters of the City the question for
their determination of whether the
City should issue general obligation
products of the City the question
for interest of the property of the property of the property
file and the company of the property
file and the form of the property of financing the cost of
the property of financing the cost of
the property of the Bonds, and capitalized interest on the Bonds.

terest on the Bonds.
The Bonds, if so authorized, may be The Bonds, if as authorized, may be issued in whole of in function and in one or more series. The Bonds stat be dised the first dity in the Bonds set stat be dised the first dity of the collection month is which the Bonds are issued and which the Bonds are issued and shall been interest at it accessing 50% per your (based upon a 300-day year comprised of theire histy-day months). The principal shall be making (by shoulded making) or by mandatory redemption) in the years and amounts, as follows: Year Amount Year Amount Year Amount

Amount 2020 \$775,000 2030 \$1,095,000 2040 \$1,540,000

2021 \$805,000 2031 \$1,130,000

2022 \$830 000 2032 \$1 170 000

2023 \$860,000 2033 \$1,210,000

2024 \$890,000 2034 \$1,255,000

2025 \$920,000 2035 \$1,300,000 2045 \$1,830,000

2028 \$955,000 2036 \$1,345,000 2046 \$1,895,000

2027 \$985,000 2037 \$1,390,000

2028 \$1,020,000 2038 \$1,440,000 2048 \$2,030,000

2029 \$1,055,000 2039 \$1,490,000 2049 \$2,100,000 The minning of and interest on the

-me periodes of and interest on the Bonds shall be payable in lawful money of the United States of Amer-ica at a bank or banks to be desig-nated later.

ica at a bank or banks (a be designated loser. Voters desting to vote for the issuance of the Bedside shall do so by voting "RES and voters desting to vote against the issuance of the Bedsides propounded substantiation as tellows."

"Shall general obligation bonds for Park and Park Improvements in an aggregate principal of up to \$40,000,000 bessed by the City of Broukhaven, Georgia for the pur-

pose of financing the cost of the Cit-izes driven and City Council apwed Park and Retreational Master Plans and other misted park for Plans and other rosaled park amenicies, equipment, and real end personal anguery useful or destriable in connection the parks therewith? The several places for hidding said election shall be in the regular and election shall be in the regular and established election districts of the City, and the polis will be open from 7:00 A.M. to 7:00 P.M. on the said date fraued for the election. Those qualified to vote at said election shall be determined in yoil respects or acbe determined in all respects in ac-

be determined it is respects in ac-cordance and in conformity with the laws of the State of Georgia. The lead day is register to vote in this eleution shall be October 9, 2018. Those residents qualified to vote at said alection shall be determined in and elections shall be determined in all respects in accordance with election have of the State of Georgia. Any brochures, listings or other advisements issued by the Cry or by any other person, firm, corporation or association with the knowledge and consent of the Chy, shall be deemed to be a statement of intention of the City concerning the use of the proceeds of the Bonds, and such statement or intention shall be brinding on the City in the expenditure of any such Bond funds or intensification of the City to the statement of intension shall be brinding on the City in the expenditure of any such Bond funds which have been invested. been invested.

Pursuant to O.C.G.A. Section 36 82 Pursuant to Q.C.G.A. Section 38 2 cells of 100, the City notifies all interested parties that no independent performance suddle performance review (the "Bond Audit") will be constituted with respect to the Bonds. However the City will continue to ensure that Bond proceeds are expended ethicantly and conomically, as intended by the Bond Audit.

330-417036 10/11/10/18/10/25/3 PUBLIC NOTICE
++SUMMARIES OF PROPOSED
CONSTITUTIONAL AMENDMENTS+

AMENDAMENTS

Pursuant to requirements of the Georgia Constitution, Altoriary General Christopher Garr, Socretary of State Brian P. Komp, and Legistathe Coursel Richard C. Roukell hereby provide the summaries of the proposed constitutional amendments that wall appear on the November 6, 2014 operant affects made for con-2018, general election ballot for consideration by the people of Georgia (short ceptions are those adopted by the Constitutional Amendments Proication Board

Creates the Georgia Outdoor Stew-ardship Trust Fund to protect water quality, wildlife habitat, and parks.

House Resolution No. 238 Resolution Act No. 414 Ga. L. 2018, p. 1138

Y) YES () NO Without increasing the current state sales low rate, shall the Constitution of Georgia be amended so as to cre-ate the Georgia Outdoor Steward-ship Trust Fund to conserve lands ship Tous Pland to conserve lands that protect dishinks what you make sources and the waster quality of evers, barned sources, and streams; to protect and conserve forests, this, whetliff shiptiats, and state and local park; and to provide opportunities for our children and tamilies to play and enjoy the outdoors, by dedeating, sulport to full protect diships also tax collected by sporting goods stores to such conservations. The conservation of the existing sales tax collected by sporting goods stores to such purposes without storeasing the current state sales sax rate?

This processi authorizes the General Assembly to provide for an enrure al-location of up to 80 percent of the revenue derived from the stoke select and use tax collected by aporting goods stores to a frust fund to be used for the projection and preserveused for the protococa and preceived-on of conservation land. Any sleed and expend pursuant to this proposal shall provide for automatic repeal and more data see years after its effective date; however, such repeal data may be adentified for a maximum of lan ade-tional years. It amends Arkido III, Section IX, Paragraph VI of the Geo-gia Constitution by sudding a new sub-nancraph for gia Constitution by adding a new sub-paragraph (p). A copy of this entire proposed consti-

County with groater accessibility to public sewer and the cost of connecting to public sewer 3) Inform the public of the cost of connecting to public sewer and connecting to public sewer and construction requirements of laying a sample or severe lines.

During the public meeting, the county will attempt to identify public preferences for attemptive methods of im-

program. Public participation is considered sa running parameters in consumers as sential to the selection and develop-ment of the final plan to be exopted prior to its approval Dekelo County Department of Watershed Manage-

Public Natice

330-414354 6/2,9/13,10/25,11/1jb PUBLIC NOTICE OF ELECTION

PUBLIC NOTICE OF ELECTION.
Italiace is hereby given that on November 6, 2018, in canjunction with the Ceneral Election, there shall be conducted in the Cities of Avundale Estates, Brookhaven, Chambiec, Clarkston, Decatur, Durawile, Durwoody, Stone Mountain, Tuckar and in Unincorporated Dekalo County, Goorgia an election of the content of the Avundance of enhancing the country. for the purpose of submitting the question as to partiting and regulat ing Sunday sales of alcoholic be ages for consumption on premiser from 11:00 AM to 12:30 PM, as provided by Aci 461 of the 2017-2018 Regular Season of the Georgia Gen-eral Assembly, as codified in O.C.G.A § 3-3-7. The ballot shall have written or printed thereon the words ap to governing authorities listed above

() Yes

Shall the governing authority of the above named citylogenty be sufficiently of the above named citylogenty be sufficiently be sufficiently and regulate alcohologoberspector between purposes by the druk from 11:00 AM to 12:30 PM?

++8UNDAY BRUNCH BILL+-330-415689 96,10/4,11/16K

NOTICE
The Charter of the Cry of Stonecrest,
Georgia is hereby amended, in accordance with O.C.G.A. Section 36cordance with O.C.C.A. Section 35-3, so that upon proper passage, Section 1.03 (b) (37/A) of Article I of the City Cherter is restrated and amanded to read as follows: (37) ++Taxes, ad valoram, ++ To low and provide for assessment, valoram control of the contro ation, revaluation, and collectexes on all property subject to taxe-

tion; provided however, that:
(A) The millage rate imposed for ad (A) The millage rate imposed for advantum faces on real properly shall be able to exceed 3.85 plus the amount of any roll back or reduction by Defable to County of its makey rate imposed for ad valorism taxes on real property within corporate limits of the city for survices assumed by the city from Defabl County unless either (1) the millage rate is increased above such amount by a higher limit is recommended by resolution of the city council without voter approval through the exercise of home rule provers, or (9) approved by a majority powers, or (ii) epproved by a majority of the qualified electors of the City of Stonecrest voting on the lasue provided that the amount of millag associated with general obligation bonds of the creation of special tax bonds or the creation of special tax districts pursuant to Article IX, Sec-tion II, Paragraph IV of the Conscis-tion of the State of Georgia shall not could as part of the 3.35 limit since such misage is already subject to ap-proval by the executer of the city in a separate reference.

A copy of this proposed emendment

separate referendum?
A copy of this proposed amendment is on file in the office of the City Certs of the City Certs of the City of Stoneurest and in the Office of the City of Superior Court of DeRaib County for examination and immediate his the collection by the collection in the control of the control of the collection by the collection in the collect and inspection by the public. Branda B. James Instrum Cay Clark

330-415690 9/6,10/4,11/1sk NOTICE The Charter of the Coy of St Georgia is hereby amended, in accordance with O.C.G.A. Section 38-35-3, so that upon proper passage, Section 2.13 (e) of Article II of the City Charter is amended and re ed in its entirely to read as lol-

++*SECTION 2.13

Prohibitions**
(a) Except as sufficiently law, no member of the dity council shall hold any other elective office or be amplayed by the City of Stonegrept durng the form for which elected. A copy of this proposed amendment is on the in the office of the City Clerk of the City of Statecreat and in the Office of the Cierk of Superior Court of DeKaio County for examinand inspection by the public

330-415691 9/6,10/4,11/1sk MOTICE

The Charter of the City of Siz Georgia is hereby emended with O.C.G.A. Section 38 contante with O.C.G.A. Section 38-35-3, so that upon proper passage, Section 3.11 of Article III of the City Charter is restaind and amended to read as follows. +**SECTION 3.11

City Finance Director++
The city council shall appoint a City Finance Director to supervise and perform the Imanosal accounting and treasury functions of the Gity of

Stoneorest.

A copy of this proposed amendment as on the in the office of the Cay Cresk of the Cay Cresk of the Cay of Stoneorest and in the Office of the Cirk of Superor Court of Dekket County for exemination and inspection by the public.

Brends B. James

Brends B. James

330-415692 9/6,10/4,11/19/

NOTICE
The Charter of the City of Sto Georgia is hereby amended, in ac-cordance with O.O.G.A. Section 36-15-3, so that upon proper passage, Section 4.02, Section 4.03 and Section 4.06 of Article IV of the City tion 4.06 of Article IV of the City Charter are amended for the purpose of +-changing the name of the judge++ of the municipal court to Chief Judge and the name of the judge pro tempore of the municipal court to Judge. A city of this proposed amendment as on file in the office of the City City of the City of Superior Court of DeKan County for examination of DeKan County for examination

Office of the Glork of Superior Count of DeKeth County for examination and inspection by the public. Brenda B. James

30-416448 10X-10/11,10/18
10/25,11/1sk
EXHBIT A
+HHOTICE OF BOND ELECTION++
TO THE GUALIFIED VOTERS OF
THE
CITY OF BROOMBAYEN, GEORGIA YOU ARE HEREBY NOTIFIED that on November 6, 2019, an election will be held in all of the election districts

of the City of Brookhaven, Georgia (the "City"), at which election there will be submitted to the qualified will be authilited to the qualified voters of the CNy the question for their determination of whether the Cny should issue general obligation node, in one or more sense, in an aggregate principal amount not to secul \$40,000,000 (the 'Bond's), are the purpose of financing the cost of the projects faciled in the Earn the ballot below, and paying the cost of issuing the Bonds and capitalized interest on the Bonds. The Bonds, if as authorized, may be saud in whole or in part and in one

issued in whose or in part and in one or more series. The Bonds shall be dated the first day of the calender month in which the Brinds are resued or the day the Bonds are issued and shall bear interest at rates not exconding 6.0% per year (based upon a ceeding foursiper year (based spon a SBC-day year comprised of there birty-day months). The principal shall mature (by zohedwid maturity or by and amounts, as follows: Year Amount Year Amount Year

2020 \$775,000 2030 \$1,095,000

2021 \$805,000 2031 \$1,130,000 2041 \$1,595,000 2022 \$830,000 2032 \$1,170,000

2042 \$1 650 000

2023 \$860,000 2033 \$1,210,000 2043 \$1,710,000

2024 \$890 000 2034 \$1,255 000 2044 \$1 770.000

2025 \$920,000 2035 \$1,300,000

026 \$955,000 2036 \$1,345,000 2026 \$955,000 20 2046 \$1,695,000

2027 1985 000 2037 11,390,000 2047 \$1 980 000

2028 \$1,020,000 2038 \$1,440 000 2048 \$2 030 000

2029 \$1,055,000 2039 \$1,490,000 2049 \$2,100,000

The principal of and interest on the Bonds shall be payable in lawful money of the United States of America at a bank or banks to be designed.

Voters desiring to vote for the issue ence of the Bonds shall do so by you ing "YES" and voters dearing to vote against the issuance of the Bonds

against the issuance of the Bonds shall do so by voling "NO" as to the questions propounded substantially as follower:
"Shall general obligation bonds for Park and Park Improvements in an aggregate principal of up to \$40,000,000 be second by the City of Brookhaven, Georgia for the gurpose of financing the cost of the Gizent driven and City Council size of principal of the purpose of financing the cost of the Gizent driven and City Council park of the graphoved Park and Racrasional Marie Plans and other related park proved Park and Racrossional Mas-ier Plans and other related park amendies, equament, and real and pendies, equament, and real and properly useful or desirable in connection the parks therewith? The several places for holding said dection shall be in the requist and section shall be in the requist and statistished elaction districts of the City, and the point will be open from 7,00 A.M. to 7,00 P.M. on the said state fixed for the election. Those date fixed for the election. Those qualified to vote at said election she be determined in all respects in ac cordance and in conformity with the

laws of the State of Goorgia. The last day to register to vole an this election shall be October 9, 2018. Those residents upulfied to vote at said election shall be determined in all respects a socretarion with election laws of the State of Goorgia. Any brochures, listings or other advertements issued by the City or by any other person, firm, corporation or association with the knowledge and consent of the City, a this is determined to be a statement of allertion of the to be a statement of intension of the City concurning the use of the pro-ceeds of the Bonds; and such state ment of misnion shall be similar or the City in the expenditure of an such Bond funds or interest receiver from such Bond funds which ha

been invested.
Pursuant to O.C.G.A. Section 35 62
100, the City notifies all interested
parties that no independent parformance audit or performance review
(the "Bond Audit") will be conducted
with respect to the Bonds. However
the City will continue to ensure that
Bond amongsted and reviewed efficient eads are expended effi ally, as inter

330-417149 10/25 11/

330-41748 1025, 1015)
PUBLIC NOTICE
Bouwash Leuangkhamsone, hashave made application to the council of the Glovel Bouwash for relate iscense to self accedable were ages at the following location ++965 Main Street, Stone Mountain, GA 30083+4
The application will be heard by Glovel at a modific headenin the half

Council at a public hearing to be held at 8:30 o'dock pm on the 13th day of November, 2016. Bousvanh Leuangkhamsone -

330-417181 10/18,10/25,11/1jc +HOTICE OF REFERENDIAN CONCERNING THE SALE OF ALCOHOLIC BEVERAGES++ BY THE DRIPK ON SUNDAYS WITHIN THE CITY OF BROOKHAVEN TO THE QUALIFIED VOTERS OF THE CITY OF BROOKHAVEN,

YOU ARE HERREY NOTIFIED had be held in as of the election will be held in as of the election distincts of the City of Brockneen, Georgia (the City), a which election there will be submitted to the qualified valers of the City the question for their determination of whether the City should amend section 4-302 of the Code of the City of Brockhaven so YOU ARE HEREBY NOTIFIED tha

allow for the sale of beer, wine, and distilled spirits for on-premises con-sumption at restaurants within the

sumption at restourants within the City of Brookhavan. Voters destring to vote for the amendment to the Code shall do so yvoting "CSS" and voters destring to vote sparks and voters destring to vote against the amendment to the openion of the question propounded substantially as follows:
"Shall the governing authority of the City of Brookhavan be subhorzed to permit and negliside Sunday seaso deabilited spirits or also holicib severages for beverage our property of the City of Brookhavan be subhorzed to general and negliside Sunday seaso deabilited spirits or also holicib severages for beverage our prosess by the

ages for beverage purposes by the drink from 11:00 A.M. to 12:30 P.M. drink from 1900 A.M. to 1230 P.M.* The several places for holding said election shall be in the regular and established election districts of the City, and the polit will be open from 7.30 A.M. to 7.00 P.M. on the said date fixed for the election. Those qualified to vote at sed election shall be determined in all respects in so-cordance and in condomity with the cordance and in conformity with the laws of the State of Georgia.

The last day to register to vote in this election shall be October 9, 2018. Those residents qualified to vote at sad election shall be dete all respects in accordance ca with elec both laws of the brane or george.
This notice is given pursuant to joint action of the City Council and Board of Elections of Dakath County.

339-417259 10/18, 10/25, 11/16
LEGAL NOTICE
Full Path and
Credit U. S. Department of State
Perfection of Claim: Common-Law Trademark, Powers of Attorney,

Common Lew-Copyright: SHANGELL AMANDA TUDOR™© SHANDELL MANIA TLÖOR®

TO, STATE OF: FLORIDA: Register
Departments of. Health - Vide Records, Transportation, Motor
Vehicles, Revenue/Franchise Tax
Board, Ali States, Subdivisions,
Counties, Municipatities, Locatifications, Governmants, interferuilinational governmants, interferuidinational governmants, anceptud construed in ments, appointed, construed, de facto, presumptive, default, express, direct, implied, operation of law, other er scorneys (at law and/or in fact), corporations, companies, partiest-ships, parsons, vessels, military; unitED STATES, DISTRICT OF UNITED STATES, DISTRICT OF COLUMBIA, any poinces aubdio-sons thereof. IRS, Department of Agriculture; Transportation, Justico; Commerce; HUD, the Treasuryida jure 1789, Gommerce; U.S. DHS; Territions and Fossessions; UNITED NATIONS and organs; Valican; U.K. GBNI; QueenfCown of England; IMF; Suprems Court of the State of New York, State United Court System, Of-tice of Court Administration New York fice of Court Administration New York State, any U.S./Dattict Alterney, ethicates and subordinates, courte altas and aubordinates, courts, variouss, junterospitzed Indiatri/Native tribus, bands and clans, and any agents, employers, officers, directors, representativids, successors, assigns and any others until now, existing but not specifically named, with calm of attendant powers and rights of user ITAKE NOTICE! The undersided is Alborowin-Fact on behalf and the country of the count or use. Iffice no figure is no undersigned is Allomey-in-Fact on behalf and acting through Common-Law Trademarked/Copyrighted Proper SHANDELL AMANDA TUDOR™O and derivatives. All prior Powers of Alterney or claim of sulfacety to act on behalf of SHANDELL AMANDA TUDOR***Q, and all derivatives, farms end copy, even il irrevicable, farms end copy, even il irrevicable, reserve REVOKEO, CANCELLED, RESERVED and TERMINATED, entre for sture, to the 21st June 1974 for eleminy, todor, shandad amenda is no cumer of SHANDELL AMANDA TUDOR***Q, derivative, forms end copy, the Gentrative Cartes (Classified), and all controls of material controls of materia TUDOR D and all derivatives

eternity, any PARTNERSHIPS with my protected Property. NOTICE: All

use of my Property, derivatives

forms, powers of attorney, or copy, MUST BE AUTHORIZED in accord

with the terms of use in the Public

Record filed with the California Sec-

bers: 18-7656698430 and 18-

76576848, THIS IS NOTICE that I

SHANDELL AMANDA TUDOR "O

SHANDELL AMANUA TODON-and all derivatives, forms and copy, of Common-Law Trademark/Copying

Common-Law HademaniCopyn Prostoled, with record Attorney Fact. 2) All use not eathorized in AUTHORIZED USE. 3) ANY UN THORIZED USE. 3) ANY UN THORIZED USES IS TO MAKE

AUTHORIZED USER IS TO IMMEDI-ATELY CEASE AND DESIST. 4) Us-authorized use immediately invokes

retary of State's Office: Pline N

acreed terms of SELF-EXECUTING CONTRACT/SECURITY AG MENT IN EVENT OF UNAUTHO MENT IN EVENT OF UNAUTHOR.
ZED USE, DAIGN DENTRY THEFT,
IMPERSONATION, COLAMITERETTINO, THEFT, TRESPASS, MISUSE;
CONVERSION, FORGERY AND
FRAUD, INCURRING THE PENALTY OF \$15,000,000 DOLLARS
PER: INSTANCE J DAY, OF UNAUHORIZED USE. Act secondingly.
Execused the 25th day of Joby in the
way 2018.

year 2018 butor: shandell amanda Attomey-in-Fact on behalf of and acc Anomoyar, and any or an

end derivatives
+-SHANDELL AMANDA
TUDOR ****

330-417323 10/25 11/16

PUBLIC NOTICE The following vehicle(s) have beer imprended at Outok Orop Impounding, (2481 Old Covington Hwy SW Conyers GA 30012) and will be deemed the American SW Conyers Character and SW Conyers Character an deemed abandoned if not redeemed within one week from this ads date,

2007 Dodge NITRO White TAGE <unknown> V.I.N. 1
1D8GT28K77W806217 removed from 3548 Reckbridge Rd SW, Avendale Estates, GA 30002,

2005 Toxela Corolla Romandy TAGE Toposis Corona burgandy I AGN C in kin o win > V. I. N. # 4718632K53U124297 removed from 5890 Riverdale Rd # D-7, Albenta, GA

1994 Chevrolet SPORT VAN Red TAG# 652 7VQ FL V.I.N. # 1GAGG39K1RF106640 removed from 1958 Rober: E Lee Dr STONE MOUNTAIN GA.

MOUNTAIN GA. ++2007 Dodge NITRO White/2005 Toyota Corolla Burgandy/1994 Ch rolet SPORT VAN Rad++

330-417648 10/25,11/10

NOTICE TO THE PUBLIC YOU ARE HERESY NOTIFIED that there will be heard sefere the Presiding Judge of the Superior Court of Dekelt County, Georgie, on the 6th day of November, 2019, at 90 on an, at the Deksid County Courthcesse, 556 North McDonough Street, Dec-star, Georgie 30000, Courticon 7C, the case of the State of Georgie v. Housing Authority of the County of Deksib, Georgie and Silver Ceak Apartments, EP, CAR Action File No. 18CV10188-8, in the Superior Court of Deksib County, the same being a proceeding to continu and validate (a) the Housing Authority of the (a) the Housing Authority of the (a) the Housing Authority of the there will be heard palore the Presid

(a) the Hovering Authority of the County of Defaits, Georgia Mostfam By Housing Revenue Bonds (Silve Oak Apariments) Series 2018A (the 'Series 2018A Bonds') and (b) the 'Series 2018A Bonds') and (b) the Housing Authority of the County of Deket, George Multiamy Housing Revenue Bonds (Silver Oak Apartiments) Series 2018B (the 'Series 2018B Bonds') in an aggregate project amount not fo exceed \$30,000,000 (collectively, the 'Bonds'). The Bonds are to be issued by the Housing Authority of the County of Dekisti, George (the 'Bonds') and the second of the Housing Authority of the County of Dekisti, George (the 'Bonds'). county of Denaio, Georgia (are in-suer) for the purpose of financing the acquisition, rehabilitation and equip-ping, including certain coals of lau-ance, of a multifamily housing project located in DeKaib County, Georgia ance, or a multismay nousing project in carde in Dekkin County, Georgia and within the jurisdiction of the law within the jurisdiction of the law (in Project). The Project is to be owned and operated by Siliver to assist in financing of the Project for the project in the project in the project in the project in the benefit of the Bornds by the jurisdiction. The benefit of the Bornds by the susuance of the Bornds by the project for the benefit of the Bornds by the project in the benefit of the Bornds by the proceeding the Court will also pass upon the said of the project in the Polition and Complaint for Bond Validation), the Collateral Documents (as defined in the Polition and Complaint for Bond Validation), as of the Bond Validation of the Bond Valid Agreement (as defined in the Petition and Complaint for Bond Validation), a Land Use Restriction Agree man! (as defined in the Petitio Complaint for Bond Validation) and Complaint for Bond Validation) and he Promissory Alvies is defined in the Pedition and Complaint for Bond Validation) in connection therewith relating to the Boards, as well as upon the validity of the Housing Authorities Law, Official Code of Goorge Amontained Section 8-3-1 et seq., as amended. Sed Bonds will mature in the amounts, on the date and bee interest at the relate set forth in the Indentures. Any others of the Siste of Georgia residing in DeKaib County of any other person wherever residing who has a right to object, may inter-vene and become a party to this pro-

NO PERFORMANCE AUDIT OR PERFORMANCE REVIEW OF THE NATURE DESCRIBED IN § 36-82-100 OF THE OFFICIAL COCE OF GEORGIA ANNOTATED WILL BE CONDUCTED WITH RESPECT TO THE BONDS.

This the 18th day of Delenser 2018 CLERK, SUPERIOR COUR DEVALE COUNTY, GEORG 330-417659 10/25 11/11/8

330-417859 10/25,11/1/B
NOTICE OF ABAIDONED INOTOR
VEHICLE
++2015 KIA RIO
VIN. KNADMAA36F6451376++
Locasa No. PYV3120
Color Bot.

Body Style: 4 Door Abandoned on September 14 2018 TO WHOM IT MAY CONCERN:

The above vehicle is presently loc-ated at 2258 Lithonia and Bivd Litheria GA 30058; phone (770) 374-6494 in possession of ABC's Auto Body Colision & Gisss, Attempts to locate the owner have been unsuccount the owner have been unavo-cessful. The vehicle is deemed aban-doned under O.C.G.A. 40-11-2 and will be disposed of if not redeemed. This notice is given pursuant to Geor-

330-417860 1025,11/19: NOTICE OF ABANDONED MOTOR VEHICLE

PAR: 2009 INTERNATIONAL MAD25
VAN NO. INTRAMAMOSHISSISTE
Lionee No. and State:
To Whom II May Concern:

The score automobile was removed from 4918 COVINGTON HWY DEC-ATUR GA 30035. It is presently inc-ated at 4918 COVINGTON HWY DECATUR GA 30035 in possession of ANTONIO SUMLIN on MARCH 3,2018, telephone mamber (678) 438-8149, Altempts to locate the owner have been unauccessite, The vehicle is deemed abandoned under O.G.G.A. 40-11-2 and will be dis-posed of if not redeemed.

NOTICE OF ABANDONED MOTOR

VEHICLE Re: 2011 FORD FIESTA VIN No. 3FADP4BJ1BM1 License No. and State:

To Whom II May Conce The above sulemobile was removed from 4918 COVINGTON HWY DEC-ATUR GA 30035, It is presently in-ated at 4918 COVINGTON HWY DECATUR GA 30035 in possession of ANTONIO SUMILIN on AUGUST 18,2018 , telephone number 438-8149. Altempts to loca 438-8149. Attempts to successful, vehicle is deemed standard unit on O.C.G.A. 40-11-2 and will be:

NOTICE OF ABANDONED MOTOR

VEHICLE Ra: 2008 DODGE CARAVAN VIN No. 2DBHR54P66R83 License No. and State: To Whom It May Concern:

The above automobile was removed from 1907 ROGERS LAKE RO LITHOMA GA 30056. It is presently located at 1907 ROGERS LAKE RO LITHONIA GA 30058 in possession of FAST LAKE JUNK CARS on JUNE of PAST LAXE JUNK CARS on JUNE 18,2018, letephone number (404) 207-9760. Attempts to locate the owner have been ensuccessful. The vehicle is deemed abandoned ender O.C.G.A. 40-11-2 and will be dis-posed of if not redeamed

NOTICE OF ABANDONED MOTOR VEHICLE Re: 2009 HONDA ACCORD VIN No. 1145C95699YA074235 License No. and State: To Whom It May Concern: The abone and defendable was removed.

The above automobile was removed from 2747 STONE MOUNTAIN LITHONIA GA 30058. It is presently included at 2747 STONE MOUNTAIN LITHONIA GA 30058 in possession of D & S COLLISION on APRIL 1,2018, temphone number (678)830-4585. Attempts to locate the owner have been unsuccessful. The vehicle is deemed abandoned ande O.C.G.A. 40-11-7 and will be dis

HOTICE OF ABANDONED MOTOR Ra: 2013 VCLIVO TRUCK VIA, VIN No. 4V4NCSEHT/DN133352 License No. and State: To Whom II May Concern;

The above extomoble was removed from 1907 ROGER LAKE RD LITHONIA GA 30054. It is presently located at 1907 ROGER LAKE RD LITHONIA GA 30055 in presently located at 1907 ROGER LAKE RD LITHONIA GA 30055 in possession of J & H TRUCK & TRAILER REPAIR on JUNE 6,2018, tolephone number (770) 310-7944, Attempts to locate the owner have been unauc-tenates. The vehicle is deamed aban-doned under O.C.G.A. 40-11-2 and will be till speaked of if not redeamed.

NOTICE OF ABANDONED MOTOR VEHICLE Re: 2006 GREAT DANE TRALLER VIN No. 1 GRAAGE249W703719 License No. and State: To Whom It May Concern.

The above extensions was removed from 1907 ROGERS LAKE RD LITHOMIA GA 30058. It is presently located at 1907 ROGERS LAKE RD LITHOMIA GA 30058 in possession of Ja H TRUCK ATRAILER REPAIR cijs a truck attauler Repair
on SEP 1,2016, telephone dumber
(770) 310-7244, Attempts is locate
the owner have been unautocestid,
The vehicle is decemed shearded
under O.C.G.A. 40-11-2 and will be
disposed of in not redeemed.
++2009 INTERNATIONAL
HAM252/OH PROF FIESTA/2008
DODGE CARAVAN/2000 HONDA
ACCORD/2013 VOLOY TRUCK
VNL/2009 GREAT DANE
TRAILER++
TRAILER++

1RALLER**

330-41788 11/1/10

Major Spil Notice:
5008 REDAN ROAD,
510NE MOUNTAIN, GA 30080
On October 18, 2018, DeKab Gousty
foliotied EPD and the public pursuent
to EPD 391-3-6-05 of a 15,240 galkin wastewater spill that occurred on October 18, 2018, at 22:25 hours, at →5006 Redan Road, Stone Moon tein into Barbashela Creek++ from an isia hisi Barbashela Cresi++ from an ormamed Tributary. The spile was du-to a blockage of an 8' server like at membule #16-003-4078 which was spilling into Sorom drain due to a blockage of grosse, wipes, and rags. The problem was corrected or Orbober 19, 2018 at 4.46 hours when the craw prossure washed 355 feel of the "line from machine #16-003-0078 to #16-003-s216 and cleared the range, wises, and rans blockade at grease, wipes, and rage blockage at 360 feet to restore flow. 330-417689 11/1jb

BOARD MEETING

BOARD MEETING
The Dekkib Board (registration and Electrons will meet Tuesday, whoevember 13, 430 PM++ in the Voter Registration & Electron Strike, located at 4380 Memorial Drive, Decader, Georgia for the purpose of conflucting fits recreat Electron and conducting fits normal monthly business.

ducting its normal monthly business. The mothing is open to the public. 330-417690 TUI)in Modes of Intent to Construct Austin Drive - Microre 116 KV Transmission Line - Assin Drive - Microre 116 KV Transmission Line - Corriga Power Company stands to rebuild an electric service to the customers, corriga Power Company stands to rebuild an electric transmission sign of 115 Kelovotts (KV), known as the "Austin Drive. Nortow 115 KV Transmission Line-*, This transmission in the septocimality 55 years aion line is approximately 55 years tild and inapotions showed that it is nearing the end of its remaining life. The retailed of this transmission lite is needed to ansure safe and reliable electric service to commercial and

Repaired was a second of the s

place: DatoFase: Menday, December 10, 2018 from 200 PM in 4:00 PM and 5:00 PM in 2:00 PM in 4:00 FM and 5:00 PM in 2:730 PM Localin: Courtyard by Martist December Downsown 130 Cleremont Avenue December December December December December December December 10:00 PM in 13:00 PM in 13

The purpose of the alor meeting is to provide public nation of Georgia Power's intent to retuiled an electric transmission line for which the right of eminent domain may be

The transmission line route begons at the Austin Drive Substation lust south the Austin Direc Subsasson just each the intersection of Austin Direc at Glenwood Road, but travels west along Glenwood Road, but travels west along Glenwood Road, so the Austin Superinger Road for 1.4 miles. Then the line so such no Columbia Drave and west ento Reinhow Drive for 2.5 miles until the Randow Drev Subsasson, the line travels west along the subsasson, the line travels west along Randow Drive Road Candider Road for 1.8 miles was the real to the subsasson, the line travels west along Candider Road for 1.8 mile. Noat, the milesyes the roade/did and travels milesyes the roade/did and travels. AP DEPARTMENT CITY OF BROOKHAVEN 4362 PEACHTREE ROAD NE BROOKHAVEN, GA 30319

STATE OF GEORGIA COUNTY OF DEKALB

Personally appeared before me, the undersigned, a Notary Public within and for said county and state, John A Hewitt, Chief Operating Officer of The Champion Newspaper, published at Decatur, County of DeKalb, State of Georgia, and being the official organ for the publication of legal advertisements for said county, who being duly sworn, states on oath that the report of NOTICE OF BOND ELECTION

EXPIRES
GEORGIA
SEPT. 6, 2222
TON COUNTY

was published in said newspaper on the following date(s): 10/04/18, 10/11/18, 10/18/18, 10/25/18, 11/01/18

John A Hewitt, Chief Operating Officer of The Champion

Sworn to and subscribed before me this 11/07/18.

My commission expires September 06 2022

THE OFFICIAL LEGAL ORGAN OF DEKALB COUNTY

CROSS COUNTRY

SWD, MLK and Tucker pick up wins in final county meet

by Mark Brock

Several teams garnered wins in DeKalb County's final regular season cross-country races at Arabia Mountain High School Sept. 25 in a final tune-up for the DeKalb County School District Championships Oct. 2.

Southwest DeKalb swept the first race titles. Six Lady Panthers runners placed in the Top 10 to outduel Arabia Mountain 15-45 for the girls' victory in the day's opener. Southwest DeKalb senior Lanee Edwards finished first with a time of 25:29.10. Seniors Raven Thurman (27:12.40) and Yaria Sanders (27:35.70) finished second and third, respectively.

Stephenson's Deanna Rawlings (28:30.80) was fourth followed by Southwest DeKalb's Nya Bostic (29:32.60) in fifth. Cedar Grove's Bobbi Turner (29:32.70) and Sydney Mitchell (29:48.50) finished sixth and seventh, respectively.

Southwest DeKalb's Lauryn Bell (30:10:00) and Caniece Collins (30:11.70) finished eighth and ninth. Arabia Mountain's top finisher was Mecca Johnson (31:39:30), who rounded out the Top 10.

The Panthers and Cedar Grove both scored 49 points in the boys' race with Southwest DeKalb edging the Saints for first. Cedar Grove's Mikaiel Jack (21:47.70) grabbed the boys' title in the race with teammates Kalil Mudraw (24:04.00) finishing seventh and Terrence Lewin (24:54.00) finishing in 10th place.

Southwest DeKalb's first

finisher was Emmanuel Smith (22:50.70) in fourth place and teammate Calvin Mosley (22:58.40) was right behind in fifth.

Stephenson had a pair of runners take Top 10 finishes in second-place finishers Donald Griffin (22:00.80) and Elijah McMilliom (23:37.00) in sixth.

Arabia Mountain, which finished in third place, put three runners in the Top 10, led by third-place finisher Torrance Allen (22:35.40). Elijah Bibbs (24:11.10) was eighth and Sanjay Lord (24:30.70) was ninth.

Second race

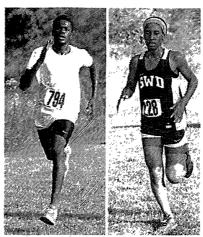
Martin Luther King Jr. and Tucker swapped first and second place in the final race of the day with the M.L. King Lady Lions winning the girls' race 25-33 over Tucker, and the Tucker Tigers winning the boys' race 28-41 over the Lions.

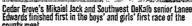
The Lady Lions dominated the Top 10 with six runners earning spots among the first 10 finishers, led by Demetria Lind (28:11.50) in third and Star Grier Rower (28:35.30) in fourth.

Sixth place went to MLK's Aaliyah Peterson (29:32.30) followed by three teammates in eighth through 10th—Niyah Brown (30:03.40), Allison Walker (30:29.60) and Aaliyah Stewart (30:52.30).

Miller Grove track state champion Emoni Coleman ran her first cross-country race of the season and finished first (24:15.70).

Tucker put three runners in the Top 10, led by Benitaa









MLK senior Demetrius Carson and Miller Grove senior Emoni Coleman finished first in the boys' and girls' second race of the county meat

Kawata (27:41.90) in second, Claudine Bidiku (29:16.80) in fifth and Aaliyah Goodali (29:34.00) in seventh.

Yesahk Ergano (19:52.00) led the Tucker Tigers with a second-place finish in their win over MLK. Ian Nuhfer (20:11.20) finished third, Abedelemeji Kerebo (20:25.50) fourth and Yordanos Ephram (20:49.40) came in seventh for the Tigers. MLK were led by Demetrius Carson (19:37.70), who notched his fourth win of the season. Teammates Jamari Hopkins (20:36.60), Kingsley Harris (20:56.80) and Darian Wragg (21:11.50) finished fifth, eighth and 10th, respectively.

EXHIBIT A

NOTICE OF BOND ELECTION

TO THE QUALIFIED VOTERS OF THE CITY OF BROOKHAVEN, GEORGIA

YOU ARE HEREBY NOTIFIED that on November 6, 2018, an election will be held in all of the election districts of the City of Brookhaven, Georgia (the "City"), at which election there will be submitted to the qualified voters of the City the question for their determination of whether the City should issue general obligation bonds, in one or more series, in an aggregate principal amount not to exceed \$40,000,000 (the "Bonds"), for the purpose of financing the cost of the projects listed in the form of the ballot below, and paying the cost of issuing the Bonds and capitalized interest on the Bonds.

The Bonds, if so authorized, may be issued in whole or in part and in one or more series. The Bonds shall be dated the first day of the calendar month in which the Bonds are issued or the day the Bonds are issued and shall bear interest at rates not exceeding 6.0% per year (based upon a 360-day year comprised of fwelve thirty-day months). The principal shall mature (by scheduled maturity or by mandatory redemption) in the years and amounts, as follows:

Year	Amount	Year	Amount	Year	Amount
2020	\$775,000	2030	\$1.095.000	2040	\$1,540,000
2021	\$805,000	2031	\$1,130,000	2041	\$1,595,000
2022	\$830,000	2032	\$1,170,000	2042	\$1,650,000
2023	\$860,000	2033	\$1,210,000	2043	\$1,710,000
2024	\$890,000	2034	\$1,255,000	2044	\$1,770,000
2025	\$920,000	2035	\$1,300,000	2045	51,830,000
2026	\$955,000	2036	\$1,345,000	2046	\$1.895,000
2027	\$985,000	2037	\$1,390,000	2047	\$1,960,000
2028	\$1,020,000	2038	\$1,440,000	2048	\$2,030,000
2029	\$1,055,000	2039	\$1,490,000	2049	\$2,100,000

The principal of and interest on the Bonds shall be payable in lawful money of the United States of America at a bank or banks to be designated later.

Voters desiring to vote for the issuance of the Bonds shall do so by voting "YES" and voters desiring to vote against the issuance of the Bonds shall do so by voting "NO" as to the questions propounded substantially as follows:

"Shall general obligation bonds for Park and Park Improvements in an aggregate principal of up to \$40,000,000 be issued by the City of Brookhaven, Georgia for the purpose of financing the cost of the Citizen driven and City Council approved Park and Recreational Master Plans and other related perk amenities, equipment, and real and personal property useful or desirable in connection the parks therewith?

The several places for holding said election shall be in the regular and established election districts of the City, and the polls will be open from 7:00 A.M. to 7:00 P.M. on the said date fixed for the election. Those qualified to vote at said election shall be determined in all respects in accordance and in conformity with the laws of the State of Georgia.

The last day to register to vote in this election shall be October 9, 2018.

Those residents qualified to vote at said election shall be determined in all respects in accordance with election laws of the State of Georgia.

Any brochures, listings or other advertisements issued by the City or by any other person, firm, corporation or association with the knowledge and consent of the City, shall be deemed to be a statement of intention of the City concerning the use of the proceeds of the Bonds; and such statement of intention shall be binding on the City in the expenditure of any such Bond funds or interest received from such Bond funds which have been invested.

Pursuant to O.C.G.A. Section 35.82.100, the City notifies all interested parties that no independent performance audit or performance review (the "Bond Audit") will be conducted with respect to the Bonds. However the City will continue to ensure that Bond proceeds are expended efficiently and economically, as intended by the Bond Audit.





Education Briefs

BY TAYLOR ROBINS • Taylor@dekalbchamp.com

2019 National Merit Scholarship Program includes Dunwoody students

Dunwoody High School recently commended students in the 2019 National Merit Scholarship program. The students include Robert Garber, Athanasios Grivakis, Cade Lautenbacher, Valen Lawson, Samuel Mahle, Juan Martinez, Erika Smith, Nathan Stefanik and Madeline Tapp.

Local students enroll at Clemson University

Local students enrolled at Clemson University (Clemson, S. C.) for the fall 2018 semester are: Isaac Boa-Kouassi (Lithonia: English major), Chris Camacho (Brookhaven: computer science major), Luke William Hale (Brookhaven: undeclared major), Kalis Raquel Johnson (Stone Mountain: animal and veterinary sciences major), Patrick

Garrigan Rahiya (Brookhaven: computer science major), Deanna Edith Richards (Stone Mountain: general engineering major), Nate Rogers (Decatur: general engineering major), Owen David Tumperi (Decatur. biochemistry major) and Josie Wirtz (Brookhaven: pre-business major).

Valdosta State University announces summer 2018 Dean's List

Valdosta State University announced its summer 2018 Dean's List. Students who achieve a semester grade point average of 3.50 or higher on nine or more semester hours with an institutional grade point average of 3.00 or higher are recognized by being placed on the Dean's List.

Local students included on the list are Julia Allison (Decatur), Sylvia Glanton (Stone

Mountain), Walter Parker (Decatur) and Jatavius Williams (Lithonia).

Valdosta State University also announced that more than 200 students earned a spot on the summer 2018 Dean's List.

UA announces graduation list for summer

The University of Alabama (Tuscaloosa) awarded 1,342 degrees during its summer commencement Aug. 4.

Jordan Riviere (Decatur), who received a bachelor of arts communication and Elisha Shaw (Stone Mountain), who received a bachelor of science in human environmental science are local students who were included in the commencement.

NOTICE OF NONDISCRIMINATORY **POLICY AS TO STUDENTS**

Atlanta Katori, inc. admits students of any race, color, national, and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the school. It does not discriminate on the basis of race, color, national, and ethnic color. on the basis of race, color, national, and ethnic origin in administration of its educational policies, admissions policies, scholarship and loan programs, and athletic and other school-administered programs programs.



NOTICE OF PUBLIC HEARING

Notice is hereby given that the Mayor and Board of Commissioners for the City of Avondale Estates will hold a Public Hearing for the 2019 Proposed Budget on November 12, 2018 at 6:30 p.m. Final Adoption of the November 12, 2018 at 6:30 p.m. Final Adoption of the 2019 budget will occur in conjunction with the Board's regular monthly meeting on December 10, 2018, at 6:30 p.m. at City Hall, 21 North Avondale Plaza.

The proposed 2019 budget is available for public review on the City website and at City Hall during normal business hours Monday through Friday, 8:00 a.m. to 5:00

p.m.

CITY OF BROOKHAVEN FY 2019 BUDGET REVIEW, PUBLIC HEARINGS, AND ADOPTION

The proposed FY 2019 City of Brookhaven Budget will be presented to Mayor and Council by the City Manager on October 9, 2018 at the regularly scheduled Council Meeting beginning at 7:00 p.m. The City of Brookhaven will hold a public hearing on the proposed FY 2019 Budget at the regularly scheduled Council Meeting on Tuesday, October 23, 2018 at 7:00 p.m. Another public hearing will be held during the City Council meeting on Tuesday, November 13, 2018 at 7:00 p.m. Following the public hearing on November 13, 2018, the City Council will vote to adopt the FY 2019 Budget. The FY 2019 Budget will be available for public Inspection at City Hall, 4362 Peachtree Road, and on the website www.brookhavenga.

EXHIBIT A

NOTICE OF BOND ELECTION

TO THE QUALIFIED VOTERS OF THE CITY OF BROOKHAVEN, GEORGIA

YOU ARE HEREBY NOTIFIED that on November 6, 2018, an election will be held in all of the election districts of the City of Brookhaven, Georgia (the "City"), at which election there will be submitted to the qualified voters of the City the question for their determination of whether the City should issue general obligation bonds, in one or more series, in an aggregate principal amount not to exceed \$40,000,000 (the "Bonds"), for the purpose of financing the cost of the projects listed in the form of the ballot below, and paying the cost of issuing the Bonds and capitalized interest on the Bonds.

The Bonds, if so authorized, may be issued in whole or in part and in one or more series. The Bonds shall be dated the first day of the calendar month in which the Bonds are issued or the day the Bonds are issued and shall bear interest at rates not exceeding 6.0% per year (based upon a 360-day year comprised of twelve thirty-day months). The principal shall mature (by scheduled maturity or by mandatory redemption) in the years and amounts, as follows:

Year	Amount	Year	Amount	Year	Amount
2020	\$775,000	2030	\$1.095.000	2040	\$1.540.000
2021	\$805,000	2031	\$1,130,000	2041	\$1,595,000
2022	\$830,000	2032	\$1,170,000	2042	\$1,650,000
2023	\$860,000	2033	\$1,210,000	2043	\$1,710,000
2024	\$890,000	2034	\$1,255,000	2044	\$1,770,000
2025	\$920,000	2035	\$1,300,000	2045	\$1,830,000
2026	\$955,000	2036	\$1,345,000	2046	\$1,895,000
2027	\$985,000	2037	\$1,390,000	2047	\$1,960,000
2028	\$1.020.000	2038	\$1,440,000	2048	\$2,030,000
2029	\$1.055.000	2039	\$1,490,000	2049	\$2,100,000

The principal of and interest on the Bonds shall be payable in lawful money of the United States of erica at a bank or banks to be designated later.

Voters desiring to vote for the issuance of the Bonds shall do so by voting "YES" and voters desiring to vote against the issuance of the Bonds shall do so by voting "NO" as to the questions propounded substantially as follows:

"Shall general obligation bonds for Park and Park Improvements in an aggregate principal of up to \$40,000,000 be Issued by the City of Brookhayen, Georgia for the purpose of financing the cost of the Citizen driven and City Council approved Park and Recreational Master Plans and other related park amenities, equipment, and real and personal property useful or desirable in connection the parks therewith?"

The several places for holding said election shall be in the regular and established election districts of the City, and the polls will be open from 7:00 A.M. to 7:00 P.M. on the said date fixed for the election. Those qualified to vote at said election shall be determined in all respects in accordance and in conformity with the laws of the State of Georgia.

The last day to register to vote in this election shall be October 9, 2018.

Those residents qualified to vote at said election shall be determined in all respects in accordance with election taws of the State of Georgia.

Any brochures, listings or other advertisements issued by the City or by any other person, firm, corporation or association with the knowledge and consent of the City, shall be deemed to be a statement of intention of the City concerning the use of the proceeds of the Bonds; and such statement of intention shall be binding on the City in the expenditure of any such Bond funds or interest received from such Bond funds which have been invested.

Pursuant to O.C.G.A. Section 36 82 100, the City notifies all interested parties that no independent performance audit or performance review (the "Bond Audit") will be conducted with respect to the Bonds. However the City will continue to ensure that Bond proceeds are expended efficiently and economically, as intended by the Bond Audit.

DECATUR

Search for city manager continues

BY HORACE HOLLOMAN

horace@dekalbchamp.com

A consultant hired to belo Decatur find its next city manager initially estimated the city would receive approximately 40 to 50 applications for the job. As the search continues to replace current city manager Peggy Merriss, an official with the consultant group reported it has received twice as many applications as expected.

Heidi Voorhees, cofounder of GovHRUSA-a firm that assists governments in selecting qualified candidates—said the firm is in the process of reviewing approximately 100 candidates for the city manager position.

"At the start of this process we estimated that 40 to 50 candidates would apply based upon other recruitments our firm has conducted for similar positions," Voorhees said. "This extraordinary response to the recruitment is a reflection of [Decatur's] progressive approach to governance, its political stability and the overall high quality of life the city has to offer."

In the past 45 years, Decatur has had two city managers. Merriss plans to retire at the end of the year after 25 years as city manager. Curtis Branscome served in the position for 20 years.

Merriss announced her retirement in July stating, "I have been very fortunate that the community has elected outstanding city



Peggy Merriss

commissioners who have supported innovation, risktaking and outcomes that further the mission and vision of Decatur. I have also worked with the most enthusiastic dedicated and experienced public employees in the world. I cannot imagine having had any other opportunity that would have been so fulfilling."

According to Decatur Mayor Patti Garrett, city officials will make a final decision on the new city manager by the end of 2018.

"All of us have reaped the benefits of Merriss visionary leadership, her ability to think creatively and her passion for developing a strong management team. She is an innovative thought leader, a model of integrity and has a unique ability to help the city pursue vibrant community engagement and healthy infrastructure while maintaining strong, conservative fiscal management for the city," Garrett said in a statement

PUBLIC NOTICE

CITY OF DUNWOODY NOTICE OF SPECIAL ELECTION November 6, 2018

The City of Dunwoody will hold a special election on Tuesday, November 6, 2018 for the purpose of submitting the question of Sunday sales to the electors of Dunwoody for approval or rejection. The question to be put before the electors on November 6, 2018 is as follows:

() YES Shall the governing authority of the City of Dunwoody be authorized to permit and regulate Sunday sales of distilled spirts or alcoholic beverages for beverage purposes by the drink from 11:00 A.M. to 12:30 P.M?

() NO

Sharon Lowery City Clerk City of Dunwoody, Georgia tober 18, 2018

BROOKHAVEN

Real time notifications come to city

BY TAYLOR ROBINS

taylor@dekalbchamp.com

Part of Brookhaven's September town hall meeting was dedicated to the city's newest program, Brookhaven Alert

"Brookhaven Alert enables us to notify you in real time," Gary Yandura, Brookhaven police chief, said in a tweet. This service allows for critical communication with the public and provides info to stay safe or take precautions during emergencies?

Brookhaven Alert, also known as Rave Alert, is a platform that sends emergency and general alerts to residents who have made a profile on

Brookhaven Alert is

powered by Smart 911, a secure website that stores residents' personal information for emergency dispatch use.

A resident's Smart 911 profile is to be updated every six months with emergency contact information, pictures and work and home addresses.

City officials say storing information on the site can save time in dispatching help to a resident. The more information stored, the better and quicker emergency departments can help residents.

Residents participating in Brookhaven Alert may choose to have emergency or generalor both-notifications sent by text, email or voice call.

Emergency notifications include missing persons or children alerts, police activity and extreme weather. General notifications include trafficrelated situations.

For the remainder of the 2018 year the city has paid a prorated price of \$5,000 and a one-time set up fee of \$1,800 for the services. For a full year, the program costs \$10,000, according to city officials.

At the Sept. 20 town hall meeting, officials said 700 residents have signed up so far.

City officials are also wanting to increase awareness of the platform because, "this system is only as good as its outreach."

Residents of Brookhaven can visit https://www. brookhavenga.gov/ brookhavenalert.

Residents may also download the Smart 911 app on any smartphone.

EXHIBIT A

NOTICE OF BOND ELECTION

TO THE QUALIFIED VOTERS OF THE CITY OF BROOKHAVEN, GEORGIA

YOU ARE HEREBY NOTIFIED that on November 6, 2018, an election will be held in all of the election districts of the City of Brookhaven, Georgia (the "City"), at which election there will be submitted to the qualified voters of the City the question for their determination of whether the City should issue general obligation bonds, in one or more series, in an aggregate principal amount not to exceed \$40,000,000 (the 'Bonds'), for the purpose of financing the cost of the projects listed in the form of the ballot below, and paying the cost of issuing the Bonds and capitalized interest on the Bonds.

The Bonds, if so authorized, may be issued in whole or in part and in one or more series. The Bonds shall be dated the first day of the calendar month in which the Bonds are issued or the day the Bonds are issued and shall bear interest at rates not exceeding 6.0% per year (based upon a 360-day year comprised of twelve thirty-day months). The principal shall mature (by scheduled maturity or by mandatory redemption) in the years and amounts, as follows:

Year	Amount	Year	Amount	Year	Amount
2020	\$775,000	2030	\$1,095,000	2040	\$1,540,000
2021	\$805,000	2031	\$1,130,000	2041	\$1,595,000
2022	\$830,000	2032	\$1,170,000	2042	\$1,650,000
2023	\$860,000	2033	\$1,210,000	2043	\$1,710,000
2024	\$890,000	2034	\$1,255,000	2044	\$1,770,000
2025	\$920,000	2035	\$1,300,000	2045	\$1,830,000
2026	\$955,000	2036	\$1,345,000	2046	\$1,895,000
2027	\$985,000	2037	\$1,390,000	2047	\$1,960,000
2028	\$1,020,000	2038	\$1,440,000	2048	\$2,030,000
2029	\$1,055,000	2039	\$1,490,000	2049	\$2,100,000

The principal of and interest on the Bonds shall be payable in lawful money of the United States of America at a bank or banks to be designated later.

Voters desiring to vote for the issuance of the Bonds shall do so by voting "YES" and voters desiring to vote against the issuance of the Bonds shall do so by voting "NO" as to the questions propounded substantially as follows:

"Shall general obligation bonds for Park and Park Improvements in an aggregate principal of up to \$40,000,000 be issued by the City of Brookhaven, Georgie for the purpose of financing the cost of the Citizen driven and City Council approved Park and Recreational Master Plans and other related park amenties, equipment, and real and personal property useful or desirable in connection the parks

The several places for holding said election shall be in the regular and established election districts of the City, and the poils will be open from 7:00 A.M. to 7:00 P.M. on the said date fixed for the election. Those qualified to vote at said election shall be determined in all respects in accordance and in conformity with the laws of the State of Georgia.

The last day to register to vote in this election shall be October 9, 2018

Those residents qualified to vote at said election shall be determined in all respects in accordance with election laws of the State of Georgia.

Any brochures, listings or other advertisements issued by the City or by any other person, firm, corporation or association with the knowledge and consent of the City, shall be deemed to be a statement of intention of the City concerning the use of the proceeds of the Bonds; and such statement of intention shall be binding on the City in the expenditure of any such Bond funds or interest received from such Bond funds which have been invested.

Pursuant to O.C.G.A. Section 36 82 100, the City notifies all interested parties that no independent performance audit or performance review (the "fond Audit") will be conducted with respect to the Bonds. However the City will continue to ensure that Bond proceeds are expended efficiently and economically, as intended by the Bond Audit.

Winding road brings lawyer to buy Tucker office building

BY KATHY MITCHELL

Freelance Reporter

Jessica Woghiren on Oct. 5 celebrated a moment she said she's been moving toward for most of her life. She cut the ribbon opening her new law office, JW Law Firm in Tucker.

This has not been an easy journey," she admitted. "I've has some setbacks, but I feel I am where I'm supposed to be."

After earning an associate's degree in political science from what was then Georgia Perimeter College, Woghiren enrolled in Georgia State University, with which Georgia Perimeter College later merged. Although her undergraduate degree is in English, Woghiren decided her next step should be law school.

"People have been telling me all my life that I should be a lawyer. I love helping people. I have always stood up for people who were unable to stand up for themselves. I was born in the United States, but I lived for a while in Nigeria, where my parents are from Even there I saw people disrespected and taken advantage of because of their socio-economic status. I always said to myself, 'We're all people and we all deserve to be treated fairly whether we have money

Woghiren was not accepted

the first time she applied to law school. "I cried my eyes out because I knew I was supposed to be a lawyer. I realized that I'm not good at certain types of tests, but I'm great with essay tests because I'm a story teller. I felt I was meant to be either a journalist or a lawyer because either way I get to tell storiestrue stories that can change people's lives."

She applied for a journalist position at an Atlanta television station and although she passed the station's test she was not hired because of her lack of experience.

After applying a second time to law school, Woghiren was accepted. "The course I had trouble with was tortspersonal injury-but the law school had a program that allowed students who didn't do well in class to take it a second time and have the original grade removed from their transcript. That's what I did and made a much higher grade the second time I took torts,"

Woghiren graduated from Western Michigan University's Thomas M. Cooley Law School nearly a decade ago but found herself entering the workforce as the economy hit a deep slump. "It was 2009 and no one was hiring," she recalled. "I had to take whatever I could get just to keep going, but I couldn't give up because



Jessica Woghiren celebrates the opening her new office. IW Law Firm in Tucker. which she called the fulfillment of a

I knew this was what I was meant to do.

Eventually, Woghiren opened a practice with a few clients, many of whom were referrals from other attorneys. "Interestingly, many were personal injury cases—the very area I had struggled with in law school. I realized that while I had difficulty with it in a classroom setting, I seemed to have a natural talent for it in practice," she said. "I handled mostly smaller cases in the \$50,000 to \$100,000 range, then I had the opportunity to handle a \$2 million case that involved a major corporation. I was a little nervous, but people who had worked with me kept telling me I could do it. When I won that case, it was a big boost to my confidence."

It also was a boost to her

financial situation, enabling her to purchase her own office building, Woghiren said. "I had been saving to buy a building, but the money from that lawsuit really put me over the top. I had been renting space in Gwinnett County, but I wanted to own my one building. The building on Presidents Way in Tucker has four floors. This allows me to have a full floor for my practice and rent out the other space.

"I looked at this space several times over a period of six months. Each time I walked away someone else would make an offer on the building but each time it fell through and I found myself considering it again. I believe that this is where God meant me to be," Woghiren said.

EXHIBIT A

NOTICE OF BOND ELECTION

TO THE QUALIFIED VOTERS OF THE CITY OF BROOKHAVEN, GEORGIA

YOU ARE HEREBY NOTIFIED that on November 6, 2018, an election will be held in all of the election districts of the City of Brookhaven, Georgia (the "City"), at which election there will be submitted to the qualified voters of the City the question for their determination of whether the City should issue general obligation bonds, in one or more series, in an aggregate principal amount not to exceed \$40,000,000 (the "Bonds"), for the purpose of financing the cost of the projects listed in the form of the ballot below, and paying the cost of issuing the Bonds and capitalized interest on the Bonds.

The Bonds, if so authorized, may be issued in whole or in part and in one or more series. The Bonds shall be dated the first day of the calendar month in which the Bonds are issued or the day the Bonds are issued and shall bear interest at rates not exceeding 6.0% par year (based upon a 360-day year comprised of twelve thirty-day months). The principal shall mature (by scheduled maturity or by mandatory redemption) in the years and amounts, as follows:

Year	Amount	Year	Amount	Year	Amount
2020	\$775,000	2030	\$1,095,000	2040	\$1,540,000
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2029	\$1,055,000	2039	\$1,490,000	2049	\$2,100,000

The principal of and interest on the Bonds shall be payable in lawful money of the United States of America at a bank or banks to be designated later.

Voters desiring to vote for the issuance of the Bonds shall do so by voting "YES" and voters desiring to vote against the issuance of the Bonds shall do so by voting "NO" as to the questions propounded substantially as follows:

"Shall general obligation bonds for Park and Park Improvements in an aggregate principal of up to \$40,000,000 be issued by the City of Brookhaven, Georgia for the purpose of financing the cost of the Cilizen driven and City Council approved Park and Recreational Master Plans and other related park amenities, equipment, and real and personal property useful or desirable in connection the parks

The several places for holding said election shall be in the regular and established election districts of the City, and the polls will be open from 7:00 A.M. to 7:00 P.M. on the said date fixed for the election. Those qualified to vote at said election shall be determined in all respects in accordance and in conformity with the laws of the State of Georgia.

The last day to register to vote in this election shall be October 9, 2018.

Those residents qualified to vote at said election shall be determined in all respects in accordance with election laws of the State of Georgia.

Any brochures, listings or other advertisements issued by the City or by any other person, firm, corporation or association with the knowledge and consent of the City, shall be deemed to be a statement of intention of the City concerning the use of the proceeds of the Bonds; and such statement of intention shall be binding on the City in the expenditure of any such Bond funds or interest received from such Bond funds which have been invested.

Pursuant to O.C.G.A. Section 36 82 100, the City notifies all interested parties that no independent performance audit or performance review (the "fond Audit") will be conducted with respect to the Bonds. However the City will continue to ensure that Bond proceeds are expended efficiently and economically, as intended by the Bond Audit.

NOTICE OF SPECIAL ELECTION
TO APPROVE OF THE SALE OF ALCOHOLIC BEVERAGES FOR ONPREMISES CONSUMPTION ON SUNDAYS FROM 11:00 A.M UNTIL 12:30 P.M.
AT LICENSED EATING ESTABLISHMENTS TO THE QUALIFIED VOTERS OF THE CITY OF ATLANTA

YOU ARE HEREBY NOTIFIED that Tuesday, November 6, 2018, the date chosen by the Secretary of State of the State of Georgia for the State-Wide General Election pursuant to Georgia law, an election will be held in all of the precincts of the City of Adanta (the "City"). At the election there will be submitted to the qualified voters of the City for their determination the question authorized by Senate Bill 17 allowing Sunday sales of elotholic beverages for on-premises consumption in eating establishments between the hours of 11:00 a.m. and 12:30 p.m.

Voters desiring to vote for authorizing Sunday sales of alcoholic beverages for on gramises consumption in eating establishments between the hours of 11:00 a.m. and 12:30 p.m. shall do so by voting "TES" and voters desiring to vote against authorizing Sunday sales of alcoholic beverages for on-premises consumption in eating establishments between the hours of 11:00 a.m. and 12:30 p.m. shall do so by voting "NO," as to the question propounded to-wit:

Shall the governing authority of the City of Atlanta be authorized to permit and regulate Sunday sales of disalled spirits or algoholic beverages for beverage purposes by the drink from 1:00 A.M. to 1:30 P.M.?

The ballot shall have printed the word "YES" and the word "NO" in order that each voter may vote in either the affirmative or the negative as to the question propounded. The polls in each of the precincis within the City shall be opened at 7:00a.m. and closed at 7:00p.m. on the day fixed for the election, and the election shall be held at the regular and established places for holding elections in the City. The election shall be held in accordance and in conformity with the Constitution and laws of the United States and the State of Georgia.

This notice is given pursuant to joint action of the City Council of the City of Atlanta and the Municipal Election Superintendent of the City.

CITY OF ATLANTA

MUNICIPAL ELECTION SUPERINTENDENT OF

THE CITY OF ATLANTA

SOUTH DEKALB

MARTA bus stop upgrades improve experience

BY CARLA PARKER

carla@dekalbchamp.com

Passengers who catch the MARTA bus off Redan Road now have additional seating at the bus stop.

Upgrades to the bus stop near South Hairston Road came weeks after DeKalb County elected officials urged MARTA to address the level and quality of service that MARTA delivers in the county. In a memorandum to MARTA officials State Representative-elect Viola Davis thanked MARTA for listening to concerns from riders on issues of shelters, benches and bus stop signage.

"We were informed that the work completed at the bus stop in front of the new Waffle House added an improved upgrade to the area, plus additional seating," Davis said.

Along with a new bench, more trash receptacles were added to the Redan Road bus stop. Davis also wrote in the memorandum that Greater Hidden Hills Community Development Corporation (GHHCDC) in south DeKalb also has a list of upgrades the organization would like to have addressed.

"[GHHCDC] used streetscape beautification as the primary tool to push economic development," Davis said. "They partnered with private and public businesses and agencies such as MARTA to make this goal a reality."

According to Davis, GHHCDC said other upgrades were promised to the community, including a bench for the bus stop at Fieldgreen Drive and South Hairston Road, the bus stops on South Hairston near Mainstreet Parkway were supposed to receive a bench and garbage receptacle more three

years ago and the bus stop on Redan Road, east of Allgood Road was to receive a bench also.

"We are focusing on the shelters and benches stated in the letter due to the extended time to deliver on the promise to complete these requests," Davis stated. "We would love to work with the same contact person to ensure continuity and decrease episodes of confusion and misunderstanding."

A letter dated Aug. 29 from DeKalb County CEO Michael Thurmond and all county commissioners, was sent to MARTA before the transit system's Sept. 6 vote on a contract with Gwinnett County Sept. 6. MARTA's board of directors approved a contract to extend bus, rail, and mobility services into Gwinnett.

In DeKalb's letter to MARTA, elected officials said the county welcomes new jurisdictions to MARTA, "however, we must address important deficiencies in the contract and in the level and quality of service that MARTA has delivered in DeKalb.

"Accordingly, we are writing to express DeKalb's expectations for maintenance and expansion of service under the existing MARTA penny, and conditions necessary for the success of proposals for an additional levy in the future," the letter stated. "On behalf of the governing authority of DeKalb County, we believe it is as important for MARTA to renew its commitment to its original members with the same specificity and deference as the proposed contract offers to its newest prospective member."

DeKalb officials said the county wants a commitment from MARTA to correct "long-standing" deficiencies within the current services in the county, including the quality and reliability of bus service, mobility services, bus stops and shelters.

In a statement sent to *The*Champion Sept. 14, MARTA
officials said the transit system
'takes seriously the concerns
raised by our longtime partners
in DeKalb County."

"We have been in conversation with CEO Michael Thurmond and Commissioner Jeff Rader about the issues they have outlined, and we are already taking steps to address them," MARTA said.

Upgrades to the bus stop near South Hairston Road were made after DeKalb County elected officials urged MARTA to address the level and quality of service that MARTA has delivered in the county. Photo provided



EXHIBIT A

NOTICE OF BOND ELECTION

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The Bonds, if so authorized, may be issued in whole or in part and in one or more series. The Bonds shall be dated the first day of the calendar month in which the Bonds are issued or the day the Bonds are issued and shall bear interest at rates not exceeding 6.0% per year (based upon a 360-day year comprised of twelve thirty-day months). The principal shall mature (by scheduled maturity or by mandatory redemption) in the years and amounts, as follows:

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"Shall general obligation bonds for Park and Park Improvements in an aggregate principal of up to \$40,000,000 be issued by the City of Brookhaven, Georgia for the purpose of financing the cost of the Citizen driven and City Council approved Park and Recreational Master Plans and other related park amenities, equipment, and real and personal property useful or desirable in connection the parks therewith?"

The several places for holding said election shall be in the regular and established election districts of the City, and the polls will be open from 7:00 A.M. to 7:00 P.M. on the said date fixed for the election. Those qualified to vote at said election shall be determined in all respects in accordance and in conformity with the laws of the State of Georgia.

The last day to register to vote in this election shall be October 9, 2018.

Those residents qualified to vote at said election shall be determined in all respects in accordance with election laws of the State of Georgia.

Any brochures, listings or other advertisements issued by the City or by any other person, firm, corporation or association with the knowledge and consent of the City, shall be deemed to be a statement of intention of the City concerning the use of the proceeds of the Bonds; and such statement of intention shall be binding on the City in the expenditure of any such Bond funds or interest received from such Bond funds which have been invested.

Pursuant to O.C.G.A. Section 36 82 100, the City notifies all interested parties that no independent performance audit or performance review (the "Bond Audit") will be conducted with respect to the Bonds. However the City will continue to ensure that Bond proceeds are expended efficiently and economically, as intended by the Bond Audit.

CITY OF BROOKHAVEN FY 2019 BUDGET REVIEW, PUBLIC HEARINGS, AND ADOPTION

The proposed FY 2019 City of Brookhaven Budget will be presented to Mayor and Council by the City Manager on October 9, 2018 at the regularly scheduled Council Meeting beginning at 7:00 p.m. The City of Brookhaven will hold a public hearing on the proposed FY 2019 Budget at the regularly scheduled Council Meeting on Tuesday, October 23, 2018 at 7:00 p.m. Another public hearing will be held during the City Council meeting on Tuesday, November 13, 2018 at 7:00 p.m. Following the public hearing on November 13, 2018, the City Council will vote to adopt the FY 2019 Budget. The FY 2019 Budget will be available for public inspection at City Hall, 4362 Peachtree Road, and on the website www.brookhavenga. gov October 9, 2018.

EXHIBIT 4

Resolution of City Declaring Election Results

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF BROOKHAVEN DECLARING THE RESULTS OF AN ELECTION DETERMINING THE ISSUANCE OF GENERAL OBLIGATION BONDS BY THE CITY OF BROOKHAVEN AND FOR OTHER RELATED PURPOSES

WHEREAS, pursuant to a resolution adopted by the Council of the City of Brookhaven, Georgia (the "City") on July 24, 2018, and joint notice given by the City and the Board of Registration and Elections of DeKalb County (the "Board of Elections"), an election (the "Election") was held on November 6, 2018 in all election districts of the City; and

WHEREAS, the Election submitted to the qualified voters for their determination the question of whether the City's general obligation bonds, in one or more series, in an aggregate principal amount not to exceed \$40,000,000 (the "Bonds") shall be issued; and

WHEREAS, the Board of Elections brought up the returns, consolidated the returns and declared the results of the Election as set forth in Exhibit A;

NOW, THEREFORE, BE IT RESOLVED by the Council of the City, and IT IS HEREBY RESOLVED by authority of the same, that the Election resulted in favor of the issuance of the Bonds by an affirmative vote of a majority of the qualified voters voting in the Election and that the issuance of the Bonds has been authorized as required by law.

BE IT FURTHER RESOLVED that a duly executed copy of this resolution be furnished to the Board of Elections.

BE IT FURTHER RESOLVED that proper officers of the City take any and all actions that are required to validate the Bonds.

Adopted and approved this 27th day of November, 2018.

CITY OF BROOKHAVEN, GEORGIÁ

(SEAL)

May

Attest:

Susan Hiott City Clerk

Approved as to form:

Christopher D. Balch City Attorney

EXHIBIT A CONSOLIDATED ELECTION RETURNS

CONSOLIDATED MUNICIPAL/COUNTY CERTIFICATION OF RETURNS FOR:

. group, gravering a g Ros gravitation.	November 6, 2018
(XX) SPECIAL ELECTION () GENERAL ELECTION () RUNOFF ELECTION	I)ale Brookhaven
1 / 3/(11/2/3 2 2))))	Municipality/County
Instructions: Prepare and print (4) copies of the Election Summary (county Attach copies of this consolidated certification report as follows: 1. White sheet is attached to Election Summary and returned to Secreta 2. Yellow sheet is attached to Election Summary and maintained by Sufface 3. Pink sheet is attached to Election Summary and sent to Clerk of Sup 4. Goldenrod Copy is attached to Election Summary and immediately a ELECTION SUMMARY MUST BE ATTACHED SHORT TITLE OF QUESTIONS: Afrix a copy of the complete work SHORT TITLE OF QUESTIONS: Afrix a copy of the complete work	ary of State. perintendent. erior Court. posted at the City Hall (city) or Courthouse (county) TACHED TO THIS FORM
equipment, and real and personal property useful or desirable in connection the parks therewith?" The Referentian was held in accordance with	"Shall the governing authority of the City of Brookhaven be authorized to permit and regulate Sunday sales of distilled spirits or alcoholic beverages for beverage purposes by the drink from 11:00 AM to 12:30 PM?"
City Resolution 2018-07-03	Call Adi Kerana assayan and a sama a little and the same
We. the undersigned Superintendent/Supervisor of Election certify that the attached Election Summary is a true and cor TESTIMONY WHEREOF, We have hereunte set our hands SICHED IN QUADRUPLICATE.	rest count of the votes cast in this Citt/County. In
Assistant	SuppointendendSuppostinae (II Ekrafidis
Assistant.	

Election Summary Report DeKalb County

State of Georgia General Election November 6, 2018

Summary For City of Brookhaven, All Counters, City of Brookhaven
Official and Complete-Recertification

Date: 11/16/18 Time: 13:59:23 Page: 1 of 1

Registered Voters 31403 - Cards Cast 21570 68.69%			Num. Repor	t Precinct 12	- Num. Rep	orting 12	100.00%
Brookheaven - Bond Referendum		, , , , , , , , , , , , , , , , , , , 			·····		ļ.
	Polling	ABM	AIPI	AIP2	PRO	Total	
Number of Precincts	12	12	12	12	12	12	:
Precincts Reporting	12	12	12	12	12	12	100.0 %
Times Counted (Reg. Voters 31401)	10700	1288	3782	5716	84	21570	68.7 %
Total Votes	10313	1195	3661	5543	. 48	20760	
YES	5806	816	2420	3375	31	12448	59.96%
NO	4507	379	1241	2168	17	8312	40.04%

Brookhaven - Sunday Alcohol Sales							
	Polling	ABM	AIP1	AIP2	PRO	Total	:
Number of Precincts	12	12	12	12	12	12	
Precincts Reporting	12	12	12	12	12	12	100.0 %
Times Counted (Reg. Voters 31401)	10700	1288	3782	5716	84	21570	68.7 %
Total Votes	10501	1226	3730	5637	74	21168	
YES	8456	959	2930	4488	59	16892	79.80%
NO	2045	267	800	1149	15	4276	20.20%

DeKalb County
State of Georgia General Election
November 6, 2018
SOVC For City of Brookhaven, All Counters, City of Brookhaven
Official and Complete-Recertification

Date:11/16/18 Time:14:36:45 Page:1 of 6

		TURN OUT	
	Reg. Voters	Cards Cast	% Turnout
urisdiction Wide			
ASHFORD DUNWOODY RD			
Polling	2794		
Absentee by Mail Advance in Person 1	2794 2794		•,•
Advance in Person 2	2794		
Provisional	2794		
Total	2794	2165	77 49%
ASHFORD PARK ELEM	1		
Polling	2313		
Absentee by Mail	2313		
Advance in Person 1	2313		
Advance in Person 2 Provisional	2313 2313		
Total	2313		
ASHFORD PARKSIDE		171.	14 127
Polling	3475	1246	35 86%
Absentee by Mail	3475	187	5 38%
Advance in Person 1	3475	524	15.08%
Advance in Person 2	3475	419	
Provisional	3475		
Total	3475	2381	68.52%
BRIARWOOD			
Polling	2232		
Absentee by Mail Advance in Person 1	2232 2232		
Advance in Person 2	2232		
Provisional	2232		
Total	2232		
BROOKHAVEN			
Polling	3245		
Absence by Mail	3245		
Advance in Person 1	3245		
Advance in Person 2	3245		
Provisional Total	3245		
CROSS KEYS HIGH	3245	2274	10.0376
Polling	2023	660	32.62%
Absentee by Mail	2023		
Advance in Person 1	2023		
Advance in Person 2	2023	363	17,94%
Provisional	2023		
Total	2023	1274	62 98%
KITTREDGE ELEM	3005	£14	30.72%
Polling Absentee by Mail	2005 2005		
Advance in Person 1	2005		
Advance in Person 2	2005		
Provisional	2005		
Total MONTCLAIR ELEM	2005		
Polling	2020	575	28.47%
Absentee by Mail	2020		
Advance in Person I	2020		
Advance in Person 2	2020		
Provisional	2020		0.35%
Total	2020	1061	52.52%

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•	1	TURN OUT	
	Reg Voters	Cards Cast	96
	Keg Voters	Caros Cast	Turnout
	1		1 6111041
Polling	2256	768	34.04%
Absentee by Mail	2256		
Advance in Person !	2256		
Advance in Person 2	2256	153	6.78%
Provisional	2256	4	0.18%
Total	2256	1685	
SILVER LAKE	1		
Polling	4706	1464	31 11%
Absentee by Mail	4706	214	4 55%
Advance in Person I	4706	506	10 75%
Advance in Person 2	4706		
Provisional	4706		
Total	4706	3072	65.28%
SKYLAND			
Polling	1807		V
Absentee by Mail	1807	63	
Advance in Person I	1807	83	
Advance in Person 2	1807	449	
Provisional	1807	88	
Total	1807	1298	71 83%
WOODWARD			
Polling	2527	688	
Absence by Mail	2527	104	
Advance in Person 1	2527	267	
Advance in Person 2	2527	561	
Provisional	2527	10	
Total	2527	1630	64 50%
Total		10701	
Polling	31403	10701	
Absentee by Mail	31403	1330	
Advance in Person 1	31403	3782	
Advance in Person 2	31403	5716	
Provisional	31403	84	
Total	31403	21613	68 82%

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			Brookheaven - E	and Referendum		
	Reg Voters	Times Counted	Total Votes	YES	ĺn	Ю
			. 0.21		ľ	
sdiction Wide ASHFORD DUNWOODY RD						
Polling	2794	1075	1049	560	53,38%	489 46.6
Absentee by Mail	2794				60.29%	54 39
Advance in Person I	2794				61.69%	154 38 3
Advance in Person 2	2794	526	517	311	60.15%	206 39 8
Provisional	2794				66.67%	1 33.3
Total	2794	2165	2107	1203	57 10%	904 42 9
ISHFORD PARK ELEM						
Polling	2313				46 59%	541 53
Absentee by Mail	2313			• -	54 29%	32 45.1
Advance in Person 1 Advance in Person 2	2313 2313		162 434		62 96% 51 15%	60 37 (212 48.8
Provisional	2313			. 222	50 00%	1 50.6
Total	2313			835	49.67%	846 SD.
SHFORD PARKSIDE			,,,,,		15.0770	J.J
Polling	3475	1246	1190	713	59 92%	477 40.0
Absentee by Mail	3475				72.93%	36 27.0
Advance in Person I	3475	524	511	333	65,17%	178 34.1
Advance in Person 2	3475	419	408	270	66.18%	138 33 8
Provisional	3475			1	50 00%	1 50.0
Total	3475	2339	2244	1414	63 01%	830 36 9
RIARWOOD	İ					
Polling	2232				61 83%	242 38.
Absentee by Mail	2232			56	78 87%	15 21.1
Advance in Person I	2232		77	51	66 23%	26 33.1
Advance in Person 2 Provisional	2232 2232		619 4	395 3	63 81% 75.00%	224 36 1 1 25 0
Total	2232		1405		63.84%	508 36
ROOKHAVEN	1 -2-32	1701	7007	457	UJ.8476	200 20
Polling	3245	1224	1180	635	53 81%	545 46
Absentee by Mail	3245		98		70 41%	29 29.
Advance in Person 1	3245		244	163	66 80%	81 33.2
Advance in Person 2	3245	692	672	391	58 18%	281 41.8
Provisional	3245				45.45%	6 54.5
Total	3245	2294	2205	1263	57.28%	942 42
ROSS KEYS HIGH						
Polling	2023				57 14%	270 42.1
Absentee by Mail	2023		80		78 75%	17 21 3
Advance in Person 1 Advance in Person 2	2023 2023		151 352		63 58% 63.35%	55 36.4 129 36.6
Provisional	2023				100.00%	0 0.0
Total	2023		1220		61,39%	471 38 0
ITTREDGE ELEM	1		1220	***	01,0074	7.1 20
Polling	2005	616	599	310	51.75%	289 48.3
Absentee by Mail	2005	118	113	75	66.37%	38 33.6
Advance in Person 1	2005	548	540		65 93%	184 34.0
Advance in Person 2	2005		280		52.50%	133 47.5
Provisional	2005		1	1	100 00%	0 0.0
Total	2005	1577	1533	889	57 99%	644 42.0
ONTCLAIR ELEM			***		91 030	
Polling	2020				71.03%	157 28.9 11 25 :
Absentee by Mail Advance in Person 1	2020 2020				74.42% 64.29%	45 351
Advance in Person 1 Advance in Person 2	2020				72 35%	81 27.0
Provisional	2020				: 2 3 3 70	0 27.0
	1020		v	710		294 29.

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			Brookheaven - B	ond Referendum			-
	Reg. Voters	Times Counted	Total Votes	YES	N	0	
Polling	2256	768	742	389	52.43%	353	47.57%
Absentee by Mail	2256	105	97	63	64 95%	34	35.05%
Advance in Person I	2256	655	640	431	67 34%	209	32 66%
Advance in Person 2	2256	153	150	84	56 00%	66	44 00%
Provisional	2256		2	2	100.00%	0	0.009
Total	2256	1685	1631	969	59.41%	662	40 59%
SILVER LAKE							
Polling	4704	1463	1395	816	58 49%	579	41 519
Absentee by Mail	4704	214	200	138	69 00%	62	31 00%
Advance in Person 1	4704	3 06	471	328	69.64%	143	30 369
Advance in Person 2	4704	878	846	501	59.22%	345	40 789
Provisional	4704	10		1	25.00%	3	75.00%
Total	4704	3071	2916	1784	61.18%	1132	38 82%
SKYLAND	!						
Polling	1807				53 39%		46.619
Absentee by Mail	1807				55 00%	27	45.009
Advance in Person 1	1807			48	62 34%	29	37 669
Advance in Person 2	1807		431	257	59 63%	174	40.379
Provisional	1807				66.67%	2	33 339
Total	1807	1298	1252	704	56 23%	548	43 779
WOODWARD							
Polling	2527	688		412	62 33%	249	37 679
Absentee by Mail	2527	104	94	70	74.47%	24	25 539
Advance in Person 1	2527	267	260	183	70 38%	77	29 629
Advance in Person 2	2527	561	541	362	66 91%	179	33 099
Provisional	2527	10		4	66.67%	2	33.339
Total	2527	1630	1562	1031	66.01%	531	33 999
Polling	31401	10700			56.30%	4507	43 709
Absentee by Mail	31401	1288		816		379	31.729
Advance in Person 1	31401	3782		2420	66.10%	1241	33 909
Advance in Person 2	31401	5716	5543	3375	60.89%	2168	39 119
Provisional	31401	84			64.58%		35.429
Total	31401	21570	20760	12448	59 96%	8312	40 049

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			Brookhaven - Sun	day Alcohol Sales			
	8 1	lm	lm	lues	1		
	Reg Voters	Times Counted	Total Votes	YES	NC)	
urisdiction Wide							
ASHFORD DUNWOODY RD Polling	2794	1075	1057	823	82.59%	184	17 41%
Absentee by Mail	2794				76.47%		23 53%
Advance in Person I	2794				76.70%	96	23 30%
Advance in Person 2	2794		523	426	81.45%	97	18 55%
Provisional	2794				100 00%	0	0.00%
Total	2794	2165	2131	1722	80 81%	409	19.19%
ASHFORD PARK ELEM							
Polling	2313				83 02%	173	16 98%
Absence by Mail	2313			,	80 88%	13	19.12%
Advance in Person 1 Advance in Person 2	2313 2313				76.88%		23.13%
Provisional	2313				81.67% 100.00%	81 0	18.33%
Total	2313			1387	82.02%	304	17.98%
ASHFORD PARKSIDE	213	1713	1071	,,,,,,	ua.ua/4	304	. 1.207
Polling	3475	1246	1220	939	76 97%	281	23 03%
Absentee by Mail	3475				71.74%		28 26%
Advance in Person 1	3475				78.89%		21.11%
Advance in Person 2	3475		413		82 08%	74	17 92%
Provisional	3475	5	5		100.00%	0	0 00%
Total	3475	2339	2297	1793	78 06%	504	21.94%
BRIARWOOD	1						
Polling	2232				80 09%		19.91%
Absentee by Mail	2232				82 19%		17.81%
Advance in Person 1	2232				77 50%		22 50%
Advance in Person 2	2232				78 31%		21 69%
Provisional	2232			3	60.00%	2	40.00%
Total	2232	1461	1433	1135	79.20%	298	20.80%
BROOKHAVEN Polling	3245	1224	1201	1020	84 93%	181	15 07%
Absentee by Mail	3245				84 91%		15.09%
Advance in Person 1	3245				84.46%	39	15.54%
Advance in Person 2	3245				82.65%		17 35%
Provisional	3245						35 71%
Total	3245			1898	84 06%	360	15 94%
CROSS KEYS HIGH	1						
Polling	2023	660	647	516	79.75%	131	20 25%
Absentee by Mail	2023				84 71%		15.29%
Advance in Person 1	2023				81 58%	28	18 42%
Advance in Person 2	2023				79 27%		20 73%
Provisional	2023	9					11.11%
Total	2023	1274	1250	1003	80 24%	247	19.76%
KITTREDGE ELEM	2005	616	600	ADE	90 5691	117	10 440/
Polling	2005 2005				80 56% 76 11%		19 44% 23 89%
Absentee by Mail Advance in Person 1	2005						19 07%
Advance in Person 2	2005			223			21.75%
Provisional	2005				60.00%		40,00%
Total	2005						20 13%
MONTCLAIR ELEM	1	3011	,,,,,				
Polling	2020	575	559	398	71.20%		28 80%
Absentee by Mail	2020	47	46	32	69 57%		30.43%
Advance in Person 1	2020				67 19%		32.81%
Advance in Person 2	2020				74 75%		25.25%
Provisional	2020		1038		75 00% 71 68%		25.00% 28 32%
Total							

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			Brookhaven - Sun	day Alcohol Sales			
	n	len	l	4.000			
	Reg Voters	Times Counted	Total Votes	YES		NO	
		İ					
					- 1		
Polling	2256	768	756	610	80 69%	146	1931%
Absentee by Mail	2256	105	101	78	77 23%	23	22 77%
Advance in Person 1	2256	655	648	510	78.70%	138	21.30%
Advance in Person 2	2256	153	153	122	79.74%	31	20.26%
Provisional	2256	4	4	2	50.00%	2	50 00%
Total	2256	1685	1662	1322	79.54%	340	20.46%
SILVER LAKE	l l						
Polling	4704	1463	1433	1164	81.23%	269	18 77%
Absentee by Mail	4704	214	198	163	82,32%	35	17.68%
Advance in Person 1	4704	506	497	390	78 47%	107	21.53%
Advance in Person 2	4704	878	859	687	79 98%	172	20.02%
Provisional	4704	10	8	7	87.50%	1	12.50%
Total .	4704	3071	2995	2411	80 50%	584	19 50%
SKYLAND							
Polling	1807	695	683	559	81 84%	124	18.16%
Absentee by Mail	1807	63	60	40	66.67%	20	33 33%
Advance in Person 1	1807	83	80	65	81 25%	15	18 75%
Advance in Person 2	1807	449	436	352	80.73%	84	19 27%
Provisional Provisional	1807				100 00%	. 0	0.00%
Total	1807	1298	1266	1023	80 81%	243	19.19%
WOODWARD	İ						
Polling	2527	688	676	527	77.96%	149	22.04%
Absentee by Mail	2527	104	102	80	78 43%	22	21,57%
Advance in Person 1	2527	267	261	194	74.33%	67	25 67%
Advance in Person 2	2527	561	555	412	74.23%	143	25.77%
Provisional	2527	10	8	7	87.50%		12 50%
Total	2527	1630	1602	1220	76 15%	382	23 85%
Polling	31401	10700	10501	8456	80 53%	2045	19 47%
Absentee by Mail	31401	1288	1226	959	78 22%	267	21.78%
Advance in Person 1	31401	3782	3730	2930	78 55%	800	21.459
Advance in Person 2	31401	5716	5637	4488	79 62%	1149	20 38%
Provisional	31401	84	74	59	79 73%	15	20.27%
Total	31401	21570	21168	16892	79 80%	4276	20 20%

CLERK'S CERTIFICATE

STATE OF GEORGIA COUNTY OF DEKALB CITY OF BROOKHAVEN

The undersigned Clerk of the City of Brookhaven (the "City") DOES HEREBY CERTIFY that the foregoing pages of typewritten matter constitute a true and correct copy of a resolution duly adopted by the Council of the City on the 27th day of November, 2018, in connection with an election held on November 6, 2018, the original of which resolution has been duly recorded in the Minute Book of the City, which is in my custody and control.

Witness my hand and the official seal of the City, this 27th day of November, 2018.

Clerk

(SEAL)



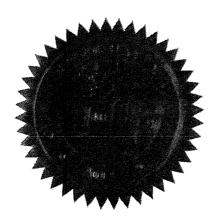


EXHIBIT 5

Election Certification

CONSOLIDATED MUNICIPAL/COUNTY CERTIFICATION OF RETURNS FOR:

	November 6, 2918
(XX) SPECIAL ELECTION () GENERAL ELECTION () RUNOFF ELECTION	Date BROOKHAVEN
() Kenna anazanza	Municipality/County
	Secretary of State. b) Superintendent. of Superior Court.
SHORT TITLE OF QUESTION(S) AS SHOWN ON ATT.	•••
"Shall general obligation bonds for Park and Park Improvements in an aggregate principal of up to \$40,000,000 be issued by the City of Brookhaven, Georgia for the purpose of financing the cost of the Citizen driven and City Council approved Park and Recreational Master Plans and other related park amenities, equipment, and real and personal property useful or desirable in connection the parks therewith?" This Referentiam was field in accordance with	"Shall the governing authority of the City of Brookhaven be authorized to permit and regulate Sunday sales of distilled spirits or alcoholic beverages for beverage purposes by the drink from 11:00 AM to 12:30 PM?"
City Resolution 2018-07-03	FARCIS ACT NET AND AND ARE SECURE TOWN TO A TOWN OF MANY WAY A COURSE MAN AND A SECURE AND A COURSE MAN AND A SECURE AND A COURSE AND AND A COURSE AND AND A COURSE AND AND A COURSE AND AND A COURSE AND AND A COURSE AND A COURS
derify that the attached Plocition Summary is a true a TESTIMONY WHEREOF, We have introducte soft our SIGNED IN QUADRUPLICATE. Assistant Assistant Assistant	lections and histier Assistants, do jointly and severally and correct count of the votes cast in this City/County. In hands and sents this 16th day of November 2018 DEKALB COUNTY BOARD OF REGISTRATION & ELECTIONS Superintendent/Superince CITERTRANS
kenned-niri	

Election Summary Report
DeKalb County
State of Georgia General Election
November 6, 2018

Summary For City of Brookhaven, All Counters, City of Brookhaven
Official and Complete-Recertification

Date:11/16/18 Time: 13:59:23 Page:1 of 1

Registered Voters 31403 - Cards Cast 21570 68.69%			Num. Repor	t Precinct 12	- Num. Rep	orting 12	100.00%
Brookheaven - Bond Referendum							•
	Polling	ABM	AIPI	AIP2	PRO	Total	:
Number of Precincts	12	12	12	12	12	12	· :
Precincts Reporting	12	12	12	12	12	12	100.0 %
Times Counted (Reg. Voters 31401)	10700	1288	3782	5716	84	21570	68.7 %
Total Votes	10313	1195	3661	5543	48	20760	
YES	5806	816	2420	3375	31	12448	59.96%
NO	4507	379	1241	2168	17	8312	40.04%

Brookhaven - Sunday Alcohol Sales							
	Polling	ABM	AIP1	AIP2	PRO	Total	
Number of Precincts	12	12	12	12	12	12	1
Precincts Reporting	12	12	12	12	12	12	100.0 %
Times Counted (Reg. Voters 31401)	10700	1288	3782	5716	84	21570	68.7 %
Total Votes	10501	1226	3730	5637	74	21168	ii
YES	8456	959	2930	4488	59	16892	79.80%
NO	2045	267	800	1149	15	4276	20.20%

Statement of Votes Cast DeKalb County

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Jurisdiction Wide		1	TURN OUT	
ASHFORD DUNWOODY RD Polling		Reg. Voters	Cards Cast	1 1
Polling Absentee by Mail 2794 146 5.23% Absentee by Mail 2794 146 5.23% Advance in Person 1 2794 415 1485% Advance in Person 2 2794 526 18 83% Advance in Person 2 2794 3 0 11% Total 2794 2165 77.49% ASHFORD PARK ELEM Polling 2313 1030 44 53% Absentee by Mail 2313 72 3 11% Advance in Person 2 2313 164 7 09% ASHFORD PARKSIDE Polling 3475 1246 35 86% Absentee by Mail 3475 187 5 38% Advance in Person 1 3475 1246 35 86% Absentee by Mail 3475 187 5 38% Advance in Person 1 3475 524 15.08% Advance in Person 2 3475 419 12.06% Provisional 3475 50.14% 5	Jurisdiction Wide	 	<u> </u>	
Absentee by Mail Advance in Person 1 Advance in Person 2 Advance in Person 2 Provisional Total ASHFORD PARK ELEM Polling Absentee by Mail Advance in Person 1 Advance in Person 1 Advance in Person 1 Advance in Person 1 Advance in Person 2 Provisional Total ASHFORD PARK ELEM Polling Absentee by Mail Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 3 Absentee by Mail Advance in Person 3 Advance in Person 3 Advance in Person 4 Advance in Person 5 Advance in Person 6 Advance in Person 7 Advance in Person 9 Polling Absentee by Mail Advance in Person 1 Advance in Person 1 Advance in Person 1 Advance in Person 2 Provisional Total BRIARWOOD Polling Absentee by Mail Advance in Person 1 Advance in Person 2 Provisional Total CROSS KEYS HIGH Polling Absentee by Mail Advance in Person 2 Provisional Total Advance in Person 2 Provisional Total Advance in Person 2 Provisional Total Advance in	ASHFORD DUNWOODY RD			
Advance in Person 1 2794 415 14 8594 Advance in Person 2 2794 526 18 8394 Provisional 2794 3 0 1194 Total 2794 2165 77.4994 ASHFORD PARK ELEM Polling 2313 1030 44 5396 Absentee by Mail 2313 72 3 1194 Advance in Person 1 2313 164 7 0994 ASHFORD PARKSIDE Provisional 2313 1715 74 1594 Provisional 2313 1715 74 1594 ASHFORD PARKSIDE Polling 3475 1246 33 8694 Advance in Person 1 3475 187 53894 Advance in Person 1 3475 187 53894 Advance in Person 2 3475 419 12.0694 Advance in Person 2 3475 419 12.0694 BRIARWOOD Polling 3475 2381 685.2994 BRIARWOOD Polling 2232 660 29 5794 Advance in Person 1 2232 81 3.6394 Advance in Person 2 2322 81 3.6394 Advance in Person 2 2232 1461 65 4696 BROOKHAVEN Polling 3245 1224 37 7296 Absentee by Mail 3245 108 3 3394 Advance in Person 1 3245 256 7 8994 Advance in Person 1 3245 256 7 8994 Advance in Person 1 3245 256 7 8994 Advance in Person 2 3245 692 21 3396 Provisional 3245 129 1396 Frovisional 3245 129 1396 Frovisional 3245 129 1396 Frovisional 3245 129 1397 Total 3245 129 1396 Provisional 3245 129 1398 Frovisional 3245 229 70 6998 CROSS KEYS HIGH Polling 2023 660 32.6296 Absentee by Mail 2023 154 7 6198 Advance in Person 2 2023 363 17.9496 Advance in Person				
Advance in Person 2 Provisional 2794 30 118 83% Provisional 2794 3 0 119% ASHFORD PARK ELEM Polling 2313 1030 44 53% Absentee by Mail 2313 72 3 119% Advance in Person 1 2313 164 7 09% Advance in Person 2 2313 447 19 339% Total 2313 1715 74 159% ASHFORD PARKSIDE Polling 3475 1246 35 86% Absentee by Mail 3475 187 5 38% Advance in Person 1 3475 524 15,08% Advance in Person 2 3475 419 12,06% Provisional 3475 524 15,08% Advance in Person 2 3475 419 12,06% Provisional 3475 2381 68 52% BRIARWOOD Polling 2232 660 29 57% Absentee by Mail 2232 78 3,49% Advance in Person 1 2232 81 36.3% Advance in Person 2 2322 635 28 45% Provisional 2232 70 3,19% Absentee by Mail 3245 124 37 72% BRIARWOOD Polling 3245 1246 65 46% BROOKHAVEN Polling 3245 124 37 72% Absentee by Mail 3245 108 3 33% Advance in Person 2 2322 635 28 45% Provisional 3245 124 37 72% Advance in Person 1 3245 226 7 89% Advance in Person 1 3245 226 7 89% Advance in Person 2 3245 692 21 33% Advance in Person 1 3245 226 7 89% Advance in Person 2 3245 692 21 33% Advance in Person 1 3245 229 70 699% CROSS KEYS HIGH Polling 3245 104 336 17, 44% Polling 2023 154 7 619% Advance in Person 1 2023 154 7 619% CROSS KEYS HIGH Polling 2005 518 8 98% KITTREDGE ELEM Polling 2005 59% Absentee by Mail 2023 1274 62 98% KITTREDGE ELEM Polling 2005 59% Absentee by Mail 2005 118 5 89% Advance in Person 1 2005 548 27 33% Advance in Person 2 2005 59% Provisional 2005 50, 259% Provisional 2000 575 28 479% Provisional 2000 575 28 479% Polling 2000 575 28 479% Advance in Person 2 2000 303 15, 00% Advance in Person 2 2000 303 15, 00% Advance in Person 1 2000 129 6 39% Advance in Person 2 2000 303 15, 00% Advance in Person 1 2000 129 6 39% Advance in Person 2 2000 303 15, 00% Advance in Person 1 2000 120 6 39% Advance in Person 2 2000 303 15, 00% Advance in Person 1 2000 129 6 39% Advance in Person 2 2000 303 15, 00% Advance in Person 1 2000 155 255%				
Total	****			
ASHFORD PARK ELEM Polling Absentee by Mail Advance in Person 1 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Total Total ASHFORD PARKSIDE Polling Absentee by Mail Advance in Person 1 Advance in Person 1 Advance in Person 1 Advance in Person 2 Advance in Person 1 Advance in Person 2 Absentee by Mail Advance in Person 1 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 1 Advance in Person 2 Advance in Person 2 Advance in Person 1 Advance in Person 2 Advance in Person 2 Advance in Person 1 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 1 Advance in Person 2 Advance in Person 2 Advance in Person 3 Advance in Person 3 Advance in Person 4 Advance in Person 1 Advance in Person 1 Advance in Person 1 Advance in Person 1 Advance in Person 2 Advance in Person 1 Advance in Person 2 Advance in Person 1 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 1 Advance in Person 2 Advance in Person 2 Advance in Person 1 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 1 Advance in Person 2 Advance in Person 2 Advance in Person 2 Advance in Person 1 Advance in Person 2 Advance in Person 2 Advance in Person 1 Advance in Person 1 Advance in Person 2 Advance in Person 2 Advance in Person 3 Advance in P				
Polling		2794	2163	77.49%
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Provisional 2313 2 0,09%		2313	164	7 09%
Total 2313 1715 74 15%				
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Polling		2313	1/12	74 1379
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Advance in Person 2 Provisional 3475 5 0.1496 Provisional 3475 5 0.1496 Total 3475 2381 68.5296 BRIARWOOD Polling 2232 660 29.5796 Absentee by Mail 2232 78 3.4996 Advance in Person 1 2232 81 3.6396 Advance in Person 2 2232 635 28.4596 Provisional 2232 70 0.3196 BROOKHAVEN Polling 3245 1224 37.7296 Advance in Person 1 3245 108 3.3396 Advance in Person 1 3245 256 7.8996 Advance in Person 2 3245 692 21.3396 Provisional 3245 14 0.43396 CROSS KEYS HIGH Polling 2023 660 32.6296 Absentee by Mail 2023 88 4.3596 Absentee by Mail 2023 88 4.3596 Absentee by Mail 2023 88 4.3596 Advance in Person 1 2023 154 7.6196 Advance in Person 1 2023 154 7.6196 Advance in Person 1 2023 154 7.6196 Advance in Person 1 2023 1274 62.9896 KITTREDGE ELEM Polling 2005 616 30.7296 Absentee by Mail 2005 118 5.8996 Advance in Person 1 2005 548 27.3396 Advance in Person 1 2005 548 27.3396 Advance in Person 1 2005 548 27.3396 Advance in Person 1 2005 552.5296 MONTCLAIR ELEM Polling 2020 575 28.4796 Advance in Person 1 2000 129 6.3996 Advance in Person 2 2000 303 15.0096 Provisional 2000 7.0.3596		3475	187	5 38%
Provisional 3475 5 0.14%				
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Advance in Person 2 Provisional 2232 635 28 45% Provisional 2232 7 0.3196 Total 2232 1461 65 46% BROOKHAVEN Polling 3245 1224 37 72% Absentee by Mail 3245 108 3 33% Advance in Person 1 3245 659 21 33% Provisional 3245 669 2 13 33% Total 3245 14 0.43% Total 3245 2294 70 69% CROSS KEYS HIGH Polling 2023 660 32.62% Absentee by Mail 2023 88 4 35% Advance in Person 1 2023 154 7 61% Advance in Person 2 2023 363 17 94% Pravisional 2023 1274 62 98% KITTREDGE ELEM Polling 2005 616 30.72% Absentee by Mail 2005 518 5 89% Advance in Person 1 2005 548 27 33% Advance in Person 2 2005 200 146% Advance in Person 1 2005 548 27 33% Advance in Person 2 2005 200 146% Polling 2005 5 0.25% Total 2005 5 0.25% Total 2005 575 28 47% MONTCLAIR ELEM Polling 2020 575 28 47% Absentee by Mail 2005 1577 78.65% MONTCLAIR ELEM Polling 2020 575 28 47% Absentee by Mail 2005 1577 78.65% MONTCLAIR ELEM Polling 2020 575 28 47% Absentee in Person 1 2020 129 6 39% Advance in Person 2 2020 30 3 15.00% Advance in Person 2 2020 30 3 15.00% Provisional 2020 7 0.35% Total 2020 7 0.35%				
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Total 3245 2294 70 69% CROSS KEYS HIGH Polling 2023 660 32.62% Absentee by Mail 2023 88 4 35% Advance in Person 1 2023 154 7 61% Advance in Person 2 2023 363 17 94% Provisional 2023 9 0.44% Total 2023 1274 62 98% KITTREDGE ELEM Polling 2005 616 30.72% Absentee by Mail 2005 118 5 89% Advance in Person 1 2005 548 27 33% Advance in Person 2 2005 200 14 46% Provisional 2005 50 50 50 50 50 50 50 50 50 50 50 50				
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Advance in Person 2 Provisional Total RITTREDGE ELEM Polling Absentee by Mail Advance in Person 1 Advance in Person 2 Provisional Polling Absentee by Mail Advance in Person 1 Advance in Person 2 Provisional Polling 2005 Advance in Person 2 Provisional Polling Absentee by Mail Advance in Person 2 Provisional Polling Absentee by Mail Advance in Person 2 Provisional Polling Absentee by Mail Advance in Person 1 Advance in Person 1 Advance in Person 1 Advance in Person 1 Advance in Person 1 Advance in Person 2 Provisional Dozo Provisional Dozo Provisional Dozo Dozo Provisional Dozo Dozo Dozo Dozo Dozo Dozo Dozo Doz				
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Polling 2005 616 30.72% Absentee by Mail 2005 118 5 88% Advance in Person 1 2005 548 27 33% Advance in Person 2 2005 200 14 46% Provisional 2005 5 0.25% Total 2005 1577 78.65% MONTCLAIR ELEM Polling 2020 575 28.47% Absentee by Mail 2020 47 2.33% Advance in Person 1 2020 129 6.39% Advance in Person 2 2020 303 15.00% Provisional 2020 7 0.35% Total 2020 1061 52.52%		2023	1274	62 98%
Absentee by Mail 2005 118 5 89% Advance in Person 1 2005 548 27 33% Advance in Person 2 2005 290 14 46% Provisional 2005 5 0.25% 2005 5 0.25% 2005 5 0.25% 2005 2005 1577 78.65% MONTCLAIR ELEM Polling 2020 575 28 47% Absentee by Mail 2020 47 2.33% Advance in Person 1 2020 129 6.39% Advance in Person 2 2020 303 15.00% Provisional 2020 7 0.35% 2020 7 0.35% 2020 7 0.35% 2020 7 0.35% 2020 1061 52.52%		2000		20.774
Advance in Person 1 2005 548 27 33% Advance in Person 2 2005 290 14 46% Provisional 2005 5 0.25% Total 2005 1577 78.65% MONTCLAIR ELEM Polling 2020 575 28.47% Absentee by Mail 2020 47 2.33% Advance in Person 1 2020 129 6.39% Advance in Person 2 2020 303 15.00% Provisional 2020 7 0.35% Total 2020 1061 52.52%			-	- 1
Advance in Person 2 2005 290 14 46% Provisional 2005 5 0.25% Total 2005 1577 78.65% MONTCLAIR ELEM Polling 2020 575 28.47% Absentee by Mail 2020 47 2.33% Advance in Person 1 2020 129 6.35% Advance in Person 2 2020 303 15.00% Provisional 2020 7 0.35% Total 2020 1061 52.52%				
Total 2005 1577 78.65% MONTCLAIR ELEM 2020 575 28.47% Absentee by Mail 2020 47 2.33% Advance in Person 1 2020 129 6.39% Advance in Person 2 2020 303 15.00% Provisional 2020 7 0.35% Total 2020 1061 52.52%				
MONTCLAIR ELEM 2020 575 28.47% Absentee by Mail 2020 47 2.33% Advance in Person 1 2020 129 6.39% Advance in Person 2 2020 303 15.00% Provisional 2020 7 0.35% Total 2020 1061 52.52%				
Polling 2020 575 28.47% Absentee by Mail 2020 47 2.33% Advance in Person 1 2020 129 6.39% Advance in Person 2 2020 303 15.00% Provisional 2020 7 0.35% Total 2020 1061 52.52%		2005	1577	78.65%
Absentee by Mail 2020 47 2.33% Advance in Person 1 2020 129 6.35% Advance in Person 2 2020 303 15.00% Provisional 2020 7 0.35% Total 2020 1061 52.52%		2020	575	28.47%
Advance in Person 1 2020 129 6.39% Advance in Person 2 2020 303 15.00% Provisional 2020 7 0.35% Total 2020 1061 52.52%				
Provisional 2020 7 0.35% Total 2020 1061 52.52%	Advance in Person I	2020	129	6.39%
Total 2020 1061 52.52%				
]		

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	1	TURN OUT	
	Reg Voters	Cards Cast	% Turnout
Polling	2256	768	34.04%
Absentee by Mail	2256	105	4.65%
Advance in Person I	2256	655	29 03%
Advance in Person 2	2256		
Provisional	2256		
Total	2256	1685	74 69%
SILVER LAKE			
Polling	4706		
Absentee by Mail	4706		
Advance in Person 1	4706		
Advance in Person 2 Provisional	4706 4706		
Total	4706		
SKYLAND	4700	3012	03.2070
Polling	1807	695	38.46%
Absentee by Mail	1807		
Advance in Person I	1807		
Advance in Person 2	1807		
Provisional	1807		
Total	1807	1298	71 83%
WOODWARD			
Polling	2527		27 23%
Absentee by Mail	2527	104	4 12%
Advance in Person I	2527		10 57%
Advance in Person 2	2527	561	22.20%
Provisional	2527		
Total	2527	1630	64 50%
Total			
Polling	31403		34.08%
Absentee by Mail	31403	****	
Advance in Person 1	31403		12.04%
Advance in Person 2	31403	5716 84	18 20% 0 27%
Provisional Total	31403 31403		68 82%

DeKalb County
State of Georgia General Election
November 6, 2018
SOVC For City of Brookhaven, All Counters, City of Brookhaven
Official and Complete-Recertification

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			Brookheaven - B	ond Referendum			
	Reg Voters	Times Counted	Total Votes	YES		NO	
urisdiction Wide							
ASHFORD DUNWOODY RD	1						
Polling	2794	1075	1049	560	53,38%	489	46.629
Absentee by Mail	2794	146		82	60.29%	54	39 719
Advance in Person I	2794	415			61.69%		38 319
Advance in Person 2	2794	526			60.15%		39 859
Provisional	2794	3					33.339
Total ASHFORD PARK ELEM	2794	2165	2107	1203	57 10%	904	42 909
Polling	2313	1030	1013	.175	46 59%	541	53 419
Absentee by Mail	2313	72			54 29%		45 719
Advance in Person I	2313	164			62 96%		
Advance in Person 2	2313	447	434		51 15%		48.859
Provisional	2313	2	. 2	1	50 00%		50.00
Total	2313	1715	1681	835	49.67%		50.339
ASHFORD PARKSIDE							
Polling	3475	1246	1190	713	59 92%	477	40 089
Absentee by Mail	3475	145	133	97	72 93%	36	27 079
Advance in Person I	3475	524	511	333	65.17%	178	34.839
Advance in Person 2	3475	419	408	270	66.18%		33 829
Provisional	3475	5		1	50 00%		50.009
Total	3475	2339	2244	1414	63 01%	830	36 999
BRIARWOOD	1						
Polling	2232	660		392			38.17
Absentee by Mail	2232	78		56	78 87%		21.13
Advance in Person I	2232	81	77		66 23%		33.77
Advance in Person 2	2232 2232	635 7	619		63 81%		36 199
Provisional Provisional	2232	1461	1405	3	75.00% 63.84%		25 009 36 169
Total BROOKHAVEN	2232	1401	1403	897	03.84%	208	30 10
Polling	3245	1224	1180	635	53 81%	545	46 199
Absentee by Mail	3245	108	98	69	70 41%		29.59
Advance in Person 1	3245	256	244	163	66 80%		33.209
Advance in Person 2	3245	692			58 18%		41,829
Provisional	3245	14			45.45%		
Total	3245	2294	2205	1263	57 28%		42 729
CROSS KEYS HIGH	}						
Polimg	2023	660	630	360	57 14%	270	
Absentee by Mail	2023	88	80	63	78 75%		21 259
Advance in Person I	2023	154	151		63 58%		
Advance in Person 2	2023	363	352		63.35%		36 659
Provisional	2023	9	7		100,00%		0.009
Total	2023	1274	1220	749	61.39%	471	38 619
KITTREDGE ELEM			205	210	F1 7704	200	40 95
Polling	2005	616	599		51.75%		48.259
Absentee by Mail Advance in Person 1	2005 2005	118 548	113 540		66.37% 65 93%		33 639 34,079
Advance in Person 2	2005	348 290	280		52 50%	133	47.50
Provisional	2005	5	1	• • •	100 00%		0.00
Total	2005	1577	1533		57 99%		42 019
MONTCLAIR ELEM		.571					1
Polling	2020	575	542	385	71.03%	157	28.979
Absentee by Mail	2020				74.42%		25 589
Advance in Person 1	2020	129	126		64.29%		35 719
Advance in Person 2	2020	303			72 35%		27 659
Provisional	2020	7	0	0		0	
Total	2020	1061	1004	710	70 72%	294	29.289

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		Brookheaven - Bond Referendum					
	Reg Voters	Times Counted	Total Votes	YES	ľ	NO	
					1		
Polling	2256	768	742	389	52.43%	353	47.57%
Absentee by Mail	2256	105	97	63	64 95%	34	35 05%
Advance in Person 1	2256	655	640	431	67 34%	209	32 66%
Advance in Person 2	2256			84	56 00%	66	44 00%
Provisional	2256			2	100.00%	0	0.00%
Total	2256		1631	969	59.41%	662	40 59%
SILVER LAKE							
Polling	4704	1463	1395	816	58 49%	579	41 51%
Absentee by Matl	4704	214	200	138	69 00%	62	31 00%
Advance in Person 1	4704	506	471	328	69 64%	143	30 36%
Advance in Person 2	4704	878	846	501	59.22%	345	40 78%
Provisional	4704	10		1	25.00%	3	75.00%
Total	4704	3071	2916	1784	61.18%	1132	38 82%
SKYLAND	,,,,,						
Polling	1807	695	678	362	53 39%	316	46 61%
Absentee by Mail	1807	63	60	33	55 00%	27	45.00%
Advance in Person 1	1807			48	62 34%	29	37 66%
Advance in Person 2	1807			257	59 63%	174	40.37%
Provisional	1807			4	66.67%	2	33 33%
Total	1807	1298		704	56 23%	548	
WOODWARD						**-	
Polling	2527	688	661	412	62 33%	249	37 67%
Absentee by Mail	2527	104	94	70	74.47%	24	25 53%
Advance in Person I	2527		260		70 38%	77	29 62%
Advance in Person 2	2527	561	541	362	66 91%	179	33 09%
Provisional	2527	10	6	4	66.67%	2	33.33%
Total	2527	1630			66.01%	531	33 99%
Polling	31401	10700		5806	56.30%	4507	43 70%
Absentee by Mail	31401	1288	1195		68.28%	379	31.72%
Advance in Person 1	31401	3782	3661	2420	66.10%	1241	33 90%
Advance in Person 2	31401	5716		3375	60.89%	2168	39 11%
Provisional	31401	84			64.58%		35.42%
Total	31401	21570		12448	59 96%	8312	

Date: 11/16/18 Time: 14:36:45 Page: 5 of 6

			Brookhaven - Sun	day Alcohol Sales			
	Reg Voters	Tames Counted	Total Votes	YES		NO	
isdiction Wide		<u></u>		<u> </u>		<u> </u>	
ASHFORD DUNWOODY RD							
Polling	2794				82 59%		
Absentee by Mail	2794				76.47%		
Advance in Person I	2794				76 70%		
Advance in Person 2	2794				81.45%		18 55
Provisional	2794 2794				100 00% 80 81%		
Total	2/94	2165	2131	1722	80 81%	109	19.19
ASHFORD PARK ELEM	2313	1030	1019		01 034/	173	16.09
Polling	2313				83 02% 80 88%		16 98 19 12
Absentee by Mail Advance in Person I	2313				76.88%		23.13
Advance in Person 2	2313	• • • • • • • • • • • • • • • • • • • •			81.67%		18 33
Provisional	2313				100.00%		0.00
Total	2313				82,02%		17.98
ASHFORD PARKSIDE	2313	1713	1071	1367	04.0476	304	17.90
Polling	3475	1246	1220	939	76 97%	281	23 03
	3475		•		71.74%		28 26
Absentee by Mail Advance in Person 1	3475						
Advance in Person 2	3475				82 08%		
Provisional	3475				100.00%		0.00
Total	3475				78 06%		21.94
IRIARWOOD	34/3	222	2.57	1773	7 8 0075	304	æ1.94
Polling	2232	. 660	648	519	80 09%	129	1991
Absentee by Mail	2232				82 19%		17.8
Advance in Person 1	2232				77 50%		
Advance in Person 2	2232	-			78 31%		
Provisional	2232				60.00%		
Total	2232				79 20%		
BROOKHAVEN							
Polling	3245	1224	1201	1020	84 93%	181	15 07
Absentee by Mail	3245				84 91%		
Advance in Person 1	3245				84.46%		15 54
Advance in Person 2	3245						173
Provisional	3245			• • • •	64.29%		
Total	3245				84 06%		
ROSS KEYS HIGH	1			••••			•••
Polling	2023	660	647	516	79.75%	131	20 25
Absentee by Mail	2023	88	85	72	84 71%	13	15.29
Advance in Person 1	2023	154	152	124	81 58%	28	18 42
Advance in Person 2	2023	363	357	283	79 27%	74	20 73
Provisional	2023	, ,			88 89%	1	11.11
Total	2023	1274	1250	1003	80 24%	247	19.76
CITTREDGE ELEM							
Polling	2005	616	602	485	80 56%	117	19 44
Absentee by Mail	2005	118	113	86	76 11%	27	23 89
Advance in Person I	2005	548	540	437	80,93%	103	19 07
Advance in Person 2	2005	290	285	223	78.25%	62	21 75
Provisional	2005		5	3			40.00
Total	2005	1577	1545	1234	79 87%	311	20 13
MONTCLAIR ELEM	1						
Polling	2020				71.20%		28 80
Absentee by Mail	2020				69 57%		30.43
Advance in Person I	2020				67 19%		32.81
Advance in Person 2	2020				74 75%	76	25.25
Provisional	2020			3	75 00%		25.00
Total	2020	1061	1038	744	71 68%	294	28 32

Date:11/16/18 Time: 14:36:45 Page:6 of 6

			Brookhaven - Sun	day Aicohol Sales			
	1						
		lm:	l	lvee		luo	
	Reg Voters	Times Counted	Total Votes	YES		NO	
	1						
	ì						
Polling	2256	768	756	610	80 69%	146	
Absentee by Mail	2256	105	101	78	77 23%	23	22 77%
Advance in Person I	2256	655	648	510	78.70%	138	21 30%
Advance in Person 2	2256	153	153	122	79.74%	31	20 26%
Provisional	2256		4	2	50.00%	. 2	50 00%
Total	2256	1685	1662	1322	79.54%	340	20.46%
SILVER LAKE							
Polling	4704	1463	1433	1164	81.23%	269	18 77%
Absentee by Mail	4704	214	198	163	82 32%	35	17.68%
Advance in Person 1	4704	506	497	390	78 47%	107	21.53%
Advance in Person 2	4704	878	859	687	79 98%	172	20.02%
Provisional	4704	10	8	7	87.50%	. 1	12.50%
Total	4704		2995	2411	80 50%	584	19 50%
SKYLAND							
Polling	1807	695	683	559	81 84%	124	18.16%
Absentee by Mail	1807	63	60	40	66.67%	20	33 33%
Advance in Person 1	1807				81 25%		18 75%
Advance in Person 2	1807				80.73%		19 27%
Provisional	1807				100 00%		0.00%
Total	1807			1023	80 81%		19.19%
WOODWARD		,	*****				
Polling	2527	688	676	527	77.96%	149	22.04%
Absentee by Mail	2527			80	78 43%		21.57%
Advance in Person 1	2527			194	74.33%		25 67%
Advance in Person 2	2527						25.77%
Provisional	2527				87.50%		12 50%
Total	2527			1220	76 15%		23 85%
Polling	31401			8456	80 53%		19 47%
Absentce by Mail	31401				78 22%		21.78%
Advance in Person 1	31401				78 55%		21.45%
Advance in Person 2	31401			4488	79 62%		20 38%
Provisional	31401	84			79 73%		20.27%
Total	31401			16892	79 80%		20 20%
(VIII)	J 31901	41370	21 Lua	10072	12 00/0	72/0	********

FILED 12/19/2018 10:56 AM Clerk of Superior Court DeKalb County

IN THE SUPERIOR COURT OF DEKALB COUNTY STATE OF GEORGIA

STATE OF GEORGIA,)
Plaintiff,) CIVIL ACTION FILE NO. 18C V 11 963-10
v.) BOND VALIDATION
CITY OF BROOKHAVEN, GEORGIA))
Defendant.)

RULE NISI ORDER

The foregoing petition and complaint having been presented and read, same is hereby sanctioned. Let it be filed and let the same and this order be served upon the defendant, City of Brookhaven.

IT IS ORDERED that the defendant, City of Brookhaven, Georgia (the "City"), by its proper officers, show cause before the Judge of the Superior Court of DeKalb County, Georgia, at the DeKalb County Courthouse in Decatur, Georgia, at _______ o'clock ___.m., on the ______ day of January, 2019, why the prayers of the petition and complaint should not be granted, and why the City's general obligation bonds and the security therefor should not be confirmed and validated as provided by law.

IT IS FURTHER ORDERED that the Clerk of the Superior Court of DeKalb County, Georgia, publish in the official newspaper in which sheriff's advertisements are published for DeKalb County, Georgia, once a week for two successive weeks next preceding the week of the hearing of this cause, a notice to the public that on the day specified above said cause will be heard.

Let a copy of the petition and complaint and this Order be served on the defendant in the manner provided by law, and let the defendant, by its proper officers, make sworn answer, as is provided by law.

This 1 day of December, 2018.

Judge, Superior Court of DeKalb County, Georgia

FILED 12/19/2018 10:56 AM Clerk of Superior Court DeKalb County

NOTICE TO THE PUBLIC

TO WHOM IT MAY CONCERN:

YOU ARE HEREBY NOTIFIED that there will be heard before a Judge of the Superior Court of DeKalb County, Georgia, on the 8th day of January, 2019, at 9:00 o'clock, 4.m., at the DeKalb County Courthouse in Decatur, Georgia, the case of the State of Georgia v. City of Brookhaven, Georgia Civil Action File No. 18CV1196.3-70 pending in said Court, the same being a proceeding to confirm and validate not to exceed \$40,000,000 in aggregate principal amount of general obligation bonds proposed to be issued by the City of Brookhaven, Georgia and the security therefor.

Any citizen of the State of Georgia residing in the City of Brookhaven, Georgia or any other person wherever residing, who has a right to object, may intervene and become a party to this proceeding.

This 19 day of December, 2018.

Clerk, Superior Court
DeKalb County, Georgia
DEBRA BE SERRY



IN THE SUPERIOR COURT OF DEKALB COUNTY

STATE OF GEORGIA

STATE OF GEORGIA,)
Plaintiff,) CIVIL ACTION FILE NO. 18CV11963-10
V.) BOND VALIDATION
CITY OF BROOKHAVEN, GEORGIA	
Defendant.)

ACKNOWLEDGMENT OF SERVICE BY CITY OF BROOKHAVEN, GEORGIA

Due and legal service of the foregoing petition and complaint with exhibits and order dated December 18, 2018, is hereby acknowledged; copy received, process and any and all other notice and service waived this 7th day of January, 2019.

Christopher D. Balch, Esq.

Counsel for the City of Brookhaven, Georgia

Balch Law Group 1270 Caroline Street Suite D120-315 Atlanta, GA 30307

Telephone: (404) 202-5934

State Bar No. 034015



IN THE SUPERIOR COURT OF DEKALB COUNTY STATE OF GEORGIA

STATE OF GEORGIA,)
Plaintiff,) CIVIL ACTION FILE NO. 18CV11963-10
v.) BOND VALIDATION
CITY OF BROOKHAVEN, GEORGIA	
Defendant.)
	= 1

ANSWER

COMES NOW the Defendant, BROOKHAVEN, GEORGIA (the "City"), and files this its answer to the petition and complaint (the "Petition and Complaint") filed in the above-stated cause by the District Attorney of the Stone Mountain Judicial Circuit, which Petition and Complaint and order thereon has been duly served upon the City, and for answer says:

1.

The City admits each and every paragraph of the Petition and Complaint, and each and every allegation contained therein. Capitalized terms used but not defined herein shall have the meanings assigned to them in the Petition and Complaint.

2.

Answering further, the defendant City shows that it desires to issue general obligation debt in the form of general obligation bonds in an aggregate principal amount of up to \$40,000,000 (the "Bonds"), as more fully described in the Petition and Complaint.

Answering further, the City shows that due and legal notice of the date of the hearing pertaining to the validation of the Bonds has been published by the Clerk of the Superior Court of DeKalb County, Georgia, in *The Champion Newspaper* once a week in the two weeks immediately preceding the hearing of this cause, and an affidavit of the publisher of said newspapers as to its publication, together with a copy of said notice, are attached, hereto, made a part hereof and marked Exhibit A.

4.

Answering further, the City shows that according to the 2018 Tax Digest of the City (which is the latest digest available), the value of net assessed property located within the City subject to taxation for general obligation bond purposes is as specified in the affidavit of the Tax Commissioner of DeKalb County, attached hereto, made a part hereof and marked Exhibit B. The Bonds, when added to all other indebtedness of the City will be within the applicable 10% constitutional debt limitation imposed by Article IX, Section III, Paragraph I of the Constitution of the State of Georgia when that limitation is measured with respect to the taxable property figure recited above.

5.

The City, pursuant to the laws of the State of Georgia, particularly O.C.G.A. Section 9-11-52, waives the requirement that separate findings of fact and conclusions of law be entered in this action.

WHEREFORE, having answered fully, the City, having in all things relating to the issuance of the Bonds and the security therefor, complied with the Constitution and laws of the State of Georgia, prays that the Bonds and the security therefor be confirmed and validated, that the Clerk of the Superior Court of DeKalb County, Georgia, be authorized to execute the certificate of validation on each of the Bonds and exchanges therefor, and that this Honorable Court consider, determine, order and adjudge that the Bonds, when issued, sold and delivered as described in said petition and complaint, shall be valid and binding general obligations of the City.

Christopher D. Balch, Esq.

Counsel for the City of Brookhaven, Georgia

Balch Law Group 1270 Caroline Street Suite D120-315 Atlanta, GA 30307

Telephone: (404) 202-5934

State Bar No. 034015

PUBLISHER'S AFFIDAVIT

The Champion Newspaper PO Box 1347 Decatur, GA 30031-1347 Phone:

(404) 373-7779

Fax:

(404) 371-1359

AP DEPARTMENT CITY OF BROOKHAVEN 4362 PEACHTREE ROAD NE BROOKHAVEN, GA 30319

STATE OF GEORGIA COUNTY OF DEKALB

Personally appeared before me, the undersigned, a Notary Public within and for said county and state, Carolyn J. Glenn, Publisher of The Champion Newspaper, published at Decatur, County of DeKalb, State of Georgia, and being the official organ for the publication of legal advertisements for said county, who being duly sworn, states on oath that the report of Civil Action File No. 18CV11963-10

was published in said newspaper on the following date(s): 12/27/18, 01/03/19

CAROLYN J. GLENN, PUBLISHER

won to and subscribed before me this 01/07/19.

Notary Public

My commission expires September 06, 2022

THE OFFICIAL LEGAL ORGAN OF DEKALB COUNTY



fillion may be granted without a hea ing.
Bedella C Hargroye
Judge of the Probate Cor By: Morgan Johnson, t Probate Court.
556 North McDonough St Decalur Georgia 30030 404-371-2601

310-418949 12/20,12/27/1/3,1/10sk-NOTICE ++2018-2297+++ TO: All Interested Parties The Petition of LYNIN TODD-CRAW-

TO Au Impassion of JAM TODID-CRAW-The Petition of LYNNTODID-CRAW-FORD, for a year's support from the state of THOMAS, EDWARD CRAWFORD, MR, Deceased, for De-cedent's Sunwing Spuses and minor child, having been duly filed, all inter-sted persons are hereby, notified to show cause, if any they have, on or before, JANUARY, 142, 2019, why said Petition should not be granted. All objections the Petition must be in withing, setting forth the grounds of any such objections, and must be filed on or before the lime stated in the preceding settemen. Alf, plead-

the preceding sentence. All plead-ings/objections should be sworn to before a notary public or before a Probate Court Clerk, and filing fees must be tendered with your objections, unless you qualify to file as an indigent party. Contact Probate Cour personnel for the required amount of filing fees, if any objections are filed, a hearing will be scheduled at a later date, if no objections are filed the Re-tition may be granted without a hear-

tillion may be grames.
ing.
Bedella C Hargrove
Judge of the Probleta Court
By: Morgan Johnson, Clerk of the
Probleta Court
S66 North McChonough Street
Decalut Georgia 30030
404-371-2801

310-419080 12/27/1/3/1/10/1/17sk

310-4'en80 1227.115,1/16,1978kNOTICE +22018-2343+
TO All Interested Parties
The Petition of JOSEPHINE STINSON BOWEN, for a year's support
from the estate of CHARILE-W.
GOVEN, Debessed, 10, Dependents,
SURVING Speaked, 10, Dependents
SURVING Speaked, 10, Dependents
He will be speaked,
All objections to the Patition must be
filled on or before fine time sistant of
many south of better and speaked,
Surving Speaked, 10, Dependents
filled on or before fine time sistant of
the precading sentence 2nd pleadingsobjections should be sworn to
before a notation youthle of before a

before a notary public or before a Probate Court Clerk, and filing fees Probate Court Clerk, and filling-fees must be tendered with your objections, unless you gually to file as an indigent party. Contact Probate Court personnel for the required amount of filing fees. If any objections are filled, a hearing will be scheduled at a fater than 18 and 18 a date. If no objections are filed the Pe tition may be granted without a hear

ling. Bedella C Hargrove ling. Bedella C Hargrove Judge of the Probate Court By: Morgan Johnson Clerk of the Probate Court 556 North McCorolingh Street-Decatur Georgia 30030 404-371-2601

Frank France

310-41928-1/3.1/10,1/17.1/24s, NOTICE ++2018-2819+
TO: All Inferested Parties
The Petition of ELIZABETH ROSE
ALVAREZ, for a year's support from the estate of ERGEORY RYAM MAHONEY, Deceased, for Decedent's
Surviving Spouse and minor child, having been duly filled, all interested persons are berefy notified fo show cause, if any they have, on a before any and the person of the petition should not be granted.
All objections to the Petition-must be in writing, setting forth the grounds only such objections, and. minst be, filed on ar before the time stafed in the preceding serictore. All pleiad-ings/objections should the swort of before a hotal professor and any public or before a before a hotal professor.

before a notary public or before a Probate Court Clerk, and filing fees must be tendered with your objecmust, be tendered with your objections, unless you duality of the as an indigent party. Contact Probate Court personnel for the required amount of thing deas, if einy edijections are filled, a friening will be schaduled all entage clabe, if no phicultons are filled, alter judgeclosins are filled filled in any be granted without a hearceueila G Hargrove dudge of the Probate Court By. Morgan Johnson, Clerk of the Probate Court 568 North McDonough Street Declard Georgia 30030 404-371-2601

* Public Hearing

320-416978 12/20/12/27/1/3sk NOTICE OF PUBLIC HEARING The DeKalb County Department of Watershed Managament hereby gives notice that DeKalbi County will hold a public hearing at #10/am on January 8, 22/39** at the Maloot Auditorium, 1300 Commerce Drive Decator, Georgia 30030 to consider a request for extension of the County's request for extension of the County's sandary siever system for a conford Winchester. Trail Jocque in Ockaio County, Georgia (9344) pitrisant for a celliquis submitted in accordance with Sect. 25-8 St. et., seq. Godie of DeKalo County, as Revised 1988. The hearing impacts Dekalo County residents with rive or no river-Winchester Trail. If the Petition is approved by the Governing Authority construction will be programed and the designified area on Winchester Trail shall become a special tax deplication of the County

don of the cost of construction.

330-41809/61277, 199.

NOTICE OF PUBLIC FILARING.
The Neyor and Council of the City of Pine Lake will had 3 Public Florage on +4 Monday. January 14, 2019+19.

The Take will had 3 Public Florage on +4 Monday. January 14, 2019+19.

The City Council Chamber to case of the City Council Chamber to case of the City Council Chamber to case of the 20072. beginning at 7:00 PM to purpose of this hearing it to a Solit Uptilia front or vacques for variance submitted by Borinia Micrograph. The purpose of this hearing it to a Solit Uptilia front or vacques for variance submitted by Borinia Micrograph. The public one of the proposed Variance Application and supporting fortum particular variance of the proposed Variance American and supporting fortum particular variance of the City Clerk, 452 Chamber of Three Pine Council Micrograph (2017). Resident protects are sinyled to a clerk dand to becaus.

Death 19145 12/27 13/6 Publis Hearing Notice is nereby given that the Soard of Major and Commissioners for the Dity of Avondate Estates will hold a Publis Hearing regarding ein americh to Section 12-4 (Noise Avondate Estates will hold a Publis Hearing regarding ein americh to Section 12-4 (Noise Avondate Estates The Publis Hearing will be hald on + 4-Mondate (Jac. 28th + 8.6-5.20 ances of the City of Ayondale Estates. The Public Hearing will be held on ... ++Monday, Jan-28th, at 6:30 p.m.++/at City Hall, 21+Morth Ayondale Plaza, Ayondale Estates, Georgia 30002: All interested parties. are encouraged to attend

Public Notice

NOTICE YOUNG

**NOTICE TO THE PUBLIC TO WHOM THE MAY CONCERN. YOU ARE HERREY NOTFIELD that here will be heard before a dudge of the Silperto Count of Dekidsh County, deports, on the fill day of Jainuary. 2019. at 9 of dock, a m, at the Dekalb County Courthouse in Decalur, Ceopigs, Medicas of the Salle of Seorgia V. and The County Courthouse in Decalur, Ceopigs, Medicas of the Salle of Seorgia A County of Brookhaven, and Seorgia V. and Seorgia and County and validate not to exceed \$40,000,000 in aggregate phinoidial continuand validate not to exceed \$40,000,000 in aggregate phinoidial amount of general obligation, founds prioposed to be issued by the City of Brookhaven, Georgia and the issued your Proposition of the Salle of Seorgia Part of the Salle of Seo

ily therefor. Any citizen of the State of Georgia residing in the City of Brookhay Georgia or any other persor wherever residing, who has a right to object, may intervene and become a

object, may intervene and become party to this proceeding. This 19th day of December, 2018. In Debra DeBerry Clerk, Superior Court DeKalb County, Georgia

Sale thing was

a repropert s

330-419144 12/27,1/3jb NOTIGE OF ABANDONED MOTOR VEHICLE Re.++ 2006 FORD F350

JUNINO, 151W31F16E048312++
LIGERS NO. and State:
The above automobile was removed
from 8 STEVE DR DORAVILLE GA
303401 His presently located at 8
STEVE OR DORAVILLE GA 30340 in STEVE DR DORAVILLE GA 30340 in possession of CRYSTAL AUTO SERIVE on OCT 10, 2018, telephone number (678) 421-0803, attempts to locate fite owner have been unsuccessful. The vehicle is deemed abandoned under O.C.G.A. 40-11-2 and will be disposed of it not redeemed

330,419255 1/3|b BOARD MEETING The DeKallb Board of Registration and Elections will meet ++Thursday January 10, 4:30 PM++ in the Voter Registration & Elections Office, loc-ated at 4380 Memorial Dave, Decaled at 4300 Memorian Orive, Dec-etur, Georgia for the purpose of con-ducting its normal monthly business. The meeting is open to the public.

330-419256 1/3.1/10.1/17ib 330-419256 1/3 1/16 1/17/b NOTICE OF ABANDONED MOTOR VEHICLE Re: ++Blue, Chevrolet Spark VIN No. KLBCD6S9XDC530215++

License No. and State: QAU9645 To Whom It May Concern: It is presently located at 4880 Me-morial Drive, Desatur, GA 30034 in possession of Church's Chicken 770-298-9569 Attempts to locate the owner have been unsuccessful. The vehicle is deemed abandoned under O.C.G.A. 40-11-2 and will be dis-posed of if not redeemed.

330 419257 1/3jb
PUBLIC NOTICE
The City of Tucker will hold a meeting of the 4*Downtown Development Authority (DDA) on Jan. 3, 2019 at 7.00 pm++ The meeting will be held at the City Half Annex located at 4228 First Avenue Ste 2, Tucker GA 30084. 330-419278 1/3.1/10.1/17ib

a30-419278 1/3.1/16.1/17/b
PUBLICNOTICE
The public is hereby provided notice that the City Council of the City of Brookhaven may take up and consider, and may an upon; changes to the .f++Charter of the City of The "Charles of the Sity of Brookhaven's pursuant to the authority of O.G.A. § 36-35.3. A copy of the Charles to Personal Ferror Shall be on file in the office of the Chirk for the City of Brookhaven and the United Office of the Cert of the Sity quited by Code. A summary of the changes to be considered includes

1. Americ Section 2.14 of the Charlet fo require that members appointed by the Council to the Riaming Commis-sion, the Zoning Board of Appeals and the Public Facilities Authority, must be residents of the City of Brookhaven.

unust be residents of the CNy of Brookhaven.

A Arreir Section 3.02 of the Charter in explicitly feature the City Manager be appointed based on this or better ecutive or administrative qualitications and universe remainistrative qualitications and universe contract to extend for Zysars, schooling with each countil adelation year.

A mand Section 3.03 of the Charter chartly the reference of a program chart for the countil or contract to extend for the Charter chartly the reference of a program.

to clarify the reference in the section.

to clarity the reference of a grognom in the sertion.

4. Amend Section 3.06 of the Charter to allow the Couriel to Strippend or terminate the City Manager in accordance with the City Manager's contract and the City Manager's contract and to allow the approhiment of the couriel of the death of the city manager within motics.

in office.
5. Amend Section 3.07 to permit city manager to appoint an interim city manager in the absence of the city

mänager in the absence of the city manager.

8. Aliend Section 3:08 to remove the disqualification of a member of the Section 3:08 to remove the Section 3:00 that makes the Finance Ortector a mayorat epipolitic manager to directly allionney.

7. Delete Section 3:10: that makes the Finance Ortector a mayorat epipolitiment, and allow the City Manager to directly, supervise and anager to directly. Supervise and anager to the Mayor and Council for the financial health of the City.

8. Reinumber Section 3:11 to 3:10.

9. Renumber Section 3:12:16:3.31.

and make explicit the power of the City Manager to manage and direct stall subject to the budget and the to-ble of organization approved by the

Counci.

10. Amend Article VI of the Charter to remove language related to the referendom, approval, transition, and other administrative text from the Article.

11: Amend Section 6 02 to make the Charter Commission a mayoral appointment, with Council confirmation and to direct the timeliness of Charter reviews into the future.

his the present ment of the Mand Council that an ordinance is be considered by the Council matters, thanges at two-consists unestings on January 8 and January 22, 2919. If the proposed chan and ordinance are approved at a meeting, the changes will take of imprediately.

-330-419279 173jo

Public Notice

City of Chamblee

DeKalb County, Georgia

The ++Downtown Development Authority of the City of Chamblee will

have a called meeting on Tuesday, January 8, 2019 at 6,30 p.m.++ until approximately 8:30 p.m. The meet-ing will be held in Chamblee City Hall located at 5468 Peachtree Road Chamblee, GA 30341

Chambee, GA. 3044
330449231 Tijb
Public Notice
To New Low Income Families
14Application For Public Housing+
Four Bedroom Only
The Housing Authority of the City of
Lithoria's Georgie will be administering applications for the Low Income
Public Housing Program. ONLY on Ing applications for Low Mindler Public Housing Program, ONLY on January 10, 2019 from 9:00. A.M. to January 10, 2019 from 9:00. A.M. to January 10, 2019 from 9:00. A.M. to January 15, 2019 from 9:00 A.M. to January 15, 2019 from 9:00 A.M. to January 15, 2019 at January 16, 2019 at Jan

programs gathicipatines will not lose their place on this Section 8 flowing Choice Vedener Program waiting list of heir place on the Section 8 flowing Choice Vedener Program waiting list of any other assisted hobeing programs. The City of Listonia 8 sholip housing reograms is similated by the Using Argument of the Section 1 of programs participations will not lose their place on the Section 8 Housing

PUBLIC NOTICE.

Decide DeKálb Övelchment Authority Will conduct a Board Meeting on +554tr/day, January 19, 2018 at 3,39 am++. The meeting will take place at Avondale Innovation Distlet, 119 Center Street, Avondale Estales, Ga, 30002.

Public Gale

1 12/27,1/3jb PUBLIC SALE

PUBLIC SALE
Extra Space Storage with hold a public audion to sell personal properly
described below belonging to those
undividuals listed below at the location indicated:
1257 S Hairston Rd Stone Manual
Rd Space

GA 30088, ++January 17, 2019 at 1:00 PM++

A126 Norman Walters house held

J923 Gregory Mcintyre Furniture and J910 James Clay cloths, paperwork,

are turn the F512 4 Anderson Washer and

F674 Falica Yarbough treadmill

GTIA Victae' Flowers Boxes and

82*4 14 to 9 achfield House Hold G725 Separat Wright Sectional

harar Neyazi Tools and

51079 100CS D424 Tissa Townes heds living roo

GF42 Trayen Sewell 5 boxes, miscel leasons Pers. king sized mattress

GT5: Dena Barrett Boxes, baos how second Goods

HE*4A Ashanta Gresham House hot lens

Purchases must be made with cast only and paid at the above refer enced facility in order to complete the transaction. Extra Space Storage may refuse any bid and may resolve any purchase up until the winning bidder takes possession of the personal property,

sonal propesty.

340-419863 12927,1/3jb
NOTICE OF PUBLIC SALE OF
PERSONAL PROPERTY
Notice is hereby given that Extra
Space Storage will sell at public aidtion on, ++011/2019 at 012:00PM+
at the storage facility itseld below; to
satisfy the lien of the owner, person
al property described below belonging to those individuals iseled below
at location indicated:
£tra Space Storage
735 Hambrick Rd
Stone Mountain, GA 30083
404-299-3181

403-299-3181
The personal goods stored therein by the following may include, but are not limited to general household, furniture, boxes, clothes, and appli-

E10 TWAN BLACK household items

A27 TWAN BLACK household items E67 Annelle Lesler Household fur

A46 Ethetrine Hamilton House items

H92 Gerald Jefferson bed, speaker

H112 Carol Jennings Totes and

H45 Beatrice Jenkins House H45 Altrice Jenkins Household Items

A45 Shaquena Armour 2 bedroom dining room, living room, washer, dry er, boxes, lvs, household appliances

H40 Felicia Pettihommes Two Ma

tresses and Bags E30 Robin Marshall Sofa, love sea boxes of clothes and shoes

C07 Ann Wright 3 beds, 2 couche dining table, boxes

663 Deborah Smith 1 1/2 bedroor

A52 ElectroNet household furniture A52 JOHNNIE SCOTT household

E05 Renae Brown clothing

H15 Rodenck Phelos office furniture E23F Chasity Gooden Crothes and

C43 Ramirez Junenez twin bedroo

E41 Jemme Harr's page and boxes E26 Keeostra Martin \$326.00 Boxes H53 Avery Bizzas King bed set and

1913 Treme & Dodra 2 Bectoom b

hold fumiture and a washer C08 Valencia Johnson household

E47 Felicia dones Boxes, section couch, TV

E51 Michelle Bruce Clothes and

HA9L Charlene Shivers king bed, fv.

D47 Laterrika Kennedy 1 bedroom

G22 Charlet Johnson 4 tubs

E60 Kelly Forsythe Maltresses Couch, table and around 15 boxes

A92A Sheneaka Blackwood House

G03 Charles Knight knew size moving from Florida. Imfree moved from Orlando and coming in loday to store

851 Kimberly Albritton House Hold

Purchases must be made with cash only and paid at the addive referenced facility in order to complete the transaction. Extra 'space Storage may retize any bid and may respind any purchase up until the winning bidder takes possession of the personal principal. 340-419086 12/27.1/3lb

PUBLIC SALE ce Storage will h Evira Sos Extra Space Storage will hold a pub-lic auction to sell personal property described below belonging to those individuals listed below at the loca-

tion intlicated: 2329 Panola Rd. Lithonia, GA. 30058 770-680-3179 ++January 16th, 2019 12:00 PM++ Live Auction

Tyese King unit 1223 3 bedrooms, bedding, 3 rooms of furniture, books, bookshelves, 3 TV's. pictures, movies

Tanishia Terry unit 953 householi

Dontavius Grover unil 1915 bed and

Reginald Walton unit 1703 boxes television, and bags

Ashley Johnson unit 2128 2 bedroom

Richard Laws unit 2133 bed, TV stand, 3 chairs, 3 plastic toles

Shenika Belton unit 1606 sectional bed, tables, 2 tv's, bins

Purchases must be made with cash only and paid at the above relet enced facility in order to complete the transaction. Extra Space Storage may refuse any bid and may rescind any purchase up until the winning bidder takes possession of the per

sonal property. 340-419087 12/27,1/3jb 349-419087 12/27 1/3jb NOTICE OF PUBLIC SALE To salisfy the owner's storage lien PS Orange Co, inc. will sell at public PS Grange Co, Inc. will sell at public lien sale on January 17, 2019; the personal property in the below-listed urits, which may include but are not limited to: household and personal items, office and other equipment. The public sale of these items will be-gln at 09:30 AM and continue until all

one public sales of sections with 3 of the displacements with 3 of the displacement of JOSHUA, MICHAEL E : F006 -JOSHUA, MICHAEL E.; F006-Velasquez, Jason; F022 - dellon, mercetes; G017- Dillard, Shontara G019- 9 prestőh, nona: G024 -Beetles, fersell; G023- Woodbuff, Terrépic; H002; Johnson, Marcel; H023- Brevels, Ronell; H044- Bag-getl, Childis; J030 2 Mo. Tier, Angels, J037- Michaelm, Marques; J045 -Dulte; Adanyif, d047-Manning, ClarHEAGO TIC.

HEAGO Minola Drive, Lithonia, GA 30038 (404) 445-7828 Time: 10:30 AM

Minola Drive, Lithonia, GA 500038, (404) 4457-5288
Time, 10.30 AM
AC210 - White, Mericary, A0405Smith, Serbratha, A0007 - Alben, A0210- White, Mericary, A0405Smith, Serbratha, A0007 - Alben, A0210- White, Mericary, A0207 - Alben, A0210- Serbratha, A0027 - Alben, A0208- Jones, Shaquille, A1008King ir, Oniz, A0211- SEMKINS, ALMA, A3021- Ohandler, Timeshir, A302- Slucier, Timothy, A5011- Christia, Tamara, B0M4 - Paige, rolladd; B0034- Cabrie-Mindisko, Mindia, B0036- Adhiehal, Jacquiora, B0030- Bradia, Gengal, Bother Mindia, Serbratha, B0403- Serbratha, B0403- Serbratha, B0403- Serbratha, B0403- Serbratha, B0403- Serbratha, B0403- Serbratha, B0403- Serbratha, B0403- Serbratha, B0403- Serbratha, B0403- Serbratha, B0403- Serbratha, B0403- Serbratha, B0403- Serbratha, B0403- Serbratha, B0403- Serbratha, B0403- Serbratha, A0403- Serbratha, B0403-
night, Tamika, 2088. Mattin, Kalandra, E028. pelersön, Isratil, E080. Kimble, Ramanuel, E083. Dennis, Minchelle, E109. Garler, Aaron, E136. Grover, Sheyman, F007. Marshall, Antworie PUBLIC STORAGE, # 60859, 849. Hambolk Road, Shop Womblin, GA 30083, 4094, M45.0031. Timer 01:50. PM.— 17020. Cam. Bayton, 0242. "Minchell, GA 2020. Cam. Bayton, 0242. "Minchell, GA 2020. Cam. Bayton, 0242. "Minchell, Gay Caminer, 0345. Deresson, Shemelt, Simbol, Greg. 0334. "Caddell-Gray, Caminer, 0345. Deresson, Shemelt, Milke, 0617. "OneSourie Learning Jayl. Lee, Arthony, 6529. "Milson, Lee, 1998. "And Development Dayle, Tony, 0425." "Mick endon, Ashiby, 19729. "Thompson, Sharon, 1975." "Milke, 1997. Research, 1998. "Milke, 1997. Research, 1998. 1998. "Faylor, Research, 1998. Shipp, Johnnie: 1031 Neal; Shipp, Johnnie: 1031 Neal; Shaquana; 514K - McCall-Fowler, Sherila; 514N - Broek, Robin PUBLIC STORAGE # 00516, 1844

PUBLIC STORAGE # 00576; 3844
Mfn Industrial Blvd, Tucker, GA
30084 (573) 486-8704
Mms: 0220 FM.
2012 - Franklin, Mifred; A071
- Hurphrely, Aundery, A083 - Homes,
2027 - Horning Franklin, Mifred; A071
- Hurphrely, Aundery, A083 - Homes,
A021 - Franklin, Mifred; A071
- Hurphrely, Avandery, A180
- Horning, A180
- Franklin, Mifred; A071
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NOTICE OF PUBLIC SALE
To satisfy the owne's storage lidin, PS Orange Co; Inc; will sale all obligions also in January 18; 2019; the personal property in the below-listed units, which may include but are not limited for blousehold and personal terms, office and other equipment. The public sale of these lens will be gin at 10930 AM and continue until all visible are sold.

unils are sold. PUBLIC STORAGE # 28152, 3748

EXHIBIT B

TAX COMMISSIONER'S AFFIDAVIT

STATE OF GEORGIA	•
BIAIL OF GLORGIA	
	•
COUNTY OF DEKALB	,
COUNTI OF DENALD	

Personally appeared before the undersigned officer duly authorized to administer oaths, the undersigned, who under oath deposes and says: (a) that he is the Tax Commissioner of DeKalb County in which Brookhaven, Georgia (the "City") is located and, as such, is familiar with the taxable value of property located within the City subject to taxation for general obligation bond purposes; (b) that according to the 2018 Tax Digest (which is the latest digest available) the net assessed value of property located within the City, subject to taxation for general obligation bond purposes is not less than \$4,147,667,359; and (c) that the \$40,000,000 in principal amount of general obligation bonds proposed to be issued by the City will not exceed 10% of the assessed value of property within said City subject to taxation for bond purposes.

Sworn to and subscribed before me this INTA day of December, 2018.

My commission expires: (NOTARIAL SEAL)

VERIFICATION

STATE OF GEORGIA)
)
COUNTY OF DEKALB)

Personally appeared before the undersigned officer duly authorized to administer oaths, the Mayor of the City of Brookhaven, Georgia, who on oath deposes and says that he has read the above and foregoing answer; and that the facts set forth in said answer are true and correct.

CITY OF BROOKHAVEN, GEORGIA

(SEAL)

Attest:

Sworn to and subscribed before me this 7th day of January, 2019.

Notary Public

My commission expires:

(NOTARIAL SEAL)

JANE KEEGAN NOTARY PUBLIC Gwinnett Countly State of Georgia My Commission Expires Oct. 19, 2019

ACKNOWLEDGEMENT OF SERVICE BY DISTRICT ATTORNEY

STATE OF GEORGIA)
)
COUNTY OF DEKALB)

Due and legal service of the within and foregoing answer of the City of Brookhaven, Georgia, together with copies of all of the exhibits attached thereto, is hereby acknowledged; copy received; all other and further service is hereby waived.

This the 7th day of December, 2018.

Shlum Boshm District Attorney

Stone Mountain Judicial Circuit

FILED 1/8/2019 10:01 AM Clerk of Superior Court DeKalb County

IN THE SUPERIOR COURT OF DEKALB COUNTY STATE OF GEORGIA

STATE OF GEORGIA,)
Plaintiff,) CIVIL ACTION FILE NO. 18CV11963-10
v.) BOND VALIDATION
CITY OF BROOKHAVEN, GEORGIA)
Defendant.	<i>)</i>)

VALIDATION ORDER

The above-entitled cause coming on for a hearing in its regular order, pursuant to an order heretofore granted, and after an examination and inspection of all the proceedings concerning the issuance by the City of Brookhaven, Georgia (the "City") of its general obligation bonds, in an aggregate principal amount not to exceed \$40,000,000 (the "Bonds"), it appears that the same are regular and in due form and after hearing the evidence on all matters pertaining thereto, IT IS HEREBY DETERMINED, DECLARED, ORDERED AND ADJUDGED, as a matter of fact and as a matter of law, as follows:

1.

This Court has jurisdiction over the parties hereto and subject matter hereof; and

2.

The City was duly and properly created and is now duly and legally existing as a municipal corporation of the State of Georgia; and

3.

The acts of the Board of Registration and Elections of DeKalb County (the "Board of Elections"), the director of the Board of Elections and the City in calling, holding and

declaring the result of the election determining the issuance or non-issuance of the Bonds (the "Election") were proper and legal in all respects; and

4.

The results of the election were *prima facie* in favor of the issuance of the Bonds, and as a result, the City has the power and authority to issue the Bonds; and

5.

The City shall be required to levy an ad valorem tax sufficient to pay the principal of and interest on the Bonds as the same become due and payable, and when said tax is levied and the Bonds are issued, they shall be valid and binding general obligations of the City, and all taxable property located within the City subject to taxation for bond purposes will be subject to the levy of an ad valorem tax, unlimited as to rate or amount, to pay the principal of and interest on the Bonds as the same become due and payable; and

6.

The issuance of the Bonds by the City for the purposes set forth in the petition and complaint is in compliance with the Constitution and laws of the State of Georgia, and such issuance will not cause the City to exceed the 10% debt limitation as prescribed by Article IX, Section V, Paragraph I(a) of the Constitution of the State of Georgia; and

7.

Any and all of the Bonds may be issued in one or more series and on one or more dates of issuance as the City may choose; and

8.

The City has waived its obligation to complete the performance audit or review requirements set forth in O.C.G.A. Section 36-82-100 by including a specific waiver in the notice of election; and

9.

The Bonds and the security therefor are hereby confirmed and validated in each and every respect; and

10.

The Clerk of the Superior Court of DeKalb County is authorized to execute the certificate of validation upon each of the Bonds and that the provisions of the Bonds regarding the issuance of Bonds in exchange for Bonds previously issued are lawful and proper and said Clerk of the Superior Court of DeKalb County is hereby authorized and directed to execute a certificate of validation upon each such Bond issued in exchange for a bond previously issued upon the written request of the City or its agent specifying that such Bond is being issued in exchange for one of the Bonds issued and delivered to the initial purchaser thereof or one of the Bonds previously issued in exchange therefor; and

11.

The requirement that separate findings of fact and conclusions of law be entered into this action have been waived by the parties hereto.

Let the City pay the cost of these proceedings from the proceeds of the sale of the Bonds.

IN OPEN COURT, this the _______ day of January, 2019.

Judge, Superior Court of DeKalb County, Georgia

DEKALB SUPERIOR COURT SUBSTITUTE JUDGE AUTHORIZATION

INT MD DATE 1/8/19

FILED 1/8/2019 10:01 AM Clerk of Superior Court DeKalb County

IN THE SUPERIOR COURT OF DEKALB COUNTY STATE OF GEORGIA

STATE OF GEORGIA,)
Plaintiff,) CIVIL ACTION FILE NO. 18CV11963-10
v.) BOND VALIDATION
CITY OF BROOKHAVEN, GEORGIA)
Defendant.)

CLERK'S CERTIFICATE

The undersigned Clerk of the Superior Court of DeKalb County, DOES HEREBY CERTIFY that I have compared the foregoing copy of all pleadings, including the petition and complaint and all exhibits, notices, orders and documents attached thereto, the answer of the City of Brookhaven, Georgia, and the order of the Court dated January 8, 2019, the same constituting the entire file of the Clerk of the Court in said cause, there being no other matter of record other than the foregoing, with the original record thereof now remaining in this office, and the same is a correct and complete transcript therefrom, and the whole of such original record, and that this Court is a Court of Record.

I FURTHER CERTIFY that no intervention or objection was raised or filed in connection with the validation of the Bonds referred to in said record and that the validation order has been entered and is the final judgment in this cause and that no appeal has been filed thereto or taken therefrom.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of said court this _____ day of January, 2019.

Clerk, Superior Court of DeKalb County

(SEAL)

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-1 Dated Date: January 31, 2019 \$100,000

Maturity Date: July 1, 2020 Interest Rate: 5.000% CUSIP: 1130 1 AA2

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto) as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a 160-day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or/unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January 1 and July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-2 Dated Date: January 31, 2019 \$720,000

Maturity Date: July 1, 2021 Interest Rate: 5.000% CUSIF: 1130 1 AB0

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company (*DITC'), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto) as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a 360-day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless the date of authentication Is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January Tand July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-3 Dated Date: January 31, 2019 \$755,000

Maturity Date: July 1, 2022 Interest Rate: 5.000% CUSIF: 1130 1 AC8

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto) as hereinafter provided, and interest hereon at the rate per annum set forth above (computed) on the basis of a \$60-day year comprised of twelve 30-day months) from the Interest Phyment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the date date set forth above. The interest on this bond shall be paid on January 1 and July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-4 Dated Date: January 31, 2019 \$790,000

Maturity Date: July 1, 2023 Interest Rate: 5.000% CUSIF: 1130 1 AD6

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC") or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto) as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Phyment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, lunless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, lunless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January I and July / of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-5 Dated Date: January 31, 2019 \$830,000

Maturity Date: July 1, 2024 Interest Rate: 5.000% CUSIP: 113071 AE4

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC") or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, lunless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, lunless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January 1 and July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-6 Dated Date: January 31, 2019 \$870,000

Maturity Date: July 1, 2025 Interest Rate: 5.000% CUSIP: 1130V1 AF1

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company (*DTC), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a 360-day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, finless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, linless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January 1 and July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-7 Dated Date: January 31, 2019 \$915,000

Maturity Date: July 1, 2026 Interest Rate: 5.000% CUSIF: 1130 1 AG9

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgial (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto)as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, lunless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January 1 and July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-8

Dated Date: January 31, 2019

\$960,000

Maturity Date: July 1, 2027

Interest Rate: 5.000%

CUSIP: 1130V1 AH7

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Code & Co. as pominos of The Depository Trust (Cornella) ("DTC") or registered excises in

"City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto) as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Phyment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, lunless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date. or unless the date of authentication is before the first Interest Payment Date, in which case from the date of date set forth above. The interest on this bond shall be paid on January I and July / of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-9 Dated Date: January 31, 2019 \$1,010,000

Maturity Date: July 1, 2028 Interest Rate: 5.000% CUSIP: 113071 AJ3

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgial (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DIC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto) as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January I and July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-10 Dated Date: January 31, 2019 \$1,055,000

Maturity Date: July 1, 2029 Interest Rate: 5.000% CUSIP: 1130 1 AK0

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto) as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Phyment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, lunless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January 1 and July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-11 Dated Date: January 31, 2019 \$1,095,000

Maturity Date: July 1, 2030 Interest Rate: 3.000% CUSIF: 113071 AL8

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgial (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Phyment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the date of date set forth above. The interest on this bond shall be paid on January I and July / of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-12 Dated Date: January 31, 2019 \$1,130,000

Maturity Date: July 1, 2031 Interest Rate: 4.000% CUSIP 13071 AM6

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, lunless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January I and July / of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-13 Dated Date: January 31, 2019 \$1,170,000

Maturity Date: July 1, 2032 Interest Rate: 4.000% CUSIP: 113071 AN4

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DTC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a 360-day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January 1 and July 1 of each year (each an "Interest Payment Date"), commencing January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-14 Dated Date: January 31, 2019 \$1,210,000

Maturity Date: July 1, 2033 Interest Rate: 3.000% CUSIP: 113071 AP9

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto) as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Phyment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January I and July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-15 Dated Date: January 31, 2019 \$1,255,000

Maturity Date: July 1, 2034 Interest Rate: 3.000% CUSIP: 1130 1 AQ7

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a 160 day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or Junless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January 1 and July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-16 Dated Date: January 31, 2019 \$1,300,000

Maturity Date: July 1, 2035 Interest Rate: 3.125% CUSIF: 1130 1 AR5

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto) as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, linless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January I and July / of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-17 Dated Date: January 31, 2019 \$1,345,000

Maturity Date: July 1, 2036 Interest Rate: 3.125% CUSIP: 113071 AS3

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto) as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, linless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, lunless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January I and July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-18 Dated Date: January 31, 2019 \$1,390,000

Maturity Date: July 1, 2037 Interest Rate: 3.250% CUSIF: 1130 1 AT1

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto) as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, lunless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January I and July / of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-19 Dated Date: January 31, 2019 \$1,440,000

Maturity Date: July 1, 2038 Interest Rate: 3.250% CUSIF: 1130 1 AU8

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a 360-day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, lunless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January 1 and July / of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-20 Dated Date: January 31, 2019 \$1,485,000

Maturity Date: July 1, 2039 Interest Rate: 3.375% CUSIP: 1130 1 AV6

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company (*DITC|'), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a 360-day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January I and July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-21 Dated Date: January 31, 2019 \$1,535,000

Maturity Date: July 1, 2040 Interest Rate: 3.500% CUSIP 13071 AW4

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookbaven, Georgial (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a 160-day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January I and July / of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-22 Dated Date: January 31, 2019 \$1,590,000

Maturity Date: July 1, 2041 Interest Rate: 3.500% CUSIP: 1130 1 AX2

KNOW ALL MEN BY THESE PRESENTS. That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company (*DTC), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto as hereinafter provided, and interest hereon at the rate per annum set forth above (domputed on the basis of a \$60-day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January I and July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-23 Dated Date: January 31, 2019 \$1,645,000

Maturity Date: July 1, 2042 Interest Rate: 3.500% CUSIF: 1130 1 AY0

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookbaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, lunless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January 1 and July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Eorm, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-24 Dated Date: January 31, 2019 \$1,705,000

Maturity Date: July 1, 2043 Interest Rate: 3.500% CUSIP: 1130 1 AZ7

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgial (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January I and July / of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-25 Dated Date: January 31, 2019 \$1,765,000

Maturity Date: July 1, 2044 Interest Rate: 3.500% CUSIF: 1130 1 BAI

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto) as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, lunless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January I and July / of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

UNITED STATES OF AMERICA

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R-26 Dated Date: January 31, 2019 \$9,790,000

Maturity Date: July 1, 2049 Interest Rate: 3.500% CUSIP: 113071 BF0

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DITC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a \$60 day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, lunless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January 1 and July 1 of each year (each an "Interest Payment Date"), commending January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

If this bond is no longer held in Book-Entry Form, the principal of this bond shall be paid upon presentation and surrender hereof at the principal corporate trust office of U.S. Bank National Association, as Paying Agent and Bond Registrar, in Atlanta, Georgia. If this bond is no longer held in Book-Entry Form, interest on this bond shall be paid by check or draft, drawn on the Paying Agent, and mailed, by first class mail, postage prepaid, to such person at the address on the books of registry kept by the Bond Registrar; provided, however, in the event that the owner of this bond owns \$1,000,000 in aggregate principal amount of Bonds (hereinafter defined), interest shall be paid by wire transfer in accordance with written instructions provided to the Paying Agent prior to the Record Date preceding the Interest Payment Date, until such instructions are revoked in writing.

This bond is one of a duly authorized issue of like tenor except as to numbers, denominations, interest rates and dates of maturity aggregating in the principal amount of \$38,855,000 (the "Bonds"). The proceeds of the sale of the Bonds will be used to (a) finance the cost of City Council approved Parks and Recreational Master Plans and other related park amenities, equipment and real and personal property useful or desirable in connection therewith and (b) pay the costs of issuing the Bonds.

The Bonds are authorized by the Constitution and laws of the State of Georgia, an election held on November 6, 2018 and by a resolution of the Council of the City duly adopted on January 22, 2019 (the "Bond Resolution").

As long as the Bonds are held in Book-Entry Form, this bond may be registered as transferred and exchanged in accordance with the rules of DTC. If the Bonds are no longer held in Book-Entry Form, this bond may be registered as transferred at the principal corporate office of the Bond Registrar by the registered owner hereof in person or by the owner's duly authorized attorney, upon surrender hereof, together with a written instrument of transfer executed by the owner or the owner's duly authorized attorney. If the Bonds are no longer held in Book-Entry Form, this bond may be exchanged at the principal corporate office of the Bond Registrar for an equal aggregate principal amount of bonds of the same maturity, interest rate, aggregate principal amount and tenor of any authorized denomination or denominations. No service charge shall be made for any registration of transfer or exchange, but the Bond Registrar may require the payment of a sum sufficient to cover any tax or other governmental charge as a condition precedent to the exercise of such privilege.

The person in whose name this bond is registered shall be deemed and regarded as the absolute owner hereof for all purposes, and payment of or on account of either principal or interest made to such registered holder shall be valid and effectual to satisfy and discharge the liability upon this bond to the extent of the sym or sums so paid.

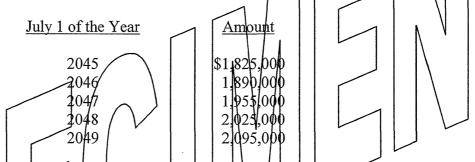
The Bonds maturing on or after July 1, 2029 are subject to optional redemption, in whole or in part at any time, on or after July 1, 2028, in the order of maturities selected by the City, at a redemption price equal to the principal amount thereof, plus accrued interest to the redemption date.

Notice of any redemption of the Bonds, identifying the Bonds (or any portion of the respective principal sums thereof) to be redeemed, shall be given by the Paying Agent not less than 30 nor more than 60 days prior to the redemption date (a) in accordance with the rules of the Securities Depository while the Bonds are in Book-Entry form and (b) by first-class mail, postage prepaid to all registered owners of the Bonds to be redeemed if the Bonds are no longer in Book-Entry form. Failure of any holder of any Bond to receive any such notice, or any defect in the notice, shall not affect the validity of the proceedings for such redemption or cause the interest to accrue on the principal amount of the Bonds so designated for redemption after the redemption date.

If at the time of mailing of notice of redemption there have not been deposited with the Paying Agent moneys sufficient to redeem all Bonds called for redemption, such notice will state that it is conditional upon the deposit of the redemption moneys with the Paying Agent not later than the opening of business on the date established for redemption, and such notice will be of no effect unless such moneys are so deposited.

If the Bonds are called for redemption in part, then the particular maturity or maturities to be redeemed shall be selected by the City. If less than all of the Bonds of a maturity are to be called for redemption, then Bonds within each maturity so called for redemption shall be selected (a) in the manner designated by the Securities Depository when the Bonds are held in Book-Entry Form and (b) by lot when the Bonds and not held in Book-Entry Form.

The Bonds maturing on July 1, 2049 are subject to mandatory sinking fund redemption prior to their maturity at a redemption price equal to 100% of the principal amount to be redeemed, plus accrued interest to the redemption date, in the following principal amounts and on the dates set forth below (the July 1, 2049 amount to be paid rather than redeemed):



At its option, to be exercised on or before the 45th day next preceding such scheduled mandatory redemption date, the City, may (a) receive a credit with respect to its scheduled mandatory redemption obligation for any Bonds subject to scheduled mandatory redemption which are delivered to the Paying Agent for cancellation and not theretofore applied as a credit against a scheduled mandatory redemption obligation or (b) receive a credit with respect to its scheduled mandatory redemption obligation for any Bonds which prior to said date have been redeemed (otherwise than through scheduled mandatory redemption) and canceled by the Paying Agent and not theretofore applied as a credit against said scheduled mandatory redemption obligation. Each Bond so delivered or previously redeemed shall be credited by the Paying Agent, at the principal amount thereof, to the obligation of the City on such scheduled mandatory redemption date and the principal amount of the Bonds to be redeemed by operation of such scheduled mandatory redemption on such date shall be accordingly reduced.

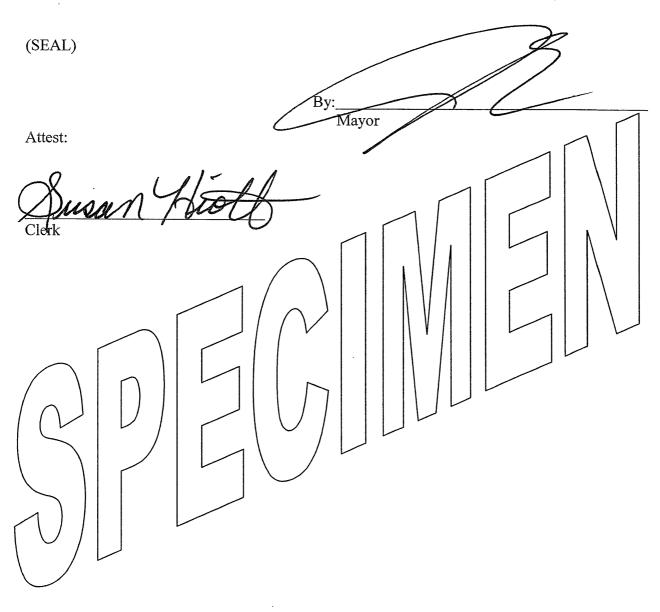
As described above, the Bonds are being issued in Book-Entry Form, with actual bonds immobilized at DTC or its successor as Securities Depository. Actual bonds are not available for distribution to the Beneficial Owners, except under the limited circumstances set forth in the Bond Resolution. The principal of and interest on the Bonds are payable by the Paying Agent to the Securities Depository or its nominee. Transfer of principal and interest payments to participants of the Securities Depository is the responsibility of the Securities Depository; transfers of principal and interest to Beneficial Owners by participants of the Securities Depository will be the responsibility of such participants and other nominees of Beneficial Owners. Notices will be sent by the Paying Agent to the Securities Depository or its nominee. The sending of notices to Beneficial Owners by participants of the Securities Depository will be

the responsibility of such participants and other nominees of Beneficial Owners. The City and the Paying Agent are not responsible or liable for maintaining, supervising or reviewing the records maintained by the Securities Depository, its participants or persons acting through such participants. Transfers of beneficial ownership shall be effected on the records of the Securities Depository and its participants pursuant to the rules and procedures established by the Securities Depository. So long as any Bonds are registered in Book-Entry Form, the City and the Paying Agent may treat the Securities Depository as, and deem the Securities Depository to be, the absolute owner of such Bonds for all purposes whatsoever, including without limitation: (a) the payment of principal of and interest on such Bonds; (b) giving notices of redemption and other matters with respect to such Bonds; (c) registering transfers with respect to such Bonds; (d) the selection of Bonds for redemption; and (e) voting and obtaining consents under the Bond Resolution.

It is further certified and recited, that all acts, conditions and things required by the Constitution or statutes of the State of Georgia to exist, be performed or happen pursuant to and in the issuance of this bond, exist, have been performed and have happened in due and regular form as required by law, that provision has been made for the collection, if necessary, of a direct annual tax, unlimited as to rate or amount, on all property subject to taxation for general obligation bond purposes located in the City, sufficient to pay the principal of interest on this bond, in accordance with its terms, that the total indebtedness of the City, including this bond, does not exceed any limitation prescribed by said Constitution or statutes.

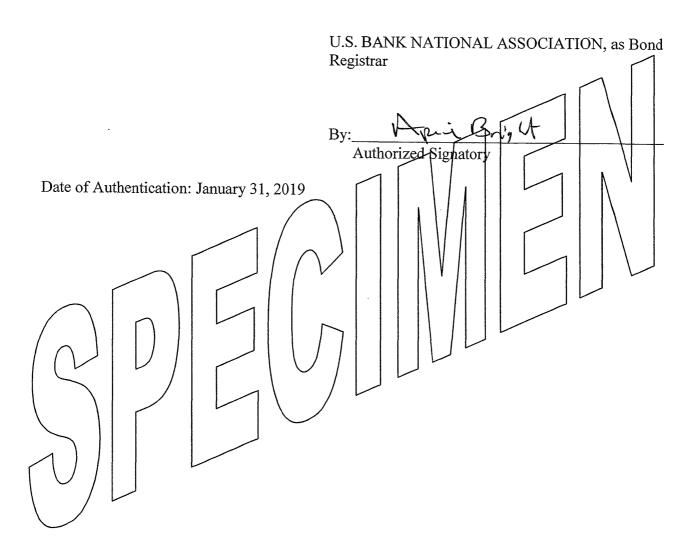
This bond shall not be entitled to any benefit under the Bond Resolution and shall not become valid or obligatory for any purpose until it shall have been authenticated by execution by the Bond Registrar by manual signature of the authentication certificate hereon endorsed.

IN WITNESS WHEREOF, the City has caused this bond to be executed by the duly authorized manual signature of the Mayor of the City and its corporate seal to be impressed hereon and attested by the duly authorized manual signature of the Clerk of the City.



CERTIFICATE OF AUTHENTICATION

This is one of the Bonds described in the within mentioned authorizing resolution adopted by the Council of the City of Brookhaven, Georgia on January 22, 2019, and is hereby authenticated as of the date of its execution as stated in this bond.

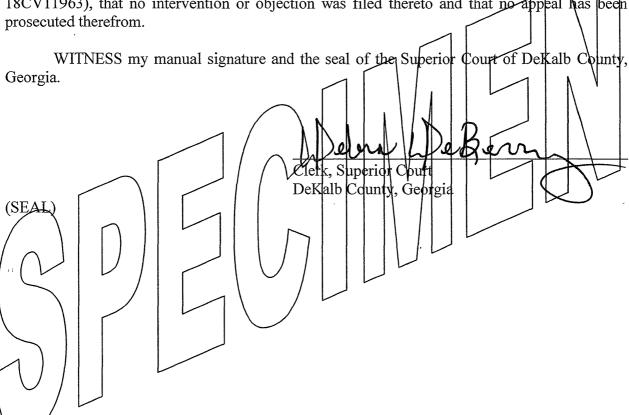


VALIDATION CERTIFICATE

STATE OF GEORGIA

COUNTY OF DEKALB

The undersigned Clerk of the Superior Court of DeKalb County, State of Georgia, DOES HEREBY CERTIFY that this bond was confirmed and validated by judgment of the Superior Court of DeKalb County, Georgia, on the 8th day of January, 2019 (Civil Action File No. 18CV11963), that no intervention or objection was filed thereto and that no appeal has been prosecuted therefrom.



A RESOLUTION PROVIDING FOR: (1) THE ISSUANCE OF \$38,855,000 IN AGGREGATE PRINCIPAL AMOUNT OF THE CITY OF BROOKHAVEN GENERAL OBLIGATION BONDS, SERIES 2019; (2) THE NAMING OF AN AUTHENTICATING AGENT, BOND REGISTRAR AND PAYING AGENT FOR SAID BONDS; (3) THE ADOPTION OF A FORM TO WHICH SAID BONDS SHALL ADHERE; (4) THE PREPARATION OF A TAX DIGEST AND THE LEVY OF A TAX SUFFICIENT TO PAY THE PRINCIPAL OF AND INTEREST ON SAID BONDS; (5) THE EXECUTION AND DELIVERY OF A CONTINUING DISCLOSURE CERTIFICATE; (6) THE EXECUTION AND DISTRIBUTION OF AN OFFICIAL STATEMENT; AND (7) FOR OTHER RELATED PURPOSES:

WHEREAS, at an election duly called and held in the City of Brookhaven, Georgia (the "Citý") on November 6, 2018 (the "Election"), a majority of the qualified voters of the City voting in the Election approved the issuance of general obligation bonds by the City in an aggregate principal amount not to exceed \$40,000,000 (the "Bonds"); and

WHEREAS, the City proposes issuing a portion of the authorized Bonds; and

WHEREAS, the Bonds will be designated as the City of Brookhaven General Obligation Bonds, Series 2019; and

WHEREAS, the proceeds of the Bonds will be used to (a) finance the cost of City Council approved Parks and Recreational Master Plans and other related park amenities, equipment and real and personal property useful or desirable in connection therewith (the "Projects") and (b) pay the costs of issuing the Bonds; and

WHEREAS, it is necessary for the City to prepare a tax digest and to determine the amount to be raised by a tax on all of the property subject to taxation for general obligation bond purposes in the City and to cause the levy of an annual tax sufficient in amount to pay the principal of and interest on the Bonds as the same become due; and

WHEREAS, it is also necessary for the City to designate an Authenticating Agent, Bond Registrar and Paying Agent to act on its behalf with respect to the Bonds; and

WHEREAS, it is also necessary for the City to adopt a form to which the Bonds shall adhere and to provide for the execution and delivery of the Bonds and other matters in connection with the issuance and delivery of the Bonds; and

WHEREAS, it is also necessary for the City to ratify the distribution of a Preliminary Official Statement, dated January 15, 2019 (the "Preliminary Official Statement") relating to the Bonds and to authorize the distribution and execution of an Official Statement, dated the date hereof (the "Official Statement") relating to the Bonds; and

WHEREAS it is also necessary for the City to authorize the sale of the Bonds to Robert W. Baird & Co., Inc. (the "Underwriter"); and

WHEREAS, it is also necessary for the City to authorize the execution and delivery of a Continuing Disclosure Certificate, dated January 22, 2019 (the "Continuing Disclosure Certificate").

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Brookhaven, and IT IS HEREBY RESOLVED by the authority of the same, as follows:

Section 1. Terms of Bonds; Payment.

The issuance of \$38,855,000 in aggregate principal amount of Bonds is hereby authorized. The Bonds shall be designated as the "City of Brookhaven General Obligation Bonds, Series 2019." The Bonds shall be dated their date of issuance, shall be issued in the denomination of \$5,000 each or any integral multiple thereof and shall be numbered R-1. The Bonds shall bear interest (based upon a 360-day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding their date of authentication to which interest has been paid (unless their date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless their date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless their date of authentication is before the first Interest Payment Date, in which case from their date of issuance) at the rates and yields per annum set forth below until paid. Interest shall be payable on January 1 and July 1 in each year (each such date, an "Interest Payment Date"), commencing January 1, 2020. The principal shall mature on the 1st day of July in the years and amounts, as follows:

<u>Year</u>	<u>Amount</u>	Rate	<u>Yield</u>
2020	\$ 100,000	5.000%	1.670%
2021	720,000	5.000	1.680
2022	755,000	5.000	1.700
2023	790,000	5.000	1.750
2024	830,000	5.000	1.810
2025	870,000	5.000	1.870
2026	915,000	5.000	1.940
2027	960,000	5.000	2.030
2028	1,010,000	5.000	2.120
2029	1,055,000	5.000	$2.230^{\rm C}$
2030	1,095,000	3.000	2.400^{C}
2031	1,130,000	4.000	2.600^{C}

<u>Year</u>	<u>Amount</u>	<u>Rate</u>	<u>Yield</u>
2032	1,170,000	4.000	2.700^{C}
2033	1,210,000	3.000	3.000
2034	1,255,000	3.000	3.100
2035	1,300,000	3.125	3.200
2036	1,345,000	3.125	3.250
2037	1,390,000	3.250	3.300
2038	1,440,000	3.250	3.350
2039	1,485,000	3.375	3.400
2040	1,535,000	3.500	3.420^{C}
2041	1,590,000	3.500	3.440^{C}
2042	1,645,000	3.500	3.460^{C}
2043	1,705,000	3.500	3.480^{C}
2044	1,765,000	3.500	3.500
2049	9,790,000	3.500	3.550

^C Yield calculated to call date of July 1, 2028.

Section 2. Medium and Places of Payment. The Bonds shall initially be issued in Book-Entry Form (hereinafter defined). As long as the Bonds are held in Book-Entry Form, the principal of and interest on the Bonds shall be payable in the manner set forth in Section 16 of this Resolution. When the Bonds are not in Book-Entry Form, the principal of the Bonds shall be payable upon presentation and surrender thereof at the principal corporate trust office of the Paying Agent. When the Bonds are not in Book-Entry Form, payments of interest on the Bonds shall be made by check or draft payable to the registered owner as shown on the bond registration book kept by the Bond Registrar at the close of business on the fifteenth day of the calendar month next preceding each Interest Payment Date (the "Record Date"), and such payments of interest shall be mailed by first class mail to the registered owner at the address shown on the bond registration book; provided, however, interest on the Bonds shall be paid to any registered owner of more than \$1,000,000 in aggregate principal amount of the Bonds by wire transfer to such registered owner if written instructions are given to the Paying Agent prior to the Record Date preceding the Interest Payment Date, and interest shall continue to be so paid until such wire instructions are revoked in writing. Both the principal of and interest on the Bonds shall be payable in lawful money of the United States of America.

Section 3. Authentication of Bonds. Only such Bonds as shall have endorsed thereon a certificate of authentication duly executed by the Bond Registrar shall be deemed to be validly issued hereunder. No Bonds shall be valid or obligatory for any purpose unless and until such certificate of authentication shall have been executed by the Bond Registrar, and such executed certificate of the Bond Registrar upon any such Bond shall be conclusive evidence that such Bond has been authenticated and delivered hereunder. It shall not be necessary that the same authorized signatory sign the certificate of authentication on all of the Bonds.

<u>Section 4.</u> <u>Transfer and Exchange of Bonds</u>. The Bond Registrar shall cause books for the registration of transfer of the Bonds to be kept. When the Bonds are in Book-Entry

Form, the Bonds may be registered as transferred or exchanged in the manner set forth in Section 16 of this Resolution.

When the Bonds are not in Book-Entry Form, the Bonds may be registered as transferred at the principal corporate trust office of the Bond Registrar by the registered owner thereof in person or by the owner's duly authorized attorney, upon surrender thereof, together with a written instrument of transfer executed by the owner or the owner's duly authorized attorney. Upon surrender for registration of transfer of any Bond, the City shall execute, and the Bond Registrar shall authenticate and deliver in the name of the transferee or transferees a new Bond or Bonds of the same maturity, interest rate, aggregate principal amount and tenor and of any authorized denomination or denominations, numbered consecutively in order of issuance according to the records of the Bond Registrar.

When the Bonds are not in Book-Entry form, the Bonds may be exchanged at the principal corporate office of the Bond Registrar for an equal aggregate principal amount of Bonds of the same maturity, interest rate, aggregate principal amount and tenor and of any authorized denomination or denominations. The City shall execute, and the Bond Registrar shall authenticate and deliver, Bonds which the Bondholder making such exchange is entitled to receive, bearing numbers not contemporaneously then outstanding.

Such transfers of registration or exchanges of Bonds shall be without charge to the owner of such Bonds, but any tax or other governmental charge, required to be paid with respect to the same shall be paid by the owner of the Bonds requesting such transfer or exchange as a condition precedent to the exercise of such privilege.

All Bonds surrendered upon any transfer or exchange provided for in this Resolution shall be promptly canceled by the Bond Registrar and shall not be reissued. Upon request of the City a certificate evidencing such cancellation shall be furnished by the Bond Registrar to the City.

Section 5. Registered Owners. The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes, and payment of or on account of either principal or interest shall be made only to or upon the order of the registered owner thereof or his duly authorized attorney, but such registration may be changed as hereinabove provided. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid.

Section 6. Continuing Request. The inclusion of the foregoing provisions shall constitute (a) a continuing request from the City to the Clerk of the Superior Court of DeKalb County, Georgia, unless his or her signature shall occur by facsimile, to execute the certificate of validation on any replacement Bonds issued pursuant hereto, and (b) the appointment of the Bond Registrar as agent for the City to do any and all things necessary to affect any replacement, exchange or registration of transfer.

Section 7. <u>Mutilated or Destroyed Bonds</u>. In case any Bond shall become mutilated or be destroyed or lost, the City may cause to be executed, authenticated and delivered

a new Bond of like date and tenor in exchange or substitution for any such Bond upon, in the case of mutilated Bonds, surrender of such Bonds, or in the case of destroyed or lost Bonds, the owners filing with the City, the Paying Agent and the Bond Registrar evidence satisfactory to them that such Bond was destroyed or lost and providing indemnity satisfactory to them. If any such Bond shall have matured, instead of issuing a new Bond, the City may pay the same.

Section 8. Redemption. The Bonds maturing on or after July 1, 2029 are subject to optional redemption, in whole or in part at any time, on or after July 1, 2028, in the order of maturities selected by the City, at a redemption price equal to the principal amount thereof, plus accrued interest to the redemption date.

Notice of any redemption of the Bonds, identifying the Bonds (or any portion of the respective principal sums thereof) to be redeemed, shall be given by the Paying Agent not less than 30 nor more than 60 days prior to the redemption date (a) in accordance with the rules of the Securities Depository (hereinafter defined) while the Bonds are in Book-Entry form and (b) by first-class mail, postage prepaid to all registered owners of the Bonds to be redeemed if the Bonds are no longer in Book-Entry form. Failure of any holder of any Bond to receive any such notice, or any defect in the notice, shall not affect the validity of the proceedings for such redemption or cause the interest to accrue on the principal amount of the Bonds so designated for redemption after the redemption date.

If at the time of mailing of notice of redemption there have not been deposited with the Paying Agent moneys sufficient to redeem all Bonds called for redemption, such notice will state that it is conditional upon the deposit of the redemption moneys with the Paying Agent not later than the opening of business on the date established for redemption, and such notice will be of no effect unless such moneys are so deposited.

If the Bonds are called for redemption in part, then the particular maturity or maturities to be redeemed shall be selected by the City. If less than all of the Bonds of a maturity are to be called for redemption, then Bonds within each maturity so called for redemption shall be selected (a) in the manner designated by the Securities Depository when the Bonds are held in Book-Entry Form and (b) by lot when the Bonds and not held in Book-Entry Form.

The Bonds maturing on July 1, 2049 are subject to mandatory sinking fund redemption prior to their maturity at a redemption price equal to 100% of the principal amount to be redeemed, plus accrued interest to the redemption date, in the following principal amounts and on the dates set forth below (the July 1, 2049 amount to be paid rather than redeemed):

July 1 of the Year	<u>Amount</u>
2045	\$1,825,000
2046	1,890,000
2047	1,955,000
2048	2,025,000
2049	2,095,000

At its option, to be exercised on or before the 45th day next preceding such scheduled mandatory redemption date, the City, may (a) receive a credit with respect to its scheduled mandatory redemption obligation for any Bonds subject to scheduled mandatory redemption which are delivered to the Paying Agent for cancellation and not theretofore applied as a credit against a scheduled mandatory redemption obligation or (b) receive a credit with respect to its scheduled mandatory redemption obligation for any Bonds which prior to said date have been redeemed (otherwise than through scheduled mandatory redemption) and canceled by the Paying Agent and not theretofore applied as a credit against said scheduled mandatory redemption obligation. Each Bond so delivered or previously redeemed shall be credited by the Paying Agent, at the principal amount thereof, to the obligation of the City on such scheduled mandatory redemption date and the principal amount of the Bonds to be redeemed by operation of such scheduled mandatory redemption on such date shall be accordingly reduced.

Section 9. Designation of Paying Agent. U.S. Bank National Association, Atlanta, Georgia, is hereby designated to act as Authenticating Agent, Bond Registrar and Paying Agent with respect to the Bonds.

Section 10. Debt Service Schedule. For the purpose of paying the principal of and interest on the Bonds, it is necessary to raise in each of the years set forth in **Exhibit A** attached hereto and made a part hereof (the "Debt Service Schedule") the amounts set forth in the Debt Service Schedule.

Section 11. Preparation of Tax Digest. Prior to the issuance of the Bonds and each year that the Bonds are outstanding, the appropriate officer or employee of the City is hereby directed to ascertain from the tax returns made to the Tax Commissioner, and from the tax returns made to the Commissioner of the Department of Revenue of the State of Georgia, the total value of all the property in the City subject to taxation for bond purposes, and to prepare a digest of all such property.

Section 12. Tax Levy. There is hereby levied an annual tax upon all the property within the City subject to taxation for bond purposes sufficient to produce the amounts set forth in the Debt Service Schedule. Such tax is irrevocably pledged to the payment of the principal of and interest on the Bonds. Provisions shall be made in each year in the annual appropriation process to meet the requirements of this Resolution.

Section 13. Execution of Bonds. The Bonds shall be executed for and on behalf of the City by the manual or duly authorized reproduced facsimile signature of the Mayor or Mayor Pro-Tem and the seal of the City shall be impressed or imprinted thereon and attested by the manual or duly authorized reproduced facsimile signature of the Clerk or Assistant Clerk. In case any officer whose signature shall be affixed to the Bonds or who shall have sealed any of the Bonds shall cease to be such officer before the Bonds so signed and sealed shall have been actually delivered, the Bonds, nevertheless, shall be valid Bonds of the City and may be delivered as such notwithstanding the fact that such officer or officers may have ceased to be such officer or officers of the City when the Bonds shall be actually delivered.

Section 14. <u>Bond Form</u>. The Bond, the certificate of validation and the provision for registration shall be in substantially the following forms:

(FORM OF BOND)

UNITED STATES OF AMERICA

STATE OF GEORGIA

CITY OF BROOKHAVEN

GENERAL OBLIGATION BOND, SERIES 2019

No. R	Dated Date: January 31, 2019		\$	\$	
Maturity Date: July 1,	Interest Rate:	%	CUSIP:		

KNOW ALL MEN BY THESE PRESENTS: That the City of Brookhaven, Georgia (the "City") hereby acknowledges itself to owe, and for value received hereby promises to pay to Cede & Co., as nominee of The Depository Trust Company ("DTC"), or registered assigns, in lawful money of the United States of America, the principal sum shown above on the date indicated above, unless redeemed prior thereto as hereinafter provided, and interest hereon at the rate per annum set forth above (computed on the basis of a 360-day year comprised of twelve 30-day months) from the Interest Payment Date (hereinafter defined) next preceding the date of authentication to which interest has been paid, unless the date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless the date of authentication is after a Record Date (hereinafter defined) but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from the dated date set forth above. The interest on this bond shall be paid on January 1 and July 1 of each year (each an "Interest Payment Date"), commencing January 1, 2020, until payment of the principal amount hereof, to the person in whose name this bond is registered at the close of business on the 15th day of the calendar month preceding each Interest Payment Date (each such date a "Record Date"). This bond shall initially be issued in book-entry form ("Book-Entry Form"). As long as this bond is held in Book-Entry Form, both principal of and interest on this bond shall be payable in accordance with the rules of DTC or its successor depository (the "Securities Depository").

If this bond is no longer held in Book-Entry Form, the principal of this bond shall be paid upon presentation and surrender hereof at the principal corporate trust office of U.S. Bank National Association, as Paying Agent and Bond Registrar, in Atlanta, Georgia. If this bond is no longer held in Book-Entry Form, interest on this bond shall be paid by check or draft, drawn on the Paying Agent, and mailed, by first class mail, postage prepaid, to such person at the address on the books of registry kept by the Bond Registrar; provided, however, in the event that the owner of this bond owns \$1,000,000 in aggregate principal amount of Bonds (hereinafter defined), interest shall be paid by wire transfer in accordance with written instructions provided

to the Paying Agent prior to the Record Date preceding the Interest Payment Date, until such instructions are revoked in writing.

This bond is one of a duly authorized issue of like tenor except as to numbers, denominations, interest rates and dates of maturity aggregating in the principal amount of \$38,855,000 (the "Bonds"). The proceeds of the sale of the Bonds will be used to (a) finance the cost of City Council approved Parks and Recreational Master Plans and other related park amenities, equipment and real and personal property useful or desirable in connection therewith and (b) pay the costs of issuing the Bonds.

The Bonds are authorized by the Constitution and laws of the State of Georgia, an election held on November 6, 2018 and by a resolution of the Council of the City duly adopted on January 22, 2019 (the "Bond Resolution").

As long as the Bonds are held in Book-Entry Form, this bond may be registered as transferred and exchanged in accordance with the rules of DTC. If the Bonds are no longer held in Book-Entry Form, this bond may be registered as transferred at the principal corporate office of the Bond Registrar by the registered owner hereof in person or by the owner's duly authorized attorney, upon surrender hereof, together with a written instrument of transfer executed by the owner or the owner's duly authorized attorney. If the Bonds are no longer held in Book-Entry Form, this bond may be exchanged at the principal corporate office of the Bond Registrar for an equal aggregate principal amount of bonds of the same maturity, interest rate, aggregate principal amount and tenor of any authorized denomination or denominations. No service charge shall be made for any registration of transfer or exchange, but the Bond Registrar may require the payment of a sum sufficient to cover any tax or other governmental charge as a condition precedent to the exercise of such privilege.

The person in whose name this bond is registered shall be deemed and regarded as the absolute owner hereof for all purposes, and payment of or on account of either principal or interest made to such registered holder shall be valid and effectual to satisfy and discharge the liability upon this bond to the extent of the sum or sums so paid.

The Bonds maturing on or after July 1, 2029 are subject to optional redemption, in whole or in part at any time, on or after July 1, 2028, in the order of maturities selected by the City, at a redemption price equal to the principal amount thereof, plus accrued interest to the redemption date.

Notice of any redemption of the Bonds, identifying the Bonds (or any portion of the respective principal sums thereof) to be redeemed, shall be given by the Paying Agent not less than 30 nor more than 60 days prior to the redemption date (a) in accordance with the rules of the Securities Depository while the Bonds are in Book-Entry form and (b) by first-class mail, postage prepaid to all registered owners of the Bonds to be redeemed if the Bonds are no longer in Book-Entry form. Failure of any holder of any Bond to receive any such notice, or any defect in the notice, shall not affect the validity of the proceedings for such redemption or cause the interest to accrue on the principal amount of the Bonds so designated for redemption after the redemption date.

If at the time of mailing of notice of redemption there have not been deposited with the Paying Agent moneys sufficient to redeem all Bonds called for redemption, such notice will state that it is conditional upon the deposit of the redemption moneys with the Paying Agent not later than the opening of business on the date established for redemption, and such notice will be of no effect unless such moneys are so deposited.

If the Bonds are called for redemption in part, then the particular maturity or maturities to be redeemed shall be selected by the City. If less than all of the Bonds of a maturity are to be called for redemption, then Bonds within each maturity so called for redemption shall be selected (a) in the manner designated by the Securities Depository when the Bonds are held in Book-Entry Form and (b) by lot when the Bonds and not held in Book-Entry Form.

The Bonds maturing on July 1, 2049 are subject to mandatory sinking fund redemption prior to their maturity at a redemption price equal to 100% of the principal amount to be redeemed, plus accrued interest to the redemption date, in the following principal amounts and on the dates set forth below (the July 1, 2049 amount to be paid rather than redeemed):

July 1 of the Year	Amount
2045	\$1,825,000
2046	1,890,000
2047	1,955,000
2048	2,025,000
2049	2,095,000

At its option, to be exercised on or before the 45th day next preceding such scheduled mandatory redemption date, the City, may (a) receive a credit with respect to its scheduled mandatory redemption obligation for any Bonds subject to scheduled mandatory redemption which are delivered to the Paying Agent for cancellation and not theretofore applied as a credit against a scheduled mandatory redemption obligation or (b) receive a credit with respect to its scheduled mandatory redemption obligation for any Bonds which prior to said date have been redeemed (otherwise than through scheduled mandatory redemption) and canceled by the Paying Agent and not theretofore applied as a credit against said scheduled mandatory redemption obligation. Each Bond so delivered or previously redeemed shall be credited by the Paying Agent, at the principal amount thereof, to the obligation of the City on such scheduled mandatory redemption date and the principal amount of the Bonds to be redeemed by operation of such scheduled mandatory redemption on such date shall be accordingly reduced.

As described above, the Bonds are being issued in Book-Entry Form, with actual bonds immobilized at DTC or its successor as Securities Depository. Actual bonds are not available for distribution to the Beneficial Owners, except under the limited circumstances set forth in the Bond Resolution. The principal of and interest on the Bonds are payable by the Paying Agent to the Securities Depository or its nominee. Transfer of principal and interest payments to participants of the Securities Depository; transfers of principal and interest to Beneficial Owners by participants of the Securities

Depository will be the responsibility of such participants and other nominees of Beneficial Owners. Notices will be sent by the Paying Agent to the Securities Depository or its nominee. The sending of notices to Beneficial Owners by participants of the Securities Depository will be the responsibility of such participants and other nominees of Beneficial Owners. The City and the Paying Agent are not responsible or liable for maintaining, supervising or reviewing the records maintained by the Securities Depository, its participants or persons acting through such participants. Transfers of beneficial ownership shall be effected on the records of the Securities Depository and its participants pursuant to the rules and procedures established by the Securities Depository. So long as any Bonds are registered in Book-Entry Form, the City and the Paying Agent may treat the Securities Depository as, and deem the Securities Depository to be, the absolute owner of such Bonds for all purposes whatsoever, including without limitation: (a) the payment of principal of and interest on such Bonds; (b) giving notices of redemption and other matters with respect to such Bonds; (c) registering transfers with respect to such Bonds; (d) the selection of Bonds for redemption; and (e) voting and obtaining consents under the Bond Resolution.

It is further certified and recited, that all acts, conditions and things required by the Constitution or statutes of the State of Georgia to exist, be performed or happen pursuant to and in the issuance of this bond, exist, have been performed and have happened in due and regular form as required by law, that provision has been made for the collection, if necessary, of a direct annual tax, unlimited as to rate or amount, on all property subject to taxation for general obligation bond purposes located in the City, sufficient to pay the principal of interest on this bond, in accordance with its terms, that the total indebtedness of the City, including this bond, does not exceed any limitation prescribed by said Constitution or statutes.

This bond shall not be entitled to any benefit under the Bond Resolution and shall not become valid or obligatory for any purpose until it shall have been authenticated by execution by the Bond Registrar by manual signature of the authentication certificate hereon endorsed.

(SEAL)		
Attest:	By: Mayor	
Clerk		

IN WITNESS WHEREOF, the City has caused this bond to be executed by the duly

authorized manual signature of the Mayor of the City and its corporate seal to be impressed hereon and attested by the duly authorized manual signature of the Clerk of the City.

CERTIFICATE OF AUTHENTICATION

This is one of the Bonds described in the within mentioned authorizing resolution adopted by the Council of the City of Brookhaven, Georgia on January 22, 2019, and is hereby authenticated as of the date of its execution as stated in this bond.

U.S. BANK NATIONAL ASSOCIATION, as Bond Registrar
By:
Authorized Signatory

Date of Authentication: January 31, 2019

VALIDATION CERTIFICATE

STATE OF GEORGIA
COUNTY OF DEKALB

The undersigned Clerk of the Superior Court of DeKalb County, State of Georgia, DOES HEREBY CERTIFY that this bond was confirmed and validated by judgment of the Superior Court of DeKalb County, Georgia, on the 8th day of January, 2019 (Civil Action File No. 18CV11963), that no intervention or objection was filed thereto and that no appeal has been prosecuted therefrom.

WITNESS my manual signature and the seal of the Superior Court of DeKalb County, Georgia.

Clerk, Superior Court
DeKalb County, Georgia

(SEAL)

ASSIGNMENT FOR TRANSFER

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto

OR OTHER IDENTIFYING NUMBER OF ASSIGNEE	
· · · · · · · · · · · · · · · · · · ·	Georgia and does hereby constitute and appoint he said bond on the books of the Bond Registrar,
Date:	
In the presence of:	Bondholder
NOTICE: Signature(s) must be guaranteed by an institution which is a participant in the Securities Transfer Agent Medallion Program ("STAMP") or similar program.	NOTICE: The signature to this Assignment must correspond with the name as it appears upon the face of the within Bond in every particular, without alteration or enlargement or any change whatever

DTC FAST RIDER

Each such certificate shall remain in the Paying Agent's custody subject to the provisions of the FAST Balance Certificate Agreement currently in effect between the Paying Agent and DTC.

(End of Bond Form)

Section 15. Delivery of Bonds; Application of Proceeds.

- (a) Upon the receipt of the purchase price for the Bonds, there shall be delivered to the Bond Registrar properly executed Bonds in the aggregate principal amount, in the denomination(s), numbered, maturing and bearing interest as set forth above. The Mayor or his designee is authorized to execute for and on behalf of the City such receipt for the proceeds of the Bonds and such other closing certificates and proofs as may be necessary and proper.
 - (b) The proceeds of the sale of the Bonds shall be applied as follows:
 - (i) the Underwriter shall retain its underwriting discount for the Bonds; and
 - (ii) the balance of the Bond proceeds shall be remitted to the City and used by the City for the purpose of (A) financing the cost of the Projects and (B) paying the costs of issuing the Bonds.
- (c) Notwithstanding the foregoing, if the Mayor shall determine that a different application of funds is required to carry out the intent of this Resolution, the different application of funds may be provided for in the authentication order to be delivered at the time of issuance of the Bonds.

Section 16. Global Form; Securities Depository; Ownership of Bonds.

(a) In addition to the terms hereinabove defined, the following terms shall be intended to have the meaning as follows:

"Agent Member" means a member of, or participant in, the Securities Depository.

"Beneficial Owner" means the owners of a beneficial interest in the Bonds registered in the Book-Entry System.

"Book-Entry Form" or "Book-Entry System" means, with respect to the Bonds, a form or system, as applicable, under which (a) the ownership of beneficial interests in the Bonds and bond service charges may be transferred only through book-entry and (b) physical Bonds in fully registered form are registered only in the name of a Securities Depository or its nominee as holder, with physical Bonds in the custody of a Securities Depository.

"Securities Depository" means any securities depository that is a "clearing corporation" within the meaning of the New York Uniform Commercial Code and a "clearing agency" registered pursuant to provisions of Section 17A of the Securities Exchange Act of 1934, operating and maintaining, with its participants or otherwise, a Book-Entry System to record ownership of beneficial interest in bonds and bond service charges, and to effect transfers of bonds in Book-Entry Form, and means initially, The Depository Trust Company (a limited purpose company), New York, New York.

"Securities Depository Nominee" means any nominee of a Securities Depository and shall initially mean CEDE & Co., New York, New York, as nominee of The Depository Trust Company.

- (b) Upon the initial issuance, the ownership of each Bond shall be registered in the name of the Securities Depository or the Securities Depository Nominee, and ownership thereof shall be maintained in Book-Entry Form by the Securities Depository for the account of the Agent Members thereof. Initially, each maturity of the Bonds shall be registered in the name of Cede & Co., as the nominee of The Depository Trust Company. Beneficial Owners will not receive Bonds evidencing their ownership interests. As long as the Bonds are held in Book-Entry Form, the payment of the principal of and interest on the Bonds shall be made in accordance with the rules of the Securities Depository. As long as the Bonds are held in Book-Entry Form, the Bonds may be registered as transferred and exchanged in accordance with the rules of the Securities Depository.
- (c) With respect to Bonds registered in the name of the Securities Depository or the Securities Depository Nominee, the City, the Paying Agent and the Bond Registrar shall have no responsibility or obligation to any Agent Member or Beneficial Owner. Without limiting the foregoing, neither the City, the Paying Agent, the Bond Registrar nor their respective affiliates shall have any responsibility or obligation with respect to:
 - (i) the accuracy of the records of the Securities Depository, the Securities Depository Nominee or any Agent Member with respect to any beneficial ownership interest in the Bonds;
 - (ii) the delivery to any Agent Member, any Beneficial Owner or any other person, other than the Securities Depository or the Securities Depository Nominee, of any notice with respect to the Bonds; or
 - (iii) the payment to any Agent Member, any Beneficial Owner or any other person, other than the Securities Depository or the Securities Depository Nominee, of any amount with respect to the principal, premium, if any, or interest on the Bonds.

So long as any Bonds are registered in Book-Entry Form, the City and the Paying Agent may treat the Securities Depository as, and deem the Securities Depository to be, the absolute owner of such Bonds for all purposes whatsoever, including without limitation:

- (i) the payment of principal of and interest on the Bonds;
- (ii) giving notices of redemption and other matters with respect to such Bonds;
 - (iii) registering transfers with respect to such Bonds;
 - (iv) the selection of Bonds for redemption; and

(v) voting and obtaining consents under this Resolution.

So long as any Bonds are registered in Book-Entry Form, the Paying Agent shall pay all principal of and interest on the Bonds only to the Securities Depository or the Securities Depository Nominee as shown in the bond register, and all such payments shall be valid and effective to fully discharge the City's obligations with respect to payment of principal of and interest on the Bonds to the extent so paid.

(d) If at any time (i) the City determines that the Securities Depository is incapable of discharging its responsibilities described herein, (ii) if the Securities Depository notifies the City that it is unwilling or unable to continue as Securities Depository with respect to the Bonds, or (iii) if the Securities Depository shall no longer be registered or in good standing under the Securities Exchange Act of 1934 or other applicable statute or regulation and a successor Securities Depository is not appointed by the City within 90 days after the City receives notice or becomes aware of such condition, as the case may be, then this subsection (d) shall no longer be applicable and the City shall execute and the Bond Registrar shall authenticate and deliver bonds representing the Bonds to the owners of the Bonds. Bonds issued pursuant to this subsection (d) shall be registered in such names and authorized denominations as the Securities Depository, pursuant to instructions from the Agent Member or otherwise, shall instruct the Bond Registrar. Upon exchange, the Bond Registrar shall deliver such certificates representing the Bonds to the persons in whose names such Bonds are so registered on the business day immediately preceding the date of such exchange.

Section 17. Investment and Application of Bond Proceeds. Bond proceeds not needed at the time for the payment of current obligations may be invested and reinvested in the investments specified in O.C.G.A. Section 36-82-7 or any other applicable law of the State of Georgia.

Bond proceeds may be used for the purpose of paying the cost of the Projects and the costs of issuing the Bonds. Without intending thereby to limit or to restrict or to extend any proper definition of such costs as may now or hereinafter be permitted by applicable law, such costs shall include, but are not limited to the following:

- (a) The cost of indemnity and fidelity bonds either to secure deposits in the Project Fund or to insure the faithful completion of any contract pertaining to the Projects;
 - (b) Any taxes or any charges lawfully levied or assessed against the Projects;
- (c) Fees and expenses of engineers for engineering studies, surveys, and estimates, the cost of appraisals, and the preparation of plans and supervising the Projects;
- (d) Payments made for land, interests in land and easements and all costs associated therewith; and

(e) Costs incident to the issuance of the Bonds.

After the completion of the Projects, any excess Bond proceeds, including investment earnings on such proceeds, shall be applied as set forth in O.C.G.A. § 36-82-4.2.

Section 18. Authorization of Official Statement; Deemed Final and Continuing <u>Disclosure Certificate</u>. The use and distribution of the Preliminary Official Statement is hereby ratified and approved. The execution, use and distribution of the Official Statement are hereby authorized. The Official Statement shall be executed by the Mayor or Mayor Pro-Tem. The Official Statement shall be in substantially the form as the Preliminary Official Statement presented at this meeting, subject to completing the offering prices and other terms omitted in accordance with Rule 15c2-12 under the Securities Exchange Act of 1934 (the "Rule"), and subject to such changes, insertions or omissions as may be approved by the person executing the same, and the execution of the Official Statement shall be conclusive evidence of any such approval. The execution and delivery of the certificate deeming the Preliminary Official Statement final as required by the Rule are hereby ratified and approved. The Continuing Disclosure Certificate shall be in substantially the form summarized in the Preliminary Official Statement, with such changes, insertions or omissions as may be approved by the Mayor or the Mayor Pro-Tem, and the execution and delivery of the Continuing Disclosure Certificate by the Mayor or the Mayor Pro-Tem as hereby authorized shall be conclusive evidence of any such approval. The City hereby covenants for the benefit of the owners of the Bonds and the Underwriter to comply with its obligations under the Continuing Disclosure Certificate.

Section 19. Tax Covenants and Representations. The Bonds are being issued by the City in compliance with the conditions necessary for the interest income on the Bonds to be exempt from federal income taxation pursuant to the provisions of Section 103(a) of the Internal Revenue Code of 1986, as amended (the "Code") relating to obligations of the State or political subdivisions thereof. It is the intention of the City that the interest on the Bonds be and remain excludable from gross income for federal income tax purposes, and, to that end, the City hereby covenants that it will not take any action, or fail to take any action, if any such action or failure to take action would adversely affect the tax-exempt status of the interest on the Bonds under Section 103 of the Code.

Section 20. Payments Due on Saturday, Sunday or Holiday. If a payment on the Bonds is due on a Saturday, Sunday or any day that the office of the Paying Agent is authorized or required by law to remain closed, such payment shall be made on the next succeeding business day with the same force and effect as if such payment had been made on the original due date.

Section 21. Approval of Prior Actions; General Authority. All actions taken by any member of the Council of the City, any officer of the City or any agent or employee of the City relating to the authorization and issuance of the Bonds are hereby ratified, approved and confirmed. All officers, agents and employees of the City are hereby authorized, empowered and directed to do all such acts and things and to execute any and all such documents and certificates as may be necessary or desirable in connection with the issuance of the Bonds and the execution, delivery and performance of the documents and agreements authorized by this

Resolution. Without limiting the foregoing, in the event that the Mayor or the Clerk is unavailable to execute such documents and certificates, the Mayor Pro-Tem and Assistant Clerk are hereby authorized to act on their behalf.

Section 22. Wavier of Performance Audit. The City has waived, and hereby ratifies the waiver of, the performance audit referred to in O.C.G.A. Section 36-82-100.

Section 23. Sale of Bonds. The sale of the Bonds to the Underwriter at a price of \$40,083,022.65 is hereby approved.

<u>Section 24</u>. <u>Repeal of Conflicting Resolutions</u>. All resolutions, or parts thereof, that conflict with this Resolution are hereby repealed.

ADOPTED AND APPROVED on January 22, 2019.

Jusan Hioth

CITY OF BROOKHAVEN, GEORGIA

(SEAL)

By: Mayor

Attest:

22

EXHIBIT A TO BOND RESOLUTION

DEBT SERVICE SCHEDULE

<u>Date</u>	<u>Principal</u>	<u>Interest</u>	Debt Service
12/31/2020	\$ 100,000	\$ 2,065,078.75	\$ 2,165,078.75
12/31/2021	720,000	1,449,850.00	2,169,850.00
12/31/2022	755,000	1,413,850.00	2,168,850.00
12/31/2023	790,000	1,376,100.00	2,166,100.00
12/31/2024	830,000	1,336,600.00	2,166,600.00
12/31/2025	870,000	1,295,100.00	2,165,100.00
12/31/2026	915,000	1,251,600.00	2,166,600.00
12/31/2027	960,000	1,205,850.00	2,165,850.00
12/31/2028	1,010,000	1,157,850.00	2,167,850.00
12/31/2029	1,055,000	1,107,350.00	2,162,350.00
12/31/2030	1,095,000	1,054,600.00	2,149,600.00
12/31/2031	1,130,000	1,021,750.00	2,151,750.00
12/31/2032	1,170,000	976,550.00	2,146,550.00
12/31/2033	1,210,000	929,750.00	2,139,750.00
12/31/2034	1,255,000	893,450.00	2,148,450.00
12/31/2035	1,300,000	855,800.00	2,155,800.00
12/31/2036	1,345,000	815,175.00	2,160,175.00
12/31/2037	1,390,000	773,143.75	2,163,143.75
12/31/2038	1,440,000	727,968.75	2,167,968.75
12/31/2039	1,485,000	681,168.75	2,166,168.75
12/31/2040	1,535,000	631,050.00	2,166,050.00
12/31/2041	1,590,000	577,325.00	2,167,325.00
12/31/2042	1,645,000	521,675.00	2,166,675.00
12/31/2043	1,705,000	464,100.00	2,169,100.00
12/31/2044	1,765,000	404,425.00	2,169,425.00
12/31/2045	1,825,000	342,650.00	2,167,650.00
12/31/2046	1,890,000	278,775.00	2,168,775.00
12/31/2047	1,955,000	212,625.00	2,167,625.00
12/31/2048	2,025,000	144,200.00	2,169,200.00
12/31/2049	2,095,000	73,325.00	2,168,325.00
	<u>\$38,855,000</u>	\$26,038,735.00	<u>\$64,893,735.00</u>

CLERK'S CERTIFICATE

STATE OF GEORGIA

COUNTY OF DEKALB

The undersigned Clerk of the City of Brookhaven, Georgia (the "City"), DOES HEREBY CERTIFY that the foregoing pages of typewritten matter constitute a true and correct copy of a resolution adopted by the Council of the City on January 22, 2019 in a meeting duly assembled and open to the public and at which a quorum was present and acting throughout and that the original of such resolution has been duly recorded in the Minute Book of the City, which is in my custody and control.

Susan Hioth

WITNESS my hand, this 22nd day of January, 2019.

(SEAL)

PAYING AGENT AND BOND REGISTRAR AGREEMENT

THIS PAYING AGENT AND BOND REGISTRAR AGREEMENT (this "Agreement"), is entered into as of January 1, 2019 by and between the City of Brookhaven, Georgia (the "Issuer") and U.S. Bank National Association (the "Bank"), as Paying Agent and Bond Registrar.

RECITALS

WHEREAS the Issuer has duly authorized and provided for the issuance of its General Obligation Bonds, Series 2019 (the "Bonds"), pursuant to a Bond Resolution adopted by the Issuer on January 22, 2019 (the "Bond Resolution") and the Bonds are fully registered bonds without coupons; and

WHEREAS the Issuer will ensure all things necessary to make the Bonds the valid obligation of the Issuer, in accordance with their terms, have been or will be done upon the issuance and delivery thereof; and

WHEREAS the Issuer and the Bank wish to provide the terms under which the Bank will act as Paying Agent to pay the principal of and interest on the Bonds, in accordance with the terms thereof and in accordance with the terms of the Bond Resolution and under which the Bank will act as Bond Registrar; and

WHEREAS the Bank has agreed to serve in such capacities for and on behalf of the Issuer and has full power and authority to perform and serve as Paying Agent and Bond Registrar for the Bonds; and

WHEREAS, the Issuer has transmitted to the Bank and the Bank hereby acknowledges receipt of an executed copy of the Bond Resolution; and

WHEREAS the Issuer has duly authorized the execution and delivery of this Agreement; and all things necessary to make this Agreement a valid agreement have been done.

NOW, THEREFORE, it is mutually agreed as follows:

ARTICLE ONE

DEFINITIONS

Section 1.01. Definitions.

For all purposes of this Agreement except as otherwise expressly provided or unless the context otherwise requires:

"Bank" means U.S. Bank National Association, a national banking association organized and existing under the laws of the United States of America, its successors and assigns.

"Bond Register" means the book or books of registration kept by the Bank in which are maintained the names and addresses and principal amounts registered to each Registered Owner.

"Bond Registrar" means the Bank when it is performing the function of registrar for the Bonds.

"Issuer" means the City of Brookhaven, Georgia, a duly created and validly existing municipal corporation of the State of Georgia, its successors and assigns.

"Paying Agent" means the Bank when it is performing the function of paying agent for the Bonds.

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"Person" means any individual, corporation, partnership, joint venture, association, joint stock company, trust, unincorporated organization or government or any agency or political subdivision of a government or any entity whatsoever.

"Registered Owner" means a Person in whose name a Bond is registered in the Bond Register.

All other capitalized terms used but not defined herein shall have the meanings assigned thereto in the Bond Resolution.

ARTICLE TWO

APPOINTMENT OF BANK AS PAYING AGENT AND BOND REGISTRAR

Section 2.01. Appointment and Acceptance.

The Issuer hereby appoints the Bank to act as Paying Agent with respect to the Bonds, to pay to the Registered Owners thereof, in accordance with the terms and provisions of this Agreement and the Bond Resolution, the principal of and interest on the Bonds.

The Issuer hereby appoints the Bank as Bond Registrar with respect to the Bonds. As Bond Registrar, the Bank shall keep and maintain for and on behalf of the Issuer, books and records as to the ownership of the Bonds and with respect to the transfer and exchange thereof as provided in the Bond Resolution.

The Bank hereby accepts its appointment, and agrees to act as Paying Agent and Bond Registrar.

Section 2.02. Compensation.

As compensation for the Bank's services as Paying Agent and Bond Registrar, the Issuer hereby agrees to pay the Bank the fees and amounts set forth in the Bank's current fee schedule then in effect for services as paying agent and bond registrar for municipalities, which shall be supplied by the Bank to the Issuer on or before the execution and delivery of this Agreement and thereafter on or before 90 days prior to the close of the Fiscal Year of the Issuer if there are any changes, and shall be effective upon the first day of the following Fiscal Year.

In addition, the Issuer agrees to reimburse the Bank, upon its request, for all reasonable and necessary out-of-pocket expenses, disbursements, and advances, including without limitation the reasonable fees, expenses, and disbursements of its agents and attorneys, made or incurred by the Bank in connection with entering into and performing under this Agreement and in connection with investigating and defending itself against any claim or liability in connection with its performance hereunder.

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ARTICLE THREE

PAYING AGENT

Section 3.01. <u>Duties of Paying Agent.</u>

As Paying Agent, the Bank, provided sufficient collected funds have been provided to it for such purpose by or on behalf of the Issuer, shall pay on behalf of the Issuer the principal of and interest on each Bond in accordance with the provisions of the Bond.

Section 3.02. Payment Dates.

The Issuer hereby instructs the Bank to pay the principal of and interest on the Bonds on the date specified in the Bonds, to the extent such funds have herein been provided by the Issuer.

The Bank shall not be required to pay interest on any funds of the Issuer for any period during which such funds are held by the Bank awaiting the presentation of the Bonds for payment.

Section 3.03 Receipt of Funds.

The Issuer hereby agrees to provide the Paying Agent with sufficient funds to make principal and interest payments on the Bonds in accordance with the Bond Resolution. The Issuer shall make available moneys to make the required payments of principal of and interest on the Bonds as follows: (1) payment by check must be received by the Paying Agent at least five business days prior to the payment date and (2) payment by wire must be received by the Paying Agent no later than 11:30 a.m. CST on the payment date.

ARTICLE FOUR

BOND REGISTRAR

Section 4.01. Initial Delivery of Bonds.

The Bonds will be initially registered and delivered pursuant to the instructions of the Issuer.

Section 4.02. <u>Duties of Bond Registrar</u>.

The Bank shall provide for the proper registration of transfer, exchange and replacement of the Bonds. The Bonds surrendered for transfer or exchange shall be duly endorsed or be accompanied by a written instrument of transfer, the signature on which has been guaranteed by an eligible guarantor institution, in form acceptable to the Bank, duly executed by the Registered Owner thereof or his attorney duly authorized in writing. The Bond Registrar may request any supporting documentation it deems necessary or appropriate to affect a re-registration.

Section 4.03. <u>Unauthenticated Bonds.</u>

The Issuer shall provide to the Bank on a continuing basis an adequate inventory of an unauthenticated Bond to facilitate transfers. The Bank agrees that it will maintain such unauthenticated Bond in safekeeping.

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Section 4.04. Form of Bond Register.

The Bank will maintain its records as Bond Registrar in accordance with the Bank's general practices and procedures in effect from time to time.

Section 4.05. Reports.

The Bank will not release or disclose the content of the Bond Register to any person other than to the Issuer at its written request, except upon receipt of a subpoena or court order or as may otherwise be required by law. Upon receipt of a subpoena or court order the Bank will notify the Issuer.

Section 4.06. Cancelled Bonds.

The Bonds surrendered for payment, redemption, transfer, exchange, or replacement, if surrendered to the Bank, shall be promptly cancelled by it and, if surrendered to the Issuer, shall be delivered to the Bank and, if not already cancelled, shall be promptly cancelled by the Bank. The Issuer may at any time deliver to the Bank for cancellation any Bond previously authenticated and delivered which the Issuer may have acquired in any manner whatsoever, and the Bond so delivered shall be promptly cancelled by the Bank. A cancelled Bond held by the Bank for its retention period then in effect and shall thereafter be destroyed and evidence of such destruction furnished to the Issuer upon its written request.

Section 4.07. Mutilated, Lost, Stolen or Destroyed Bonds.

In case any Bond shall become mutilated or be destroyed, stolen or lost, the Bank shall deliver a new Bond of like amount, number, maturity date and tenor in exchange and substitution for and upon cancellation of any such mutilated Bond or in lieu of and in substitution for any such Bond destroyed, stolen or lost, upon the payment of the reasonable expenses and charges of the Bank in connection therewith; and, in the case of a Bond destroyed, stolen or lost, upon filing by the owner with the Bank of evidence satisfactory to the Bank that such Bond was destroyed, stolen or lost, and of the ownership thereof, and upon furnishing to the Bank of an appropriate bond of indemnity in form, substance and amount as may be required by law and as is satisfactory to the Bank. A Bond so surrendered to the Bank shall be canceled by it and evidence of such cancellation shall be given to the Issuer. If the mutilated, destroyed, stolen or lost Bond has already matured or been called for redemption in accordance with its terms it shall not be necessary to issue a new Bond prior to payment, provided that the owner shall first provide the Bank with a bond of indemnity as set forth above.

ARTICLE FIVE

THE BANK

Section 5.01. Duties of Bank.

The Bank undertakes to perform the duties set forth herein and accepts the duties and obligations imposed by the Bond Resolution. No implied duties or obligations shall be read into this Agreement against the Bank. The Bank hereby agrees to use the funds deposited with it for payment of the principal of and interest on the Bonds to pay the same as it shall become due and further agrees to establish and maintain such accounts and funds as may be required for the Bank to function as Paying Agent.

Section 5.02. Reliance on Documents, Etc.

(a) The Bank may conclusively rely as to the truth of the statements and correctness of the opinions expressed therein and on certificates or opinions furnished to the Bank by the Issuer.

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- (b) The Bank shall not be liable for any error of judgment made in good faith. The Bank shall not be liable for other than its gross negligence or willful misconduct in connection with any act or omission hereunder.
- (c) No provision of this Agreement shall require the Bank to expend or risk its own funds or otherwise incur any financial liability for performance of any of its duties hereunder, or in the exercise of any of its rights or powers.
- (d) The Bank may rely, or be protected in acting or refraining from acting, upon any resolution, certificate, statement, instrument, opinion, report, notice, request, direction, consent, order, bond, note, security or other paper or document believed by it to be genuine and to have been signed or presented by the proper party or parties. The Bank need not examine the ownership of any Bond, but shall be protected in acting upon receipt of Bond containing an endorsement or instruction of transfer or power of transfer which appears on its face to be signed by the Registered Owner or agent of the Registered Owner.
- (e) The Bank may consult with counsel, and the written advice or opinion of counsel shall be full authorization and protection with respect to any action taken, suffered or omitted by it hereunder in good faith and reliance thereon.
- (f) The Bank may exercise any of the powers hereunder and perform any duties hereunder either directly or by or through agents or attorneys and shall not be liable for the actions of such agent or attorney if appointed by it with reasonable care.

Section 5.03. Recitals of Issuer.

The recitals contained in the Bonds shall be taken as the statements of the Issuer and the Bank assumes no responsibility for their correctness.

Section 5.04. May Own Bonds.

The Bank, in its individual or any other capacity may become the owner or pledgee of Bonds with the same rights it would have if it were not the Paying Agent and Bond Registrar for the Bonds.

Section 5.05. Money Held by Bank.

Money held by the Bank hereunder need not be segregated from other funds. The Bank shall have no duties with respect to investment of funds deposited with it and shall be under no obligation to pay interest on any money received by it hereunder.

Any money deposited with or otherwise held by the Bank for the payment of the principal of or interest on any Bond and that remains unclaimed by the Registered Owner (or by the Issuer (which claim by the Issuer shall be made in writing) after maturity and prior to escheatment) will be escheated pursuant to the applicable state law. If funds are returned to the Issuer, the Issuer and the Bank agree that the Registered Owner of such Bond shall thereafter look only to the Issuer for payment thereof, and that all liability of the Bank with respect to such moneys shall thereupon cease.

Section 5.06. Other Transactions.

The Bank may engage in or be interested in any financial or other transaction with the Issuer.

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Section 5.07. Interpleader.

The Issuer and the Bank agree that the Bank may seek adjudication of any adverse claim, demand, or controversy over its person as well as funds on deposit, in a court of competent jurisdiction. The Issuer and the Bank further agree that the Bank has the right to file an action in interpleader in any court of competent jurisdiction to determine the rights of any person claiming any interest herein.

Section 5.08. Indemnification.

To the extent permitted by the laws of the State of Georgia, the Issuer shall indemnify the Bank, its officers, directors, employees and agents ("Indemnified Parties") for, and hold them harmless against any loss, cost, claim, liability or expense arising out of or in connection with the Bank's acceptance or administration of the Bank's duties hereunder (except any loss, liability or expense as may be adjudged by a court of competent jurisdiction to be attributable to the Bank's gross negligence or willful misconduct), including the cost and expense (including its counsel fees) of defending itself against any claim or liability in connection with the exercise or performance of any of its powers or duties under this Agreement. Such indemnity shall survive the termination or discharge of this Agreement or discharge of the Bonds.

ARTICLE SIX

MISCELLANEOUS PROVISIONS

Section 6.01. Amendment.

This Agreement may be amended only by an agreement in writing signed by both of the parties hereto.

Section 6.02. <u>Assignment</u>

This Agreement may not be assigned by either party without the prior written consent of the other party.

Section 6.03. Notices.

Any request, demand, authorization, direction, notice, consent, waiver or other document provided or permitted hereby to be given or furnished to the Issuer or the Bank shall be mailed, faxed, sent pdf or delivered to the Issuer or the Bank, respectively, at the address shown below, or such other address as may have been given by one party to the other by fifteen (15) days written notice:

If to the Issuer: City of Brookhaven, Georgia

4362 Peachtree Road Brookhaven, GA 30319 Attention: Mayor

With a copy to: Steven Chapman II

Assistant City Manager/Chief Financial Officer

4362 Peachtree Road Brookhaven, GA 30319

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If to the Bank: U.S. Bank National Association

1349 West Peachtree Street NW

Suite 1050

Mail Code: EX-GA-ATPT

Atlanta, GA 30309

Attention: Corporate Trust

Section 6.04. Effect of Headings.

The Article and Section headings herein are for convenience of reference only and shall not affect the construction hereof.

Section 6.05. Successors and Assigns.

All covenants and agreements entered into herein by the Issuer and the Bank shall bind their successors and assigns, whether so expressed or not.

Section 6.06. Severability.

If any provision of this Agreement shall be determined to be invalid, illegal or unenforceable, the validity, legality and enforceability of the remaining provisions hereof shall not in any way be affected or impaired thereby.

Section 6.07. Benefits of Agreement.

Nothing herein, express or implied, shall give to any Person, other than the parties hereto and their successors hereunder, any benefit or any legal or equitable right, remedy or claim hereunder.

Section 6.08. Entire Agreement.

This Agreement shall constitute the entire agreement between the parties hereto relative to the Bank acting as Paying Agent and Bond Registrar, except as described in Section 6.09 hereof.

Section 6.09. Conflicts.

If the terms of this Agreement conflict with the terms of the Bond Resolution, the terms of the Bond Resolution shall control.

Section 6.10. Counterparts.

This Agreement may be executed in any number of counterparts, each of which shall be deemed an original and all of which shall constitute one and the same Agreement.

Section 6.11. Term and Termination.

This Agreement shall be effective from and after its date and until the Bank resigns as permitted under this Section 6.11; provided, however, that no such termination shall be effective until a successor has been appointed and has accepted the duties of the Bank hereunder.

The Bank may resign at any time by giving written notice thereof to the Issuer. If the Bank shall resign, or become incapable of acting, the Issuer shall promptly appoint a successor Paying Agent and Bond

U.S. Bank Confidential Page 7 of 10

Registrar. If an instrument of acceptance by a successor Paying Agent and Bond Registrar shall not have been delivered to the Bank within thirty 30 days after the Bank gives notice of resignation, the Bank may petition any court of competent jurisdiction at the expense of the Issuer for the appointment of a successor Paying Agent and Bond Registrar. In the event of resignation of the Bank as Paying Agent and Bond Registrar, upon the written request of the Issuer and upon payment of all amounts owing to the Bank hereunder the Bank shall deliver to the Issuer or its designee all funds and unauthenticated Bonds, and a copy of the Bond Register. The provisions of Section 2.02 and Section 5.08 hereof shall survive and remain in full force and effect following the termination of this Agreement.

Section 6.12. Governing Law.

This Agreement shall be construed in accordance with and shall be governed by the laws of the State of Georgia.

Section 6.13. Documents to be Filed with Bank.

At the time of the Bank's appointment as Paying Agent and Bond Registrar, the Issuer shall file with the Bank the following documents: (a) a specimen Bond; (b) a copy of the opinion of bond counsel provided to the Issuer in connection with the issuance of the Bonds; and (c) such other information that the Bank may request.

Section 6.14. Patriot Act Compliance.

To help the government fight the funding of terrorism and money laundering activities, Federal law requires all financial institutions, including the Bank, to obtain, verify and record information that identifies each person who opens an account. For a non-individual person such as a business entity, a charity, a Trust or other legal entity including the Issuer, the Bank requires documentation to verify its formation and existence as a legal entity. The Bank is also permitted to request financial statements, licenses, identification and authorization documents from individuals claiming authority to represent the Issuer or other relevant documentation.

U.S. Bank Confidential Page 8 of 10

IN WITNESS WHEREOF, the Issuer and the Bank have caused this agreement to be executed in their respective names by their duly authorized representatives, in two counterparts, each of which shall be deemed an original.

CITY OF BROOKHAVEN, GEORGIA, as Issuer

U.S. BANK NATIONAL ASSOCIATION, as

Paying Agent and Bond Registrar

April Bright

Assistant Vice President

CONTINUING DISCLOSURE CERTIFICATE

This Continuing Disclosure Certificate (this "Disclosure Certificate") is executed and delivered by the City of Brookhaven, Georgia (the "City"), in connection with the issuance by the City of \$38,855,000 in aggregate principal amount of its General Obligation Bonds, Series 2019 (the "Bonds"). The Bonds are being issued pursuant to a resolution of the City adopted on January 22, 2019 (the "Resolution"). The City hereby covenants and agrees as follows:

- Section 1. <u>Purpose of the Disclosure Certificate</u>. This Disclosure Certificate is being executed and delivered by the City for the benefit of the Beneficial Owners (as herein defined) of the Bonds and in order to assist the Participating Underwriter (as herein defined) in complying with the Rule (as herein defined).
- Section 2. <u>Definitions</u>. In addition to the definitions set forth in the Resolution, which apply to any capitalized terms used in this Disclosure Certificate unless otherwise defined in this Section, the following capitalized terms shall have the following meanings:

"Annual Report" shall mean any Annual Report provided by the City pursuant to the Rule and this Disclosure Certificate.

"Beneficial Owners" shall mean any person who (a) has the power, directly or indirectly, to vote or consent with respect to, or to dispose of ownership of, any Bonds (including persons holding Bonds through nominees, depositories or other intermediaries) or (b) is treated as the owner of any Bonds for federal income tax purposes.

"City" shall mean the City of Brookhaven, Georgia, a municipal corporation of the State of Georgia, its successors and assigns.

"Dissemination Agent" shall mean any Dissemination Agent designated in writing by the City and which has filed with the City a written acceptance of such designation.

"EMMA" shall mean MSRB's Electronic Municipal Market Access system, as described in 1934 Act Release No. 59062 and maintained by the MSRB for the purposes of the Rule as further described herein.

"Fiscal Year" shall mean any period of twelve consecutive months adopted by the City as its fiscal year for financial reporting purposes and shall initially mean the period beginning on January 1 of each calendar year and ending December 31 of the same calendar year.

"Listed Events" shall mean any of the events listed in Section 5(a) of this Disclosure Certificate.

"MSRB" shall mean the Municipal Securities Rulemaking Board, or any successor thereto.

"Official Statement" shall mean the Official Statement of the City relating to the Bonds.

"Participating Underwriter" shall mean Robert W. Baird & Co., Inc.

"Rule" shall mean Rule 15c2-12 adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

"State" shall mean the State of Georgia.

Section 3. Provision of Annual Reports.

- (a) The City shall, or shall cause the Dissemination Agent (if any) to provide, not later than 270 days after the end of the City's Fiscal Year (the "Reporting Date"), beginning for the Fiscal Year ending December 31, 2018, provide to EMMA in an electronic format prescribed by the MSRB an Annual Report which is consistent with the requirements of Section 4 of this Disclosure Certificate. The Annual Report may be submitted as a single document or as separate documents comprising a package, and may cross-reference other information as provided in Section 4 of this Disclosure Certificate; provided, however, that if audited financial statements are unavailable, unaudited financial statements may be submitted so long as such audited financial statements are furnished when available.
 - (b) The City or the Dissemination Agent (if any) shall:
 - (i) determine each year prior to the Reporting Date the appropriate electronic format prescribed by the MSRB for filing with the MSRB and the proper form of such filing;
 - (ii) if the Annual Report (or the audited financial statements which were to be separately submitted) is not filed by the date required in subsection (a), send a notice, in a timely manner to EMMA in an electronic format prescribed by the MSRB in substantially the form attached hereto as Exhibit A; and
 - (iii) if the Dissemination Agent is other than the City, file a report with the City certifying that the Annual Report has been provided pursuant to this Disclosure Certificate and the date provided.
- Section 4. <u>Content of Annual Reports</u>. The City's Annual Report for each Fiscal Year shall contain or incorporate by reference the following:
 - (a) The financial statements of the City for the preceding Fiscal Year, which must be prepared in accordance with generally accepted accounting principles as in effect

from time to time. If audited financial statements of the City are not yet available, the unaudited financial statements of the City shall be provided, and when audited financial statements of the City are available, the audited financial statements of the City shall be substituted for the unaudited financial statements. Each set of such audited financial statements shall be accompanied by an audit report resulting from an audit conducted by an independent certified public accountant or firm of independent public accountants in conformity with generally accepted auditing standards.

- (b) If generally accepted accounting standards changed from the previous Fiscal Year and if such changes are material to the City, a narrative description (as required by Section 8 of this Disclosure Certificate) of the impact of the changes on the City.
- (c) A statement indicating that the City's Fiscal Year has not changed, or, if the Fiscal Year has changed, a statement indicating the new Fiscal Year.
- (d) To the extent not included in items provided pursuant to subsection (a) above, information for the Fiscal Year of the type set forth in the Official Statement under the following headings: "CITY AD VALOREM TAXATION Property Tax Collections," "– Property Tax Millage Rates," "– Ad Valorem Property Tax Digest," and "– Ten Largest Taxpayers."

Any or all of the items listed above may be incorporated by reference from other documents, including official statements of debt issues of the City or related public entities, which have been submitted to the MSRB or the Securities and Exchange Commission. If the document incorporated by reference is a final official statement, it must be available from the MSRB in an electronic format prescribed by the MSRB. The City shall clearly identify each such other document so incorporated by reference. All of the documents provided to EMMA shall be accompanied by identifying information prescribed by the MSRB.

Section 5. Reporting of Significant Events.

- (a) Within ten (10) business days of the occurrence of one of the following Listed Events, the City or the Dissemination Agent (if any) shall file a notice of such occurrence with EMMA.
 - (i) Principal and interest payment delinquencies.
 - (ii) Non-payment related defaults, if material.
 - (iii) Unscheduled draws on debt service reserves reflecting financial difficulties.
 - (iv) Unscheduled draws on credit enhancements reflecting financial difficulties.

- (v) Substitution of credit or liquidity providers, or their failure to perform.
- (vi) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, or a Notice of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other events affecting the tax status of the Bonds.
 - (vii) Modification to rights of Beneficial Owners, if material.
 - (viii) Bond calls, if material, and tender offers.
 - (ix) Defeasances.
- (x) Release, substitution or sale of property securing repayment of the Bonds, if material.
 - (xi) Rating changes.
- (xii) Bankruptcy, insolvency, receivership, or a similar proceeding by an obligated person.
- (xiii) Consummation of a merger, consolidation, acquisition involving an obligated person, or sale of all or substantially all of the assets of an obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material.
- (xiv) Appointment of an additional or a successor trustee, or the change in name of a trustee, if material.
- (b) The content of any notice of the occurrence of a listed event under subsection (a) above shall be determined by the City and shall be in substantially the form attached hereto as Exhibit B.
- (c) All of the documents provided to EMMA shall be accompanied by identifying information prescribed by the MSRB.
- Section 6. <u>Termination of Reporting Obligation</u>. The City's obligations under this Disclosure Certificate shall terminate upon the legal defeasance, prior redemption or payment in full of all of the Bonds. If the City's obligations are assumed in full by some other entity, such person shall be responsible for compliance with this Disclosure Certificate in the same manner as if it were the City and the City shall have no further responsibility hereunder. The City will provide notice of such termination to EMMA in an electronic format as prescribed by the MSRB.

Section 7. <u>Dissemination Agent</u>. The City may, from time to time, appoint a Dissemination Agent to assist it in carrying out its obligations under this Disclosure Certificate, and the City may, from time to time, discharge the Dissemination Agent, with or without appointing a successor Dissemination Agent.

Section 8. <u>Amendment</u>. This Disclosure Certificate may not be amended unless independent counsel experienced in securities law matters has rendered an opinion to the City to the effect that the amendment does not violate the provisions of the Rule.

In the event that this Disclosure Certificate is amended or any provision of this Disclosure Certificate is waived, the first Annual Report containing any amended, or omitting any waived, operating data or financial information shall explain, in narrative form, the reasons for the amendment or waiver and the impact of the change in the type of operating data or financial information being provided in the Annual Report. If the amendment or waiver relates to the accounting principles to be followed in preparing financial statements, the Annual Report for the year in which the change is made shall present a comparison between the financial statements or information prepared on the basis of the new accounting principles and those prepared on the basis of the former accounting principles. The comparison shall include a qualitative discussion of the differences in the accounting principles and impact of the change in the accounting principles on the presentation of the financial information. To the extent reasonably feasible, the comparison must also be quantitative. A notice of the change in the accounting principles shall be filed with the MSRB in an electronic format as prescribed by the MSRB (which, as of the date hereof, is EMMA) on or before the effective date of any such amendment or waiver.

Section 9. <u>Additional Information</u>. Nothing in this Disclosure Certificate shall be deemed to prevent the City from disseminating any other information, using the means of dissemination set forth in this Disclosure Certificate or any other means of communication, or including any other information in any Annual Report or notice of occurrence of a Listed Event in addition to that which is required by this Disclosure Certificate. If the City chooses to include any information in any Annual Report or notice of occurrence of a Listed Event in addition to that which is specifically required by this Disclosure Certificate, the City shall have no obligation under this Disclosure Certificate to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event.

Section 10. <u>Default</u>. In the event of a failure of the City to comply with any provision of this Disclosure Certificate, any Beneficial Owner may initiate an action against the City to compel performance. A default under this Disclosure Certificate shall not be deemed a "default" or an "event of default" under the Resolution, and the sole remedy under this Disclosure Certificate in the event of any failure of the City to comply with this Disclosure Certificate shall be an action to compel performance.

Section 11. <u>Duties, Immunities and Liabilities of Dissemination Agent</u>. The Dissemination Agent (if any) shall have only such duties as are specifically set forth in this Disclosure Certificate. The Dissemination Agent may consult with counsel (who may, but need not, be counsel for the City), and the opinion of such counsel shall be full and complete

authorization and protection in respect of any action taken or suffered by it hereunder in good faith and in accordance with the opinion of such counsel.

- Section 12. <u>Beneficiaries</u>. This Disclosure Certificate shall inure solely to the benefit of the City, the Participating Underwriter, and Beneficial Owners from time to time of the Bonds, and shall create no rights in any other person or entity.
- Section 13. <u>Counterparts</u>. This Disclosure Certificate may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.
- Section 14. <u>Governing Law</u>. This Disclosure Certificate shall be governed by and construed in accordance with the laws of the State of Georgia.
- Section 15. <u>Severability</u>. In case any one or more of the provisions of this Disclosure Certificate shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provision of this Disclosure Certificate, but this Disclosure Certificate shall be construed and enforced as if such illegal or invalid provision had not been contained herein.

WITNESS my hand and the seal of the City this 22nd day of January, 2019.

CITY OF BROOKHAVEN, GEORGIA

(SEAL)

Attest:

Jussen Hiolo

(Continuing Disclosure Certificate)

EXHIBIT A

NOTICE OF FAILURE TO FILE ANNUAL REPORT

Name of Issuer:	City of Brookhaven, Georgia
Name of Bond Issue:	\$38,855,000 City of Brookhaven, Georgia General Obligation Bonds, Series 2019
CUSIP Number(s) ¹	
Date of Issuance:	January 31, 2019
corporation of the Starrespect to the above-ca January 22, 2019. This not	E IS HEREBY GIVEN that the City of Brookhaven, Georgia, a municipal te of Georgia (the "City") has not provided an Annual Report due with aptioned Bonds as required by its Continuing Disclosure Certificate, dated The City anticipates that the Annual Report will be filed by tice is based on the best information available at the time of dissemination. In this provides that the directed to
Dated:	
	CITY OF BROOKHAVEN, GEORGIA
	Name:
	Title:

¹ No representation is made as to the correctness of the CUSIP number(s) either as printed on the Bonds or as contained herein, and reliance may only be placed on other bond identification contained herein.

EXHIBIT B

NOTICE OF [INSERT THE LISTED EVENT]

Relating to

\$38,855,000 CITY OF BROOKHAVEN, GEORGIA GENERAL OBLIGATION BONDS, SERIES 2019

CUSIP NUMBERS¹

Notice is hereby given that [insert the Listed Event] has occurred with respect to the above-captioned bonds (the "Bonds"). [Describe circumstances leading up to the event, action being taken and anticipated impact.]

[Notice of the Listed Events described in Section 5(a)(ix) shall include the following:

The City of Brookhaven, Georgia (the "City") has reserved the right to redeem such refunded or defeased bonds prior to their stated maturity date in accordance with the optional redemption provisions of said defeased bonds.

OR

The City has covenanted not to exercise any optional redemption provisions under the Resolution; however, the sinking fund provision will survive the defeasance.

AND

The Bonds have been defeased to	o [maturity/the first call date, which is
]. This notice does not con	stitute a notice of redemption and no
Bonds should be delivered to the City or	to the Paying Agent as a result of this
mailing. A Notice of Redemption instruct	ing you where to submit your Bonds for
payment will be mailed to	days prior to the redemption date.]

-

¹ No representation is made as to the correctness of the CUSIP number(s) either as printed on the Bonds or as contained herein, and reliance may only be placed on other bond identification contained herein.

dissemination and is not guaranteed	on the best information available at the time of as to accuracy or completeness. Any questions and to [insert instructions for presenting securities, if
Dated:	CITY OF BROOKHAVEN, GEORGIA
	Name:

PRELIMINARY OFFICIAL STATEMENT DATED JANUARY 15, 2019

NEW ISSUE - BOOK ENTRY ONLY

RATINGS: Moody's: "Aaa"

S&P: "AAA"

(See "MISCELLANEOUS—Ratings")

In the opinion of Bond Counsel, subject to the limitations and conditions described herein, and assuming compliance by the City with certain covenants, interest on the Bonds (including any original issue discount properly allocable to a holder thereof) is exempt from present State of Georgia income taxation, is excluded from gross income for federal income tax purposes, and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals.

\$40,000,000* CITY OF BROOKHAVEN, GEORGIA GENERAL OBLIGATION BONDS, SERIES 2019

Dated: Date of Issuance

Due: July 1, as shown on the inside cover

The City of Brookhaven, Georgia, a municipal corporation of the State of Georgia (the "City"), is issuing its General Obligation Bonds, Series 2019 (the "Bonds") in fully registered form and in denominations of \$5,000, or any integral multiple thereof, for the purpose of (a) financing certain capital projects and (b) paying the costs of issuing the Bonds. See "PLAN OF FINANCING."

The Bonds are direct and general obligations of the City. The principal of and interest on the Bonds are payable from an advalorem tax, unlimited as to rate or amount, to be levied upon all taxable property within the City subject to taxation for general obligation bond purposes. See "THE BONDS – Security and Sources of Payment for the Bonds" and "CITY AD VALOREM TAXATION."

Interest on the Bonds is payable semiannually on January 1 and July 1 of each year (each such date, an "Interest Payment Date"), commencing January 1, 2020, by U.S. Bank National Association, as Paying Agent, to the owners thereof as shown on the registration books maintained by U.S. Bank National Association, as Bond Registrar. The Bonds bear interest from the Interest Payment Date next preceding their date of authentication, except as provided herein. See "THE BONDS – Description."

The Bonds will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"). DTC will act as securities depository for the Bonds. Purchases will be made only in book-entry form through the Direct Participants and Indirect Participants (as herein defined), and no physical delivery of the Bonds will be made to Beneficial Owners (as herein defined). Payment of principal of and interest on the Bonds will be made to Beneficial Owners by DTC through its Direct Participants and Indirect Participants. As long as Cede & Co. is the registered owner of the Bonds, as nominee of DTC, references herein to the holders of the Bonds or registered owners shall mean Cede & Co., as aforesaid, and shall not mean the Beneficial Owners of the Bonds. See "THE BONDS – Book-Entry Only System."

THIS COVER PAGE CONTAINS CERTAIN INFORMATION FOR QUICK REFERENCE ONLY. IT IS NOT A SUMMARY OF THIS ISSUE. INVESTORS MUST READ THE ENTIRE OFFICIAL STATEMENT TO OBTAIN INFORMATION ESSENTIAL TO MAKING AN INFORMED INVESTMENT DECISION.

The Bonds are offered when, as, and if issued by the City and accepted by the Underwriter, subject to prior sale, to the withdrawal or modification of the offer without notice, and to the approving opinion of Murray Barnes Finister LLP, Atlanta, Georgia, as Bond Counsel and Disclosure Counsel to the City. Certain matters will be passed upon for the City by Balch Law Group, Atlanta, Georgia. Davenport & Company LLC is acting as the City's financial advisor. The Bonds are expected to be delivered through DTC in New York, New York on or about January 31, 2019.

Dated:	,	2019

^{*}Preliminary, subject to change.

MATURITIES, PRINCIPAL AMOUNTS, INTEREST RATES, YIELDS AND CUSIP NOS.

Maturity	Principal	Interest		
July 1	Amount*	<u>Rate</u>	<u>Yield</u>	<u>CUSIP No.</u> †
2020	\$ 775,000			
2021	805,000			
2022	830,000			
2023	860,000			
2024	890,000			
2025	920,000			
2026	955,000			
2027	985,000			
2028	1,020,000			
2029	1,055,000			
2030	1,095,000			
2031	1,130,000			
2032	1,170,000			
2033	1,210,000			
2034	1,255,000			
2035	1,300,000			
2036	1,345,000			
2037	1,390,000			
2038	1,440,000			
2039	1,490,000			
2040	1,540,000			
2041	1,595,000			
2042	1,650,000			
2043	1,710,000			
2044	1,770,000			
2045	1,830,000			
2046	1,895,000			
2047	1,960,000			
2048	2,030,000			
2049	2,100,000			

[†] CUSIP is a registered trademark of the American Bankers Association. CUSIP data contained herein is provided by Standard & Poor's, CUSIP Service Bureau, a division of The McGraw Hill Companies, Inc. CUSIP numbers have been assigned by an independent company not affiliated with the City or the Underwriter and are intended solely for the convenience of the holders of the Bonds. Neither the City nor the Underwriter is responsible for the selection or uses of these CUSIP numbers, and no representation is made as to their correctness on the Bonds as indicated above.

CITY OF BROOKHAVEN, GEORGIA

Mayor and City Council

John A. Ernst, Jr., Mayor Linley Jones John Park Bates Mattison Joe Gebbia

City Staff

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CITY AUDITOR

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BOND COUNSEL AND DISCLOSURE COUNSEL

Murray Barnes Finister LLP Atlanta, Georgia

FINANCIAL ADVISOR

Davenport & Company LLC Atlanta, Georgia

No dealer, broker, salesman or other person has been authorized to give any information or to make any representations other than those contained in this Official Statement and the Appendices hereto and, if given or made, such other information or representations must not be relied upon as having been authorized by the City or the Underwriter. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Bonds by any person, in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale. The information set forth herein has been obtained from the City and other sources which are deemed to be reliable. The Underwriter has provided the following sentence for inclusion in this Official Statement: The Underwriter has reviewed this Official Statement in accordance with, and as part of, its responsibilities to investors under the Federal securities laws as applied to the facts and circumstances of this transaction, but the Underwriter does not guarantee the accuracy or completeness of such information. The information and expression of opinions herein are subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder shall under any circumstances create an implication that there has been no change in the affairs of the City since the date hereof.

THE PRICES AT WHICH THE BONDS ARE OFFERED TO THE PUBLIC MAY VARY FROM THE INITIAL PUBLIC OFFERING PRICES APPEARING ON THE INSIDE COVER PAGE HEREOF. IN ADDITION, THE UNDERWRITER MAY ALLOW CONCESSIONS OR DISCOUNTS FROM SUCH INITIAL PUBLIC OFFERING PRICES TO DEALERS AND OTHERS, AND THE UNDERWRITER MAY ENGAGE IN TRANSACTIONS INTENDED TO STABILIZE THE PRICES OF THE BONDS AT LEVELS ABOVE THOSE WHICH MIGHT OTHERWISE PREVAIL IN THE OPEN MARKET. SUCH STABILIZING, IF COMMENCED, MAY BE DISCONTINUED AT ANY TIME.

THE BONDS HAVE NOT BEEN REGISTERED WITH THE SECURITIES AND EXCHANGE COMMISSION UNDER THE SECURITIES ACT OF 1933, AS AMENDED, NOR HAS THE RESOLUTION BEEN QUALIFIED UNDER THE TRUST INDENTURE ACT OF 1939, AS AMENDED, IN RELIANCE UPON CERTAIN EXEMPTIONS SET FORTH IN SUCH ACTS. THE REGISTRATION, QUALIFICATION OR EXEMPTION OF ANY BONDS IN ACCORDANCE WITH THE APPLICABLE SECURITIES LAW PROVISIONS OF THE JURISDICTIONS WHEREIN THESE SECURITIES HAVE BEEN REGISTERED, QUALIFIED OR EXEMPTED SHOULD NOT BE REGARDED AS A RECOMMENDATION THEREOF.

IN MAKING AN INVESTMENT DECISION INVESTORS MAY RELY ON THEIR OWN EXAMINATION OF THE CITY AND THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED. THESE SECURITIES HAVE NOT BEEN RECOMMENDED BY ANY FEDERAL OR STATE SECURITIES COMMISSION OR REGULATORY AUTHORITY. FURTHERMORE, THE FOREGOING AUTHORITIES HAVE NOT CONFIRMED THE ACCURACY OR DETERMINED THE ADEQUACY OF THIS DOCUMENT. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

For purposes of compliance with Securities and Exchange Commission Rule 15c2-12 ("Rule 15c2-12") and in effect on the date hereof, this Preliminary Official Statement constitutes an official statement of the City that has been deemed final by the City as of its date except for the omission of no more than the information permitted by Rule 15c2-12.

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\$40,000,000° CITY OF BROOKHAVEN, GEORGIA GENERAL OBLIGATION BONDS, SERIES 2019

SUMMARY STATEMENT

The following information is furnished solely to provide limited introductory information regarding the terms of the Bonds (as hereinafter defined) and does not purport to be comprehensive. Such information is qualified in its entirety by reference to the more detailed descriptions appearing in the Official Statement. No person is authorized to detach this Summary Statement from the Official Statement or to otherwise use it without the entire Official Statement.

The City

The City of Brookhaven, Georgia (the "City" or "Brookhaven") is a municipal corporation of the State. The City is located in the northwest suburbs of the City of Atlanta and is the largest city in DeKalb County, Georgia (the "County" or "DeKalb County"). The City had an estimated population of 53,518 as of July 1, 2017 (the most recent information available). See "THE CITY."

Purpose of the Bonds

The City is issuing its General Obligation Bonds, Series 2019 (the "Bonds") for the purpose of (a) financing certain capital projects (the "Projects") and (b) paying the costs of issuing the Bonds. See "PLAN OF FINANCING."

Security and Sources of Payment for the Bonds

The Bonds are direct and general obligations of the City. The principal of and interest on the Bonds are payable from an ad valorem tax, unlimited as to rate or amount, which may be levied upon all taxable property within the territorial limits of the City subject to taxation for general obligation bond purposes. See "THE BONDS – Security and Sources of Payment for the Bonds" and "CITY AD VALOREM TAXATION."

Description of the Bonds

Redemption. The Bonds are subject to redemption prior to their respective maturities. See "THE BONDS - Redemption."

Denominations. The Bonds are issuable in denominations of \$5,000 or any integral multiple thereof.

Book-Entry Bonds. The Bonds will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"). DTC will act as securities depository for the Bonds. Purchases will be made only in book-entry form through the Direct Participants and Indirect Participants (as herein defined), and no physical delivery of the Bonds will be made to Beneficial Owners (as herein defined). Payment of principal of and interest on the Bonds will be made to Beneficial Owners by DTC through its Direct Participants and Indirect Participants. As long as Cede & Co. is the registered owner of the Bonds, as nominee of DTC, references herein to the holders of the Bonds or registered owners shall mean Cede & Co., as aforesaid, and shall not mean the Beneficial Owners of the Bonds. See "THE BONDS – Book-Entry System of Registration."

Book-Entry Bonds. The Bonds will be issued in book-entry form ("Book-Entry Form") and will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York (the "Securities Depository"). The Securities Depository will act as securities depository for the Bonds. Purchases will

^{*}Throughout this Preliminary Official Statement, an asterisk indicates that the information is preliminary and subject to change.

be made only through the Participants (as herein defined) in the Securities Depository, and no physical delivery of the Bonds will be made to Beneficial Owners (as hereinafter defined). Payment of principal of and interest on the Bonds will be made to Beneficial Owners by the Securities Depository through its Participants. Registrations of transfers and exchanges shall be made in accordance with the rules of the Securities Depository. See "THE BONDS – Book-Entry Only System" and Appendix D.

Payments. Interest on the Bonds will be payable semiannually on January 1 and July 1 of each year until maturity (each an "Interest Payment Date"), commencing January 1, 2020. Principal of the Bonds will be payable at the times and in the amounts shown on the inside front cover of this Official Statement. When in book-entry form, payment of the principal of and interest on the Bonds will be made by the Paying Agent directly to Cede & Co., as nominee of DTC, and will subsequently be disbursed to Direct Participants and Indirect Participants and thereafter to Beneficial Owners of the Bonds. See "THE BONDS – Book-Entry System of Registration."

When not in book-entry form, interest on the Bonds is payable by check or draft mailed to the registered owners thereof at the addresses which appear on the bond registration books of the Bond Registrar as of the close of business on the fifteenth calendar day of the month preceding each Interest Payment Date (the "Record Date"). When not in book-entry form, the principal of the Bonds is payable upon surrender thereof at the corporate trust office of the Paying Agent in Atlanta, Georgia. See "THE BONDS – Description."

For a more complete description of the Bonds, see "THE BONDS."

Tax Exemption

In the opinion of Bond Counsel, subject to the limitations and conditions described herein and assuming compliance by the City with certain covenants, interest on the Bonds (including any original issue discount properly allocable to a holder thereof) is exempt from present State of Georgia income taxation, is excluded from gross income for federal income tax purposes, and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals. See "LEGAL MATTERS – Tax Exemption" herein and Appendix B hereto for the form of the opinion Bond Counsel proposes to deliver in connection with the issuance of the Bonds.

Bond Registrar and Paying Agent

U.S. Bank National Association will act as Bond Registrar and as Paying Agent for the Bonds. The corporate trust office of U.S. Bank National Association in Atlanta is located at 1349 West Peachtree Street, Suite 1050, Atlanta, Georgia 30309.

Professionals Involved in the Offering

Certain legal matters pertaining to the City and its authorization and issuance of the Bonds are subject to the approving opinion of Murray Barnes Finister LLP, Bond Counsel and Disclosure Counsel to the City. Copies of the opinion will be available at the time of delivery of the Bonds, and a copy of the proposed form of the opinion is attached hereto as Appendix B. Certain legal matters will be passed on for the City by its counsel, Balch Law Group. See "LEGAL MATTERS." Davenport & Company LLC is acting as the City's financial advisor (the "Financial Advisor"). The financial statements of the City for the fiscal year ended December 31, 2017 attached hereto as Appendix A have been audited by Mauldin & Jenkins, LLC, to the extent and for the period indicated in its report thereon which appears in Appendix A hereto. See "MISCELLANEOUS — Financial Advisor and "— Independent Auditors."

Authority for Issuance

The Bonds are being issued pursuant to the Constitution and laws of the State of Georgia including particularly (a) an election held on November 6, 2018 (the "Election") and (b) a resolution of the Council of the City of Brookhaven adopted on ______, 2019 (the "Bond Resolution"). In the Election, 60% of the voters voted in favor of the issuance of the Bonds.

Offering and Delivery of the Bonds

The Bonds are offered when, as, and if issued by the City and accepted by the Underwriter, subject to prior sale and to withdrawal or modification of the offer without notice. The Bonds in definitive form are expected to be delivered through The Depository Trust Company in New York. New York, on or about January 31, 2019.

Continuing Disclosure

The City has covenanted for the benefit of the owners of the Bonds in a Disclosure Certificate (the "Disclosure Certificate") to provide (a) certain financial information and operating data relating to the City (the "Operating and Financial Data") annually to the Municipal Securities Rulemaking Board's (the "MSRB") Electronic Municipal Market Access System ("EMMA") and (b) notices of the occurrence of certain events within 10 business days of their occurrence (the "Events Notices") to EMMA. The City's undertaking to provide Operating and Financial Data and Events Notices is described in the Continuing Disclosure Certificate, a form of which is attached as Appendix C hereto. The covenants have been made in order to assist the Underwriter in complying with Securities and Exchange Commission Rule 15c2-12 (the "Rule").

The City entered into its first continuing disclosure undertaking pursuant to the Rule in connection with the issuance on October 3, 2018 of the City of Brookhaven Public Facilities Authority Revenue Bonds (Peachtree Creek Greenway Project), Series 2018 in the original aggregate principal amount of \$12,640,000.

Other Information

This Official Statement speaks only as of its date, and the information contained herein is subject to change.

This Official Statement contains forecasts, projections and estimates that are based on current expectations but are not intended as representations of fact or guarantees of results. If and when included in this Official Statement, the words "expects," "forecasts," "projects," "intends," "anticipates," "estimates" and analogous expressions are intended to identify forward-looking statements as defined in the Securities Act of 1933, as amended, and any such statements inherently are subject to a variety of risks and uncertainties, which could cause actual results to differ materially from those contemplated in such forward-looking statements. These forward-looking statements speak only as of the date of this Official Statement. The City disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statement contained herein to reflect any change in its expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based.

This Official Statement and the Appendices hereto contain brief descriptions of, among other matters, the City, the Bonds, and the security and sources of payment for the Bonds. Such descriptions and information do not purport to be comprehensive or definitive. The summaries of various constitutional provisions, statutes, the Bond Resolution, and other documents are intended as summaries only and are qualified in their entirety by reference to such laws and documents, and references herein to the Bonds are qualified in their entirety to the form thereof included in the Bond Resolution. Copies of the Bond Resolution and other documents and information are available, upon request and upon payment to the City of a charge for copying, mailing and handling, from City of Brookhaven, Georgia, 4362 Peachtree Road, Brookhaven, Georgia 30319, Attention: Chief Financial Officer, telephone: (404) 637-0620. During the period of the offering of the Bonds, copies of such documents are available, upon request and upon payment to the Financial Advisor of a charge for copying, mailing and handling, from Davenport & Company LLC, 3350 Riverwood Parkway, Suite 1900, Atlanta, Georgia 30339, telephone: (404) 825-9467.

PLAN OF FINANCING

Sources and Applications of Funds*

The sources and applications of funds in connection with the issuance of the Bonds are set forth below.

Sources of Funds:

Par Amount of Bonds
Plus: Net Original Issue Premium
Total Sources of Funds

Application of Funds:
Projects
Costs of Issuance⁽¹⁾
Total Application of Funds

Projects

A portion of the proceeds of the Bonds will be used to finance the Projects. The Projects consist of the City Council approved Parks and Recreational Master Plans and other related park amenities, equipment and real and personal property useful or desirable in connection therewith. The proceeds of the Bonds that will be used to pay the costs of the Projects and the costs of issuing the Bonds will be remitted to the City and deposited into a segregated fund maintained by the City. Prior to the expenditure of the proceeds of the Bonds held by the City, such moneys will be invested as described herein.

Investment of Bond Proceeds.

The Bond proceeds in the Project Fund will be invested pending their disbursement. Section 36-82-7 of the Official Code of Georgia Annotated provides that the proceeds of the Bonds may be invested and reinvested by the governing authority of the City in the following investments:

- (1) the local government investment pool created in Chapter 83 of Title 36 of the Official Code of Georgia Annotated;
- (2) bonds or obligations of the County or of the State of Georgia or other states and bonds or obligations of other counties, municipal corporations, and political subdivisions of the State of Georgia;
- (3) bonds or other obligations of the United States or of subsidiary corporations of the United States government which are fully guaranteed by such government;
- (4) obligations of and obligations guaranteed by agencies or instrumentalities of the United States government issued by the Federal Land Bank, the Federal Home Loan Bank, the Federal Intermediate Credit Bank, the Bank for Cooperatives, and any other such agency or instrumentality now or hereafter in existence, provided however, that all such obligations shall have a current credit rating from a nationally recognized rating service of at least one of the three highest rating categories available and have a nationally recognized market;
- (5) bonds or other obligations issued by any public housing agency or municipal corporation in the United States, which such bonds or obligations are fully secured as to the payment of both principal and interest by a pledge of annual contributions under an annual contributions contract or contracts with the United States government, or project notes issued by any public housing agency, urban renewal agency, or

⁽¹⁾ Includes Underwriter's discount, legal and accounting fees, rating agency fees, printing costs, validation court costs and other costs of issuance.

municipal corporation in the United States which are fully secured as to payment of both principal and interest by a requisition, loan, or payment agreement with the United States government;

- certificates of deposit of national or state banks located within the State of Georgia which have deposits insured by the Federal Deposit Insurance Corporation and certificates of deposit of federal savings and loan associations and state building and loan or savings and loan associations located within the State of Georgia which have deposits insured by the Savings Association Insurance Fund of the Federal Deposit Insurance Corporation or the Georgia Credit Union Deposit Insurance Corporation, including the certificates of deposit of any bank, savings and loan association, or building and loan association acting as depository, custodian, or trustee for any such bond proceeds, provided the portion of the certificates of deposit in excess of the amount insured by the Federal Deposit Insurance Corporation, the Savings Association Insurance Fund of the Federal Deposit Insurance Corporation, or the Georgia Credit Union Deposit Insurance Corporation, if any, must be secured by deposit, with the Federal Reserve Bank of Atlanta, Georgia, or with any national or state bank or federal savings and loan association or state building and loan or savings and loan association located within the State of Georgia, of one or more of the following securities in an aggregate principal amount equal at least to the amount of such excess: direct and general obligations of the State of Georgia or of any county or municipal corporation in the State of Georgia, obligations of the United States or subsidiary corporations described in (3) above, obligations of the agencies of the United States government described in (4) above, or bonds, obligations, or project notes of public housing agencies, urban renewal agencies, or municipalities described in (5) above;
- (7) securities of or other interests in any no-load, open-end management type investment company or investment trust registered under the Investment Company Act of 1940, as from time to time amended, or any common trust fund maintained by any bank or trust company which holds such proceeds as trustee or by an affiliate thereof so long as:
 - (a) the portfolio of such investment company or investment trust or common trust fund is limited to the obligations described in paragraph (3) and (4) above and repurchase agreements fully collateralized by any such obligations,
 - (b) such investment company or investment trust or common trust fund takes delivery of such collateral either directly or through an authorized custodian,
 - (c) such investment company or investment trust or common trust fund is managed so as to maintain its shares at a constant net asset value, and
 - (d) securities of or other interests in such investment company or investment trust or common trust fund are purchased and redeemed only through the use of national or state banks having corporate trust powers and located within the State of Georgia; and
- (8) interest-bearing time deposits, repurchase agreements, reverse repurchase agreements, rate guarantee agreements, or other similar banking arrangements with a bank or trust company having capital and surplus aggregating at least \$50 million or with any government bond dealer reporting to, trading with, and recognized as a primary dealer by the Federal Reserve Bank of New York having capital aggregating at least \$50 million or with any corporation which is subject to registration with the Board of Governors of the Federal Reserve System pursuant to the requirements of the Bank Holding Company Act of 1956, provided that each such interest-bearing time deposit, repurchase agreement, reverse repurchase agreement, rate guarantee agreement, or other similar banking arrangement shall permit the moneys so placed to be available for use at the time provided with respect to the investment or reinvestment of such moneys.

THE BONDS

Description

The Bonds will be dated their date of issuance and will bear interest at the rates specified on the cover page of this Official Statement (computed on the basis of a 360-day year of twelve 30-day months) from the Interest Payment Date next preceding their date of authentication to which interest has been paid (unless their date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless their date of authentication is after a Record Date but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless their date of authentication is before the first Interest Payment Date, in which case from their date of issuance). Interest will be payable semiannually on each Interest Payment Date, commencing January 1, 2020. The principal amount of the Bonds is payable at the times and in the amounts set forth on the cover page of this Official Statement. Both the principal of and interest on the Bonds shall be payable in lawful money of the United States of America.

When in book-entry form, payment of the principal of and interest on the Bonds will be made by the Paying Agent directly to Cede & Co., as nominee of DTC, and will subsequently be disbursed to Direct Participants and Indirect Participants and thereafter to Beneficial Owners of the Bonds. See "THE BONDS – Book-Entry System of Registration."

When not in book-entry form, the principal of the Bonds shall be payable at maturity upon presentation and surrender thereof at the principal corporate trust office of the Paying Agent. When not in book-entry form, payments of interest on the Bonds shall be made by check or draft payable to the registered owner as shown on the bond registration book kept by the Bond Registrar at the close of business on each Record Date, and such payments of interest shall be mailed to the registered owner at the address shown on the bond registration book.

Security and Sources of Payment for the Bonds

In order to pay the principal of and interest on the Bonds, the City will levy an ad valorem tax, unlimited as to rate or amount, upon all taxable property within the City subject to taxation for general obligation bond purposes, including real and personal property, privately owned utilities, motor vehicles, and mobile homes which are not exempt from ad valorem taxes. The City, by and through its City Council, has the autonomous power to set its millage rates and to levy and collect ad valorem taxes. See "CITY AD VALOREM TAXATION" herein. Article IX, Section V, Paragraph VI of the Georgia Constitution requires the City place the ad valorem taxes levied to pay its general obligation bonds in a sinking fund to be used exclusively for paying the principal of and interest on such general obligation bonds. It also requires that the City keep such moneys separate and apart from all other revenues collected by the City.

Enforcement of Remedies

The realization of value from the pledge of the taxing power of the City to the payment of the Bonds upon any default will depend upon the exercise of various remedies specified by Georgia law. These remedies may require judicial actions, which are often subject to discretion and delay and which may be difficult to pursue. The enforceability of rights or remedies with respect to the Bonds may be limited by state and federal laws, rulings, and decisions affecting remedies and by bankruptcy, insolvency, or other laws affecting creditors' rights or remedies heretofore or hereafter enacted to the extent applicable to the Bonds or the City.

Section 36-80-5 of the Official Code of Georgia Annotated provides that no municipality of the State of Georgia shall be authorized to file a petition for relief from payment of its debts as they mature or a petition for composition of its debts under any federal statute providing for such relief or composition or otherwise to take advantage of any federal statute providing for the adjustment of debts of political subdivisions and public agencies and instrumentalities. Section 36-80-5 of the Official Code of Georgia Annotated also provides that no chief executive, mayor, city council or other governmental officer, governing body, or organization shall be empowered to cause or authorize the filing by or on behalf of any municipality created under the Constitution or laws of the State of Georgia, of any petition for relief from payment of its debts as they mature or a petition for composition of its

debts under any federal statute providing for such relief or composition or otherwise to take advantage of any federal statute providing for the adjustment of debts of political subdivisions and public agencies and instrumentalities.

Redemption

The Bonds maturing on or after July 1, 2029* are subject to optional redemption in whole or in part at any time on or after July 1, 2028*, in the order of maturities selected by the City, at a redemption price equal to the principal amount thereof, plus accrued interest to the redemption date.

Notice of any redemption of the Bonds, identifying the Bonds (or any portion of the respective principal sums thereof) to be redeemed, shall be given by the Paying Agent not less than 30 nor more than 60 days prior to the redemption date (a) in accordance with the rules of DTC when the Bonds are in book-entry form and (b) by first-class mail, postage prepaid to all registered owners of the Bonds to be redeemed when the Bonds are no longer in book-entry form. Failure of any holder of any Bond to receive any such notice, or any defect in the notice, shall not affect the validity of the proceedings for such redemption or cause the interest to accrue on the principal amount of the Bonds so designated for redemption after the redemption date.

If at the time of mailing of notice of redemption there have not been deposited with the Paying Agent moneys sufficient to redeem all Bonds called for redemption, such notice will state that it is conditional upon the deposit of the redemption moneys with the Paying Agent not later than the opening of business on the date established for redemption, and such notice will be of no effect unless such moneys are so deposited

Book-Entry Only System

The Bonds initially will be issued solely in book-entry form to be held in the book-entry only system maintained by DTC. So long as such book-entry system is used, only DTC will receive or have the right to receive physical delivery of the Bonds and, except as otherwise provided herein with respect to tenders by beneficial owners of beneficial ownership interests, beneficial owners will not be or be considered to be, and will not have any rights as, owners or holders of the Bonds under the Indenture.

The information set forth in Appendix D about the book-entry only system applicable to the Bonds has been supplied by DTC. Neither the City nor the Underwriter makes any representations, warranties or guarantees with respect to its accuracy or completeness.

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PRINCIPAL AND INTEREST REQUIREMENTS*

The following are the principal and interest payment requirements with respect to the Bonds for the fiscal years shown below.

Fiscal Year Ended December 31	<u>Principal</u> *	Interest	Total Debt <u>Service</u>
2020	\$ 775,000		
2020	805,000		
2022	830,000		
2023	860,000		
2024	890,000		
2025	920,000		
2026	955,000		
2027	985,000		
2028	1,020,000		
2029	1,055,000		
2030	1,095,000		
2031	1,130,000		
2032	1,170,000		
2033	1,210,000		
2034	1,255,000		
2035	1,300,000		
2036	1,345,000		
2037	1,390,000	-	
2038	1,440,000		
2039	1,490,000		
2040	1,540,000		
2041	1,595,000		
2042	1,650,000		
2043	1,710,000		
2044	1,770,000		
2045	1,830,000		
2046	1,895,000		
2047	1,960,000		
2048	2,030,000		
2049	2,100,000		
Total	<u>\$40,000,000</u>		

See "CITY DEBT STRUCTURE" for a description of other tax supported debt of the City.

THE CITY

Introduction

The City is a municipal corporation of the State. After a July 31, 2012 voter referendum approving the establishment of Brookhaven, the City officially became the largest city in DeKalb County, Georgia on December 17, 2012. The City has a current estimated population of 53,518 as of July 1, 2017. Brookhaven is located in the northeast suburbs of the City of Atlanta and is bounded by the Fulton County line to its west, just south of interstate I-85 to its south, the City of Dunwoody at interstate I-285 to its north, and the City of Chamblee to its east. At 11.6 square miles, the area has developed rapidly over the past three decades, and is home to affluent neighborhoods, numerous work-play communities, quality restaurants and shopping, and a large diverse international population.

City Administration and Officials

Under the Charter of the City, the Council is comprised of a mayor and four council members who enact local legislation, determine policies, adopt the City's annual budget and millage rates. The Mayor and Councilmembers are elected for four-year terms with two Councilmembers' terms expiring on odd-numbered years on an alternating basis with the other two Councilmembers' terms.

The City is divided into four council districts. One member is elected from each district, and the Mayor is elected from the City at large. The Mayor is recognized as the head of the City government for all ceremonial purposes and serves as the chair of all meetings of the City Council. The Mayor votes only in the case of a tie or in the case where his or her vote will provide the number of votes necessary for approval of a matter.

Certain other information concerning the City Council members is set forth below:

Name and Office Held	District	Number of Years in Office	Principal Occupation
John A. Ernst, Jr., Mayor	At-Large	3	Attorney
Linley Jones	1	3½	Attorney
John Park	2	4	IT Consultant
Bates Mattison	3	6	Business Owner
Joe Gebbia, Mayor Pro Tem	4	6	Brokerage Executive

The City Manager is appointed by the Mayor and confirmed by the City Council and is responsible for implementing the policies set forth by the Council, overseeing all City employees, and managing the day to day operations of the City. The City Manager is the chief administrative officer of the City and is responsible to the City Council for the proper administration of all affairs of the City.

Christian Sigman, City Manager, was appointed as City Manager on May 10, 2016. He has served in various leadership roles within several cities and counties including Hamilton County, Ohio, City of Cincinnati, and the District of Columbia. In total, Mr. Sigman has over 27 years of local government experience. Mr. Sigman has also served as a strategy consultant with Booz, Allen, Hamilton with an emphasis on financing public safety voice and data systems. He began his public service career as a police officer for Indiana University where he double majored in Psychology and Criminal Justice and went on to earn his MPA at the School of Public and Environmental Affairs. He has attended the Senior Executives in State and Local Government Program at Harvard University. Mr. Sigman is a Credentialed Manager with the International City/County Management Association.

Steven Chapman II, Assistant City Manager and Chief Financial Officer, was appointed to his position in August 2016. Mr. Chapman started his career with a small investment bank in Atlanta and has since served in many roles with federal, county and city governments over his 29-year career. Mr. Chapman is currently working on his PhD dissertation in Public Administration from Florida Atlantic University. Mr. Chapman holds an MS in Finance from Georgia State University's Jack M. Robinson School of Business and a BS in Management from the Georgia Institute of Technology. Mr. Chapman has been a prolific speaker on the topic of government finance at various national, state and local conferences as well as teaching classes at the university level. He previously served six years as a committee member for the GFOA Governmental Budget and Fiscal Policy committee where he championed the most recent best practice in fund balance policy. Mr. Chapman has been on many boards including serving on the Florida League of Cities Pension Investment Advisory Committee.

Employees

The City employed 132 full-time and 50 part-time employees in all departments of government as of January 2019. No employees of the City are represented by labor organizations or are covered by collective bargaining agreements, and the City is not aware of any union organizing efforts at the present time. The City believes that employee relations are good.

Retirement Plans and Other Post-Employment Benefits

Defined Contribution Pension Plan. Brookhaven offers two retirement plans for City employees. The 401(a) and 457 plan are defined contribution plans established by Brookhaven for all full-time employees. City Council has the authority to establish and amend the plan provisions as well as the contribution for the plan. For the 457 plan, the City matches employee contributions at a two to one (2:1) rate up to a maximum of 10%. Employees are eligible on the first day of the month, following 30 days of employment and are fully vested after 12 months. At November 30, 2018 there were 114 employees participating in the plan who contributed \$650,980.89 while the City's contributions totaled \$707,999.12. The City also contributes the social security withholding amount (6.2% for 2018) to a social security replacement plan for each eligible employee. All participants are fully vested in the social security replacement plan at all times. At November 30, 2018 there were 120 employees participating in the plan with total contributions from the City of \$506,662.76.

Other Post-Employment Benefits. The City does not currently offer other post-employment benefits than those set forth above.

Demographic Information

Population. Set forth below is the estimated total population of the City and the County for the years 2013-2017, the most current data available.

ty
53
90
18
17
21

Source: U.S. Census Bureau, Population Estimates for 2013-2017.

Population By Age; Median Age. The following table presents estimated population by age for the City for calendar year 2017, the most recent information available. The median age of residents of the City in 2017 was 34.1.

Under 20	20 to 44	45 to 64	65 Years
<u>Years</u>	Years	Years	and Over
24.4%	46.2%	20.0%	9.3%

Source: U.S. Census Bureau, 2013-2017 American Community Survey 5-Year Estimates.

Population by Race. The following table presents estimated population by race for the City for the calendar year 2017, the most recent information available.

White(1)	Black or African <u>American</u> (1)	American Indian and Alaska Native ⁽¹⁾	Asian ⁽¹⁾	Other(1)	Two or More Races	Hispanic or <u>Latino</u> ⁽²⁾
71.4%	9.9%	2.5%	6.3%	7.9%	2.0%	24.6%

⁽¹⁾ Includes persons reporting only one race.

Source: U.S. Census Bureau, 2013-2017 American Community Survey 5-Year Estimates.

⁽²⁾ Hispanics may be of any race, so also are included in applicable race categories.

Educational Attainment. The following table presents the estimated level of education of the population aged 25 years and over for the City for the year 2017, the most recent information available.

Less than 9 th grade	8.0%
9 th to 12 grade, no diploma	4.6
High school graduate (including equivalency)	12.6
Some college, no degree	9.9
Associate degree	2.7
Bachelor's degree	34.7
Graduate or professional degree	27.5
	<u>100.0%</u>
Percent high school graduate or higher	87.4%
Percent bachelor's degree or higher	62.2%

Source: U.S. Census Bureau, 2013-2017 American Community Survey 5-Year Estimates.

Commuting Characteristics. The following table presents the estimated percentages of the City's population employed at jobs located within the City and those employed at jobs located outside of the City for the calendar year 2017, the most recent information available.

Residents of the City Employed:

Inside the City	17.7%
Outside the City	82.3

Source: U.S. Census Bureau, American Community Survey 5-Year Estimates, 2013-2017.

Economic Information

The following information is provided to give prospective investors an overview of the general economic condition in the City. Where information related to the City is not available, information for the County has been provided instead. These statistics have not been adjusted to reflect economic trends and are not to be relied upon as a representation or guarantee of the City, the County or the Underwriter.

Per Capita Personal Income. The following table reflects the estimated per capita personal income for the City, the State and the United States for the calendar years 2013 through 2017, the most recent information available.

	Year	<u>City</u>	State of Georgia	<u>United States</u>
•	2017	\$52,144	\$28,015	\$31,177
	2016	50,343	26,678	29,829
	2015	49,247	25,737	28,930
	2014	46,429	25,427	28,555
	2013	47,022	25,182	28,155

Source: U.S. Census Bureau, 2013-2017; 2012-2016, 2011-2015, 2010-2014, 2009-2013 American Community Survey 5-Year Estimates.

Median and Mean Household Income. The following table contains an estimate of the median and mean household incomes in the City, the County, the State and the United States for the year 2017, the most recent information available.

	City	County	State	United States
Median	\$ 78,863	\$55,876	\$52,977	\$57,652
Mean	123,625	82,139	74,763	81,283

Source: U.S. Census Bureau, 2013-2017 American Community Survey 5-Year Estimates.

Poverty Levels. The following table contains an estimate of the percentage of all people that were living below the poverty level in the City, the County, the State and the United States for the year 2017, the most recent information available.

<u>City</u>	<u>County</u>	<u>State</u>	<u>United States</u>
14.1%	17.6%	16.9%	14.6%

Source: U.S. Census Bureau, 2013-2017 American Community Survey 5-Year Estimates.

Household Income Distribution. The following table reflects the estimated income distribution of all households in the City for the calendar year 2017 (the most recent information available).

Income	Percent of Population
Less than \$10,000	4.4%
\$10,000 to \$14,999	2.7
\$15,000 to \$24,999	7.0
\$25,000 to \$34,999	7.5
\$35,000 to \$49,999	10.3
\$50,000 to \$74,999	16.8
\$75,000 to \$99,999	10.2
\$100,000 to \$149,999	13.9
\$150,000 to \$199,999	9.5
\$200,000 or more	<u> 17.7</u>
	100.0%

Source: U.S. Census Bureau, American Community Survey 5-Year Estimates, 2013-2017.

Median Home Values. The following table contains the median home value for the City, the County, the State and the United States for census years 1980, 1990 and 2000 and estimates for the year 2017, the most recent information available.

Year	City	<u>County</u>	State	<u>United States</u>
2017	\$419,800	\$176,000	\$158,400	\$193,500
2000	N/A	135,100	111,200	119,600
1990	N/A	90,600	71,300	79,100
1980	N/A	50,900	36,900	47,200

Source: U.S. Census Bureau, 1980, 1990, 2000; U.S. Census Bureau, 2013-2017 American Community Survey 5-Year Estimates.

Building Permits Summary. The following table reflects the number of commercial and residential building permits issued in Brookhaven for the last five full fiscal years. The number of permits issued includes both commercial and residential, with each category including new construction, additions, alterations and conversions.

Year	Building Permits Issued
2018 ⁽¹⁾ 2017	3,476 4,591
2016	4,403
2015	3,568
2014	4,609

Source: City of Brookhaven City Manager's Office.

Banking Deposits. The following table contains the number of banking institutions and the total banking deposits (in thousands) for all FDIC-insured institutions in the County for the last five years ended June 30, the most current information available. Comparable information for the City is not available.

	Number of	Total Deposits
<u>Year</u>	<u>Institutions</u>	(In Thousands)
2018	25	\$12,278,737
2017	25	10,570,556
2016	26	9,778,717
2015	26	8,961,973
2014	26	8,415,327

Source: Federal Deposit Insurance Corporation.

Largest Employers. Set forth below are the 10 largest employers located in the City for the fiscal year ended December 31, 2018, their type of business and estimated number of employees. There can be no assurance that any employer listed below will continue to be located in the City or will continue employment at the level stated. No independent investigation has been made of, and no representation can be made as to, the stability of the financial condition of the companies listed.

Employer	<u>Industry</u>	Number of Employees
Autotrader.com Inc.	Automobile sales	900
Verizon Telematics, Inc.	Computer Programming Services	450
The Weather Company LLC	Cable & Other Pay TV Services	425
RelayHealth Pharmacy Solutions	Management Consulting Services	385
Fidelity Bank Operations Center	State Commercial Banks	381
Salvation Army Southern Territory	Social Services	325
Zurich	Insurance Agents, Broker, Service	300
Oglethorpe University	Education	250
Marist School	Education	200
AmeriGroup Community Care	Insurance Agents, Broker, Service	175

Source: Georgia Power Community and Economic Development (Business Wise).

⁽¹⁾ As of 12/18/2018.

Labor Statistics. The following table reflects the unemployment rates in the City, the County, the State and the United States for the calendar years 2013 through 2017 and for October 2018 (the most recent information available).

	<u>2018</u> ⁽¹⁾	<u>2017</u>	<u>2016</u>	<u>2015</u>	<u>2014</u>	<u>2013</u>
Brookhaven Unemployment Rate	2.4%	3.1%	3.4%	3.8%	4.4%	5.1%
County Unemployment Rate	3.6	4.8	5.4	6.0	7.2	8.4
State Unemployment Rate	3.6	4.7	5.4	6.0	7.1	8.2
United States Unemployment Rate	3.5	4.4	4.9	5.3	6.2	7.4

⁽¹⁾ Reflects labor statistics for the month of October 2018.

Source: United States Department of Labor; Bureau of Labor Statistics.

Industry Mix. The following table sets forth an estimate of the industry mix within the County, based upon the average number of employees employed in the indicated industry covered by the State Trust Fund (unemployment insurance) as of the 2nd quarter of 2018 (the most current information available). The estimates include persons employed on a job site in the County regardless of where they reside. Comparable information for the City is not available.

<u>Industry</u>	Number of Firms	Number of Employees
Agricultural, forestry, fishing and hunting	5	22
Mining	5	64
Construction	840	10,853
Manufacturing	489	13,666
Utilities	20	916
Wholesale trade	1,017	10,486
Retail trade	2,049	33,370
Transportation and warehousing	359	13,626
Information	374	9,734
Finance and insurance	826	14,056
Real estate and rental and leasing	863	4,794
Professional, scientific and technical services	2,904	18,536
Management of companies and enterprises	95	8,129
Administrative and support and waste		
management and remediation	920	19,758
Educational services	310	19,057
Health care and social assistance	1,964	42,528
Arts, entertainment and recreation	262	3,993
Accommodation and food services	1,367	24,588
Other service (except public administration)	1,469	9,192
Unclassified – industry not assigned	1,149	848
Federal government	55	10,725
State government	92	8,051
Local government	<u> 206</u>	<u>24,237</u>
All Industries ⁽¹⁾	17,640	301,232

⁽¹⁾ Figures may not sum accurately due to rounding as all figures presented represent annually prepared averages. Source: Georgia Department of Labor.

Category of Land Use. The following table reflects the categories of land use in the City for the calendar year 2018.

Percentage ⁽¹⁾
70.86%
27.43
1.71
<u>100.00%</u>

⁽¹⁾ Percentages are based on the number of acres excluding exempt property. Source: DeKalb County Tax Commissioner.

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CITY DEBT STRUCTURE

Summary of City Direct and Overlapping Debt by Category

The following table sets forth the outstanding tax-supported debt of the City and certain overlapping governmental entities and assumes the issuance of the Bonds. Although the City has attempted to obtain accurate information as to the outstanding overlapping debt, it does not warrant its completeness or accuracy, as there is no central reporting entity that has this information available, and the amounts are based on information supplied by others. The information set forth below should be read in conjunction with the City's audited financial statements included as Appendix A and the notes thereto.

Category of Debt	Amount of Outstanding Debt	% Applicable to City of Brookhaven	Amount of Debt Applicable to City of Brookhaven
Direct:			
The Bonds ⁽¹⁾	\$40,000,000*	100.00%	\$40,000,000*
General Obligation Sales Tax Bond ⁽¹⁾	12,000,000	100.00	12,000,000
Intergovernmental Contracts ⁽⁴⁾	12,640,000	100.00	12,640,000
Capital Lease ⁽³⁾	46,953	100.00	46,953
Total Direct Debt	<u>64,686,953</u> *		<u>64,686,953</u> *
Overlapping Entities ⁽²⁾			
The County			
General Obligation Bonds ⁽¹⁾	176,345,000	13.2%	23,277,540
Certificates of Participation ⁽³⁾	22,215,000	13.2	2,932,380
Intergovernmental Contracts ⁽⁴⁾	67,505,000	13.2	8,910,660
Total County Overlapping Debt	266,065,000		35,120,580
Fulton-DeKalb Hospital Authority			
Intergovernmental Contracts (4)	21,870,000	13.2	<u>2,886,840</u>
DeKalb County Board of Education			
General Obligation Bonds ⁽¹⁾	164,325,000	13.2	21,690,900
Capital Lease ⁽³⁾	33,841,000	13.2	4,467,012
Total Board of Education Overlapping Debt	198,166,000		26,157,912
Total Overlapping Debt	486,101,000		64,165,332
Total Direct and Overlapping Debt	<u>\$550,787,953</u> *		<u>\$128,852,285</u> *

⁽¹⁾ General obligation bonds are general obligations of the issuer to which its full faith and credit and taxing powers are pledged and constitute debt for purposes of a constitutional debt limit of 10% of the assessed value of property subject to taxation for general obligation general obligation bond purposes.

The percentage of each overlapping entity's outstanding debt chargeable to property in the City is calculated by dividing the gross assessed valuation of property in the City by the gross assessed valuation of property in the unincorporated County. Approximately 13.2% of the County's debt has been included based upon the value of the City's 2018 gross tax digest as compared to the County's 2018 gross tax digest. Data for the County and the other overlapping entities is as of December 31, 2017.

⁽³⁾ The financial obligations under the capital leases and the certificates of participation ("COPs") do not constitute general obligations of the governmental entity to which its faith and credit or taxing power are pledged, but are subject to and dependent upon lawful appropriations of general revenues being made by the governmental entity to pay the capital lease payments or COPs payments due in each year. The governmental entity's obligations under the capital leases and the COPs are from year to year only and do not constitute mandatory payment obligations of the governmental entity in any year in which funds are not appropriated by the governmental entity to pay the capital lease payments or COPs payments due in such year. The governmental entity's obligations under the capital leases and the COPs do not constitute debt of the governmental entity for purposes of the constitutional debt limit.

⁽⁴⁾ The obligations under intergovernmental contracts are general obligations of the governmental entity to which its full faith and credit and taxing powers are pledged, but do not constitute debt for purposes of the constitutional debt limit. Excludes GEFA loans as they are expected to be paid from system revenues.

Tax Supported Debt Ratios

The following table sets forth certain tax-supported debt ratios assuming the issuance of the Bonds.

	Direct Debt*	Overlapping <u>Debt</u>	Total Tax Supported Debt*
Per Capita Debt ⁽¹⁾	\$461.28	\$1,198.95	\$1,660.23
Percentage of Net M&O Tax Digest ⁽²⁾	0.74%	1.92%	2.66%
Percentage of Estimated Fair Market Value ⁽³⁾	0.24	0.62	0.86
Per Capita Debt as Percentage of Per Capita Income ⁽⁴⁾	0.92	2.38	3.30

⁽¹⁾ Based upon 2017 estimated population figure of 53,518.

Limitations on City Debt

General Obligation Debt. The Constitution of the State of Georgia provides that the City may not incur long-term obligations payable out of general property taxes without the approval of a majority of the qualified voters of such governmental entity voting at an election called to approve the obligations. In addition, under the Constitution of the State of Georgia, the City and the other governmental entities within the City may not incur long-term obligations payable out of general property taxes in excess of ten percent of the assessed value of all taxable property within such governmental entity.

As computed in the table below, based upon its 2018 net bond digest, the City could incur (upon necessary voter approval) approximately \$349,745,089* of additional long-term obligations payable out of general property taxes (or general obligation bonds).

Computation of Legal Debt Margin

2018 Net Bond Digest	\$4,017,450,889
Debt Limit (10% of Assessed Value)	401,745,089
Amount of Debt Applicable to Debt Limit	<u>52,000,000</u> *
Legal Debt Margin	<u>\$349,745,089</u> *

Other Debt. Short-term obligations (those payable within the same calendar year in which they are incurred and intergovernmental obligations are not subject to the legal limitations described above. Georgia law provides that no lease or installment purchase contract subject to annual appropriation may be delivered if the principal portion of such contract, when added to the amount of debt subject to the debt limitation described above, exceeds 10 percent of the assessed value of all taxable property within the City. Georgia law also provides that no lease or installment purchase contract subject to annual appropriation with respect to real property may (with certain exceptions) be executed or renewed, refinanced, or restructured if the lesser of either of the following is exceeded:

- (a) the average annual payments on the aggregate of all such outstanding contracts exceed 7.5 percent of the governmental fund revenues of the City for the calendar year preceding the delivery of such contract plus any available special County one percent sales and use tax proceeds collected; or
- (b) the outstanding principal balance on the aggregate of all such outstanding contracts exceeds \$25 million.

Proposed Debt

The City does not expect any other borrowings during the next five years.

⁽²⁾ Based upon 2018 Net M&O Tax Digest of \$3,323,507,993.

⁽³⁾ Based on 2018 estimated actual fair market value of \$10,369,168,398.

⁽⁴⁾ Based upon 2017 per capita income figure for the City of \$52,144.

CITY AD VALOREM TAXATION

Introduction

An important source of revenue to fund the operations of the City is ad valorem property taxes. Ad valorem property taxes are levied annually in mills (one tenth of one percent) upon each dollar of assessed property value.

Property Subject to Taxation

Ad valorem property taxes are levied on the assessed value of real and personal property within the City limits. There are, however, certain classes of property which are exempt from taxation, including the following: (a) public property, (b) places of burial, (c) places of religious worship, (d) property owned by religious groups and used only for single-family residences, (e) property of nonprofit hospitals used in connection with patient care, the delivery of healthcare services or training or educating physicians, nurses and other health care personnel, (f) buildings erected for and used as a college, incorporated academy or other seminary of learning, (g) funds or property held or used as endowment by colleges, nonprofit hospitals, incorporated academies or other seminaries of learning when the funds or property are not invested in real estate, (h) real and personal property of public libraries and literary associations, (i) all books, philosophical apparatus, paintings and statuary of any company or association which are kept in a public hall and which are not held as merchandise or for purposes of sale or gain, (j) certain air or water pollution control property, (k) property of a nonprofit home for the aged used in connection with the provision of residential or health care services for the aged, (1) property of any nonprofit home for the mentally disabled used in connection with the provision of residential or healthcare services for the mentally disabled, (m) property which is owned by and used exclusively as the headquarters, post home or similar facility of a veterans organization, (n) property which is owned by and used exclusively by any veterans organization organized for the purpose of refurbishing and operating historic military aircraft, (o) property that is owned by a historical fraternal benefit association and which is used exclusively for charitable, fraternal and benevolent purposes, (p) certain qualified farm products and harvested agricultural products, (q) personal property used within the home, (r) certain other personal property including personal property valued at less than \$7,500 and (s) certain fertilizers.

Cities and counties are not permitted under Georgia law to reduce or abate a company's property taxes. When a community wants to offer economic incentives to a company in order to create or retain jobs, the company's property is transferred to a development authority and leased back to the company. The authority's fee ownership interest in the property becomes "public property" exempt from ad valorem taxation as described above. The company may or may not be taxed on the value of its leasehold interest. The City does not control the willingness of the Brookhaven Development Authority to accept title to property that may be removed from the City's digest in order to provide economic incentives. Therefore, property could be removed from the City's digest without the City's consent.

For purposes of reducing the burden of ad valorem taxation on property owned and occupied by a taxpayer as his or her legal residence, Georgia general law grants several types of homestead exemptions. In addition, the City by virtue of a local law offers a basic homestead exemption and additional homestead exemptions for senior citizens and the disabled who meet certain income limits and for surviving spouses of service members.

The City is authorized by law to exempt (a) (i) inventories of goods in the process of manufacture or production, (ii) inventory of finished goods manufactured or produced in Georgia held by the manufacturer or producer for a period not to exceed 12 months, (iii) inventory of finished goods which, on January 1, are stored in a warehouse, dock or wharf and which are destined for shipment to a final destination outside of Georgia and inventory of finished goods which are shipped into Georgia from outside of Georgia and stored for the transshipment to a final destination outside of Georgia for a period not to exceed 12 months and (iv) stock in trade of a fulfillment center which, on January 1, are stored in a fulfillment center and which are made available to remote purchasers who may make such purchases by electronic, internet, telephonic or other remote means and where such stock in trade of a fulfillment center will be shipped from the fulfillment center and delivered to the purchaser at a location other than the location of the fulfillment center for a period not to exceed 12 months (the "Freeport Exemption") and (b) goods, wares and merchandise of every character and kind constituting business inventory which would not otherwise qualify for the Freeport Exemption (the "Business Inventory Exemption"). Both the

Freeport Exemption and the Business Inventory Exemption must be approved by the voters and exempt 20%, 40%, 60%, 80% or 100% of the property. Once approved by the voters the Freeport Exemption and the Business Inventory Exemption remain in effect until they are repealed by the voters. The City has not approved a Freeport Exemption or a Business Inventory Exemption.

Motor Vehicles

House Bill 386 eliminated the ad valorem taxation of vehicles and replaced it with a one-time title tax (the "Title Tax") that is levied whenever the title to a vehicle is registered to a new owner (except if a transfer is made between immediate family members). The Title Tax is based upon the value of the vehicle and is levied at a rate of 7.0% in 2018. The rate may be adjusted in future years; provided, however, the rate may not exceed 9%. The revenues will be shared among the State and local governments by formula.

Assessed Value

Assessed valuation, which represents the value upon which ad valorem property taxes are levied, is calculated as a percentage of fair market value. Georgia law requires taxable tangible property to be assessed, with certain exceptions, at 40 percent of its fair market value and to be taxed on a levy made by each tax jurisdiction according to 40 percent of the property's fair market value. Georgia law requires certain agricultural real property to be assessed for ad valorem property tax purposes at 75 percent of the value of which other real property is assessed, requires certain historical property to be valued at a lower fair market value for ad valorem property tax purposes, and requires certain agricultural, timber, and environmentally sensitive real property and certain single-family real property located in transitional developing areas to be valued at their "current use value" (as opposed to fair market value). Standing timber is assessed at 100% of its fair market value.

The chief appraiser of DeKalb County is required to submit a certified list of assessments for all taxable property, except motor vehicles and property owned by public utilities, within the City to the DeKalb County Board of Tax Assessors. The City is required to present the tax returns of the City to the DeKalb County Board of Tax Assessors. The DeKalb County Board of Tax Assessors is required to complete its revision and assessment of returns by August 1 of each year and to forward a copy of the completed digest to the State of Georgia Revenue Commissioner for examination and approval. The State of Georgia Revenue Commissioner has the authority to examine the digest for the purpose of determining if the valuations of property are reasonably uniform and equalized between and within counties. Assessments may also be subject to review at various stages by the DeKalb County Board of Equalization and by state courts.

The State of Georgia Motor Vehicle Tax Unit assesses the value of motor vehicles by make, model, and year by county and provides this information to each county tax office. The State of Georgia Property Tax Unit assesses the value of the property of public utilities and divides the assessment into two parts, assessed value of property and assessed value of franchise, and provides these amounts to the City, which bills these taxes to the utilities.

Annual Tax Levy

Generally. The City determines a rate of levy for each fiscal year by computing a rate which, when levied upon the assessed value of taxable property within its territorial limits, will produce the necessary amount of property tax revenues. The City's Charter limits the millage that can be levied for maintenance and operations purposes to 3.35 mills unless a higher limit is recommended by resolution of the City Council and approved by a majority of the voters. There is no limit on the millage for general obligation bond purposes. The City then levies its ad valorem property taxes.

Procedural Requirements. Effective January 1, 2000, the General Assembly of the State of Georgia enacted Senate Bill 177, Act 431, known as The Property Taxpayer's Bill of Rights (the "Taxpayer's Act"). The purpose of the Taxpayer's Act was to prevent indirect tax increases resulting from increases to existing property values due purely to inflation. The Taxpayer's Act requires that each taxing jurisdiction located within the State (including local governments, such as the City), roll back (or reduce) the millage rate in each year to offset any inflationary increases in the tax digest of such taxing jurisdiction that have occurred since the last tax year. Any local

government or taxing jurisdiction that elects to set the millage rate higher than the rollback rate must follow certain requirements to notify the public of such increase, including three public hearings, the publication of a notice of the increase in the local newspaper and the publication of a press release to explain the intent of the increase in taxes. The Taxpayer's Act also requires that the notice of assessment sent to any taxpayer who receives a 15% increase or greater in their property value contains a simple, non-technical description of the basis for the increased assessment and permits taxpayers to have access to records used in preparing the increased assessment and to record any meetings or hearings held in connection with an appeal of their property tax assessment. The Taxpayer's Act also entitles any taxpayer who wins an appeal by demonstrating a property value that is 85% or less than the proposed assessed value (80% for commercial property) to recover litigation costs and reasonable attorney's fees.

Impact of Foreclosures on Assessment Procedures. In 2009, the Georgia legislature enacted Senate Bill 55, codified as Official Code of Georgia Annotated, Section 48-5-2, which requires county tax assessors to consider foreclosure sales, bank sales, sales by other financial institutions, distressed sales and the decreased value of property subject to conservation easements in determining the fair market value of real property.

Property Tax Collections

Property taxes are levied on property values assessed as of January 1. The City contracts with DeKalb County to bill and collect Brookhaven property taxes. The taxes are levied on or before August 1 based on the assessed value of property as listed on the previous January 1 and are due on November 15 of each year, with a lien date of January 1 of the following year. Property taxes are recorded as receivables and unavailable revenues when assessed. Revenues are recognized when available.

All taxes levied on real and personal property, together with interest thereon and penalties for late payment, constitute a perpetual lien on and against the property taxed. The lien normally becomes enforceable 30 days after notification. Georgia law provides that taxes must be paid before any other debt, lien, or claim of any kind, except for certain claims against the estate of a decedent and except that the title and operation of a security deed is superior to the taxes assessed against the owner of property when the tax represents an assessment upon property of the owner other than the property specifically subject to the title and operation of the security deed.

Collection of delinquent real property taxes is enforceable by tax sale of such realty. Delinquent personal property taxes are similarly enforceable by seizure and sale of the taxpayer's personal property. There can be no assurance, however, that the value of property sold, in the event of a tax sale, will be sufficient to produce the amount required to pay in full the delinquent taxes, including any interest or penalties thereon.

When the last day for the payment of taxes has arrived, the tax collector may notify the taxpayer in writing of the fact that the taxes have not been paid and that, unless paid, an execution will be issued. At any time after thirty days from giving the notice described in the preceding sentence, an execution for nonpayment of taxes may be issued. A notice of the sale is then published in a local newspaper weekly for four weeks and gives the taxpayer ten days written notice by registered or certified mail. A public sale of the property may then be made on the first Tuesday of the month after the required notices are given.

Property Tax Millage Rates

The following table sets forth the millage rate (i.e., the tax rates per \$1,000 of assessed value) of the various taxing entities located within the City (including the City itself) for the current year and for the last four fiscal years.

<u>State</u>	<u>City</u>	County	School	<u>Total</u>
	2 5 4 2	10 =0.4	22.100	20 -01
0.000	2.740	13.784	23.180	39.704
0.000	2.740	13.307	23.280	39.327
0.000	2.740	12.560	23.380	38.680
0.050	2.740	14.670	23.730	41.190
0.100	2.795	13.570	23.980	40.445
	0.000 0.000 0.000 0.050	0.000 2.740 0.000 2.740 0.000 2.740 0.050 2.740	0.000 2.740 13.784 0.000 2.740 13.307 0.000 2.740 12.560 0.050 2.740 14.670	0.000 2.740 13.784 23.180 0.000 2.740 13.307 23.280 0.000 2.740 12.560 23.380 0.050 2.740 14.670 23.730

Source: Georgia Department of Revenue.

Ad Valorem Property Tax Digest

The property tax digest of the City for the current year and for the last four fiscal years are set forth below.

Property Type ⁽¹⁾	<u>2018</u>	<u>2017</u>	<u>2016</u>	<u>2015</u>	<u>2014</u>
Residential	\$2,511,473,694	\$2,318,493,066	\$2,179,650,684	\$2,059,914,664	\$1,733,591,718
Historical	-	_	663,040	688,080	529,000
Commercial	1,556,171,879	1,370,789,734	1,222,319,234	1,081,894,182	950,202,195
Industrial	31,159,512	24,131,321	23,353,132	21,438,946	14,810,259
Utilities	26,441,934	24,103,976	20,281,585	17,710,345	14,644,304
Motor Vehicle	22,420,340	40,040,890	47,578,450	67,891,300	82,633,320
Gross Digest	4,147,667,359	3,777,558,987	3,493,846,125	3,249,537,517	2,796,410,796
M&O Exemptions	824,159,366	760,277,266	725,068,341	641,930,239	436,491,094
Net M&O Digest	<u>\$3,323,507,993</u>	<u>\$3,017,281,721</u>	<u>\$2,768,777,784</u>	<u>\$2,607,607,278</u>	<u>\$2,359,919,702</u>
Bond Exemptions Net Bond Digest	\$ 130,216,470 \$4,017,450,889	\$ 127,310,371 \$3,650,248,616	\$ 107,191,601 \$3,386,654,524	\$ 0 \$3,249,537,517	\$ <u>0</u> \$2,796,410,796
Estimated Actual Value ⁽²⁾	\$10,369,168,398	\$9,443,897,468	\$8,734,615,313	\$8,123,843,793	\$6,991,026,990

⁽¹⁾ Most real property other than timber is assessed at 40% of its fair market value. Standing timber is assessed at 100% of its fair market value and is subject to taxation even if the underlying land is exempt from taxation.

Source: Georgia Department of Revenue.

Tax Collections

The following table sets forth the real and personal property tax levy and collection record of the City for the last five fiscal years.

	Taxes Levied	Collections		Collections in	Total	
	for the	within the Fiscal	Percentage	Subsequent	Collections	Percentage
Fiscal Year	Fiscal Year ⁽¹⁾⁽³⁾	Year of Levy ⁽²⁾⁽³⁾	of Levy	<u>Years</u>	to Date	of Levy
2017	\$8,802,942	\$8,641,016	98.2%	•	\$8,641,016	98.2%
				ъ <u> </u>		
2016	8,004,716	7,848,448	98.0	149,634	7,998,082	99.9
2015	7,054,126	6,975,703	98.9	64,663	7,040,366	99.8
2014	6,373,661	6,299,520	98.8	68,261	6,367,781	99.9
2013	5,595,364	5,501,908	98.3	85,519	5,591,427	99.9

⁽i) Represents taxes levied for real and personal property (excludes motor vehicles, utilities and mobile homes). Includes adjustments made from the original levy.

Source. DeKalb County Tax Commissioner and City of Brookhaven tax reports.

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⁽²⁾ Based on Gross Digest.

⁽²⁾ Collections within that fiscal year. Excludes collections from prior levies.

⁽³⁾ For Fiscal Year 2018, taxes levied are \$9,106,412 and collections as of 12/31/2018 are \$8,489,418.

Ten Largest Taxpayers

Set forth below are the 10 largest taxpayers of the City for the fiscal year ending December 31, 2018, based upon the assessed valuation of property within the City. A determination of the largest taxpayers within the City can be made only by manually reviewing individual tax records. Therefore, it is possible that owners of several small parcels may have an aggregate assessment in excess of those set forth in the table below. Furthermore, the taxpayers shown in the table below may own additional parcels within the City. No independent investigation has been made of, and consequently no representation can be made as to, the financial condition of any of the taxpayers listed below or that such taxpayers will continue to maintain their status as major taxpayers in the City.

<u>Taxpayer</u>	2018 Taxable Assessed <u>Valuation</u>	Percentage of Total Taxable Assessed <u>Valuation</u> ⁽¹⁾
CFATT LLC	\$50,401,165	1.52%
Development Authority of DeKalb County	49,508,729	1.49
20 Perimeter Summit, LLC	46,000,000	1.38
Lion Gables Realty LP	35,156,000	1.06
Perimeter Summit Parcel 2 LP	35,036,000	1.05
Goodwynn Multifamily, LLC	34,243,960	1.03
Real Estate Enterprises LLC	33,311,331	1.00
3450 Blair Circle LLC	33,200,000	1.00
Executive Park GA Partners LLC	28,048,587	0.84
CWS SGARR Brookhaven LLC	27,857,908	0.84
	<u>\$372,763,680</u>	<u>11.21%</u>

 $^{^{(1)}~}$ Based upon 2018 Net M&O digest of \$3,323,507,993.

Source: DeKalb County Tax Commissioner.

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CITY FINANCIAL INFORMATION

Accounting Policies

See Note 1 of the audited financial statements of the City for a detailed description of the City's significant accounting policies.

Five Year General Fund History

Set forth below is an historical, comparative summary of the revenues, expenditures, and changes in fund balance of the City's General Fund for the five most recent fiscal years. The information in the following table has been extracted from audited financial statements of the City. Although taken from audited financial statements, no representation is made that the information is comparable from year to year, or that the information as shown taken by itself presents fairly the financial condition of Brookhaven for the years shown. For more complete information, reference is made to the City's audited financial statements, copies of which are available from the City upon request.

General Fund History

_		Fiscal Y	ear Ended Decem	ber 31,	
	2013 ⁽¹⁾	2014	2015	2016	2017
Revenues					
Property taxes	\$ 5,682,476	\$6,627,845	\$7,429,782	\$7,233,843	\$8,363,462
Sales taxes	· · · · —	_	_		55,590
Franchise taxes	1,472,669	2,050,890	3,961,934	4,111,311	4,630,027
Alcohol excise taxes	741,592	810,836	818,244	1,089,937	1,138,944
Business taxes	1,761,762	4,584,705	5,352,681	5,008,501	5,367,889
Excise taxes	57,663	70,807	291,053	307,029	329,125
Licenses and permits	2,033,031	2,667,375	2,043,013	3,445,759	3,207,348
Intergovernmental	· · · —	300,041	11,426	24,390	6,281
Charges for services	442,827	730,732	1,158,201	1,062,359	795,095
Fines and forfeitures	359,364	1,293,124	1,275,812	1,029,051	902,971
Contributions	_	30,250	137,658	74,283	37,239
Interest earned	2,607	4,782	3,144	6,040	23,719
Miscellaneous	36,936	43,705	240,107	275,325	135,598
Total Revenues	12,590,927	19,215,092	22,723,055	23,667,828	24,993,288
Expenditures					
Ĉurrent					
General government	4,129,445	5,019,662	4,420,143	4,683,562	5,775,622
Judicial	478,426	489,077	582,977	565,815	576,361
Public safety	8,167,651	7,026,715	7,578,739	7,815,061	8,294,726
Public works	1,139,744	1,628,514	1,833,164	1,340,409	1,593,750
Recreation	595,935	1,504,372	1,905,750	2,474,935	2,477,765
Housing and development	1,259,431	2,443,380	2,883,570	2,835,252	3,246,127
Debt service					
Interest	31,590	30,914	<u>13,956</u>		
Total Expenditures	<u>15,802,222</u>	<u>18,142,634</u>	<u>19,218,299</u>	<u>19,715,034</u>	<u>21,964,351</u>
Excess (deficiency) of revenues over					
expenditures	(3,211,295)	<u>1,072,458</u>	<u>3,504,756</u>	<u>3,952,794</u>	<u>3,028,937</u>
Other financing sources (uses)					
Proceeds from sale of capital assets	21,915	_		_	
Issuance of capital lease	1,172,973	_	116,256	announce .	_
Transfers in	2,455,225	988,076	1,148,277	1,170,406	1,571,011
Transfers out	(4,250)	<u>(746,830)</u>	(1,144,184)	<u>(2,274,889)</u>	(2,375,951)
Total other financing sources (uses)	<u>3,645,863</u>	<u>241,246</u>	<u>120,349</u>	(1,104,483)	<u>(804,940)</u>
Net change in fund balances	434,568	1,313,704	3,625,105	2,848,311	2,223,997
Fund balance, beginning of year		434,568	1,748,272	<u>5,373,377</u>	8,221,688
Fund balances, end of year	<u>\$434,568</u>	<u>\$1,748,272</u>	<u>\$5,373,377</u>	<u>\$8,221,688</u>	<u>\$10,445,685</u>

⁽¹⁾ Fifty-four week reporting period from the inception of the City to December 31, 2013.

Management's Comments Concerning Material Trends in Revenues and Expenditures

The City anticipates that financial performance for fiscal year 2018 will be in line with budgeted numbers. The City expects that fund balance will grow in fiscal year 2018. See "CITY FINANCIAL INFORMATION – Budget" for a summary of the City's fiscal year 2018 and 2019 budgets.

For a narrative overview and analysis of the financial activities of the City for the fiscal year ended December 31, 2017, see "Management's Discussion and Analysis," included in Appendix A to this Official Statement. The Management's Discussion and Analysis is not a required part of the basic financial statements of the City but is supplementary information required by the Governmental Accounting Standards Board that has not been audited by the City's auditor.

Budget

See Note 3 of the audited financial statements of the City for a description of its budgetary processes. Georgia law requires each municipality to operate under an annual balanced budget adopted by ordinance or resolution. A budget ordinance or resolution is balanced when the sum of estimated net revenues and appropriated fund balances is equal to appropriations. A summary of the budget for the fiscal years ended December 31, 2018 and 2019 is set forth below.

General Fund Budget for the Fiscal Year Ending December 31, (Modified Accrual Budgetary Basis of Accounting)

	2018 Budget	2019 Budget
Revenues:	h n n # n n c n	
Real Property Taxes	\$ 8,058,968	\$ 9,097,347
Other Taxes	11,461,830	11,999,260
Licenses and Permits	3,344,600	3,407,291
Charges for Services	697,650	539,650
Fines and Forfeitures	956,700	1,225,000
Investment Income	15,000	30,000
Miscellaneous Revenue	82,000	42,000
Other Financing Sources	1,350,000	1,350,000
Operating Revenues	\$25,966,748	\$27,690,548
Expenditures:		
Mayor and Council	\$ 337,224	\$ 426,700
City Manager	823,613	841,100
City Clerk	272,142	338,850
Finance	1,677,918	2,148,303
City Attorney	520,000	560,000
Information Technology	1,625,319	1,718,435
Human Resources	248,162	287,150
Communications	447,102	562,385
Municipal Court	599,886	866,900
Police	8,421,786	8,985,585
Public Works	1,513,900	1,565,900
Parks & Recreation		· ·
	2,605,844	3,201,127
Community Development	2,783,409	3,387,310
Tree Conservation	5,000	5,000
Economic Development	151,357	159,850
Tourism	290,000	290,000
Non-Department	3,644,086	2,345,953
Operating Expenditures	\$25,966,748	\$27,690,548
Total Revenues Over (Under) Expenses	<u>\$0</u>	<u>\$0</u>

Insurance Coverage and Governmental Immunity

Under Georgia law, the defense of sovereign immunity is available to the City, except for actions for the breach of written contracts and actions for the recovery of damage for any claim for which liability insurance protection has been provided, but only to the extent of the liability insurance provided. The City, however, may be unable to rely upon the defense of sovereign immunity and may be subject to liability in the event of suits alleging causes of action founded upon various federal laws, such as suits filed pursuant to 42 U.S.C. § 1983 alleging the deprivation of federal constitutional or statutory rights of an individual and suits alleging anti-competitive practices and violations of the federal antitrust laws by the City in the exercise of its delegated powers.

The City carries commercial insurance for risks of losses related to torts, theft or damage to, and destruction of assets, errors and omissions, injuries to employees and natural disasters. Settled claims in the last three fiscal years have not exceeded the City's coverages. See Note 4 to the City's audited financial statements attached hereto as Appendix A.

Investment of Funds

- O.C.G.A. Section 36-80-3 provides that the governing body of the City may invest and reinvest money subject to its control and jurisdiction in:
 - (1) obligations of the United States and of its agencies and instrumentalities,
 - (2) bonds or certificates of indebtedness of the State of Georgia and of its agencies and instrumentalities, and
 - (3) certificates of deposit of banks which have deposits insured by the Federal Deposit Insurance Corporation; provided, however, that the portion of such certificates of deposit in excess of the amount insured by the Federal Deposit Insurance Corporation must be secured by direct obligations of the State of Georgia or the United States which are of a par value equal to that portion of such certificates of deposit which would be uninsured.
- O.C.G.A. Section 36-83-4 provides that the governing body of the City may invest and reinvest money subject to its control and jurisdiction in:
 - (1) obligations of the State of Georgia or other states,
 - (2) obligations issued by the United States government,
 - (3) obligations fully insured or guaranteed by the United States government or United States government agency,
 - (4) obligations of any corporation of the United States government;
 - (5) prime banker's acceptances,
 - (6) the local government investment pool established by Section 36-83-8 of the Official Code of Georgia Annotated,
 - (7) repurchase agreements, and
 - (8) obligations of other political subdivisions of the State of Georgia.

See Note 4 of the audited financial statements of the City for information regarding investment risk and policies.

LEGAL MATTERS

Pending Litigation

The City, like other similar bodies, is subject to a variety of suits and proceedings arising in the ordinary conduct of its affairs. The City, after reviewing the current status of all pending and threatened litigation with its attorney, believes that, while the outcome of litigation cannot be predicted, the final settlement of all lawsuits which have been filed and of any actions or claims pending or threatened against the City or its officials in such capacity are adequately covered by insurance or sovereign immunity or will not have a material adverse effect upon the financial position or results of operations of the City.

There is no litigation now pending or, to the knowledge of the City, threatened against the City which (a) restrains or enjoins the issuance or delivery of the Bonds, the levy of an ad valorem tax for the payment of the Bonds or the use of the proceeds of the Bonds or (b) questions or contests the validity of the Bonds, the proceedings and authority under which they are to be issued or the security for the Bonds. Neither the creation, organization, or existence of the City, nor the title of the present members or other officials of the City to their respective offices, is being contested or questioned.

Tax Exemption

Generally. Legal matters incident to the authorization, validity, and issuance of the Bonds are subject to the approving opinion of Murray Barnes Finister LLP, Bond Counsel and Disclosure Counsel to the City, which will be delivered contemporaneously with the delivery of the Bonds in substantially the form attached to this Official Statement as Appendix B. Copies of such opinion will be available at the time of the initial delivery of the Bonds.

Federal Taxes. In the opinion of Murray Barnes Finister LLP, Bond Counsel, under existing statutes, rulings and court decisions, and assuming compliance by the City with certain tax covenants, interest on the Bonds is excluded from gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals. No opinion will be expressed with respect to any other federal tax consequences of the receipt or accrual of interest on, or the ownership of, the Bonds.

Ownership of the Bonds may result in other collateral federal income tax consequences to certain taxpayers, including, without limitation, banks, thrift institutions and other financial institutions, foreign corporations which conduct a trade or business in the United States, property and casualty insurance corporations, S corporations, individual recipients of social security or railroad retirement benefits and taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry the Bonds. Purchasers of the Bonds should consult their tax advisors as to the applicability of any such collateral consequences.

In rendering our opinion that the interest on the Bonds is not includable in gross income for federal income tax purposes, Bond Counsel will (a) rely as to certain factual matters upon certificates and certified proceedings of public officials, including officials of the City, and representations of the City (including representations as to the use and investment of the proceeds of the Bonds), without undertaking to verify the same by independent investigation and (b) assume continued compliance by the City with its covenants relating to the use of the proceeds of the Bonds and compliance with the requirements contained in the Internal Revenue Code of 1986, as amended (the "Code"), including, but not limited to, the arbitrage requirements contained in Section 148 of the Code. The inaccuracy of any such representations or noncompliance with such covenants may cause interest on the related Bonds to become includable in gross income for federal income tax purposes retroactive to the date of issuance of such Bonds.

State of Georgia Taxes. In the opinion of Bond Counsel, under existing law, interest on the Bonds is exempt from present state income taxation within the State of Georgia. Interest on the Bonds may or may not be subject to state or local income taxation in jurisdictions other than the State of Georgia. Each purchaser of the Bonds should consult his or her own tax advisor regarding the tax-exempt status of interest on the Bonds in a particular state or local jurisdiction other than the State of Georgia.

Changes in Federal Tax Law. Current and future legislative proposals, if enacted by Congress, could cause interest on the Bonds to be subject, directly or indirectly, to Federal income taxation or to be subject to State income taxation or adversely affect the market value of the Bonds. It cannot be predicted whether or in what form any such proposal might be enacted or whether if enacted it would apply to bonds issued prior to enactment. In addition, regulatory actions are from time to time announced or proposed and litigation is threatened or commenced which, if implemented or concluded in a particular manner, could adversely affect the market value of the Bonds or could cause interest on the Bonds to be subject, directly or indirectly, to Federal income taxation or to be subject to State income taxation. It cannot be predicted whether any such regulatory action will be implemented, how any particular litigation or judicial action will be resolved, or whether the Bonds or the market value thereof would be impacted thereby. Purchasers of the Bonds should consult their tax advisors regarding any pending or proposed legislation, regulatory initiatives or litigation. The opinions expressed by Bond Counsel are based upon existing legislation and regulations as interpreted by relevant judicial and regulatory authorities as of the date of issuance and delivery of the Bonds, and Bond Counsel has expressed no opinion as of any date subsequent thereto or with respect to any pending legislation.

Validation Proceedings

The City caused proceedings to be instituted in the Superior Court of DeKalb County, Georgia to validate the Bonds, and the Bonds were validated on January 8, 2019. The order is not being appealed or contested.

Closing Certificates

The City will deliver to the Underwriter a certificate that no litigation is pending or threatened against it which would have a material effect on the issuance or validity of the Bonds, the levy and collection of an ad valorem tax to pay the Bonds, or on the financial condition of the City. In addition, the City will represent to the Underwriter in the Bond Purchase Agreement that the information contained in this Official Statement does not contain any misrepresentation of a material fact and does not omit or state any material fact necessary to make the statements herein contained, in light of the circumstances under which they were made, not misleading.

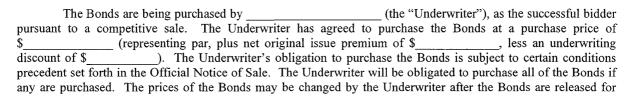
MISCELLANEOUS

Ratings

Moody's Investors Service, Inc. ("Moody's") has assigned the Bonds the rating of "Aaa" and S&P Global Ratings Inc. ("S&P") has assigned the Bonds the rating of "AAA." Any desired explanation of the significance of such ratings should be obtained from Moody's and S&P. Certain information and materials, including information and materials not included in this Official Statement, were furnished by the City to Moody's and S&P. Generally, the rating agencies base their ratings on the information and materials so furnished and on its respective investigations, studies and assumptions. A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

There is no assurance that the ratings will be maintained for any given period of time or that they will not be lowered or withdrawn entirely if, in the judgment of Moody's or S&P circumstances so warrant. Any such change in or withdrawal of such ratings could have an adverse effect on the market price or the marketability of the Bonds.

Competitive Sale of Bonds



sale, and the Bonds may be offered and sold by the Underwriter at prices other than the initial offering prices, including sales to dealers who may sell the Bonds to investment accounts.

Independent Auditors

The financial statements of the City for the fiscal year ended December 31, 2017 included in Appendix A to this Official Statement have been audited by Mauldin & Jenkins, LLC, Atlanta, Georgia (the "Auditor"), certified public accountants, for the period indicated in its report. Such financial statements have been included herein in reliance upon the report of the Auditor, given upon the authority of such firm as an independent auditor. The Auditor has not been engaged to perform and has not performed, since the date of its report included herein, any procedures on the financial statements addressed in that report. The Auditor also has not performed any procedures relating to this Official Statement.

Financial Advisor

Davenport & Company LLC, Atlanta, Georgia, serves as Financial Advisor to the City and has no underwriting responsibility to the City with respect to this transaction. As Financial Advisor, Davenport & Company LLC has advised the City in matters relating to the planning, structuring and issuance of the Bonds, assisted the City with the preparation of this Official Statement and provided to the City other advice with respect to the issuance and sale of the Bonds. The Financial Advisor's fee will be paid from proceeds of the Bonds.

Although Davenport & Company LLC has assisted in the preparation of the Official Statement, Davenport & Company LLC is not obligated to undertake, and has not undertaken to make, an independent verification or assume responsibility for the accuracy, completeness or fairness of the information contained in this Official Statement.

Additional Information

Use of the words "shall" or "will" in this Official Statement in summaries of documents to describe future events or continuing obligations is not intended as a representation that such event or obligation will occur but only that the document contemplates or requires such event to occur or obligation to be fulfilled.

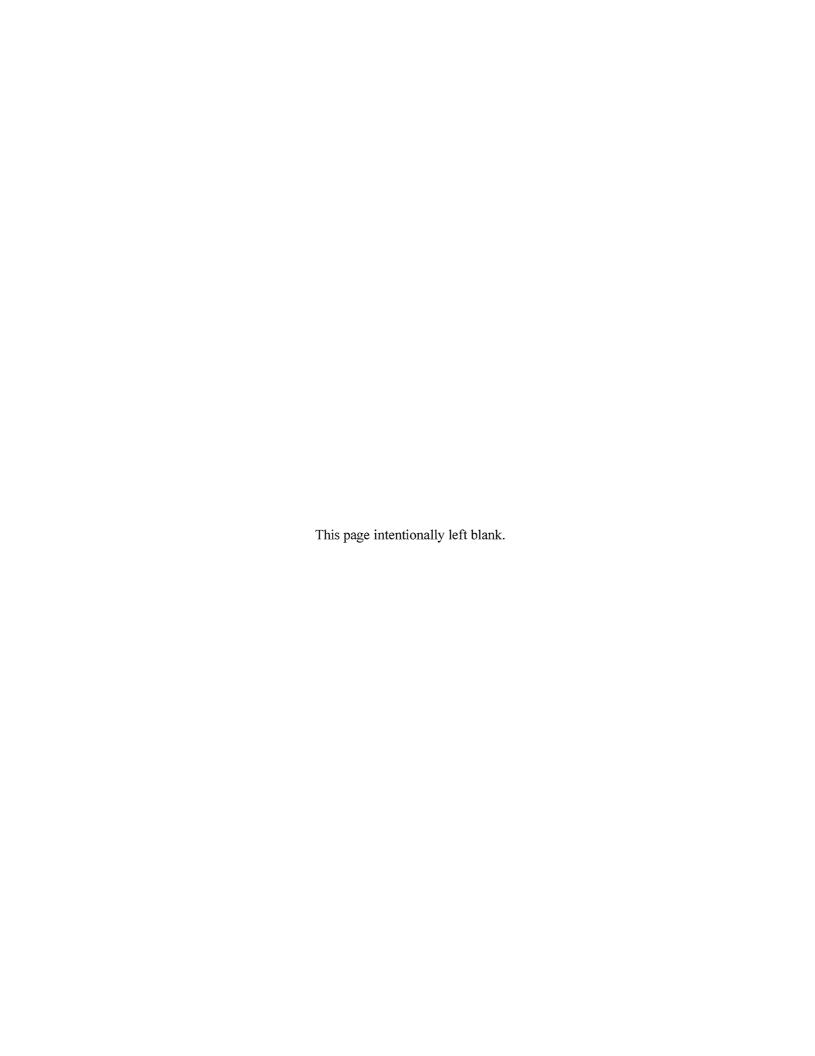
Any statements made in this Official Statement involving estimates or matters of opinion, whether or not so expressly stated, are set forth as such and not as representations of fact, and no representation is made that any of the estimates or matters of opinion will be realized. Neither this Official Statement nor any statement which may have been made orally or in writing is to be construed as a contract with the owners of the Bonds.

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CERTIFICATION

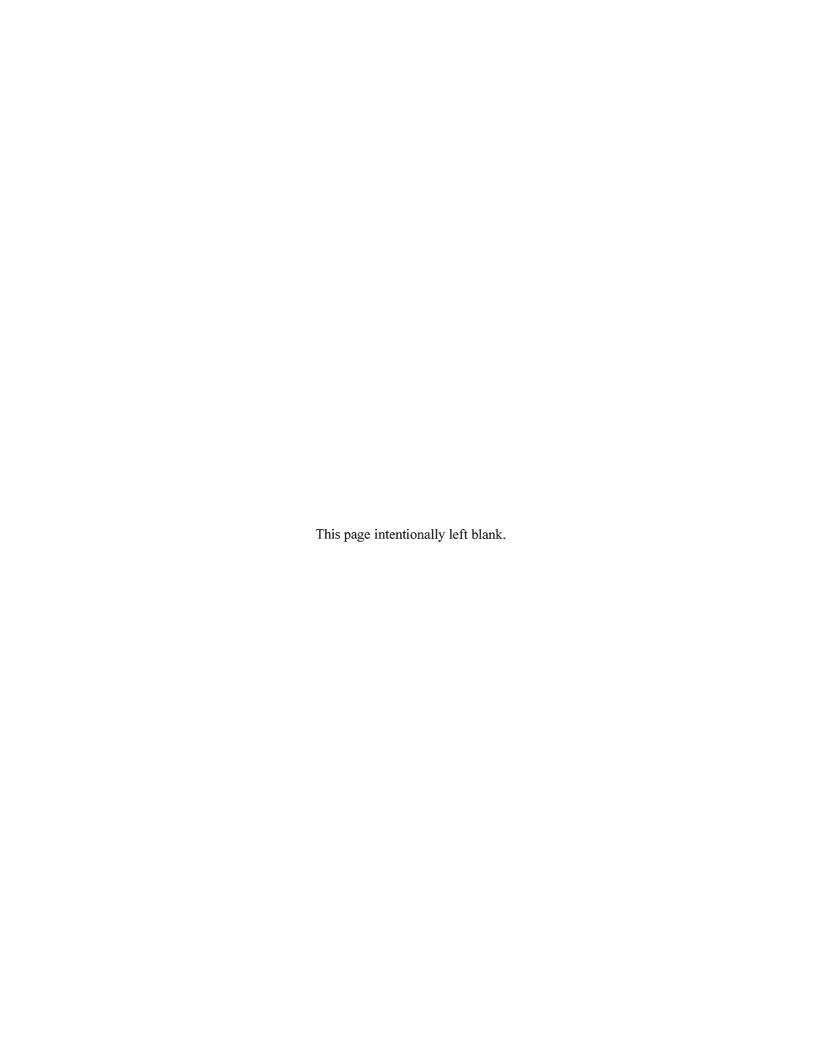
The execution and delivery of this Offic	ial Statement	and its	distribution	and use	by the	Underwriter	, have
been duly authorized and approved by the City.							

	KHAVEN, GEORGIA
Bv:	



APPENDIX A

Financial Statements of the City for Fiscal Year Ended December 31, 2017



CITY OF BROOKHAVEN, GEORGIA

COMPREHENSIVE ANNUAL FINANCIAL REPORT

FOR THE YEAR ENDED DECEMBER 31, 2017

Prepared by: Finance Department

CITY OF BROOKHAVEN, GEORGIA

COMPREHENSIVE ANNUAL FINANCIAL REPORT FOR THE YEAR ENDED DECEMBER 31, 2017

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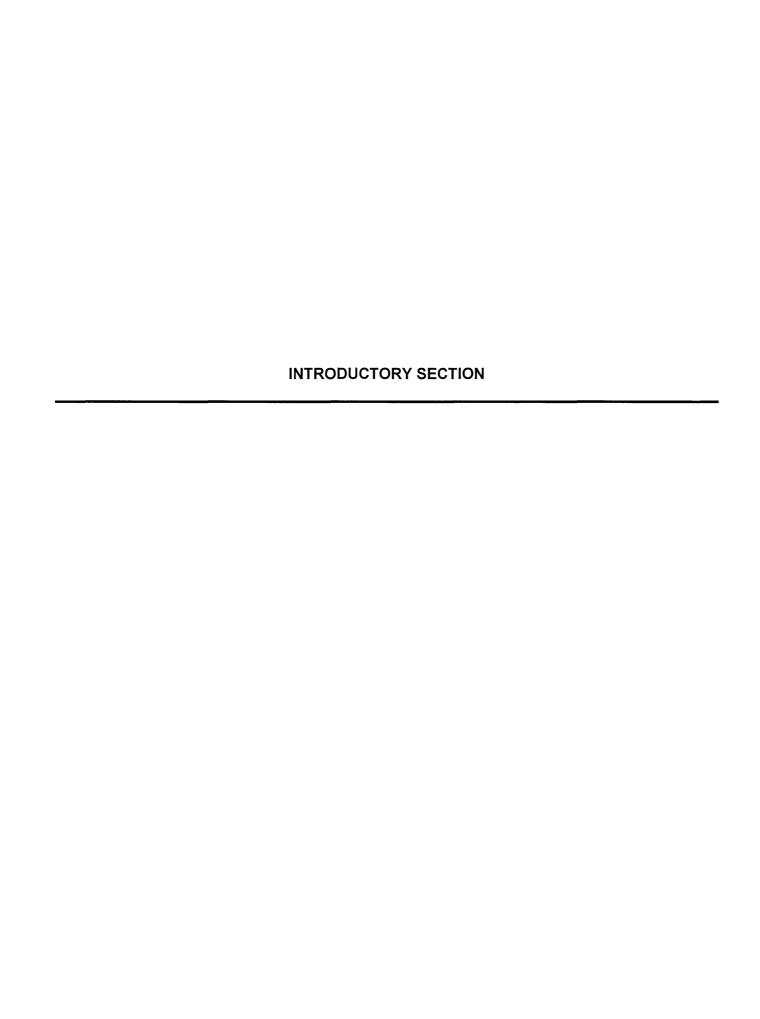
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CITY OF BROOKHAVEN, GEORGIA

COMPREHENSIVE ANNUAL FINANCIAL REPORT FOR THE YEAR ENDED DECEMBER 31, 2017

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June 13, 2018

Honorable Mayor, Members of the City Council, City Manager and Assistant City Manager City of Brookhaven, Georgia

The Finance Department of the City of Brookhaven (the "City") is pleased to submit the Comprehensive Annual Financial Report of the City of Brookhaven, Georgia for the fiscal year ended December 31, 2017. The purpose of the report is to provide the Mayor, City Council, management, staff, the public and other interested parties with detailed information reflecting the City's financial condition.

THE REPORT

State law and local ordinances require that every general-purpose local government publish a complete set of audited financial statements each fiscal year. This report has been prepared in accordance with State statutes set forth in the Act providing uniform standards for audits of municipalities and counties within the State of Georgia, approved March 28, 1968 (p.464), and as amended by the Act approved April 21, 1968 (GA Laws 1977, p.883). Responsibility for both the accuracy of the presented data and the completeness and fairness of the presentation, including all disclosures, rests with the City.

We believe the data is accurate in all material respects and is presented in a manner that fairly sets forth the financial position of the City of Brookhaven. We also believe all disclosures necessary to enable the reader to gain an understanding of the City's financial affairs have been included.

The management of the City of Brookhaven has established a comprehensive internal control framework that is designed both to protect the government's assets from loss, theft, or misuse and to compile sufficient reliable information for the preparation of the City of Brookhaven's financial statements in conformity with Generally Accepted Accounting Principles (GAAP). Because the cost of internal controls should not outweigh their benefits, the City of Brookhaven's comprehensive framework of internal controls has been designed to provide reasonable, rather than absolute, assurance that the financial statements will be free from material misstatement. Management asserts that, to the best of our knowledge and belief, this financial report is complete and reliable in all material respects.

The City of Brookhaven's financial statements have been audited by Mauldin & Jenkins, LLC. The responsibility of the independent audit was to provide reasonable assurance that the financial statements of the City of Brookhaven for the fiscal year ended December 31, 2017 are free of material misstatements. The independent audit involved examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements; assessing the accounting principles used and significant estimates made by management; and evaluating the overall financial statement presentation. The independent auditor concluded, based upon the audit, that there was a reasonable basis for rendering an unmodified opinion that the City of Brookhaven's financial statements for the fiscal year ended December 31, 2017 are fairly presented in conformity with GAAP. Note that the auditors do not express an opinion on the effectiveness of the City's internal controls. The independent auditor's report is presented as the first component of the financial section of this report.

Also included in the report is the Management's Discussion and Analysis (MD&A) that provides a narrative introduction, overview, and analysis. The basic financial statements, including the accompanying notes, represent the core of the financial section. These financial statements present the financial condition of the City of Brookhaven as a single entity, as well as the individual funds that account for the City's various governmental and business-type activities.

PROFILE OF THE CITY

After a July 31, 2012 voter referendum, approving the establishment of the City of Brookhaven, the City officially became the largest city in DeKalb, Georgia on December 17, 2012. Brookhaven is in the northeast suburbs of Atlanta and is bounded by the Fulton County line to its west, just south of interstate I-85 to its south, the City of Dunwoody at interstate I-285 to its north, and the City of Chamblee to its east. At 11.6 square miles, the area has developed rapidly over the past three decades, and is home to affluent neighborhoods, numerous work-play communities, scores of quality restaurants, quality shopping, and a large diverse international population.

Under the Charter, the Council is comprised of a Mayor and four Council Members who enact local legislation, determine policies, adopt the City's annual budget and millage rates. The Mayor and Councilmembers are elected for four-year terms with the Mayor and two Councilmembers alternating with the other two Councilmembers on odd-numbered years. The City Manager is appointed by the Mayor and confirmed by the City Council and is responsible for implementing the policies set forth by the Council, overseeing all City employees, and managing the day to day operations of the City. Since incorporation, the City has undergone one annexation which became effective and grew the City by 0.3 square miles.

The City provides a range of municipal services including general government, public safety (police), streets, parks and recreation, planning and zoning, code enforcement, and stormwater utility. Sanitation collection services, fire protection, and emergency medical services are provided to residents via an intergovernmental agreement with DeKalb County. DeKalb County also provides water and sewer services to all municipalities, within its borders, including Brookhaven.

The annual budget of the City of Brookhaven serves as the foundation for the City's financial planning and control. The budget is prepared by the City Manager, transmitted to the City Council by the Mayor, and adopted by the City Council in accordance with policies and procedures established by the Brookhaven Charter and council ordinances. The appropriated budget is prepared and presented by fund, department (e.g. police) or function (e.g. debt service), and major cost category (e.g., personnel services). All expenditures of the City are made in accordance with the adopted annual budget. The department level is the legal level of control enacted by the Brookhaven Code ordinance. Budgetary control is maintained at the individual expenditure account level by the review of all requisitions of estimated purchase amounts prior to the release of purchase orders to vendors. Transfers among expenditure accounts in one department may occur with the approval of the Finance Director. Transfers between operating departments may occur with the approval of the City Council. Transfers between funds accomplished via budget amendment must be approved by the City Council. Budget amendments, increasing or decreasing fund appropriations, must also be approved by the City Council.

Budget-to-actual comparisons are provided in this report for each individual governmental fund for which an appropriated annual budget has been adopted. For all governmental funds with appropriated annual budgets, this comparison is presented in the required supplementary information (RSI) or combining fund section of this report.

ECONOMIC CONDITION AND OUTLOOK

Some of the factors, which will contribute to the future growth and development of the City of Brookhaven, are listed below:

Improved Transportation System

The City of Brookhaven is home to a heavy rail rapid transit station operated by the Metropolitan Atlanta Rapid Transit Authority (MARTA). Opening in 1984, the Brookhaven station has over 2,350 daily passengers pass through its turnstiles. Transportation systems have a major impact on the growth and development of any community. With access to I-85 and I-285, the City's major local thoroughfares include Buford Highway (GA 13), Ashford Dunwoody Road, and Peachtree Road. Also, the City has paved over 20 lane-miles during the last two years, while a total of over 9,000 linear feet of new sidewalks have been added.

Redevelopment of Existing Land/Properties

With most of the land/property in the City developed, the City's growth has been redevelopment in nature. This redevelopment includes mixed-use (commercial and residential), multiple family residences, and larger, modern homes. With an estimated population of 54,169 (Source: January 2018 ESRI Community Profile), the Community Development Department continues to work with developers and builders on projects promoting live-work-play communities, bike and pedestrian mobility, and neighborhood character preservation. Continuous measures have been

implemented to make the City of Brookhaven esthetically pleasing for its citizens and business owners such as design standards and overlay districts.

Recent Economic Development

The City continues its growth through mixed-use development and other zoning improvements. Located on Ashford Dunwoody Road, near Perimeter Summit and I-285, the Ashford Green Development is a 1.13 million square foot project, consisting of two (2) 10-story office buildings and approximately 300 apartments.

Children's Healthcare of Atlanta (CHOA), recognized by US News and World Reports as one of the top pediatric hospitals in the country, has started building an 8-story, 300,000 square foot clinic/ambulatory care facility at its I-85 and North Druid Hills Road location. The facility was in the area annexed into the City in 2014, and is under construction. The facility is expected to service 300,000 patients annually, provide for ancillary health services, and treat children with complex and chronic illnesses.

Decide DeKalb, the development authority arm of DeKalb County, provided tax incentives for the development of an 18-story, 400,000 square foot office tower at Perimeter Parkway. Perimeter Summit is an 83-acre master planned development in the northern, I-285 area of the city currently consisting of three office buildings providing a total of more than 1.3 million square feet of Class A office space, two hotels (Hyatt Regency and Villa Christina) and residential housing. The Perimeter Summit development has over 300 residential condominiums and almost 200 hotel rooms.

Budgetary Controls

The City of Brookhaven maintains budgetary controls to ensure compliance with legal provisions of the annual appropriated budget approved by the City Council. Activities of the General Fund, Confiscated Funds, E911 Fund, Special Tax District Fund, Hotel Motel Tax Fund, Streetlight Fund, Homestead Option Sales Tax Fund, Capital Project Fund, and Debt Service Fund are included in the annual appropriated budget. The level of budgetary control (that is, the level at which expenditures cannot legally exceed the appropriated amount) is the department level.

A copy of the City of Brookhaven's annual budget can be obtained from the City of Brookhaven's Finance Department by calling (404) 637-0500. The copies of the annual budget or the various master plans can also be accessed through the department's web site at www.brookhavenga.gov.

Financial Policies

The City's Financial Management Policy guides management in the preparation of its annual budget and daily financial operations. The Policy provides standards for the use of contingencies, unexpected expenditures, the establishment of an unassigned fund balance reserve of 25% of

annually budgeted following year expenditures in the General Fund, cash and investment management, grant management, purchasing policies, and internal control policies.

Internal accounting controls are designed to provide reasonable assurance regarding the safety of assets against loss from unauthorized use or disposition and the reliability of financial records for preparing financial statements in conformity with Generally Accepted Accounting Principles (GAAP). The concept of reasonable assurance recognizes that the cost of a control should not exceed the benefits likely to be derived and the evaluation of costs and benefits requires estimates and judgments by management. All internal control evaluations occur within the above framework.

Long-Term Financial Planning

The City actively engages in multi-year financial planning. The City has developed several master plans including parks, transportation and sidewalks, and stormwater infrastructure. The 2017 budget funded substantial progress for execution. It is expected that work on these plans will be implemented over the subsequent ten-year (2018-2028) period. As part of the annual capital improvement program, future capital acquisitions and capital asset replacements are considered in the forecast. The City uses various data in forecasts for future operating and capital needs in the preparation of the City's annual budget document.

MAJOR INITIATIVES

Parks Master Plan

With the conveyance of the park property from DeKalb County in 2014, the City primarily concluded its park master planning process in 2015. The master plan establishes the amenities and functional thresholds for City parks and recreational facilities. The City is executing the parks master plan in a pay as you go manner. Personalizing each park will include the various park specific amenities – signage, tennis courts, open fields, athletic fields, walking and nature trails, playground structures, parking, restroom construction/renovation, and stream cleanup/stabilization.

Since the fall of 2016, the City has completed three (3) park master plan projects to include Clacks Corner Park, Georgian Hills Park Phase I, and Murphey Candler Park Open Space Field Project. Other projects included the Tike Track and the Sand Box Shade Structure at Ashford Park. Substantial work was done on Skyland Park Project and Park Monument Signs were installed in all parks.

Peachtree Creek Greenway Project

The Peachtree Creek Greenway is a 12-mile multi-city trail project beginning just outside of I-285, following the North Fork of Peachtree Creek to its confluence with the South Fork, and linking with regional trails including the Atlanta Beltline. Brookhaven is leveraging the project to provide

transportation and recreation alternatives, while encouraging development facing the creek. Plans call for a 2.7-mile multi-use trail and linear park featuring a series of paved multi-purpose and promenade trails near a revitalized corridor dotted with residences, offices, restaurants, bike rental stands, coffee shops, and picnic areas. The City plans to leverage funding via the Atlanta Regional Transportation Improvement Plan, grants, and a bond funded via Hotel/Motel tax to meet the projected \$38 million cost for this portion of the Peachtree Creek Greenway.

AWARDS AND ACKNOWLEDGMENTS

The Government Finance Officers Association of the United States and Canada (GFOA) *Certificate of Achievement for Excellence in Financial Reporting (CAFR)* is the highest form of recognition for excellence in state and local government financial reporting. To be awarded a *Certificate of Achievement*, a government unit must publish an easily readable and efficiently organized CAFR whose contents conform to program standards. The document must satisfy both generally accepted accounting principles and applicable legal requirements. Our 2015 report was our first submittal and the City was successful in receiving the GFOA Certificate of Achievement. We are submitting our fiscal year 2017 report expecting to receive the award for a third time.

I would like to thank all members of the Finance Department as well as all other departments who assisted with assembling the information presented in this report. I would like to acknowledge the City's auditors, Mauldin & Jenkins, LLC, with the assistance they provided in meeting the deadlines established for publication of the document. The Mayor, City Council, City Manager and Assistant City Manager have been significant agents of change. Many projects have been completed and more are underway.

Respectfully submitted,

Linda Nabers Finance Director

CITY OF BROOKHAVEN, GEORGIA LIST OF PRINCIPAL OFFICIALS DECEMBER 31, 2017

LEGISLATIVE BRANCH

Mayor John A. Ernst, Jr.

Council Member – District 1 Linley Jones

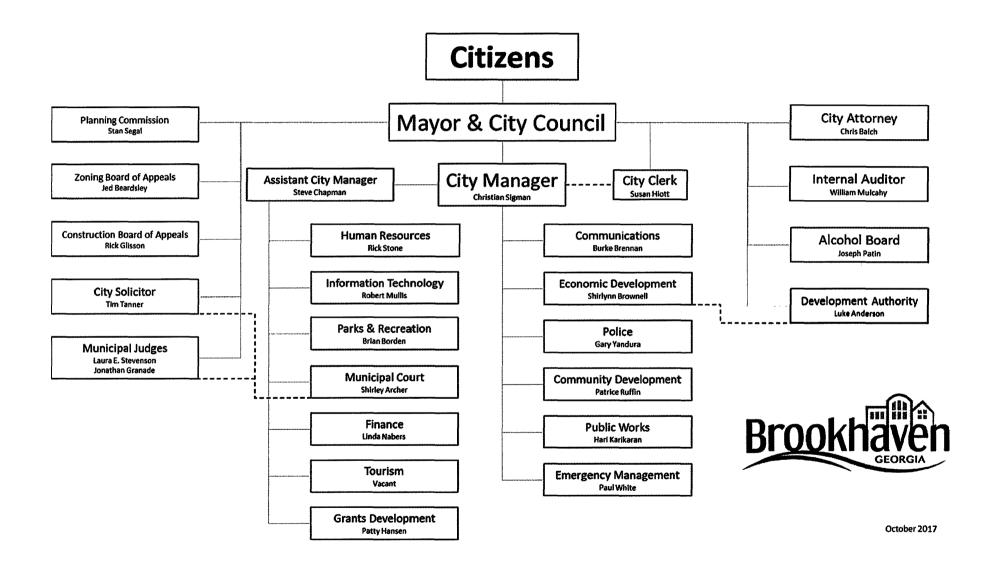
Council Member – District 2 John Park

Council Member – District 3 Bates Mattison

Council Member – District 4 Joe Gebbia

MANAGEMENT STAFF

City Manager Christian Sigman Asst. City Manager/CFO Steve Chapman II City Clerk Susan Hiott Director of Human Resources Rick Stone Director of Finance Linda Nabers **Communications Director** Burke Brennan Director of Information Technology Robert Mullis Municipal Court Administrator Shirley Archer Police Chief Gary Yandura Director of Public Works Hari Karikaran Director of Parks & Recreation Brian Borden Patrice Ruffin Director of Community Development Director of Economic Development Shirlynn Brownell





Government Finance Officers Association

Certificate of
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in Financial
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Presented to

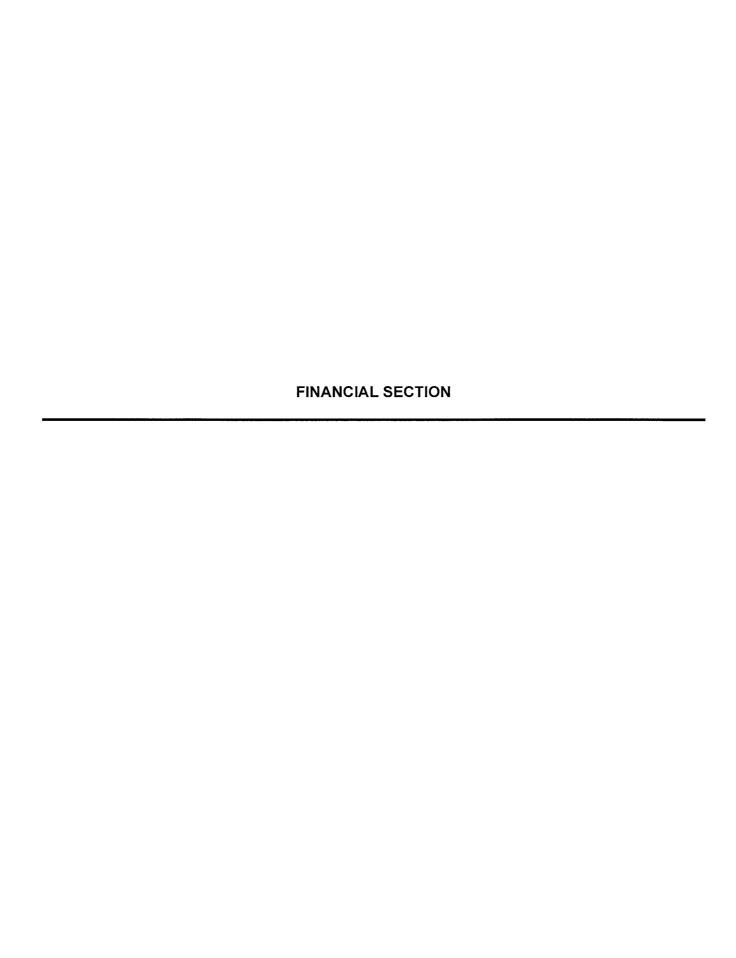
City of Brookhaven Georgia

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended

December 31, 2016

Christopher P. Morrill

Executive Director/CEO





INDEPENDENT AUDITOR'S REPORT

The Honorable Mayor and Members of the City Council of the City of Brookhaven, Georgia

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the **City of Brookhaven, Georgia**, as of and for the year ended December 31, 2017, and the related notes to the financial statements, which collectively comprise the City's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the City as of December 31, 2017, and the respective changes in financial position, and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis and General Fund and Grant Fund – Schedule of Revenues, Expenditures and Changes in Fund Balances – Budget and Actual (GAAP Basis), as listed in the table of contents, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the City's basic financial statements. The introductory section, combining and individual fund financial statements and schedules, and statistical section are presented for purposes of additional analysis and are not a required part of the basic financial statements. Other Information (Continued)

The combining and individual fund financial statements and schedules (the "supplementary information") are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The introductory and statistical sections have not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express an opinion or provide any assurance on them.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated June 13, 2018, on our consideration of the City's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the City's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the City's internal control over financial reporting and compliance.

Mandelin & Jenlins, LLC

Atlanta, Georgia June 13, 2018

CITY OF BROOKHAVEN, GEORGIA MANAGEMENT'S DISCUSSION AND ANALYSIS

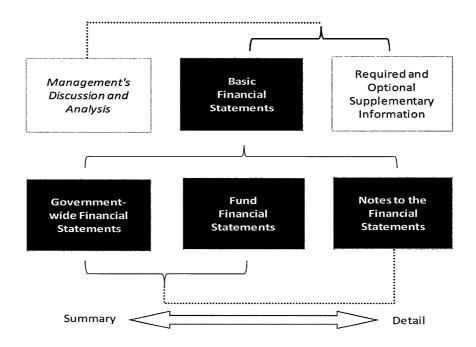
As management of the City of Brookhaven (City), we offer readers of the City's financial statements this narrative overview and analysis of the financial activities of the City for the year ended December 31, 2017. We encourage readers to consider the information presented in conjunction with the basic financial statements, notes, and supplementary information found in this report. This information taken collectively is designed to provide readers with an understanding of the City's finances.

FINANCIAL HIGHLIGHTS

- The assets of the City exceeded its liabilities at the close of the fiscal period by \$107,673,951. Of this amount, unrestricted net position of \$25,524,070 is available to meet the ongoing obligations of the government.
- As of the close of the fiscal period, the City's governmental funds reported combined ending fund balances of \$27,247,538.

OVERVIEW OF THE FINANCIAL STATEMENTS

This annual report is comprised of four segments as dictated by generally accepted accounting principles (GAAP); management's discussion and analysis (this section), the basic financial statements, required supplementary information and other supplementary information. The basic financial statements include two kinds of statements that present different views of the City comprise four components: 1) government-wide financial statements, 2) fund financial statements, 3) notes to the financial statements and 4) other supplementary information in addition to the basic financial statements themselves.



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Government-wide Financial Statements. The *government-wide financial statements* are designed to provide readers with a broad overview of the City's finances, in a manner similar to a private-sector business.

The statement of net position presents information on all of the City's assets and liabilities, with the difference between them reported as net position. Overtime, increases or decreases in net position may serve as a useful indicator of whether the financial position of the City is improving or deteriorating.

The statement of activities presents information showing how the City's net position changed during the most recent fiscal period. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cashflows. Thus, revenues and expenses are reported in this statement for some items that will only result in cashflows in future fiscal periods (e.g., uncollected taxes and earned but unused vacation leave).

	Government-wide Statements	n's Government-wide and Fund Financial Statements Fund Statements		
		Governmental Funds	Proprietary Funds	
Scope	Entire City government	Activities of the City that are not proprietary, such as police, zoning, and parks	Activities the City operates similar to private business; stormwater utility	
Required financial statements	* Statement of net position * Statement of activities	 * Balance sheet * Statement of revenues, expenditures, and changes in fund balance 	* Statement of net position * Statement of revenues, expenses, and changes in net position * Statement of cash flows	
Accounting basis and measurement focus	Accrual accounting and economic resources focus	Modified accrual accounting and current financial resources focus	Accrual accounting and economic resources focus	
Type of asset/liability information	All assets and liabilities, both financial and capital, short-term and long-term	Only assets expected to be used up and liabilities that come due during the year or soon thereafter; no capital assets included	All assets and liabilities, both financial and capital, short-term and long-term	
Type of inflow/outflow information	All revenues and expenses during year, regardless of when cash is received or paid	Revenues for which cash is received during or soon after the end of the year; expenditures when goods or services have been received and payment is due during the year or soon thereafter	All revenues and expenses during the year, regardless of when cash is received or paid	

Both of the government-wide financial statements distinguish functions of the City that are principally supported by taxes (governmental activities) from other functions that are intended to recover all or a significant portion of their costs through user fees and charges (business-type activities). The governmental activities of the City include general government, judicial, public safety, public works, housing and development and recreation.

The government-wide financial statements can be found on pages 25 and 26 of this report.

Fund Financial Statements. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The City, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All of the funds of the City can be divided into governmental funds or proprietary funds.

Governmental Funds. Governmental funds are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements focus on near-term inflows and outflows of spendable resources, as well as on balances of spendable resources available at the end of the fiscal year. Such information may be useful in evaluating the City's near-term financing requirements.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the City's near-term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balances provide a reconciliation to facilitate this comparison between governmental funds and governmental activities.

The City maintains four major governmental funds. The City's major governmental funds are the General, Homestead Option Sales Tax (HOST), Grant and Capital Projects fund. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balances for these major funds.

The City adopts an annual appropriated budget for its general and special revenue funds. A project length budget is adopted for the capital project fund. A budgetary comparison statement has been provided for the general fund and special revenue funds to demonstrate compliance with this budget.

The basic governmental fund financial statements can be found on pages 27 through 29 of this report.

Proprietary Funds. Under GASB Statement No. 34, governments report two types of proprietary funds if applicable. The City maintains one proprietary fund. Enterprise funds are used to report the same functions presented as business-type activities in the government-wide financial statements. The City uses an enterprise fund to account for its stormwater fund. Proprietary funds provide the same type of information as the government-wide financial statements, only in more detail.

The proprietary fund financial statements can be found on pages 30 through 32 of this report.

Notes to the Financial Statements. The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements can be found on pages 33 through 52 of this report.

Other Information. In addition to the basic financial statements and accompanying notes, this report also presents certain required supplementary information such as the budgetary comparison schedule for the general fund and major special revenue funds as presented on a generally accepted accounting principal basis in this section. This schedule is intended to demonstrate the City's compliance with the legally adopted

basis in this section. This schedule is intended to demonstrate the City's compliance with the legally adopted and amended budget. Required supplementary information can be found on pages 53 through 55 of this report.

The combining fund financial statements are presented immediately following the required supplementary information. They can be found on pages 56 and 57 of this report.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

City of Brookhaven, Georgia's Net Position

		mental vities		ss-type vities		rimary nment			
	2017	2016	2017	2016	2017	2016			
Assets:									
Current assets	\$ 32,034,129	\$ 25,493,827	\$ 1,929,770	\$ 1,954,037	\$ 33,963,899	\$ 27,447,864			
Capital assets, net	77,328,582	65,150,566	7,412,334	7,146,150	84,740,916	72,296,716			
Total assets	109,362,711	90,644,393	9,342,104	9,100,187	118,704,815	99,744,580			
Liabilities									
Current liabilities	4,706,898	2,424,274	236,690	89,327	4,943,588	2,513,601			
Long-term liabilities	6,087,276	1,469,276			6,087,276	1,469,276			
Total liabilities	10,794,174	3,893,550	236,690	89,327	11,030,864	3,982,877			
Net Position									
Net investment in									
capital assets	72,013,003	64,370,907	7,412,334	7,146,150	79,425,337	71,517,057			
Restricted	2,724,544	2,405,177	-	-	2,724,544	2,405,177			
Unrestricted	23,830,990	19,974,759	1,693,080	1,864,710	25,524,070	21,839,469			
Total net position	\$ 98,568,537	\$ 86,750,843	\$ 9,105,414	\$ 9,010,860	\$ 107,673,951	\$ 95,761,703			

As noted earlier, net position may serve over time as a useful indicator of a government's financial position. In the case of the City, assets exceeded liabilities by \$107,673,951 at the close of the most recent fiscal year.

By far the largest portion of the City's net position (73.8%) reflects its investment in capital assets (e.g. land, buildings, machinery, and equipment); less any related debt used to acquire those assets that is still outstanding. The City uses these capital assets to provide services to citizens; consequently, these assets are not available for future spending. Although the City's investment in its capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities.

An additional portion of the City's net position (\$2,724,544) represents resources that are subject to external restrictions on how they may be used. The remaining balance of unrestricted net position (\$25,524,070 or 23.7%) may be used to meet the City's ongoing obligations to citizens and creditors.

At the end of the current year, the City is able to report positive balances in all three categories of net position, both for the City as a whole, as well as for its separate governmental and business-type activities.

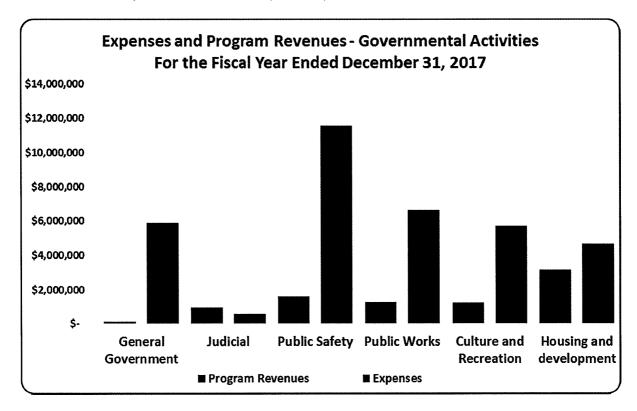
Governmental Activities. Governmental activities increased the City of Brookhaven's net position by \$11,817,694, thereby accounting for 99.2% of the total increase in the net position of the City. Key elements of this increase are shown in detail in the table on the following page.

City of Brookhaven, Georgia's Change in Net Posistion

		imental vities	Busines Activi		Total Primary Government		
	2017	2016	2017	2016	2017	2016	
Revenues							
Program revenues:							
Charges for services	\$ 5,921,195	\$ 6,867,248	\$ 1.988,504	\$ 1,581,760	\$ 7,909,699	\$ 8,449,008	
Capital grants &							
contributions	2,492,933	326,032	-	-	2,492,933	326,032	
General revenues:							
Property taxes	9,454,749	7,684,986	-	-	9,454,749	7,684,986	
Sales taxes	6,691,614	6,911,336	-	-	6,691,614	6,911,336	
Hotel/Motel tax	2,948,420	1,950,677	-	-	2,948,420	1,950,677	
Franchise taxes	4,630,027	4,111,311	-	-	4,630,027	4,111,311	
Business tax	5,367,889	5,008,501	-	-	5,367,889	5,008,501	
Alcohol and excise taxes	1,468,069	1,396,966	-	-	1,468,069	1,396,966	
Unrestricted							
Investment earnings	43,259	9,677	-	-	43,259	9,677	
Miscellaneous	424,329	403,235	-	-	424,329	403,235	
Gain on sale of capital assets	7,429,465	-	-	-	7,429,465	-	
Capital contributions				251,800	_	251,800	
Total revenues	46,871,949	34,669,969	1,988,504	1,833,560	48,860,453	36,503,529	
Expenses:							
General government	5,896,748	5,101,706	-	-	5,896,748	5,101,706	
Judicial	580,297	584,753	-	-	580,297	584,753	
Public safety	11,552,258	10,595,386	-	-	11,552,258	10,595,386	
Public works	6,628,883	4,295,145	-	-	6,628,883	4,295,145	
Housing and development	4,644,383	3,736,194	-	=	4,644,383	3,736,194	
Culture and recreation	5,695,736	4,423,411	-	-	5,695,736	4,423,411	
Community development	-	146,983	-	-	-	146,983	
Interest on long-term debt	95,950	28,226	-	-	95,950	28,226	
Stormwater			1,853,950	1,488,786	1,853,950	1,488,786	
Total expenses	35,094,255	28,911,804	1,853,950	1,488,786	36,948,205	30,400,590	
Transfers	40,000	-	(40,000)	-	-	-	
Changes in net position Net position, beginning	11,817,694	5,758,165	94,554	344,774	11,912,248	6,102,939	
of year	86,750,843	80,992,678	9,010,860	8,666,086	95,761,703	89,658,764	
Net position, end of year	\$ 98,568,537	\$ 86,750,843	\$ 9,105,414	\$ 9,010,860	\$107,673,951	\$ 95,761,703	

- The City's governmental activities has recognized a \$946,053 or 13.8% decrease in charges for services from 2016. This is principally due to decreased judicial fines, as well as, the end of the legal fee reimbursement, offset marginally by the building permitting activities.
- Property tax revenues for 2017 were \$1.8 million greater than those of 2016. This 23.0% increase was due to the healthy growth in the tax digest due to new construction and improvements. Additionally, the City Council did not rollback the millage from 2.740 mills, providing approximately \$933,000 in additional property taxes as a result of property appreciation. This amount has been assigned for capital improvement through the City Council's approval of the FY 2018 budget.

- A slight decrease in the sales tax revenues in 2017 from 2016 by (\$219,722). The HOST revenues are
 dedicated to capital improvements. The HOST funds were moved to a Capital Improvement Fund
 where projects were established and the funds were designated appropriately, to Council approved
 projects which included various park improvements, road and sidewalks improvements.
- Franchise fees for the City increased by \$518.7 thousand or 12.6%. The City collected franchise fees
 that included electricity, cable and telephone. The Georgia Power distribution was the major
 contributor in this increase.
- The City's business tax revenues increased by \$359.4 thousand or 7.2% from 2016 revenues. The City had new business revenues for 2017 showing a strengthening economy.
- The City made an exchange with the DeKalb County Board of Education on land that resulted in a gain on the exchange of capital assets in the amount of \$7.4 million. The exchange of property was for relocation of Skyland Park and the new park is expected to be finished in 2018.



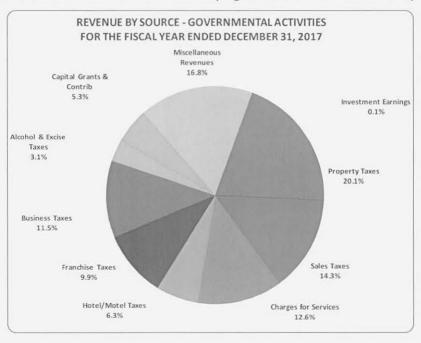
The increase in governmental activities expenses of \$6.1 million is attributed to the following major changes:

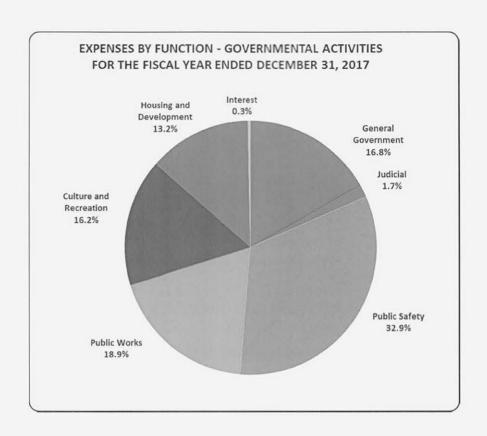
• In 2017, the general government activities expenses of the City increased by \$795.0 thousand over the 2016 expenses. This 15.6% increase was primarily due to the digital video archiving project, the City's fifth anniversary celebration, and first floor City hall women's restroom

renovation \$50 thousand. Legal fees for condemnation matters and other legal matters \$190 thousand, archiving digital data and implementation of City Works for Public Works and Community Development \$200 thousand, and transition from contracted positions in Communications to full time City employees. We added several parks that also included the contracted maintenance expenses to increase in this area by \$190 thousand.

- Public safety activities increased by \$956.9 thousand or 9.0% for 2017. Contributing to the
 increase is the active Government of Highway Safety Grant (GOHS) and the Project Safe
 Neighborhood Grant (PSN) for a total of \$284.5 thousand. The City also purchased 18 new Public
 Safety vehicles for \$630.7 thousand.
- In 2017, public works activity expenses increased by \$2.3 million or 54.3%. This increased as the City continues to prioritize street paving funded through HOST and the Capital Projects Fund.
- In 2017, the City continued bringing various parks online, resulting in investments in repair and
 maintenance and park facility programming. The expenses for culture and recreation increased
 by \$1.2 million due to the engagement of technical and professional contractors and staff to bring
 parks, pools and recreational amenities online. Over \$1.5 million was expended in the Capital
 Projects Fund for Skyland Park in 2017. Georgian Hills Park was near completion in 2017 as well.
- Housing and development expenses increased \$908.2 thousand or 24.3% from those for 2016.
 This difference is principally attributed to the City's increase in the Hotel/Motel tax rate from 5% to 8%. The change went into effect in October thus causing an increase in the expenses paid to the Dekalb Convention Visitors Bureau. The City also collected back taxes from the Marriott in the amount of \$545 thousand.

The charts below denote the source of the City's governmental revenues and expenses:





Business-Type Activities. Business-type activities increased the City's net position by \$94,554, thereby accounting for 0.8% of the total increase in the net position of the City. The sole business-type activity is its stormwater operations, which are accounted for in its Stormwater Fund. This fund is used to facilitate the repair, maintenance, and improvements to the City's stormwater facilities.

Stormwater Fund Operations

Operating	Revenues	Operating	Expenses	Income from Operations		
2017	2016	2017	2016	2017	2016	
\$1,988,504	\$1,581,760	\$1,853,950	\$1,488,786	\$134,554	\$92,974	
\$1,988,504	\$1,581,760	\$1,853,950	\$1,488,786	\$134,554	\$92,974	
	2017 \$1,988,504	\$1,988,504 \$1,581,760	2017 2016 2017 \$1,988,504 \$1,581,760 \$1,853,950	2017 2016 2017 2016 \$1,988,504 \$1,581,760 \$1,853,950 \$1,488,786	2017 2016 2017 2016 2017 \$1,988,504 \$1,581,760 \$1,853,950 \$1,488,786 \$134,554	

The revenues for the Stormwater Fund increased \$406,744 or 25.7% from the previous year. Although the City took over stormwater services during incorporation of the City in 2012, efforts continue to define the elements of the stormwater program.

Stormwater assessment fees (computed based on a property's impervious surface area) were \$1,894,504 up from 2016 by \$312,744; the stormwater fund also recaptured \$94,000 from the buildout of Byrnwick Drive Bypass. Depreciation on the capital assets accounted for 9.9% of the operating expenses.

FINANCIAL ANALYSIS OF THE GOVERNMENT'S FUNDS

As noted earlier, the City uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental Funds. The focus of the City's governmental funds is to provide information on near-term inflows, outflows, and balances of spendable resources. Such information is useful in assessing the City's financing requirements. In particular, unassigned fund balance may serve as a useful measure of the City's net resources available for spending at the end of the fiscal year.

At the end of the current fiscal year, the City's governmental funds reported combined ending fund balance of \$27,247,538.

Gene	General Government Fund Balance Purpose		2017	2016	Diff.
	Non-spendable "inherently non-expendable "such as deposits or inventory	Prepaid Expenses	\$ 697,283	\$ 431,443	\$ 265,840
	Restricted External "legal limitations" on use	Streetlighting Confiscated Funds E911 Operations Public Works Tourism (Hotel Motel) Police Donations	335,582 300,353 - 562,446 1,485,020 30,928	337,995 194,165 167,434 - 1,660,476 31,569	(2,413) 106,188 (167,434) 562,446 (175,456) (641)
NCE	Committed "Self-imposed" limitations on use	Debt Service	1,194,763	-	1,194,763
UNRESTRICTED FUND BALANCE		HOST Subsequent year's budget:	1,661,404	9,486,486	(7,825,082)
⊡	Assigned Limitations resulting from	appropriation of fund balance	173,719	550,043	(376, 324)
🖺	"intended use"	Capital Projects Public Safety	10,975,319 286,966	3,028,983	7,946,336 286,966
[달		Future Capital Improvements	933,953	933,953	200,900
ESTE	(1) (1) (1) (1) (1) (1) (1) (1) (1) (1)	Tree Conservation	43,969	21,369	22,600
N N	Unassigned "Residual" net resources	General Fund Special Tax District No 1	8,565,833	6,253,311 (76,521)	2,312,522 76,521
	TOTALS FOR GOVERNMENTAL FU	JNDS	\$ 27,247,538	\$ 23,020,706	\$4,226,832

General Fund. The general fund is the primary operating fund of the City. At the end of the current fiscal period, unassigned fund balance was \$8,565,833 while total fund balance was \$10,445,685. This balance includes \$697,283 in prepaid expenses and \$30,928 in police donations as restricted fund balance. Additionally, \$1,151,641 was assigned for other purposes. This includes \$173,719 for next year's budget, \$933,953 for future capital improvements, and \$43,969 for tree conservation. Fund balance increased \$2,223,997 over the prior year primarily from actual revenues exceeding expectations for electric and gas

franchise fees by \$1.4 million, due to prior annexation changes. Permitting fees were up by \$967.3 thousand due to the new construction associated with the Children's Healthcare of Atlanta complex and insurance premium tax increased by \$477.3 thousand. The Unassigned Reserve accounts for 33% of FY 2018 approved budgetary expenditures which is above the target set by the City's fund balance policy as approved by the City Council. This is the second year that the City has fully funded its policy mandated unassigned reserve.

Homestead Option Sales Tax Fund (HOST). The HOST fund was set up to account for receipt of HOST sales tax revenues and associated expenditures for capital improvements. During the current year, \$6,655,518 (\$6,636,024 in sales tax revenues, and \$19,494 in investment income) was recognized as revenues, while a total of \$667,961 was expended and \$13.8 million was transferred out to the Capital Project Fund.

Grant Fund. The Grant Fund was established to account for funds received from the federal and state government. In 2017, \$1.6 million in revenues were received, and \$285.1 thousand spent mostly on the Project Safe Neighborhood Program and the Government of Highway Safety Grant. There were transfers out to the Capital Projects Fund for expenditures related to transportation improvements of \$718,748. The primary increase was due to receipt of State LMIG funding (916 thousand) in 2017.

Capital Projects Fund. The Capital Projects Fund was set up to capture the costs related to major projects that include, public safety, public works and recreation. The projects were funded using fund balance from the HOST fund, as well as, proceeds from the sale of capital assets and a new GEFA loan was obtained to fund the purchase of greenspace property. During 2017, \$920,360 was recognized as intergovernmental revenues. There was \$11.6 million spent on capital outlay with the bulk of the expenses used for street paving, sidewalk projects, and park improvements. The fund balance remains at \$10.2 million at the end of 2017 to be used for future capital projects. The primary increase in fund balance was due to \$4.7 million received from DeKalb County for the sale of land and transfers in from the HOST fund.

GENERAL FUND BUDGETARY HIGHLIGHTS

The City utilized a conservative approach for budgeting purposes. Emphasis was given to ensuring financial stability for the current period as well as long-term stability.

The City employs an annual mid-year budget process in order to re-align appropriations made during the annual budget process with significant unexpected trends. This ensures adjustments facilitating appropriations to be in alignment with expected resources. On September 1, 2017, the City Council amended the 2017 budget by \$933,953 and appropriated from fund balance projects to include future Capital Improvement Projects. On November 2, 2017, the Council also amended the 2017 Budget by \$350,000 being appropriated from fund balance, so Public Works could proceed on projects for 2018 road paving.

The General Fund 2017 actual revenues were \$2.5 million or 11.2% greater than the amended budget. This variance is principally attributed to \$1.4 million franchisee fees and \$967 thousand in building permit revenues offset slightly by less than anticipated revenues from property taxes (\$220.4 thousand), and fines and forfeitures (\$447.0 thousand). The 2017 expenditures were \$1.2 million or 5.3% less than the amended budget. No departments exceeded their appropriations for 2017. Details of the original general fund budget and the amended budget are contained on pages 53 and 54 of this report.

CAPITAL ASSET AND DEBT ADMINISTRATION

Capital Assets. The City's investment in capital assets for its governmental and business-type activities at December 31, 2017, amounts to \$84,740,916 (net of accumulated depreciation). This investment in capital assets includes land, structures, vehicles, as well as infrastructure assets such as streets, curbs, sidewalks, culverts and drainage ponds. A majority of these infrastructure assets were transferred to the City from DeKalb County. The City continues to work on projects and improvements.

The following table summarizes the capital assets (net of depreciation) for governmental activities, business-type activities and the total for the primary government.

City of Brookhaven, Georgia's Capital Assets (Net of depreciation)

	Governmen	tal Activities Business-ty		pe Activities	Tot	als
	2017	2016	2017	2016	2017	2016
Land	\$ 11,304,991	\$ 1,924,238	\$ -	\$ -	\$ 11,304,991	\$ 1,924,238
Construction in progress	4,725,214	208,911	251,800	251,800	4,977,014	460,711
Improvements	2,103,893	2,102,832	-	-	2,103,893	2,102,832
Buildings	1,349,246	1,443,224	-	-	1,349,246	1,443,224
Machinery and equipment	2,129,338	2,785,233	-	-	2,129,338	2,785,233
Infrastructure	55,715,900	56,686,128	-	-	55,715,900	56,686,128
Stormwater infrastructure	<u>-</u>	-	7,160,534	6,894,350	7,160,534	6,894,350
Totals	\$ 77,328,582	\$ 65,150,566	\$ 7,412,334	\$ 7,146,150	\$ 84,740,916	\$ 72,296,716

Additional information on the City's capital assets can be found in note 6 on pages 45 and 46 of this report.

Long-Term Debt. At December 31, 2017, the City's long-term debt amounted to \$6,087,276. The debt consisted of capital leases used to acquire police equipment, computers and software, as well as any accrued compensated absences in the amount of \$771.7 thousand.

The City took out a Georgia Environmental Finance Authority (GEFA) loan in the amount of \$5.2 million for the purchase of greenspace near the Peachtree Dekalb Airport utilizing a low interest rate loan acquired through the Clean Water State Revolving Fund.

Additional information on the City's long-term debt can be found in note 7 on pages 46 through 48 of this report.

ECONOMIC FACTORS AND NEXT YEAR'S BUDGETS AND RATES

The City's management and elected officials considered many factors when adopting the budget for the fiscal year ending December 31, 2018.

- The 2018 budget anticipates a relatively stable tax digest.
- The City has an operating millage rate cap of 3.35 mills that is set by City Charter. The 2018 budget was prepared using the same rate as in FY 2017 of 2.740 mills.
- The City changed health care carriers in 2017 in order to stay within the budgeted employee benefits budgeted for 2018, while still maintaining the same level of services for healthcare.
- The City sees the biggest challenge in the upcoming budget year as continuing to strive to provide excellent customer service to citizens, while executing on completion of budgeted capital improvements throughout the City.

REQUESTS FOR INFORMATION

This financial report is designed to provide a general overview of the City of Brookhaven's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the Finance Department, City of Brookhaven, 4362 Peachtree Road, Brookhaven, Georgia, 30319, or by calling (404)637-0500.

STATEMENT OF NET POSITION DECEMBER 31, 2017

ACCETO		overnmental Activities		siness-type Activities		Total
ASSETS	•	05 057 004	•	4.055.054	•	07.440.045
Cash and cash equivalents	\$	25,257,864	\$	1,855,051	\$	27,112,915
Accounts receivable		3,220,013		60,500		3,280,513
Property taxes receivable		472,524		-		472,524
Due from other governments		2,386,445		14 210		2,386,445
Prepaids Capital assets:		697,283		14,219		711,502
Nondepreciable		16,030,205		251,800		16,282,005
•		61,298,377		7,160,534		
Depreciable, net of accumulated depreciation		61,290,377		7,160,534		68,458,911
Total assets		109,362,711		9,342,104		118,704,815
LIABILITIES						
Accounts payable		3,688,503		236,690		3,925,193
Accrued liabilities		309,214		<u>-</u>		309,214
Unearned revenue		709,181		-		709,181
Compensated absences, due within one year		617,357		-		617,357
Compensated absences, due in more than one year		154,340		-		154,340
Capital leases payable, due within one year		230,830		-		230,830
Capital leases payable, due in more than one year		23,682		-		23,682
Note payable, due within one year		239,856		-		239,856
Note payable, due in more than one year		4,821,211				4,821,211
Total liabilities		10,794,174		236,690		11,030,864
NET POSITION						
Net investment in capital assets		72,013,003		7,412,334		79,425,337
Restricted for streetlight service		345,059		· · ·		345,059
Restricted for law enforcement		301,091		-		301,091
Restricted for promotion of tourism		1,485,020		_		1,485,020
Restricted for police donations		30,928		_		30,928
Restricted for public works		562,446		-		562,446
Unrestricted		23,830,990		1,693,080		25,524,070
Total net position	\$	98,568,537	\$	9,105,414	\$	107,673,951

STATEMENT OF ACTIVITIES FOR THE YEAR ENDED DECEMBER 31, 2017

				Program	Reve			•	xpenses) Revenu anges in Net Posi		
Functions/Programs		Expenses		harges for Services		Capital Grants and ontributions	G 	overnmental Activities	Business-Type Activities	_	Total
Primary government:											
Governmental activities:											
General government	\$	5,896,748	\$	142,787	\$	-	\$	(5,753,961)	\$ -	\$	(5,753,961)
Judicial		580,297		979,400		-		399,103	-		399,103
Public safety		11,552,258		1,320,894		292,724		(9,938,640)	-		(9,938,640)
Public works		6,628,883		-		1,279,849		(5,349,034)	-		(5,349,034)
Housing and development		4,644,383		3,150,238		-		(1,494,145)	-		(1,494,145)
Culture and recreation		5,695,736		327,876		920,360		(4,447,500)	-		(4,447,500)
Interest and fiscal charges		95,950		-			_	(95,950)		_	(95,950)
Total governmental activities		35,094,255		5,921,195		2,492,933		(26,680,127)	-		(26,680,127)
Business-type activities:											
Stormwater		1,853,950		1,988,504					134,554		134,554
Total primary government	\$	36,948,205	\$	7,909,699	\$	2,492,933	_	(26,680,127)	134,554	_	(26,545,573)
	0										
		neral revenues: roperty taxes						9.454,749			9,454,749
		ales taxes						6,691,614	-		6,691,614
	_	ales taxes lotel/Motel taxes						2,948,420	-		2,948,420
		ranchise taxes							-		
	-	usiness taxes						4,630,027 5,367,889	-		4,630,027 5,367,889
	_	usiness taxes Icohol & excise t							-		
								1,468,069	-		1,468,069
		nrestricted inves		•				43,259	-		43,259
		liscellaneous rev						424,329	-		424,329
		ain on sale of ca	apitai a	assets				7,429,465	(40.000)		7,429,465
	Trai	nsfers						40,000	(40,000)	_	
		Total general re			5		_	38,497,821	(40,000)	_	38,457,821
		Change in ne						11,817,694	94,554		11,912,248
		position, beginn	_	year			_	86,750,843	9,010,860	_	95,761,703
	Net	position, end of	year				\$	98,568,537	\$ 9,105,414	\$	107,673,951

BALANCE SHEET GOVERNMENTAL FUNDS DECEMBER 31, 2017

ASSETS	General Fund		estead Option Sales Tax Fund	Grant Fund	Cap	oital Projects Fund		lonmajor vernmental Funds	Go	Total vernmental Funds
Cash and cash equivalents	\$ 8,440,054	s	32,752	\$ 747,753	\$	11,039,834	\$	4,997,471	\$	25,257,864
Accounts receivable	3,128,856			, <u> </u>		· · · ·		91,157		3,220,013
Taxes receivable, net of allowance	149,739		-	-		-		322,785		472,524
Due from other funds	-		-	-		507,092		-		507,092
Intergovernmental receivable	43,431		1,631,212	358,402		353,400		-		2,386,445
Prepaids	697,283		······	 		-		-		697,283
Total assets	\$ 12,459,363	\$	1,663,964	\$ 1,106,155	\$	11,900,326	\$	5,411,413	\$	32,541,221
LIABILITIES										
Accounts payable	\$ 1,279,138	\$	2,560	\$ 36,617	\$	1,727,813	\$	642,375	\$	3,688,503
Accrued liabilities	289,347		-	-		-		12,150		301,497
Due to other funds	-		-	507,092		-		-		507,092
Unearned revenue	367,998			 				341,183		709,181
Total liabilities	1,936,483		2,560	 543,709		1,727,813		995,708		5,206,273
DEFERRED INFLOWS OF RESOURCES										
Unavailable revenue - property taxes	77,195					-		10,215		87,410
Total deferred inflows of resources	77,195			 		-		10,215		87,410
FUND BALANCES										
Fund balances:										
Nonspendable:										
Prepaids	697,283		-	_		-		-		697,283
Restricted:	. , .									,
Law enforcement	-		-	_		-		300,353		300,353
Streetlight service	-		_	-		-		335,582		335,582
E-911 operations	-		-	-		-		-		_
Tourism	-		-	-		-		1,485,020		1,485,020
Police donations	30,928		-	-		-		-		30,928
Public works	-		-	562,446		-		-		562,446
Committed - debt service	-		-	-		-		1,194,763		1,194,763
Assigned:										
Future capital improvements	933,953		-	-		-		-		933,953
Subsequent year's budget, appropriations of fund balance	173,719		-	-		-		-		173,719
Tree fund activities	43,969		-	-		-		-		43,969
HOST activities	-		1,661,404	-		-		-		1,661,404
Public safety	•		-	-		-		286,966		286,966
Capital projects	-		-	-		10,172,513		802,806		10,975,319
Unassigned	8,565,833			 		-		<u> </u>		8,565,833
Total fund balances	10,445,685		1,661,404	 562,446	_	10,172,513	_	4,405,490		27,247,538
Total liabilities, deferred inflows of resources,										
and fund balances	\$ 12,459,363	\$	1,663,964	\$ 1,106,155	\$	11,900,326	\$	5,411,413		
Amounts reported for governmental activities in the stater net position are different because: Capital assets used in governmental activities a		ncial								
resources and, therefore, are not reported in the Long-term liabilities are not due and payable in	ne funds.									77,328,582
and, therefore, are not due and payable in and, therefore, are not reported in the funds. Some revenues are not available in the current	·									(6,094,993)
and, therefore, are not reported in the funds.	•								_	87,410
									\$	98,568,537

STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES GOVERNMENTAL FUNDS FOR THE YEAR ENDED DECEMBER 31, 2017

	General Fund	Homestead Option Sales Tax Fund	Grant Fund	Capital Projects Fund	Nonmajor Governmental Funds	Total Governmental Funds
Revenues:	e 0.202.402	Φ.	•	•	£ 4.000.447	Ф 0.40E.000
Property taxes	\$ 8,363,462	\$ -	\$ -	\$ -	\$ 1,062,147	
Sales taxes Hotel/Motel taxes	55,590	6,636,024	-	-	2,948,420	6,691,614
Franchise taxes	4.630.027	-	-	-	2,946,420	2,948,420
Alcohol excise taxes		-	-	-	-	4,630,027
Business taxes	1,138,944	-	-	-	-	1,138,944
Excise taxes	5,367,889 329,125	-	-	-	-	5,367,889 329,125
Licenses and permits	3,207,348	-	=	-	-	3,207,348
Intergovernmental		-	1 566 202	020.260	-	
Charges for services	6,281 795,095	-	1,566,292	920,360	939,532	2,492,933 1,734,627
Fines and forfeitures	902,971	_	-	_	76,249	979,220
Contributions	37,239	-	-	-	70,249	37,239
Interest earned	23,719	19,494	43	-	3	43,259
Miscellaneous	135,598	19,494	43	-		•
Total revenues	24,993,288	6,655,518	1,566,335	920,360	251,492 5,277,843	387,090
Total revenues	24,993,200	0,033,318	1,300,333	920,300	5,277,643	39,413,344
Expenditures:						
Current:						
General government	5,775,622	50	-	-	-	5,775,672
Judicial	576,361	-	-	-	-	576,361
Public safety	8,294,726	-	284,521	263,580	1,662,812	10,505,639
Public works	1,593,750	990	620	2,526,706	440,802	4,562,868
Recreation	2,477,765	-	-	2,948,853	-	5,426,618
Housing and development	3,246,127	-	-	-	1,385,326	4,631,453
Capital outlay	-	666,921	-	11,589,537	677,269	12,933,727
Debt service:						
Principal	-	-	-	-	664,080	664,080
Interest	-	-	_	-	40,656	40,656
Issuance cost	-				57,000	57,000
Total expenditures	21,964,351	667,961	285,141	17,328,676	4,927,945	45,174,074
Excess (deficiency) of revenues						
over (under) expenditures	3,028,937	5,987,557	1,281,194	(16,408,316)	349,898	(5,760,730)
Other financing sources (uses):						
Transfers in	1,571,011	-	-	16,022,879	2,511,610	20,105,500
Transfers out	(2,375,951)	(13,812,639)	(718,748)	(1,419,612)	(1,738,550)	(20,065,500)
Proceeds from issuance of note payable	-	-	-	5,200,000	-	5,200,000
Proceeds from sale of capital assets			-	4,747,562	-	4,747,562
Total other financing sources (uses)	(804,940)	(13,812,639)	(718,748)	24,550,829	773,060	9,987,562
Net change in fund balances	2,223,997	(7,825,082)	562,446	8,142,513	1,122,958	4,226,832
Fund balances, beginning of year	8,221,688	9,486,486	-	2,030,000	3,282,532	23,020,706
Fund balances, end of year	\$ 10,445,685	\$ 1,661,404	\$ 562,446	\$ 10,172,513	\$ 4,405,490	\$ 27,247,538

RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES FOR THE YEAR ENDED DECEMBER 31, 2017

Amounts reported for governmental activities in the statement of activities are different because:	
Net change in fund balances - total governmental funds	\$ 4,226,832
Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated	
useful lives and reported as depreciation expense. This is the amount by which capital outlays exceeded depreciation expense in the current period.	9,496,113
The net effect of various miscellaneous transactions involving capital assets (i.e. sales, trade-ins, and donations) is to increase net position.	2,681,903
Revenues in the statement of activities that do not provide current financial resources are not reported as revenues in the funds.	29,140
The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. This amount is the effect of these differences in the treatment of long-term debt.	(4,535,920)
Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.	(80,374)
Change in net position - governmental activities	\$ 11,817,694

STATEMENT OF NET POSITION PROPRIETARY FUND DECEMBER 31, 2017

400570	S	tormwater
ASSETS		Fund
CURRENT ASSETS		
Cash	\$	1,855,051
Accounts receivable, net of allowance		60,500
Prepaids		14,219
Total current assets		1,929,770
NONCURRENT ASSETS		
Capital assets, non-depreciable		251,800
Capital assets, depreciable		7,918,876
Accumulated depreciation		(758,342)
Total capital assets, net	<u> </u>	7,412,334
Total assets		9,342,104
LIABILITIES		
CURRENT LIABILITIES		
Accounts payable and accrued liabilities		236,690
Total current liabilities		236,690
NET POSITION		
Investment in capital assets		7,412,334
Unrestricted		1,693,080
Total net position	<u>\$</u>	9,105,414

STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION PROPRIETARY FUND FOR THE YEAR ENDED DECEMBER 31, 2017

	Stormwater Fund
OPERATING REVENUE	
Stormwater fees	\$ 1,894,505
Other operating revenue	93,999
Total operating revenues	1,988,504
OPERATING EXPENSES	
Cost of services	1,671,220
Depreciation	182,730
Total operating expenses	1,853,950
Operating income before transfers	134,554
Transfers out	(40,000)
Change in net position	94,554
Total net position, beginning	9,010,860
Total net position, ending	\$ 9,105,414

STATEMENT OF CASH FLOWS PROPRIETARY FUND FOR THE YEAR ENDED DECEMBER 31, 2017

	5	itormwater Fund
CASH FLOWS FROM OPERATING ACTIVITIES		
Receipts from customers and users	\$	1,955,004
Payments to suppliers		(1,537,513)
Net cash provided by operating activities		417,491
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES		
Purchase of capital assets		(448,914)
Net cash used in capital and related financing activities		(448,914)
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES		
Transfer out to other funds		(40,000)
Net cash used in noncapital financing activities		(40,000)
Net change in cash		(71,423)
Cash, beginning of year		1,926,474
Cash, end of year	\$	1,855,051
RECONCILIATION OF OPERATING INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES		
Operating income	\$	134,554
Adjustments to reconcile operating income		
to net cash provided by operating activities:		
Depreciation		182,730
Change in assets and liabilities:		
Increase in accounts receivable		(33,500)
Increase in prepaid items		(13,656)
Increase in accounts payable		147,363
Net cash provided by operating activities	\$	417,491

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2017

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the City of Brookhaven, Georgia (the "City") have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to government units. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The more significant of the City's accounting policies are described below.

A. Reporting Entity

The City, which was incorporated in 2012, operates under a charter adopted December 17, 2012, as a municipal corporation governed by an elected mayor and a four-member council. The government provides such services as police protection, cultural and recreational activities, community development and public works.

The accompanying financial statements present the City and its component unit, an entity for which the City is considered to be financially accountable.

Blended Component Unit

The Brookhaven Government Finance Corporation (the "BGFC") has been included as a blended component unit in the accompanying financial statements. The City appoints the four member board. Although it is legally separate from the City, its sole purpose is to finance construction and acquisitions of the City. The debt and assets of the BGFC have been reported as a form of the City's debt and assets and all debt service activity is reported as debt service activity of the City. Separate financial statements for the BGFC are not prepared. The City reports the BGFC as a debt service fund.

B. Government-wide and Fund Financial Statements

The government-wide financial statements (i.e., the statement of net position and the statement of activities) report information on all of the non-fiduciary activities of the primary government and its component unit. The statement of net position includes non-current assets and non-current liabilities. In addition, the government-wide statement of activities reflects depreciation expense on the City's capital assets. As a general rule, the effect of interfund activity has been eliminated from the government-wide financial statements. However, any interfund services provided and used are not eliminated as this process would distort the direct costs and program revenues reported in the various functions.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

B. Government-wide and Fund Financial Statements (Continued)

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment are offset by program revenues. Direct expenses are those that are clearly identifiable with a specific function or segment. Program revenues include 1) charges to those who purchase, use, or directly benefit from goods, services, or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as general revenues.

Separate financial statements are provided for governmental funds, and proprietary funds. Major individual governmental funds are reported as separate columns in the fund financial statements.

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting, as are the proprietary fund financial statements. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flows. Property taxes are recognized as revenues in the year for which they are levied. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the City considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures, as well as expenditures related to compensated absences and claims and judgments, are recorded only when payment is due. General capital asset acquisitions are reported as expenditures in governmental funds. Issuance of long-term debt and acquisitions under capital leases are reported as other financing sources.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation (Continued)

Property taxes, sales taxes, franchise taxes, intergovernmental grants, and investment income associated with the current fiscal period are all considered to be susceptible to accrual and so have been recognized as revenues of the current fiscal period. All other revenue items are considered to be measurable and available only when cash is received by the City.

Proprietary funds distinguish operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenue of the enterprise fund are charges to customers for services provided. Operating expenses for the enterprise fund include the cost of services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

In accounting and reporting for its proprietary operations, the City applies all Governmental Accounting Standards Board (GASB) pronouncements. The City applies GASB Statement No. 62, Codification of Accounting and Financial Reporting Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements. Statement No. 62 incorporated into the GASB's authoritative literature certain accounting and financial reporting guidance on or before November 30, 1989.

In accordance with GASB Statement No. 34, major individual governmental funds are reported as separate columns in the fund financial statements.

The City reports the following major governmental funds:

The **General Fund** is the City's primary operating fund. It accounts for all financial resources of the general government, except those required to be accounted for in another fund.

The **Homestead Option Sales Tax Fund** is used to account for locally funded acquisition and construction of major capital projects financed by homestead option sales tax funds.

The **Grant Fund** is used to account for federal and state funded initiatives and projects that are restricted for the specific purposes of those initiatives and projects

The Capital Projects Fund is used to account for the expenditures of money for major capital projects.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation (Continued)

The City reports the following major proprietary fund:

The **Stormwater Fund** is used to account for the charges and expenses of maintaining the City's stormwater infrastructure.

Additionally, the City reports the following fund types:

The **Special Revenue Funds** are used to account for specific revenues which are legally restricted to expenditures for particular purposes.

The **Debt Service Fund** is used to account for the resources accumulated and payments made for principal and interest on long term debt of the City.

The Capital Projects Funds are used to account for the expenditures of money for major capital projects. These funds are general in nature and may be used to finance any capital project that the City Council designates.

D. Budgets

Formal budgetary accounting is employed as a management control device for the general fund, special revenue funds, debt service fund, and capital projects funds of the City. The governmental funds budgets are adopted on a basis consistent with accounting principles generally accepted in the United States of America. Annual operating budgets are adopted for the General Fund and each Special Revenue Fund each fiscal year through passage of an annual budget ordinance and amended as required. The City adopts project length budgets for the Capital Projects Funds. During the fiscal year ended December 31, 2017, the original budget was amended through supplemental appropriations. These changes are reflected in the budgetary comparison schedules.

All unencumbered budget appropriations lapse at the end of each year.

E. Cash and Cash Equivalents

Cash and cash equivalents include amounts in demand deposits as well as short-term investments with a maturity date within three months of the date acquired by the City.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

F. Receivables

All receivables are reported at their gross value and, where appropriate, are reduced by the estimated portion that is expected to be uncollectible.

G. Interfund Receivables and Payables

Activity between funds that is representative of lending/borrowing arrangements outstanding at the end of the fiscal year as well as all other outstanding balances between funds are reported as "due to/from other funds."

H. Prepaid Items

Payments made to vendors for services that will benefit periods beyond December 31, 2017, are recorded as prepaid items in both government-wide and fund financial statements. These items are accounted for using the consumption method.

I. Capital Assets

Capital assets, which include improvements, machinery and equipment, and infrastructure assets, are reported in the government-wide financial statements. Capital assets are defined by the City as assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. The City has reported all infrastructure that it currently owns and has a responsibility for maintaining. Donated capital assets are recorded at estimated acquisition value at the date of donation.

The cost of normal maintenance and repairs that do not add to the value of the asset or materially extend assets' lives is not capitalized.

Capital assets of the City are depreciated using the straight line method over the following useful lives:

Improvements15-40 yearsBuildings50 yearsMachinery and equipment3-20 yearsInfrastructure7-60 years

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

J. Deferred Outflows/Inflows of Resources

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, deferred inflows of resources, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The City has only one type of item, which arises only under a modified accrual basis of accounting that qualifies for reporting in this category. Accordingly, the item, unavailable revenue, is reported only in the governmental funds balance sheet. The governmental funds report unavailable revenues from taxes as these amounts are deferred and will be recognized as an inflow of resources in the period in which the amounts become available.

K. Compensated Absences

It is the City's policy to permit employees to accumulate earned but unused vacation benefits. There is no liability for non-vesting accumulated rights to receive sick pay benefits since the City does not have a policy to pay any amounts when employees separate from service with the City. All vacation pay is accrued when incurred in the government-wide financial statements. A liability for these amounts is reported in the governmental funds only if they have matured, for example, as a result of employee resignations and retirements.

L. Long-Term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the statement of net position.

In the fund financial statements, governmental fund types recognize the face amount of the debt issued as other financing sources and the repayment of debt as debt service expenditures. Issuance costs are expenses when incurred.

M. Fund Equity

Fund equity at the governmental fund financial reporting level is classified as "fund balance." Fund equity for all other reporting is classified as "net position."

Fund Balance – Generally, fund balance represents the difference between the assets and liabilities and deferred inflows of resources under the current financial resources measurement focus of accounting. In the fund financial statements, governmental funds report fund balance classifications that comprise a hierarchy based primarily on the extent to which the City is bound to honor constraints on the specific purpose for which amounts in those funds can be spent.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

M. Fund Equity (Continued)

Fund balances are classified as follows:

Nonspendable – Fund balances are reported as nonspendable when amounts cannot be spent because they are either (a) not in spendable form (i.e., items that are not expected to be converted to cash) or (b) legally or contractually required to be maintained intact.

Restricted – Fund balances are reported as restricted when there are limitations imposed on their use either through enabling legislation adopted by the City or through external restrictions imposed by creditors, grantors, laws or regulations of other governments.

Committed – Fund balances are reported as committed when they can be used only for specific purposes pursuant to constraints imposed through a resolution of the City Council. Only the City Council may modify or rescind the commitment, also through a resolution.

Assigned – Fund balances are reported as assigned when amounts are constrained by the City's intent to be used for specific purposes, but are neither restricted nor committed. The Fund Balance Policy, as adopted by the City Council, delegates the authority to the City manager or his or her designee to assign fund balance for particular purposes.

Unassigned – Fund balances are reported as unassigned as the residual amount when the balances do not meet any of the above criterion. The City reports positive unassigned fund balance only in the general fund.

The City's policy is to obtain and then maintain a minimum General Fund fund balance reserve equal to three months (25%) of annual budgeted expenditures.

Flow Assumptions – When both restricted and unrestricted amounts of fund balance are available for use for expenditures incurred, it is the City's policy to use restricted amounts first and then unrestricted amounts as they are needed. For unrestricted amounts of fund balance, it is the City's policy to use fund balance in the following order: (1) Committed, (2) Assigned, (3) Unassigned.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

M. Fund Equity (Continued)

Net Position – Net position represents the difference between assets and liabilities in reporting which utilizes the economic resources measurement focus. Net investment in capital assets consists of capital assets, net of accumulated depreciation, reduced by the outstanding balances of any borrowing used (i.e., the amount that the City has spent) for the acquisition, construction or improvement of those assets. Net position is reported as restricted using the same definition as used for restricted fund balance as described in the section above. The remaining portion of net position is reported as unrestricted.

The City applies restricted resources first to fund outlays for which both restricted and unrestricted net position is available.

N. Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE 2. RECONCILIATION OF GOVERNMENT-WIDE FINANCIAL STATEMENTS AND FUND FINANCIAL STATEMENTS

A. Explanation of Certain Differences Between the Governmental Fund Balance Sheet and the Government-wide Statement of Net Position

The governmental fund balance sheet includes a reconciliation between fund balance – total governmental funds and net position – governmental activities as reported in the government-wide statement of net position. One element of that reconciliation explains that "long-term liabilities are not due and payable in the current period and, therefore, are not reported in the funds." The details of this \$6,094,993 difference are as follows:

Capital leases	\$ (254,512)
Notes payable	(5,061,067)
Accrued interest payable	(7,717)
Compensated absences (i.e., vacation)	(771,697)
Net adjustment to reduce fund balance - total governmental funds to arrive	
at net position - governmental activities	\$ (6,094,993)

NOTE 2. RECONCILIATION OF GOVERNMENT-WIDE FINANCIAL STATEMENTS AND FUND FINANCIAL STATEMENTS (CONTINUED)

B. Explanation of Certain Differences Between the Governmental Fund Statement of Revenues, Expenditures, and Changes in Fund Balances and the Government-wide Statement of Activities

The governmental fund statement of revenues, expenditures, and changes in fund balances includes a reconciliation between net change in fund balances – total governmental funds and change in net position of governmental activities as reported in the government-wide statement of activities. One element of that reconciliation explains that "Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense." The details of this \$9,496,113 difference are as follows:

Capital outlay	\$ 12,919,365
Depreciation expense	 (3,423,252)
Net adjustment to increase net change in fund balances - total governmental	
funds to arrive at change in net position - governmental activities	\$ 9,496,113

Another element of the reconciliation states that "The net effect of various miscellaneous transactions involving capital assets (i.e. sales, trade-ins, and donations) is to increase net position." The details of this \$2,681,903 difference are as follows:

Capital assets received in land transaction	\$ 3,043,403
Net book value of capital assets sold	 (361,500)
Net adjustment to increase net changes in fund balances - total governmental funds to arrive at changes in net position -	0.004.000
governmental activities	\$ 2,681,903

NOTE 2. RECONCILIATION OF GOVERNMENT-WIDE FINANCIAL STATEMENTS AND FUND FINANCIAL STATEMENTS (CONTINUED)

B. Explanation of Certain Differences Between the Governmental Fund Statement of Revenues, Expenditures, and Changes in Fund Balances and the Government-wide Statement of Activities (continued)

Another element of the reconciliation states "the issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. This amount is the net effect of these differences in the treatment of long-term debt. The details of this \$4,535,920 difference are as follows:

Principal payments	\$ 664,080
Issuance of note payable	 (5,200,000)
Net adjustment to decrease net change in fund balances - total governmental funds to arrive at change in net position - governmental	
activities	\$ (4,535,920)

Another element of the reconciliation states that "some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds." The details of this \$80,374 difference are as follows:

Compensated absences	\$ (82,080)
Accrued interest	 1,706
Net adjustment to decrease net change in fund balances - total governmental funds to arrive at change in net position - governmental activities	\$ (80,374)
activities	\$ (80

NOTE 3. LEGAL COMPLIANCE - BUDGETS

A. Budgets and Budgetary Accounting

The budget is officially adopted by the governing body prior to the beginning of its fiscal year, or a resolution authorizing the continuation of necessary and essential expenditures to operate the City will be adopted. The legal level of budgetary control (i.e., the level at which expenditures may not legally exceed appropriations) is the department level, within the fund.

Transfers of appropriations within a department budget or within a non-departmental expenditure category require only the approval of the Finance Director. Increases in appropriations in a departmental budget or in a non-departmental expenditure category, require approval of the governing body in the form of amendments to the budget ordinance.

B. Excess Expenditures Over Appropriations

For the year ended December 31, 2017, the following funds and departments had actual expenditures in excess of their appropriations:

Grant Fund - Public works \$ 620

These expenditures in excess of appropriations were funded by lower than budgeted expenditures in other areas and available fund balance.

NOTE 4. DEPOSITS

Custodial Credit Risk – Deposits: Custodial credit risk for deposits is the risk that, in the event of the failure of a depository financial institution, a government will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of an outside party. State statutes require all deposits and investments (other than federal or state government instruments) to be collateralized by depository insurance, obligations of the U.S. Government, or bonds of public authorities, counties, or municipalities. As of December 31, 2017, all of the City's bank balances were insured and collateralized as defined by GASB and State statutes.

NOTE 5. RECEIVABLES

Property taxes are levied on property values assessed as of January 1. The City contracts with DeKalb County to bill and collect City of Brookhaven property taxes. The taxes are levied by August 1 based on the assessed value of property as listed on the previous January 1 and are due on November 15 of each year, with a lien date of January 1 of the following year. Property taxes are recorded as receivables and unavailable revenues when assessed. Revenues are recognized when available.

Receivables at December 31, 2017, for the City's individual major funds and aggregate nonmajor funds, including any applicable allowances for uncollectible accounts, are as follows:

			omestead								
				Option			Capital	G٥١	/ernmental		
		General	:	Sales Tax		Grant	Projects		Funds	Sto	rmwater
Receivables:							-				
Accounts	\$	3,128,856	\$	-	\$	-	\$ -	\$	91,157	\$	95,500
Taxes		215,739		-		-	-		335,312		-
Intergovernmental	_	43,431		1,631,212		358,402	353,400				
Total receivables		3,388,026		1,631,212		358,402	353,400		426,469		95,500
Less allowance for											
uncollectibles		(66,000)					 <u> </u>		(12,527)		(35,000)
Net total receivable	\$	3,322,026	\$	1,631,212	\$	358,402	\$ 353,400	\$	413,942	\$	60,500

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NOTE 6. CAPITAL ASSETS

Capital asset activity for the City for the year ended December 31, 2017 is as follows:

	Beginning Balance Increases		Increases	Decreases			Ending Balance	
Governmental activities:								
Capital assets, not being depreciated								
Land	\$	1,924,238	\$	9,742,253	\$	(361,500)	\$	11,304,991
Construction in progress		208,911		4,516,303				4,725,214
Total		2,133,149	_	14,258,556		(361,500)		16,030,205
Capital assets, being depreciated:								
Improvements		3,831,140		158,669		_		3,989,809
Buildings		3,953,205		-		-		3,953,205
Machinery and equipment		7,519,496		919,685		-		8,439,181
Infrastructure		62,916,394		625,858		-		63,542,252
Total		78,220,235	_	1,704,212				79,924,447
Less accumulated depreciation for:								
Improvements		(1,728,308)		(157,608)		-		(1,885,916)
Buildings		(2,509,981)		(93,978)		-		(2,603,959)
Machinery and equipment		(4,734,263)		(1,575,579)		-		(6,309,842)
Infrastructure		(6,230,266)		(1,596,087)		<u>-</u>		(7,826,353)
Total		(15,202,818)		(3,423,252)				(18,626,070)
Capital assets, net depreciation		63,017,417		(1,719,040)	····	_		61,298,377
Governmental activities capital								
assets, net	\$	65,150,566	\$	12,539,516	\$	(361,500)	\$	77,328,582

	Beginning Balance		 Increases	Ending Balance		
Business-type activities: Capital assets, not being depreciated Land	\$	251,800	\$ 	\$_	251,800	
Capital assets, being depreciated: Infrastructure		7,469,962	448,914		7,918,876	
Less accumulated depreciation for: Infrastructure		(575,612)	 (182,730)		(758,342)	
Capital assets, net depreciation		6,894,350	 266,184		7,160,534	
Business-type activities capital assets, net	\$	7,146,150	\$ 266,184	\$	7,412,334	

NOTE 6. CAPITAL ASSETS (CONTINUED)

Depreciation expense was charged to functions/programs of the City as follows:

Governmental activities:		
General government	\$	106,383
Public safety		988,202
Public works		2,062,528
Recreation		255,527
Judicial		2,196
Housing and development		8,416
Total depreciation expense - governmental activities	\$	3,423,252
Business-type activities:	-	· · ·
Stormwater	\$	182,730

NOTE 7. LONG-TERM DEBT

Capital Leases

On January 28, 2013, the City entered into a capital lease to purchase computers and software through the Georgia Municipal Association ("GMA") for \$1,000,000. Annual payments of \$211,482, including interest at a rate of 1.89% began January 28, 2014 and will continue through January 28, 2018. The outstanding balance at December 31, 2017 is \$207,559.

On May 19, 2015, the City entered into a capital lease to purchase vehicles through the Georgia Municipal Association ("GMA") for \$116,256. Annual payments of \$24,081, including interest at a rate of 1.71% began July 29, 2015 and will continue through July 29, 2019. The outstanding balance at December 31, 2017 is \$46,953.

As of December 31, 2017, the cost and accumulated depreciation on the assets acquired under capital leases are \$1,119,573 and \$1,032,106, respectively. The annual depreciation is included in the capital asset depreciation total in Note 6.

NOTE 7. LONG-TERM DEBT (CONTINUED)

Capital Leases (Continued)

The total debt service requirements to maturity for the City's capital leases are as follows:

Year Ending	
December 31,	
2018	\$ 235,656
2019	24,175
Total minimum lease payments	259,831
Less amounts representing interest	(5,319)
Present value of minimum lease payments	\$ 254,512

Note payable

On May 1, 2017, the City issued a note payable to borrow a total of \$5,700,000 from the Georgia Environmental Finance Authority (GEFA) for the purpose of acquiring a greenspace at the Peachtree DeKalb Airport. Additionally, the agreement with GEFA included a principal forgiveness component equal to approximately 8.77% of the face value of the note, or \$500,000. Principal and interest payments totaling \$23,660 are paid each month beginning June 1, 2017 through May 1, 2037 at an interest rate of .89%.

The total debt service requirements to maturity for the City's note payable is as follows:

Year ending December 31,	 Principal		Interest	 Total
2018	\$ 239,856	\$	44,067	\$ 283,923
2019	241,999		41,923	283,922
2020	244,162		39,761	283,923
2021	246,344		37,579	283,923
2022	248,545		35,377	283,922
2023-2027	1,276,441		143,170	1,419,611
2028-2032	1,334,504		85,108	1,419,612
2033-2037	 _1,229,216	_	24,773	1,253,989
Total	\$ 5,061,067	\$	451,758	\$ 5,512,825

NOTE 7. LONG-TERM DEBT (CONTINUED)

The following is a summary of long-term debt activity of the City for the year ended December 31, 2017:

	 Beginning Balance	Additions		Reductions		Ending Balance		Due Within One Year	
Governmental activities:									
Capital leases	\$ 779,659	\$	_	\$	(525,147)	\$	254,512	\$	230,830
Note payable	-		5,200,000		(138,933)		5,061,067		239,856
Compensated absences	689,617		1,034,425		(952,345)		771,697		617,357
Governmental activity long-term liabilities	\$ 1,469,276	\$	6,234,425	\$	(1,616,425)	\$	6,087,276	\$	1,088,043

For governmental activities, compensated absences are liquidated by the General Fund.

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NOTE 8. INTERFUND RECEIVABLES, PAYABLES AND TRANSFERS

The composition of interfund balances as of December 31, 2017, is as follows:

Due to/from other funds:

Receivable fund	Payable fund	Amount		
Capital Projects Fund	Grant Fund	\$	507,092	

This balance resulted from the time lag between the dates that (1) interfund goods and services are provided or reimbursable expenditures occur, (2) transactions are recorded in the accounting system, and (3) payments between funds are made. The balance between the Grant Fund and the Capital Projects Fund relates to supplemental funding of a capital project.

Interfund transfers:

Transfers In	Transfers Out	 Amount		
General Fund	Nonmajor governmental funds	\$ 1,571,011		
Capital Projects Fund	General Fund	1,283,953		
Capital Projects Fund	HOST Fund	13,812,639		
Capital Projects Fund	Grants Fund	718,748		
Capital Projects Fund	Nonmajor governmental funds	167,539		
Capital Projects Fund	Stormwater Fund	40,000		
Nonmajor governmental funds	General Fund	1,091,998		
Nonmajor governmental funds	Capital Projects Fund	1,419,612		
		\$ 20,105,500		

Transfers are used to (1) move revenues from the fund that statute or budget requires to collect them to the fund that statute or budget requires to expend them and (2) use unrestricted revenues collected in the general fund to finance various programs accounted for in other funds in accordance with budgetary authorizations.

NOTE 9. OPERATING LEASES

The government leases the office facilities (city hall, police station and municipal court) under non-cancelable operating leases. The City accrues rent expense in an amount such that the total rent expense under the lease is recognized ratably over the lease term. The lease expense on the city hall facility and the police station/municipal court were \$347,959 and \$216,497 respectively for the year ended December 31, 2017.

The future minimum lease payments for these leases are as follows:

Year Ending		City		ce Station /		
December 31,	Hall Mu		unicipal Court		Total	
2018	\$	301,526	\$	227,268	\$	528,794
2019		309,065		232,956		542,021
2020		318,912		238,812		557,724
2021		326,885		244,836		571,721
2022		335,057		251,016		586,073
2023-2024	_	695,453		257,364		952,817
Total lease payments	\$:	2,286,898	\$	1,452,252	\$	3,739,150

NOTE 10. COMMITMENTS AND CONTINGENT LIABILITIES

The government is a defendant in various lawsuits. The total range of reasonably possible amounts for these cases is from \$1,000 to \$500,000. In the opinion of City's management and legal counsel, any potential liability related to these suits pending or unasserted claims are not estimable.

The City has entered several public/private contractual partnerships for outsourced services and operations. Through these contracts with private companies, an array of operational services are provided via outsourcing. These contracts are an operating contract for which the City is continually monitoring its outsourcing needs as compared to providing services in-house. Currently, these contracts are approximately \$3.4 million annually. The contracts were bid for four annual service periods and run through the year ending December 31, 2021.

As of December 31, 2017, construction commitments on uncompleted contracts were \$5,747,741.

NOTES TO FINANCIAL STATEMENTS

NOTE 11. DEFINED CONTRIBUTION PENSION PLAN

The City of Brookhaven offers two Retirement Plans for City employees. The 401(a) and 457 plan are defined contribution plans established by Brookhaven for all full-time employees. City Council has the authority to establish and amend the plan provisions as well as the contribution for the plan. For the 457 plan, The City matches employee contributions at a two to one (2:1) rate up to a maximum of 10%. Employees are eligible on the first day of the month, following thirty days of employment and are fully vested after twelve months. At December 31, 2017 there were 101 employees participating in the plan who contributed \$570,955 while the City's contributions totaled \$710,363.

The City also contributes the Social Security withholding amount (6.2% for 2017) to a social security replacement 401(a) plan for each eligible employee. All participants are fully vested in their social security replacement plan at all times. At December 31, 2017 there were 127 employees participating in the plan with total contributions from the City of \$516,687.

NOTE 12. JOINT VENTURE

Under Georgia law, the City, in conjunction with other cities around the Metropolitan Atlanta Georgia area, is a member of the Atlanta Regional Commission (ARC) and is required to pay annual dues thereto, which DeKalb County has paid on behalf of the City of Brookhaven. Membership in ARC is required by the Official Code of Georgia Annotated (OCGA) Section 50-8-34, which provides for the organization structure of ARC. ARC Board membership includes the chief elected official of each county and municipality of the area. OCGA 50-8-39.1 provides that the member governments are liable for any debts or obligations of the ARC. Separate financial statements may be obtained from ARC, 40 Courtland Street NE, Atlanta, Georgia 30303.

NOTE 13. HOTEL/MOTEL LODGING TAX

The City's lodging tax rate changed from 5% to 8% on October 1, 2017. The Official Code of Georgia Annotated 48-13-51 requires that all lodging taxes levied of 3% or more be expended or obligated contractually for the promotion of tourism, conventions, or trade shows. During the year ended December 31, 2017, the City received \$2,948,420 in hotel/motel taxes. Of this amount, \$1,385,326, or 47%, was used for the promotion of tourism, conventions, or trade shows.

NOTE 14. RISK MANAGEMENT

The City is exposed to various risks of losses related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. The City carries commercial insurance for these risks of losses. There have been no significant reductions in insurance coverage. Settlement amounts have not exceeded insurance coverage in the previous three years.

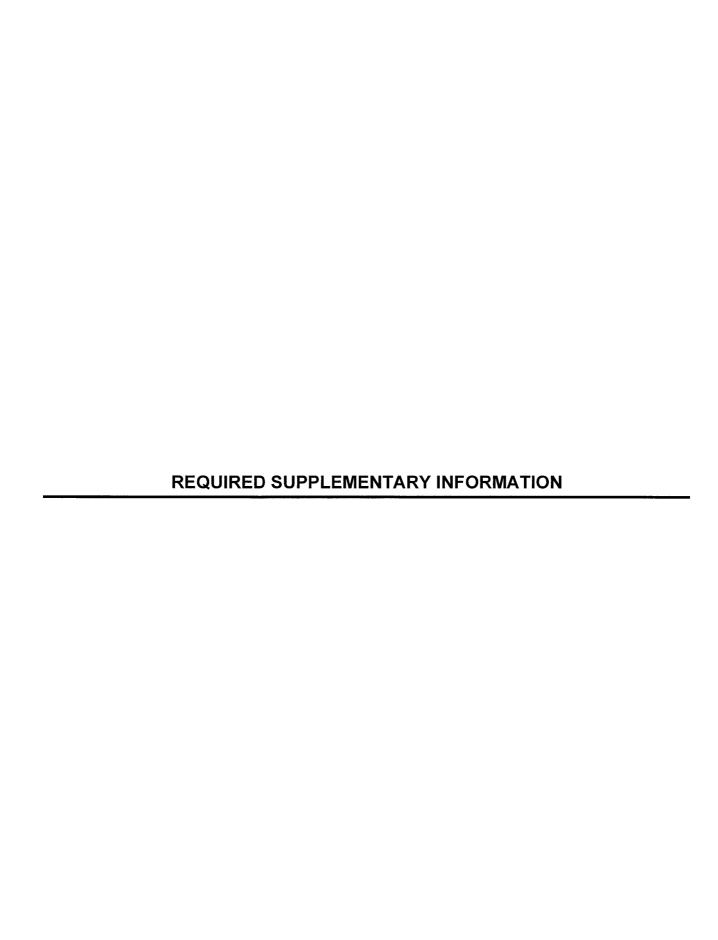
NOTES TO FINANCIAL STATEMENTS

NOTE 15. TAX ABATEMENTS

For the year ended December 31, 2017, City property tax revenues were reduced by \$352,258 under agreements entered into by the DeKalb County Development Authority and Brookhaven Development Authority. Under the agreements, taxes on both real property and personal property are reduced based on investments made by the corporation to whom the incentives were offered as long as the corporation meets certain investment targets.

NOTE 16. SUBSEQUENT EVENT

On May 22, 2018, the City issued \$12,000,000 of Sales Tax Bonds for the purpose of financing capital projects improvements. The issuance of these bonds was approved by a Special Purpose Local Option Sales Tax (SPLOST) referendum in November 2017. Pursuant to Georgia Law, these bonds will be repaid with the proceeds of a one percent sales tax. Collections of the sales tax begin on April 1, 2018. The bonds carry interest rate of 2.75% and mature on July 1, 2024.



GENERAL FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

	Bud	get			Va	riance With
	 Original		Final	Actual	Fi	nal Budget
Revenues:						
Property taxes	\$ 8,583,863	\$	8,583,863	\$ 8,363,462	\$	(220,401)
Sales and use taxes	-		-	55,590		55,590
Franchise taxes	3,200,000		3,200,000	4,630,027		1,430,027
Alcohol excise taxes	825,000		825,000	1,138,944		313,944
Business taxes	4,958,000		4,958,000	5,367,889		409,889
Excise taxes	182,127		182,127	329,125		146,998
Licenses and permits	2,240,000		2,240,000	3,207,348		967,348
Intergovernmental	-		-	6,281		6,281
Charges for services	773,317		773,317	795,095		21,778
Fines and forfeitures	1,350,000		1,350,000	902,971		(447,029)
Contributions	75,000		75,000	37,239		(37,761)
Interest earned	5,000		5,000	23,719		18,719
Miscellaneous	 276,561		276,561	 135,598		(140,963
Total revenues	 22,468,868		22,468,868	 24,993,288		2,524,420
xpenditures:						
Current:						
General government:						
Mayor and council	218,262		231,614	227,812		3,802
City manager	1,153,301		1,196,874	1,188,490		8,384
City clerk	319,710		290,490	288,419		2,071
Finance and administration	1,580,661		1,505,522	1,502,749		2,773
Legal	470,000		565,000	556,924		8,076
Data processing	1,426,028		1,697,022	1,618,948		78,074
Public information	164,756		393,118	392,280		838
Contingency	 1,604,279					
Total general government	 6,936,997		5,879,640	 5,775,622		104,018
Judicial	 629,345		578,757	576,361		2,396
Public safety	 8,433,344		8,369,587	 8,294,726		74,861
Public works	 1,521,230		1,606,230	 1,593,750		12,480
Recreation	 2,201,205		3,429,286	 2,477,765		951,521
					-	

Continued

GENERAL FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

	Budg	get		Variance With
	Original	Final	Actual	Final Budget
Total expenditures	22,760,629	23,200,240	21,964,351	1,235,889
Excess (deficiency) of revenues				
over expenditures	(291,761)	(731,372)	3,028,937	3,760,309
Other financing sources (uses):				
Transfers in	1,320,000	1,320,000	1,571,011	251,011
Transfers out	(1,028,239)	(2,402,192)	(2,375,951)	26,241
Total other financing sources (uses)	291,761	(1,082,192)	(804,940)	277,252
Net change in fund balance	-	(1,813,564)	2,223,997	4,037,561
Fund balance, beginning of year	8,221,688	8,221,688	8,221,688	
Fund balance, end of year	\$ 8,221,688	\$ 6,408,124	\$ 10,445,685	\$ 4,037,561

GRANT FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

	Bu	dget			Va	riance With
	 Original		Final	Actual	Fi	inal Budget
Revenues:	 					
Intergovernmental	\$ 1,076,486	\$	1,076,486	\$ 1,566,292	\$	489,806
Interest	-		-	43		43
Total revenues	1,076,486		1,076,486	 1,566,335		489,849
Expenditures:						
Public safety	566,603		566,603	284,521		282,082
Public works	· -		· -	620		(620)
Total expenditures	 566,603		566,603	285,141		281,462
Excess of revenues over expenditures	509,883		509,883	1,281,194		771,311
Other financing uses:						
Transfers out	(509,883)		(509,883)	(718,748)		(208,865)
Total other financing uses	(509,883)		(509,883)	(718,748)		(208,865)
Net change in fund balances	-		-	562,446		562,446
Fund balances, beginning of year	 			 		<u> </u>
Fund balances, end of year	\$ -	\$		\$ 562,446	\$	562,446

NONMAJOR GOVERNMENTAL FUNDS

Confiscated Assets Fund – To account for the use of the City's share of monies that have been forfeited through the court system and are restricted for law enforcement purposes.

Special Tax District No. 1 Fund – To account for the cost of providing public safety services in the Special Tax District created by the City, which is restricted by City ordinance.

Hotel/Motel Tax Fund – To account for the 5% (first nine months of year) and 8% (last three months of year) lodging tax levied in the City, which is restricted by State law.

Streetlight Fund – To account for special assessments to defray the costs of operating, maintaining and repairing the street lighting system in the City and are restricted for these purposes.

Emergency 911 Fund – To account for the monthly 911 charges that are required to be spent on the cost of providing emergency 911 services as restricted by State law.

Vehicle Capital Project Fund – To account for the resources needed to purchase vehicles for the City's fleet. These amounts are assigned by City Council.

Debt Service Fund – To account for the debt service expenditures of the City.

COMBINING BALANCE SHEET NONMAJOR GOVERNMENTAL FUNDS DECEMBER 31, 2017

					Snoo	ial Revenue F	unda	•						Total
ASSETS	Confiscated ASSETS Assets Fund			Special Tax District No. 1 Hotel/Motel Fund Tax Fund			unas	Streetlight Fund	 E-911 Fund	icle Capital oject Fund	_s	Debt ervice Fund		Nonmajor overnmental Funds
Cash and cash equivalents Accounts receivable Taxes receivable, net of allowance	\$	415,997 - -	\$	233,275 - 4,361	\$	1,660,565 - 297,675	\$	358,065 - 20,749	\$ 288,197 88,352	\$ 846,609 2,805 -	\$	1,194,763 - -	\$	4,997,471 91,157 322,785
Total assets	\$	415,997	\$	237,636	\$	1,958,240	\$	378,814	\$ 376,549	\$ 849,414	\$	1,194,763	\$	5,411,413
LIABILITIES														
Accounts payable Accrued liabilities Unearned revenue	\$	658 - 199,760	\$	10,701 141,423	\$	473,220 - -	\$	32,306 1,449 	\$ 89,583	\$ 46,608 - -	\$		\$	642,375 12,150 341,183
Total liabilities		200,418		152,124		473,220		33,755	 89,583	 46,608				995,708
DEFERRED INFLOWS OF RESOURCES Unavailable revenue- property taxes Total deferred inflows of resources		-	_	738 738		<u>-</u>	_	9,477 9,477	<u>-</u>	<u>-</u>		-		10,215 10,215
FUND BALANCES														
Restricted: Law enforcement Streetlight service Tourism Committed- debt service		215,579 - - -		84,774 - -		- - 1,485,020 -		335,582 - -	- - -	- - -		- - - 1,194,763		300,353 335,582 1,485,020 1,194,763
Assigned: Public safety Capital projects		<u>-</u>		-		-	_	<u>-</u>	 286,966 	 - 802,806		-		286,966 802,806
Total fund balances		215,579		84,774		1,485,020	_	335,582	286,966	802,806		1,194,763	_	4,405,490
Total liabilities, deferred inflows of resources and fund balances	\$	415,997	\$	237,636	\$	1,958,240	\$	378,814	\$ 376,549	\$ 849,414	\$	1,194,763	\$	5,411,413

COMBINING STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES NONMAJOR GOVERNMENTAL FUNDS FOR THE YEAR ENDED DECEMBER 31, 2017

			Special Revenue F	unds				Total	
	Confiscated Assets Fund	Special Tax District No. 1 Fund	Hotel/Motel Tax Fund	Streetlight Fund	E-911 Fund	Vehicle Capital Project Fund	Debt Service Fund	Nonmajor Governmental Funds	
Revenues									
Property taxes	\$ -	\$ 623,758	\$ -	\$ 438,389	\$ -	\$ -	\$ -	\$ 1,062,147	
Hotel/Motel taxes	-	-	2,948,420	-	-	-	-	2,948,420	
Charges for services	-	-	-	-	939,532	-	-	939,532	
Miscellaneous	-	70,511	-	-	-	141,092	39,889	251,492	
Fines and forfeitures	76,249	-	-	-	-	-	-	76,249	
Interest	3	-	-	-	-	-	-	3	
Total revenues	76,252	694,269	2,948,420	438,389	939,532	141,092	39,889	5,277,843	
Expenditures									
Current:	54.000	500.074			4 075 000			4 000 040	
Public safety	54,838	532,974	-	-	1,075,000	-	•	1,662,812	
Public works	-	-	-	440,802	-	-	-	440,802	
Housing and development	-	-	1,385,326	-	-		•	1,385,326	
Capital outlay	-	-	-	-	-	677,269	-	677,269	
Debt service:									
Principal	•	-	-	-	-	-	664,080	664,080	
Interest	-	-	-	-	-	-	40,656	40,656	
Issuance cost							57,000	57,000	
Total expenditures	54,838	532,974	1,385,326	440,802	1,075,000	677,269	761,736	4,927,945	
Excess (deficiency) of revenues									
over (under) expenditures	21,414	161,295	1,563,094	(2,413)	(135,468)	(536,177)	(721,847)	349,898	
Other Financing Sources (Uses)									
Transfers in	-	_	_	-	255,000	340,000	1,916,610	2,511,610	
Transfers out	_	_	(1,738,550)	_	-	-	.,,	(1,738,550)	
Total other financing sources (uses)			(1,738,550)		255,000	340,000	1,916,610	773,060	
Net change in fund balances	21,414	161,295	(175,456)	(2,413)	119,532	(196,177)	1,194,763	1,122,958	
Fund balances (deficit), beginning of year	194,165	(76,521)	1,660,476	337,995	167,434	998,983		3,282,532	
Fund balances, end of year	\$ 215,579	\$ 84,774	\$ 1,485,020	\$ 335,582	\$ 286,966	\$ 802,806	\$ 1,194,763	\$ 4,405,490	

CONFISCATED ASSETS FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

		Bu	dget				Var	iance With
		Original		Final	Actual		Final Budget	
Revenues:								
Fines and forfeitures	\$	50,000	\$	50,000	\$	76,249	\$	26,249
Interest		_		_		3		3
Total revenues	_	50,000		50,000		76,252		26,252
Expenditures:								
Public safety		64,900		64,900		54,838		10,062
Total expenditures		64,900		64,900		54,838		10,062
Net change in fund balances		(14,900)		(14,900)		21,414		36,314
Fund balances, beginning of year	···	194,165		194,165		194,165		
Fund balances, end of year	\$	179,265	\$	179,265	\$	215,579	\$	36,314

SPECIAL TAX DISTRICT NO. 1 FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

	_	Bu	dget				Var	iance With
	Original			Final	Actual		Final Budget	
Revenues:								
Property taxes	\$	488,713	\$	488,713	\$	623,758	\$	135,045
Charges for services		46,099		46,099		-		(46,099)
Miscellaneous		-		-		70,511		70,511
Total revenues		534,812		534,812		694,269		159,457
Expenditures:								
Public safety		534,812		534,812		532,974		1,838
Total expenditures		534,812		534,812		532,974		1,838
Net change in fund balances		-		-		161,295		161,295
Fund balances (deficit), beginning of year		(76,521)		(76,521)		(76,521)		<u>-</u>
Fund balances (deficit), end of year	\$	(76,521)	\$	(76,521)	\$	84,774	\$	161,295

HOTEL/MOTEL TAX FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

		Bu	dget			Va	riance With	
	-	Original		Final	Actual	Final Budget		
Revenues:								
Taxes	\$	2,200,000	\$	2,735,000	\$ 2,948,420	\$	213,420	
Total revenues		2,200,000		2,735,000	 2,948,420		213,420	
Expenditures:								
Housing and development		880,000		1,396,448	1,385,326		11,122	
Total expenditures		880,000		1,396,448	 1,385,326		11,122	
Excess of revenues over expenditures		1,320,000		1,338,552	1,563,094		224,542	
Other financing uses:								
Transfers out		(1,320,000)		(1,738,552)	(1,738,550)	_	2	
Total other financing uses		(1,320,000)		(1,738,552)	 (1,738,550)		2	
Net change in fund balances		-		(400,000)	(175,456)		224,544	
Fund balances, beginning of year		1,660,476		1,660,476	 1,660,476			
Fund balances, end of year	\$	1,660,476	\$	1,260,476	\$ 1,485,020	\$	224,544	

STREETLIGHT FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

	Bu	dget				Vari	ance With
	Original		Final	Actual		Final Budget	
Revenues:							
Property taxes	\$ 427,511	\$	427,511	\$	438,389	\$	10,878
Total revenues	 427,511		427,511		438,389		10,878
Expenditures:							
Public works	450,000		450,000		440,802		9,198
Total expenditures	 450,000		450,000		440,802		9,198
Net change in fund balances	(22,489)		(22,489)		(2,413)		20,076
Fund balances, beginning of year	 337,995		337,995		337,995		
Fund balances, end of year	\$ 315,506	\$	315,506	\$	335,582	\$	20,076

E-911 FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

	Bu	dget			Var	iance With
	 Original		Final	Actual	Fir	nal Budget
Revenues:	 					
Charges for services	\$ 820,000	\$	820,000	\$ 939,532	\$	119,532
Total revenues	 820,000	_	820,000	 939,532		119,532
Expenditures:						
Public safety	 1,075,000		1,075,000	1,075,000		
Total expenditures	 1,075,000	_	1,075,000	 1,075,000		
Deficiency of revenues over expenditures	(255,000)		(255,000)	(135,468)		119,532
Other financing sources:						
Transfers in	255,000		255,000	255,000		-
Total other financing sources	 255,000		255,000	255,000		
Net change in fund balances	-		-	119,532		119,532
Fund balances, beginning of year	 167,434		167,434	 167,434		
Fund balances, end of year	\$ 167,434	\$	167,434	\$ 286,966	\$	119,532

DEBT SERVICE FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

		Bu	dget			Va	ariance With
		Original		Final	Actual	F	inal Budget
Revenues:							
Miscellaneous	\$		\$		\$ 39,889	\$	39,889
Total revenues					 39,889		39,889
Expenditures:							
Debt service:							
Principal	\$	508,215	\$	1,853,819	\$ 664,080	\$	1,189,739
Interest		15,024		41,712	40,656		1,056
Issuance cost		-		47,320	57,000		(9,680)
Total expenditures		523,239		1,942,851	761,736		1,181,115
Deficiency of revenues							
over expenditures		(523,239)		(1,942,851)	(721,847)		1,221,004
Other financing sources:							
Transfers in		523,239		1,942,851	1,916,610		(26,241)
Total other financing sources		523,239		1,942,851	1,916,610		(26,241)
Net change in fund balances		-		-	1,194,763		(1,194,763)
Fund balances, beginning of year		_			 		
Fund balances, end of year	<u>\$</u>	<u>-</u>	\$		\$ 1,194,763	\$	(1,194,763)

STATISTICAL SECTION

This part of the City of Brookhaven's comprehensive annual financial report presents detailed information as a context for understanding what the information in the financial statements, note disclosures, and required supplementary information says about the City's overall financial health.

	<u>Page</u>
Financial Trends	64
These schedules contain trend information to help the reader understand how the City's financial performance and well-being have changed over time.	
Revenue Capacity	69
These schedules contain information to help the reader assess the City's most significant local revenue source, property tax.	
Debt Capacity	73
These schedules present information to help the reader assess the affordability of the City's current levels of outstanding debt and the City's ability to issue additional debt in the future.	
Demographic and Economic Information	75
These schedules offer demographic and economic indicators to help the reader understand the environment within which the City's financial activities take place.	
Operating Information	77
These schedules contain service and infrastructure data to help the reader understand how the information in the City's financial report relates to the services the City provides and the activities it performs	

Sources: Unless otherwise noted, the information in these schedules is derived from the comprehensive annual financial report for the relevant year. Note that 2013 was the first year of operations.

NET POSITION BY COMPONENT LAST FIVE YEARS

(accrual basis of accounting)

	_	2017	 2016	 2015	 2014	 2013
Governmental activities						
Net investment in capital assets	\$	72,013,003	\$ 64,370,907	\$ 65,484,793	\$ 66,691,916	\$ 60,658,099
Restricted		2,724,544	2,405,177	2,202,746	1,573,334	1,428,776
Unrestricted		23,830,990	19,974,759	13,305,139	9,000,585	3,551,798
Total governmental activities net position	\$	98,568,537	\$ 86,750,843	\$ 80,992,678	\$ 77,265,835	\$ 65,638,673
Business-type activities						
Investment in capital assets	\$	7,412,334	\$ 7,146,150	\$ 6,860,091	\$ 6,825,621	\$ 6,487,443
Unrestricted		1,693,080	1,864,710	1,805,995	1,349,322	1,079,849
Total business-type activities net position	\$	9,105,414	\$ 9,010,860	\$ 8,666,086	\$ 8,174,943	\$ 7,567,292
Primary government						
Net investment in capital assets	\$	79,425,337	\$ 71,517,057	\$ 72,344,884	\$ 73,517,537	\$ 67,145,542
Restricted		2,724,544	2,405,177	2,202,746	1,573,334	1,428,776
Unrestricted		25,524,070	21,839,469	15,111,134	10,349,907	4,631,647
Total primary government net position	\$	107,673,951	\$ 95,761,703	\$ 89,658,764	\$ 85,440,778	\$ 73,205,965

CHANGES IN NET POSITION LAST FIVE YEARS

(accrual basis of accounting)

	 2017		2016	 2015	 2014	 2013
Expenses						
Governmental activities:						
General government	\$ 5,896,748	\$	5,101,706	\$ 4,525,493	\$ 5,211,523	\$ 3,942,196
Judicial	580,297		584,753	601,508	508,592	468,589
Public safety	11,552,258		10,595,386	11,301,632	7,876,343	6,324,863
Public works	6,628,883		4,295,145	4,225,043	5,614,702	3,070,672
Housing and development	4,644,383		3,736,194	2,898,485	2,442,100	1,272,777
Culture and recreation	5,695,736		4,423,411	3,506,276	1,766,940	595,935
Community development	-		146,983	146,642	76,515	11,794
Interest and fiscal charges	95,950		28,226	 61,895	 101,252	 81,633
Total governmental activities expenses	35,094,255		28,911,804	27,266,974	23,597,967	15,768,459
Business-type activities:						
Stormwater	1,853,950		1,488,786	1,122,485	 1,206,891	 441,792
Total business-type activities expenses	1,853,950		1,488,786	1,122,485	1,206,891	441,792
Total primary government expenses	\$ 36,948,205	\$	30,400,590	\$ 28,389,459	\$ 24,804,858	\$ 16,210,251
Program Revenues		_				
Governmental activities:						
Charges for services:						
General government	\$ 142,787	\$	530,353	\$ 836,595	\$ 499,051	\$ 438,665
Judicial	979,400		1,332,434	1,395,173	1,354,603	359,364
Public safety	1,320,894		1,538,695	771,697	356,111	1,700
Public works	-		-	412,402	429,769	362,219
Housing and development	3,150,238		2,995,110	1,523,186	2,237,592	1,652,368
Culture and recreation	327,876		470,656	240,247	127,830	26,856
Capital grants and contributions	2,492,933		326,032	400,655	2,147,621	-
Total governmental activities program revenues	8,414,128		7,193,280	5,579,955	7,152,577	2,841,172
Business-type activities:						
Charges for services:						
Stormwater	1,988,504		1,581,760	1,613,628	1,538,632	1,466,735
Capital grants and contributions	-		251,800	-	275,910	_
Total business-type activities program revenues	 1,988,504		1,833,560	1,613,628	1,814,542	1,466,735
Total primary government program revenues	\$ 10,402,632	\$	9,026,840	\$ 7,193,583	\$ 8,967,119	\$ 4,307,907

(continued)

CHANGES IN NET POSITION LAST FOUR YEARS

(accrual basis of accounting)

	2017	2016	2015		2014		2013
Net (expense)/revenue			 	_			
Governmental activities	\$ (26,680,127)	\$ (21.718.524)	\$ (21,687,019)	\$	(16,445,390)	\$	(12,927,287)
Business-type activities	134,554	344,774	491,143	·	607,651	·	1,024,943
Total primary government net expense	\$ (26,545,573)	\$ (21.373,750)	\$ (21,195,876)	\$	(15,837,739)	\$	(11,902,344)
General Revenues and Other Changes							
in Net Position							
Governmental activities:							
Property taxes	\$ 9,454,749	\$ 7,684,986	\$ 6,516,128	\$	6,594,450	\$	5,747,333
Sales taxes	6,691,614	6,911,336	5,738,333		6,360,077		5,201,601
Hotel/Motel taxes	2,948,420	1,950,677	1,918,124		1,646,793		1,296,841
Franchise taxes	4,630,027	4,111,311	4,398,368		3,056,603		1,472,669
Business taxes	5,367,889	5,008,501	5,352,681		4,584,705		1,761,762
Alcohol & excise taxes	1,468,069	1,396,966	1,109,297		881,643		741,592
Insurance premium	-	-	-		_		57,663
Unrestricted investment earnings	43,259	9,677	3, 166		4,782		2,607
Miscellaneous	424,329	403,235	377,765		73,955		30,986
Gain on sale of capital asset	7,429,465	-	· -		-		· -
Special item - donation of infrastructure at							
incorporation	-	-	-		-		62,252,906
Transfers	40,000	-	-		-		· · · · -
Total governmental activities	 38,497,821	 27,476,689	25,413,862		23,203,008		78,565,960
Business-type activities:	 		 · · · · · · · · · · · · · · · · · · ·				
Special item - donation of infrastructure at							
incorporation	-	-	-		-		6,542,349
Transfers	(40,000)	-	_		-		· · ·
Total business-type activities	(40,000)	 			-		6,542,349
Total primary government	\$ 38,457,821	\$ 27,476,689	\$ 25,413,862	\$	23,203,008	\$	85,108,309
Change in Net Position							
Governmental activities	\$ 11,817,694	\$ 5,758,165	\$ 3,726,843	\$	6,757,618	\$	65,638,673
Business-type activities	94,554	344,774	491,143		607,651		7,567,292
Total primary government	\$ 11,912,248	\$ 6,102,939	\$ 4,217,986	\$	7,365,269	\$	73,205,965

FUND BALANCES OF GOVERNMENTAL FUNDS LAST FIVE FISCAL YEARS

(modified accrual basis of accounting)

								<u>-</u>		
	_	2017		2016		2015		2014		2013
General fund										
Nonspendable:										
Prepaid expenditures	\$	697,283	\$	431,443	\$	425,023	\$	227,320	\$	165,450
Restricted:										
Streetlight service		-		-		368,189		415,981		377,994
Police donations		30,928		31,569		-		-		_
Assigned:										
Tree fund activities		43,969		21,369		27,086		-		-
Future capital improvements		933,953		933,953		-		-		-
Assigned for subsequent year budget		173,719		550,043		-		-		-
Unassigned		8,565,833		6,253,311		4,553,079		1,104,971		(108,876)
Total general fund	\$	10,445,685	\$	8,221,688	\$	5,373,377	\$	1,748,272	\$	434,568
All other governmental funds										
Restricted:										
Law enforcement	\$	300,353	\$	194,165	\$	21,665	\$	13.748	\$	-
E-911 operations	•	-		167,434		54,460	•	54,460	•	_
Tourism		1,485,020		1,660,476		1,758,432		1,089,145		543,839
Streetlight service		335,582		337,995				, , <u>-</u>		506,943
Public works		562,446		_		_		_		_
Committed:		,								
Debt service		1,194,763		_		_		_		_
Assigned:		, ,								
HOST activities		1,661,404		9,486,486		8,699,500		7,115,659		3,740,069
Capital projects		10,975,319		3,028,983		-		-		-
Public safety		286,966		, ,						
Unassigned		,		(76,521)		(288,119)		_		_
Total all other governmental funds	\$	16,801,853	\$	14,799,018	\$	10,245,938	\$	8,273,012	\$	4,790,851
3			<u> </u>		_	7:	÷	,,	<u> </u>	, ,

CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS LAST FIVE YEARS

(modified accrual basis of accounting)

_	2017		2016		2015		2014		2013
Revenues		_		_				_	
Property taxes	\$ 9,425,609	\$	8.100.863	\$	7,515,590	\$	6,627,845	\$	5,682,476
Sales taxes	6,691,614		6.911.336		5,738,333		6,360,077		5,201,601
Hotel/Motel taxes	2,948,420		1.950.677		1,918,124		1,646,793		1,296,841
Franchise taxes	4,630,027		4.111,311		3,961,934		2,050,890		1,472,669
Alcohol excise taxes	1,138,944		1,089,937		818,244		810,836		741,592
Business taxes	5,367,889		5,008,501		5,352,681		4,584,705		1,761,762
Excise taxes	329,125		307,029		291,053		70,807		57,663
Licenses and permits	3,207,348		3,445,759		2,043,013		2,667,375		2,033,031
Intergovernmental	2,492,933 (1)	316,032		300,655		300,041		-
Charges for services	1,734,627		2,206,972		1,847,239		1,030,145		442,827
Fines and forfeitures	979,220		1,214,517		1,289,048		1,307,436		359,364
Contributions	37,239		74,283		137,658		30,250		-
Interest earned	43,259		9,677		3,166		4,782		2,607
Miscellaneous	387,090_		328,952		240,107	_	43,705_		36,936
Total revenues	39,413,344		35,075,846		31,456,845		27,535,687		19,089,369
Expenditures									
General government	5,775,672		4,740,681		4,420,143		5,107,867		4,129,445
Judicial	576,361		565,815		582,977		489,077		478,426
Public safety	10,505,639		9,342,980		8,978,542		7,256,316		8,167,651
Public works	4,562,868		2,093,179		2,176,941		2,757,346		1,139,744
Culture and recreation	5,426,618		2,633,492		2,266,481		1,734,171		595,935
Housing and development	4,631,453		3,713,479		2,883,570		2,443,380		1,259,431
Community development	-		-		100,560		76,515		11,794
Capital outlay	12,933,727		3,778,129		3,735,866		2,097,406		917,693
Debt service	· - / /· - ·		-,,		-,,		_, ,		,
Principal	664,080		773,391		764,022		672,157		35,840
Interest	40,656		33,309		65,968		105,587		22,879
Issuance cost	57,000		-		-		-		22,010
Total expenditures	45,174,074		27,674,455	_	25,975,070	_	22,739,822		16,758,838
Excess (deficiency) of revenues									
over (under) expenditures	(5,760,730)		7,401,391		5,481,775		4,795,865		2,330,531
Other financing sources (uses)									
Proceeds from sale of capital assets	4,747,562		-		_		_		21,915
Issuance of capital lease	_		_		116,256		_		2,872,973
Issuance of note payable	5,200,000		_		· _		_		
Transfers in	20,105,500		5,475,295		2,292,461		1,734,906		2,459,475
Transfers out	(20,065,500)		(5,475,295)		(2,292,461)		(1,734,906)		(2,459,475)
Total other financing sources (uses)	9,987,562		-		116,256			_	2,894,888
Net change in fund balances	\$ 4,226,832	\$	7,401,391	\$	5,598,031	\$	4,795,865	\$	5,225,419
Debt service as a percentage									
of noncapital expenditures	2.18%		3.09%		3.35%		3.65%		0.45%

⁽¹⁾ Intergovernmental revenues increased during 2017 as a result of additional State funding for road improvements.

ASSESSED VALUE AND ESTIMATED ACTUAL VALUE - ALL TAXABLE PROPERTY LAST FIVE FISCAL YEARS

Fiscal			l Property							
Year	_	Residential	 Commercial		Industrial		or Vehicle	Other (1)		
2013	\$	1,523,386,393	\$ 649,523,762	\$	12,668,560	\$	-	\$	72,178,713	
2014		1,733,667,148	750,897,616		13,633,280		82,633,320		200,673,125	
2015		2,060,648,765	864,293,618		20,659,330		67,891,300		218,557,894	
2016		2,180,835,535	1,092,206,786		19,896,863		47,578,450		150,094,412	
2017		2,318,323,246	1,215,555,686		21,372,467		40,040,890		158,162,722	

Source: Georgia Department of Revenue

⁽¹⁾ Includes aircraft, boats, equipment and other miscellaneous personal property.

 Public Utility		Less: Tax Exempt Property	Total Taxable ssessed Value	Total Direct Tax Rate	Estimated Actual Taxable Value		Assessed Value as a Percentage of Actual Value
\$ _	\$	254,330,508	\$ 2,003,426,920	2.850	\$	5,008,567,300	40%
14,644,304		432,899,327	2,363,249,466	2.795		5,908,123,665	40%
17,710,345		646,602,506	2,603,158,746	2.740		6,507,896,865	40%
20,281,585		728,901,965	2,781,991,666	2.740		6,954,979,165	40%
24,103,976		760,277,266	3,017,281,721	2.740		7,543,204,303	40%

PROPERTY TAX RATES - DIRECT AND OVERLAPPING GOVERNMENTS (Per \$1000 of Assessed Value) LAST FIVE YEARS

Calendar Year	City of Brookhaven	DeKalb County	DeKalb County Schools	State	Total Direct & Overlapping Rates
2013	2.850	16.250	23.980	0.150	43.230
2014	2.795	13.570	23.900	0.100	40.365
2015	2.740	14.670	23.730	0.050	41.190
2016	2.740	12.560	23.730	0.000	39.030
2017	2.740	13.307	23.280	0.000	39.327

Source: DeKalb County Tax Commissioner

Overlapping rates are those of local and county governments that apply to property owners within the City of Brookhaven. There are no components of the City's tax rate to disclose.

The City's legal millage rate is capped at 3.35.

PRINCIPAL TAXPAYERS CURRENT AND FOUR YEARS AGO

		2017			2013	
Taxpayer	 Taxable Assessed Value	Rank	Percentage of Taxable Assessed Value	Taxable Assessed Value	Rank	Percentage of Taxable Assessed Value
CFATT LLC	\$ 50,401,165	1	1.67 %	\$ 31,234,985	2	1.56 %
20 Perimeter Summit, LLC	40,587,200	2	1.35	27,118,720	3	1.35
AT&T Mobility, LLC	39,021,510	3	1.29	35,585,501	1	1.78
Development Auth of DeKalb County	38,755,719	4	1.28	20,196,001	4	1.01
Goodwynn Multifamily, LLC	34,243,960	5	1.13	19,620,000	5	0.98
3450 Blair Circle LLC	33,200,000	6	1.10			
Development Auth of DeKalb County	30,038,920	7	1.00			
CWS SGARR Brookhaven LLC	23,161,400	8	0.77			
Columbia Brookhaven, LLC	22,730,400	9	0.75			
Lion Gables Realty LP	22,000,000	10	0.73			
50 Lincoln Court, LLC				16,400,000	6	0.82
Post Glen, LLC				15,760,000	7	0.79
Mid America Apartments LP				14,344,520	8	0.72
BIR Lenox, LLC				13,800,000	9	0.69
Manuacturers Life Insurance				 12,320,200	10	0.61
	\$ 334,140,274		11.07 %	\$ 206,379,927		10.30 %

Source: Dekalb County Tax Commissioner

PROPERTY TAX LEVIES AND COLLECTIONS LAST FIVE FISCAL YEARS

		Collected v		Coll	ections in	Total Collect	ions to Date
Fiscal Year	 Total Tax Levy	Amount	Percentage of Levy	Sul	bsequent Years	Amount	Percentage of Levy
2013	\$ 5,595,364	\$ 5,501,908	98.3%	\$	89,519	\$ 5,591,427	99.93%
2014	6,373,661	6,299,520	98.8%		68,261	6,367,781	99.91%
2015	7,054,126	6,975,703	98.9%		64,663	7,040,366	99.80%
2016	8,004,716	7,848,448	98.0%		149,634	7,998,082	99.92%
2017	8,802,942	8,641,016	98.2%		_	8,641,016	98.16%

Source: DeKalb County Tax Commissioner and City of Brookhaven Tax Department.

RATIOS OF OUTSTANDING DEBT BY TYPE LAST FIVE FISCAL YEARS

	 Govern Activ				Percentage		
Fiscal	 Capital	Notes			of Personal	I	Per
Year	 Leases	_ Payable	_	Total	Income (1)	<u>Car</u>	oita (1)
2013	\$ 2,872,973	\$ -	\$	2,872,973	0.15%	\$	61
2014	2,200,816	-		2,200,816	0.10%		44
2015	1,553,050	-		1,553,050	0.07%		30
2016	779,659	-		779,659	0.03%		15
2017	254,512	5,061,067		5,315,579	N/A		98

⁽¹⁾ See the Demographic and Economic Statistics for personal income and population data. N/A - Not Available

DIRECT AND OVERLAPPING GOVERNMENTAL ACTIVITIES DEBT DECEMBER 31, 2017

Governmental Unit	t Governmental Activities bt Outstanding	Percentage Applicable to City of Brookhaven (1)	Amount Applicable to ity of Brookhaven	
Debt repaid with property taxes:				
DeKalb County	\$ 305,265,000	11.04%	\$ 33,701,256	
Fulton-DeKalb Hospital Authority	21,870,000	11.04%	2,414,448	
DeKalb County Board of Education	194,485,000	11.04%	 21,471,144	
Total overlapping debt	 521,620,000		57,586,848	
City direct debt	 5,315,579	100.00%	 5,315,579	
Total direct and overlapping debt	\$ 526,935,579		\$ 62,902,427	

Source: Assessed value data used to estimate applicable percentages and debt outstanding obtained from DeKalb County's Finance Department.

Note: Overlapping governments are those that coincide, at least in part, with the geographic boundaries of the City. This schedule estimates the portion of the outstanding debt of those overlapping governments that is borne by the residents and business of the City of Brookhaven, Georgia. This process recognizes that, when considering the government's ability to issue and repay long-term debt, the entire debt burden borne by the residents and businesses should be taken into account. However, this does not imply that every taxpayer is a resident, and therefore responsible for repaying the debt, of each overlapping government.

⁽¹⁾ The percentage of overlapping debt applicable is estimated using taxable assessed property values. Applicable percentages were estimated by determining the portion of the county's taxable assessed value that is within the City's boundaries and dividing it by the county's total taxable assessed value.

DEMOGRAPHIC AND ECONOMIC STATISTICS LAST FIVE FISCAL YEARS

Fiscal Year	Population (1)	I	ersonal ncome housands)	F	er Capita Personal come (1)	Median Age (1)	School Enrollment (2)	Unemployment Rate (1)
2013	47,253	\$	1,954,195	\$	41,356	32.8	7,591	6.2%
2014	50,181		2,200,738		43,856	33.3	7,903	4.5%
2015	51,910		2,384,434		45,934	N/A	8,117	N/A
2016	52,444		2,582,710		47,348	33.8	7,804	3.4%
2017	54,169		N/A		N/A	34.2	7,910	4.1%

(1) Source: U.S. Census Bureau(2) Source: DeKalb County Schools

N/A - Not Available

PRINCIPAL EMPLOYERS CURRENT YEAR AND TWO YEARS AGO

	<u> </u>	2017			2015		
Employer	Employees	Rank	Percentage of Total City Employment	Employees	Rank	Percentage of Total City Employment	
Autotrader.Com	1,525	1	4.63 %			%	
AT&T Services, Inc	1,476	2	4.48	1,430	2	9.90	
AT&T Mobility	1,271	3	3.86	1,606	1	11.12	
Verizon Telematics, Inc	577	4	1.75	629	4	4.35	
Crawford and Company	462	5	1.40	554	5	3.83	
Source One Direct Inc	386	6	1.17				
Fidelity Bank	370	7	1.12				
Kroger Company	349	8	1.06	387	7	2.68	
SSC Atlanta Operating Company	284	9	0.86				
Lavoi Corporation	280	10	0.85				
Cox Communications				1,142	3	7.90	
SAP America, Inc				454	6	3.14	
United Healthcare Services				372	8	2.57	
Insight Global, LLC				270	9	1.87	
NDC Health Corporation				251_	10	1.74	
	6,980		21.19 %	7,095		49.11 %	

Source: 2017 and 2015 individual employer's business filings.

Note: Data prior to 2015 is not available.

FULL-TIME EQUIVALENT CITY GOVERNMENT EMPLOYEES BY FUNCTION LAST FIVE YEARS

		-			
	2017	2016	2015	2014	2013
Function					
General government	26	21	12	9	7
Judicial	3	5	7	4	1
Public safety					
Police officers	76	75	75	59	57
Civilians	8	11	6	6	6
Public works	-	-	2	-	-
Culture and recreation	7	11	10	7	-
Housing and development	11	12_	11_	7_	3
Total	131	135	123	92	74

Source: City of Brookhaven Human Resources Department

OPERATING INDICATORS BY FUNCTION LAST FIVE FISCAL YEARS

Function	2017	2016	2015	2014	2013
General Government					
Ordinances approved	47	26	38	63	68
Resolutions	45	35	36	31	38
Open records requests	408	346	349	261	140
Information system service calls	2,165	2,168	2,921	2,312	N/A
Facebook "likes"	4,136	4,153	1,837	N/A	N/A
Constant contact (eBlast)	3,277	3,161	2,516	2,338	1,716
Judicial					
Municipal court					
Case filings:	5,146	5,848	9,148	10,512	5,338
City Code	789	867	922	730	819
Misdemeanors	11	27	39	211	349
Parking	113	254	261	156	3
Traffic	4,233	4,700	7,926	9,415	4,167
Number of Court Dockets	105	119	175	257	103
Number of Defendants on Docket	6,559	4,751	6,582	10,403	3,282
Public Safety					
Police					
Calls for service	46,512	54,000	59,494	N/A	N/A
Custodial arrests	1,868	2,271	2,177	1,116	427
Traffic citations issued	8,757	5,559	8,070	8,324	3,753
Average response time (all calls)	6m33s	6m15s	7m20s	7m18s	N/A
Average response time (high priority calls)	4m34s	4m12s	3m58s	3m40s	N/A
Public Works					
Lane-miles paved	26.1	9.4	20.2	20.2	N/A
Linear feet new sidewalks	4,810	4,330	2,610	5,230	N/A
Street maintenance work orders completed	478	267	133	229	132
Stormwater work orders completed	130	160	134	84	50
Signal/sign work orders completed	199	235	235	182	23
Right-of-way work orders completed	139	110	61	129	62

Continued

OPERATING INDICATORS BY FUNCTION LAST FIVE FISCAL YEARS

Function	2017	2016	2015	2014	2013
Culture and Recreation					
Park acres maintained	276	271	224	224	224
Program participants	7,283	2,866	2,949	2,666	40
Aquatics program participants	11,589	8,851	10,499	N/A	N/A
Athletic program participants	6,715	6,775	6,775	4,013	N/A
Community Development					
Special land use permits (SLUPS)	6	3	12	6	2
Variances	72	68	74	79	54
Code enforcement inspections	6,271	6,620	7,751	8,905	N/A
Building inspections	10,490	9,254	8,905	15,697	998
Development inspections	4,150	4,084	2,511	2,653	N/A
Tree removal permits	419	378	265	115	N/A
Land disturbance permits issued	36	28	20	9	N/A
Plat reviews	56	66	58	31	N/A
Plats approved	26	21	19	15	N/A

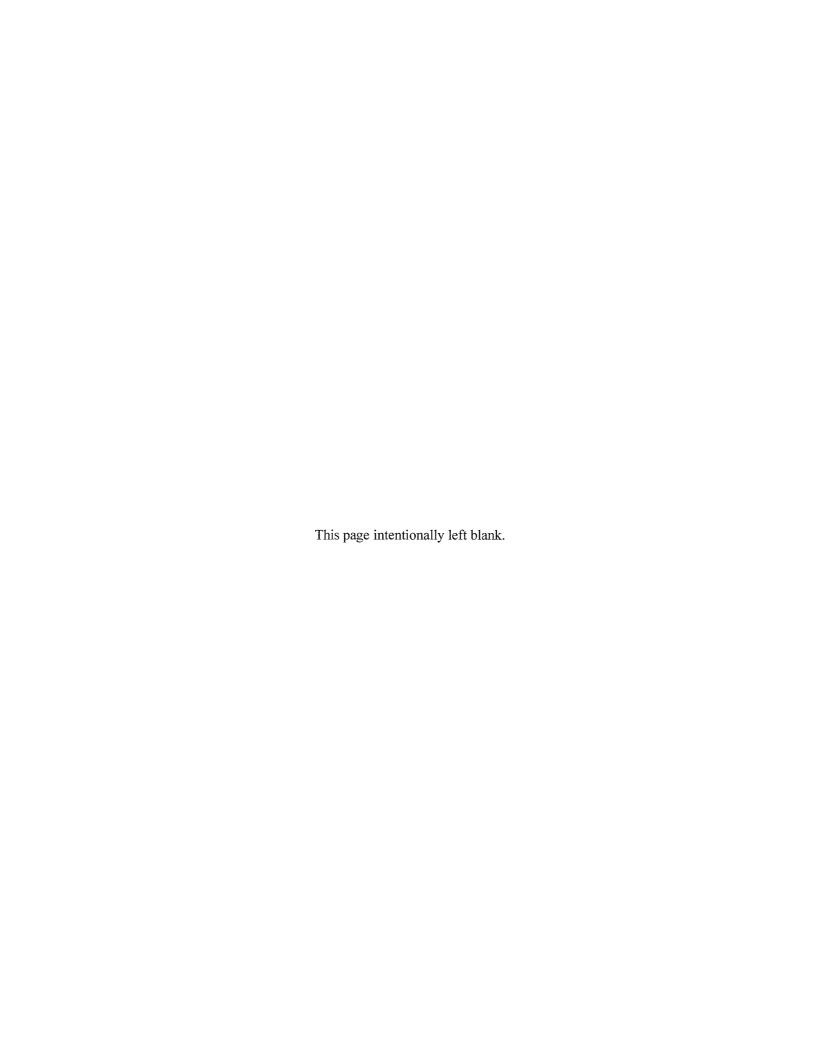
Source: Various City departments

N/A: Not Available

CAPITAL ASSET STATISTICS BY FUNCTION LAST FIVE FISCAL YEARS

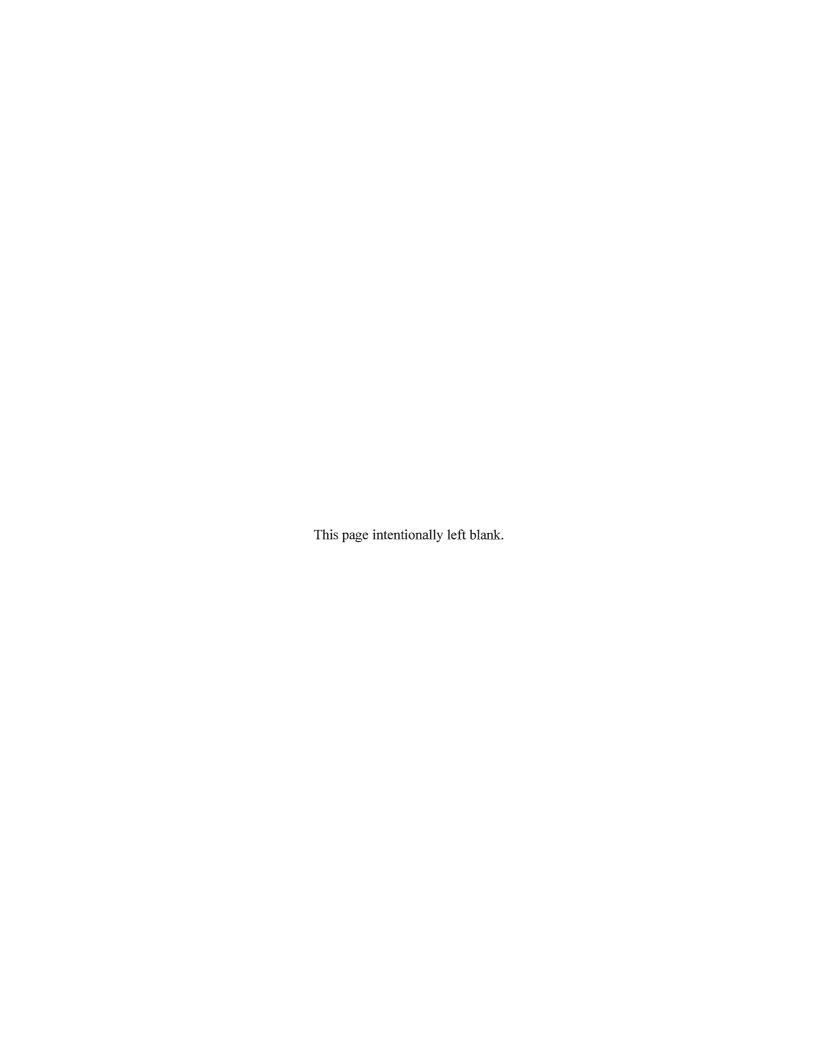
Function	2017	2016	2015	2014	2013	
General Government						
Buildings (1)	1	1	1	1	1	
Vehicles	-	-	1	1	1	
Judicial						
Building (1)	1	1	1	1	1	
Public Safety						
Police stations (1)	1	1	1	1	1	
Patrol units	65	65	60	54	49	
Patrol zones	6	6	10	10	10	
Public Works						
Miles of streets (lane miles)	120.0	120.0	119.2	117.4	117.4	
Miles of sidewalks	67.4	66.5	64.6	63.0	63.0	
Number of traffic signals	51	50	50	47	47	
Miles of storm sewer	113	113	113	113	113	
Culture and Recreation						
Parks acreage	332	271	224	224	224	
Parks	14	14	11	11	11	
Tennis courts	28	28	30	30	30	
Soccer fields	2	2	2	2	2	
Baseball/Softball fields	14	14	14	14	14	
Multipurpose fields	5	5	5	5	5	
Community centers	2	2	3/2	3/2	3/2	
Swimming pools	3	3	3	3	3	
Vehicles	2	2	2	2	2	
Housing and Development						
Vehicles	5	5	3	1		

Source: Various City departments (1) Reflects building operating lease



APPENDIX B

Form of Opinion of Bond Counsel



MURRAY BARNES FINISTER LLP

3525 PIEDMONT ROAD • 5 PIEDMONT CENTER • SUITE 515 • ATLANTA, GEORGIA 30305

	_, 2019	
City of Brookhar Brookhaven, Ge		U.S. Bank National Association, as paying agen Atlanta, Georgia
Re: \$	City of Broo	okhaven, Georgia General Obligation Bonds, Serie
To the Addresse	es:	
Brookhaven, G \$	eorgia (the "City") in c in aggregate principal ame In our capacity as Bond C e validation proceedings co	Counsel and Disclosure Counsel to the City of connection with the issuance by the City of count of its General Obligation Bonds, Series 201 Counsel, we have examined certified copies of the oncluded in the Superior Court of DeKalb County olution of the City adopted on
2019 (the "Bor certificates of prherein. In all so	nd Resolution") and such ublic officials as we have duch examinations, we have	other laws, documents, records, instruments and deemed necessary to render the opinions expresse assumed the genuineness of signatures on original
conformed or ph	otographic copies, and as to	ocuments of all copies submitted to us as certified certificates of public officials, we have assumed the accurate. All capitalized terms used but no

The proceeds of the Bonds will be used to (a) finance City Council approved Parks and Recreational Master Plans and other related park amenities, equipment and real and personal property useful or desirable in connection therewith and (b) pay the costs of issuing the Bonds.

otherwise defined herein shall have the meanings assigned thereto in the Bond Resolution.

In rendering our opinion that the interest on the Bonds is excluded from the gross for federal income tax purposes, we have (a) relied as to questions of fact material to our opinion upon certificates and certified proceedings of public officials, including officials of the City, and representations of the City (including representations as to the use and investment of the proceeds of the Bonds), without undertaking to verify the same by independent investigation and (b) assumed continued compliance by the City with its covenants relating to the use of the proceeds of the Bonds and compliance with the requirements contained in the Internal Revenue Code of 1986, as amended (the "Code"), including, but not limited to, the arbitrage requirements contained in Section 148 of the Code. The inaccuracy of any such certificates or representations or the failure of the City to comply with any of such covenants could cause interest on the Bonds to become subject to federal income taxation retroactive to the date of issuance of the Bonds.

In our capacity as Bond Counsel, we express no opinion (a) with respect to the accuracy, completeness or sufficiency of the Official Statement or (b) as to compliance by the

	, 2019
Page 2	

City or the initial purchasers of the Bonds with any federal or state statute, regulation or ruling with respect to the sale or distribution of the Bonds.

Based on our examinations, we are of the opinion, as of the date hereof and under existing law, as follows:

- 1. The Bonds are valid and binding general obligations of the City payable from an advalorem tax, without limitation as to rate or amount, levied on all property in the City subject to taxation for general obligation bond purposes.
- 2. The City has levied an advalorem tax, without limitation as to rate or amount, on all property in the City subject to taxation for general obligation bond purposes in order to pay the principal of and interest on the Bonds as same become due.
- 3. The interest on the Bonds (including any original issue discount properly allocable to a holder thereof) is excluded from gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals. We express no opinion regarding any other federal tax consequences arising with respect to ownership of the Bonds.
- 4. The interest on the Bonds is exempt from all present State of Georgia income taxes.

The rights of the holders of the Bonds and the enforceability thereof may be subject to bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights heretofore or hereafter enacted and may also be subject to the exercise of judicial discretion in appropriate cases.

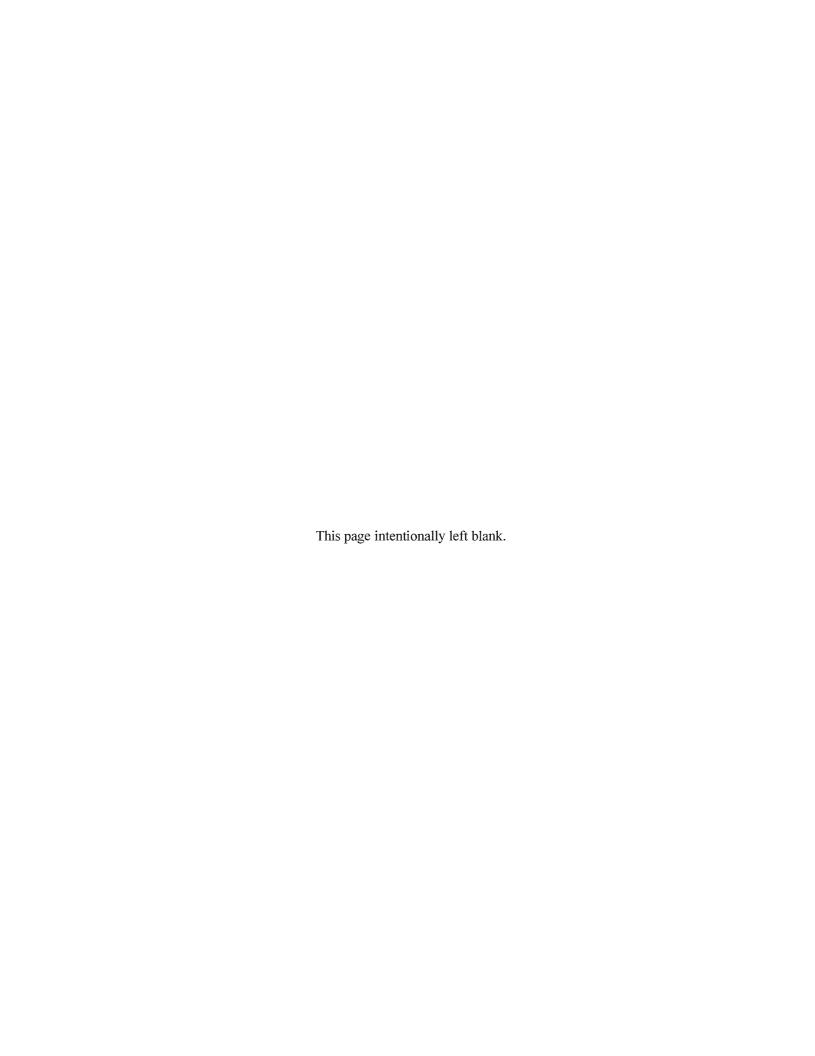
We are members of the State Bar of Georgia. Our opinions herein are limited to the laws of the State of Georgia and any applicable federal laws of the United States. This opinion is limited to the matters expressly set forth above, and no opinion is implied or may be inferred beyond the matters so stated. This opinion is intended solely for the use of the addressees and their permitted successors and/or assigns and may not be relied upon by any other person for any purpose without our prior written consent in each instance. We expressly disclaim any duty to update this opinion in the future for any changes of fact or law that may affect any of the opinions expressed herein.

Very truly yours,
MURRAY BARNES FINISTER LLP
By:

A Partner

APPENDIX C

Form of Continuing Disclosure Certificate



CONTINUING DISCLOSURE CERTIFICATE

This Continui	ng Disclosure Certificate (this "Disclosure Certificate") is executed
and delivered by the City of	Brookhaven, Georgia (the "City"), in connection with the issuance
by the City of \$	in aggregate principal amount of its General Obligation Bonds,
Series 2019 (the "Bonds").	The Bonds are being issued pursuant to a resolution of the City
adopted on	, 2019 (the "Resolution"). The City hereby covenants and agrees as
follows:	

Section 1. <u>Purpose of the Disclosure Certificate</u>. This Disclosure Certificate is being executed and delivered by the City for the benefit of the Beneficial Owners (as herein defined) of the Bonds and in order to assist the Participating Underwriter (as herein defined) in complying with the Rule (as herein defined).

Section 2. <u>Definitions</u>. In addition to the definitions set forth in the Resolution, which apply to any capitalized terms used in this Disclosure Certificate unless otherwise defined in this Section, the following capitalized terms shall have the following meanings:

"Annual Report" shall mean any Annual Report provided by the City pursuant to the Rule and this Disclosure Certificate.

"Beneficial Owners" shall mean any person who (a) has the power, directly or indirectly, to vote or consent with respect to, or to dispose of ownership of, any Bonds (including persons holding Bonds through nominees, depositories or other intermediaries) or (b) is treated as the owner of any Bonds for federal income tax purposes.

"City" shall mean the City of Brookhaven, Georgia, a municipal corporation of the State of Georgia, its successors and assigns.

"Dissemination Agent" shall mean any Dissemination Agent designated in writing by the City and which has filed with the City a written acceptance of such designation.

"EMMA" shall mean MSRB's Electronic Municipal Market Access system, as described in 1934 Act Release No. 59062 and maintained by the MSRB for the purposes of the Rule as further described herein.

"Fiscal Year" shall mean any period of twelve consecutive months adopted by the City as its fiscal year for financial reporting purposes and shall initially mean the period beginning on January 1 of each calendar year and ending December 31 of the same calendar year.

"Listed Events" shall mean any of the events listed in Section 5(a) of this Disclosure Certificate.

"MSRB" shall mean the Municipal Securities Rulemaking Board, or any successor thereto.

"Official Statement" shall mean the Official Statement of the City relating to the Bonds.

"Participating	Underwriter"	shall mean			

"Rule" shall mean Rule 15c2-12 adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

"State" shall mean the State of Georgia.

Section 3. Provision of Annual Reports.

- (a) The City shall, or shall cause the Dissemination Agent (if any) to provide, not later than 270 days after the end of the City's Fiscal Year (the "Reporting Date"), beginning for the Fiscal Year ending December 31, 2018, provide to EMMA in an electronic format prescribed by the MSRB an Annual Report which is consistent with the requirements of Section 4 of this Disclosure Certificate. The Annual Report may be submitted as a single document or as separate documents comprising a package, and may cross-reference other information as provided in Section 4 of this Disclosure Certificate; provided, however, that if audited financial statements are unavailable, unaudited financial statements may be submitted so long as such audited financial statements are furnished when available.
 - (b) The City or the Dissemination Agent (if any) shall:
 - (i) determine each year prior to the Reporting Date the appropriate electronic format prescribed by the MSRB for filing with the MSRB and the proper form of such filing;
 - (ii) if the Annual Report (or the audited financial statements which were to be separately submitted) is not filed by the date required in subsection (a), send a notice, in a timely manner to EMMA in an electronic format prescribed by the MSRB in substantially the form attached hereto as <u>Exhibit A</u>; and
 - (iii) if the Dissemination Agent is other than the City, file a report with the City certifying that the Annual Report has been provided pursuant to this Disclosure Certificate and the date provided.
- Section 4. <u>Content of Annual Reports</u>. The City's Annual Report for each Fiscal Year shall contain or incorporate by reference the following:
 - (a) The financial statements of the City for the preceding Fiscal Year, which must be prepared in accordance with generally accepted accounting principles as in effect

from time to time. If audited financial statements of the City are not yet available, the unaudited financial statements of the City shall be provided, and when audited financial statements of the City are available, the audited financial statements of the City shall be substituted for the unaudited financial statements. Each set of such audited financial statements shall be accompanied by an audit report resulting from an audit conducted by an independent certified public accountant or firm of independent public accountants in conformity with generally accepted auditing standards.

- (b) If generally accepted accounting standards changed from the previous Fiscal Year and if such changes are material to the City, a narrative description (as required by Section 8 of this Disclosure Certificate) of the impact of the changes on the City.
- (c) A statement indicating that the City's Fiscal Year has not changed, or, if the Fiscal Year has changed, a statement indicating the new Fiscal Year.
- (d) To the extent not included in items provided pursuant to subsection (a) above, information for the Fiscal Year of the type set forth in the Official Statement under the following headings: "CITY AD VALOREM TAXATION Property Tax Collections," "– Property Tax Millage Rates," "– Ad Valorem Property Tax Digest," and "– Ten Largest Taxpayers."

Any or all of the items listed above may be incorporated by reference from other documents, including official statements of debt issues of the City or related public entities, which have been submitted to the MSRB or the Securities and Exchange Commission. If the document incorporated by reference is a final official statement, it must be available from the MSRB in an electronic format prescribed by the MSRB. The City shall clearly identify each such other document so incorporated by reference. All of the documents provided to EMMA shall be accompanied by identifying information prescribed by the MSRB.

Section 5. Reporting of Significant Events.

- (a) Within ten (10) business days of the occurrence of one of the following Listed Events, the City or the Dissemination Agent (if any) shall file a notice of such occurrence with EMMA.
 - (i) Principal and interest payment delinquencies.
 - (ii) Non-payment related defaults, if material.
 - (iii) Unscheduled draws on debt service reserves reflecting financial difficulties.
 - (iv) Unscheduled draws on credit enhancements reflecting financial difficulties.

- (v) Substitution of credit or liquidity providers, or their failure to perform.
- (vi) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability. or a Notice of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other events affecting the tax status of the Bonds.
 - (vii) Modification to rights of Beneficial Owners, if material.
 - (viii) Bond calls, if material, and tender offers.
 - (ix) Defeasances.
- (x) Release, substitution or sale of property securing repayment of the Bonds, if material.
 - (xi) Rating changes.
- (xii) Bankruptcy, insolvency, receivership, or a similar proceeding by an obligated person.
- (xiii) Consummation of a merger, consolidation, acquisition involving an obligated person, or sale of all or substantially all of the assets of an obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material.
- (xiv) Appointment of an additional or a successor trustee, or the change in name of a trustee, if material.
- (b) The content of any notice of the occurrence of a listed event under subsection (a) above shall be determined by the City and shall be in substantially the form attached hereto as Exhibit B.
- (c) All of the documents provided to EMMA shall be accompanied by identifying information prescribed by the MSRB.
- Section 6. <u>Termination of Reporting Obligation</u>. The City's obligations under this Disclosure Certificate shall terminate upon the legal defeasance, prior redemption or payment in full of all of the Bonds. If the City's obligations are assumed in full by some other entity, such person shall be responsible for compliance with this Disclosure Certificate in the same manner as if it were the City and the City shall have no further responsibility hereunder. The City will provide notice of such termination to EMMA in an electronic format as prescribed by the MSRB.

Section 7. <u>Dissemination Agent</u>. The City may, from time to time, appoint a Dissemination Agent to assist it in carrying out its obligations under this Disclosure Certificate, and the City may, from time to time, discharge the Dissemination Agent, with or without appointing a successor Dissemination Agent.

Section 8. <u>Amendment</u>. This Disclosure Certificate may not be amended unless independent counsel experienced in securities law matters has rendered an opinion to the City to the effect that the amendment does not violate the provisions of the Rule.

In the event that this Disclosure Certificate is amended or any provision of this Disclosure Certificate is waived, the first Annual Report containing any amended, or omitting any waived, operating data or financial information shall explain, in narrative form, the reasons for the amendment or waiver and the impact of the change in the type of operating data or financial information being provided in the Annual Report. If the amendment or waiver relates to the accounting principles to be followed in preparing financial statements, the Annual Report for the year in which the change is made shall present a comparison between the financial statements or information prepared on the basis of the new accounting principles and those prepared on the basis of the former accounting principles. The comparison shall include a qualitative discussion of the differences in the accounting principles and impact of the change in the accounting principles on the presentation of the financial information. To the extent reasonably feasible, the comparison must also be quantitative. A notice of the change in the accounting principles shall be filed with the MSRB in an electronic format as prescribed by the MSRB (which, as of the date hereof, is EMMA) on or before the effective date of any such amendment or waiver.

Section 9. <u>Additional Information</u>. Nothing in this Disclosure Certificate shall be deemed to prevent the City from disseminating any other information, using the means of dissemination set forth in this Disclosure Certificate or any other means of communication, or including any other information in any Annual Report or notice of occurrence of a Listed Event in addition to that which is required by this Disclosure Certificate. If the City chooses to include any information in any Annual Report or notice of occurrence of a Listed Event in addition to that which is specifically required by this Disclosure Certificate, the City shall have no obligation under this Disclosure Certificate to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event.

Section 10. <u>Default</u>. In the event of a failure of the City to comply with any provision of this Disclosure Certificate, any Beneficial Owner may initiate an action against the City to compel performance. A default under this Disclosure Certificate shall not be deemed a "default" or an "event of default" under the Resolution, and the sole remedy under this Disclosure Certificate in the event of any failure of the City to comply with this Disclosure Certificate shall be an action to compel performance.

Section 11. <u>Duties, Immunities and Liabilities of Dissemination Agent</u>. The Dissemination Agent (if any) shall have only such duties as are specifically set forth in this Disclosure Certificate. The Dissemination Agent may consult with counsel (who may, but need not, be counsel for the City), and the opinion of such counsel shall be full and complete

authorization and protection in respect of any action taken or suffered by it hereunder in good faith and in accordance with the opinion of such counsel.

- Section 12. <u>Beneficiaries</u>. This Disclosure Certificate shall inure solely to the benefit of the City, the Participating Underwriter, and Beneficial Owners from time to time of the Bonds, and shall create no rights in any other person or entity.
- Section 13. <u>Counterparts</u>. This Disclosure Certificate may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.
- Section 14. <u>Governing Law</u>. This Disclosure Certificate shall be governed by and construed in accordance with the laws of the State of Georgia.
- Section 15. <u>Severability</u>. In case any one or more of the provisions of this Disclosure Certificate shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provision of this Disclosure Certificate, but this Disclosure Certificate shall be construed and enforced as if such illegal or invalid provision had not been contained herein.

2019.	WITNESS my hand and the seal of the City this day of	
	CITY OF BROOKHAVEN, GEORGIA	
(SEAL)		
	By: Mayor	
Attest:		
Clerk		

EXHIBIT A

NOTICE OF FAILURE TO FILE ANNUAL REPORT

Name of Issuer:	City of Brookhaven, Georgia
Name of Bond Issue:	\$ City of Brookhaven, Georgia General Obligation Bonds, Series 2019
CUSIP Number(s) ¹	
Date of Issuance:	, 2019
corporation of the Starespect to the above-ca, 2019	E IS HEREBY GIVEN that the City of Brookhaven, Georgia, a municipal te of Georgia (the "City") has not provided an Annual Report due with aptioned Bonds as required by its Continuing Disclosure Certificate, dated D. The City anticipates that the Annual Report will be filed by tice is based on the best information available at the time of dissemination. In this notice should be directed to
Dated:	
	CITY OF BROOKHAVEN, GEORGIA
	Name:
	Title:

¹ No representation is made as to the correctness of the CUSIP number(s) either as printed on the Bonds or as contained herein, and reliance may only be placed on other bond identification contained herein.

EXHIBIT B

NOTICE OF [INSERT THE LISTED EVENT]

Relating to

\$_____CITY OF BROOKHAVEN, GEORGIA
GENERAL OBLIGATION BONDS, SERIES 2019

CUSIP NUMBERS¹

Notice is hereby given that [insert the Listed Event] has occurred with respect to the above-captioned bonds (the "Bonds"). [Describe circumstances leading up to the event, action being taken and anticipated impact.]

[Notice of the Listed Events described in Section 5(a)(ix) shall include the following:

The City of Brookhaven, Georgia (the "City") has reserved the right to redeem such refunded or defeased bonds prior to their stated maturity date in accordance with the optional redemption provisions of said defeased bonds.

OR

The City has covenanted not to exercise any optional redemption provisions under the Resolution; however, the sinking fund provision will survive the defeasance.

AND

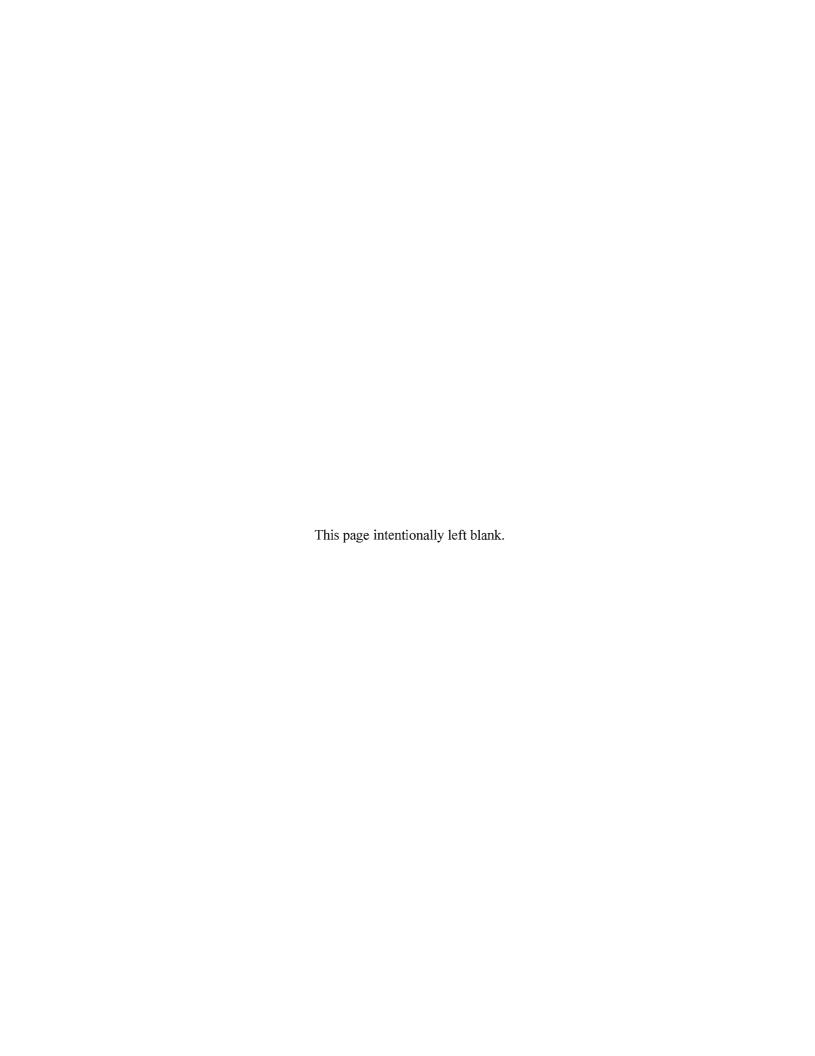
The Bonds have been defeased to [maturity/the first call date, which is _____]. This notice does not constitute a notice of redemption and no Bonds should be delivered to the City or to the Paying Agent as a result of this mailing. A Notice of Redemption instructing you where to submit your Bonds for payment will be mailed _____ to ____ days prior to the redemption date.]

¹ No representation is made as to the correctness of the CUSIP number(s) either as printed on the Bonds or as contained herein, and reliance may only be placed on other bond identification contained herein.

This notice is based	l on the best information available at the time of
•	ed as to accuracy or completeness. Any questions eted to [insert instructions for presenting securities, if
applicable].	ted to [misert mistractions for presenting securities, in
Dated:	
	CITY OF BROOKHAVEN, GEORGIA
	Name:
	Title:

APPENDIX D

Form of Book-Entry Only System



BOOK-ENTRY ONLY SYSTEM

DTC will act as securities depository for the Bonds. The Bonds will be issued as fully-registered Bonds registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered Bond certificate will be issued for each maturity of the Bonds and will be deposited with DTC.

DTC, the world's largest securities depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments from over 100 countries that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation, Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has a Standard & Poor's rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www,dtcc.com and www.dtc.org.

Purchases of Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Bonds on DTC's records. The ownership interest of each actual purchaser of Bonds ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in Bonds, except in the event that use of the book-entry system for the Bonds is discontinued.

To facilitate subsequent transfers, all the Bonds deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co. or such other name as may be requested by an authorized representative of DTC. The deposit of Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not affect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Bonds, such as redemptions, tenders, defaults, and proposed amendments to the Bond documents. For example, Beneficial Owners of Bonds may wish to ascertain that the nominee holding the Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to Bonds unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the City as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Principal and interest payments on the Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts, upon DTC's receipt of funds and corresponding detail information from the City or the Paying Agent, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the City or the Paying Agent, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal and interest to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the City or the Paying Agent, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the Bonds at any time by giving reasonable notice to the City or the Paying Agent. Under such circumstances, in the event that a successor depository is not obtained, certificates for the Bonds are required to be printed and delivered.

The City may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, certificates for the Bonds will be printed and delivered.

The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the City believes to be reliable, but the City takes no responsibility for the accuracy thereof.

NEITHER THE CITY NOR THE PAYING AGENT NOR THE UNDERWRITER (OTHER THAN IN THEIR CAPACITY, IF ANY, AS A DIRECT PARTICIPANT OR AN INDIRECT PARTICIPANT) WILL HAVE ANY OBLIGATION TO THE DIRECT PARTICIPANTS OR THE INDIRECT PARTICIPANTS OR THE BENEFICIAL OWNERS WITH RESPECT TO DTC'S PROCEDURES OR ANY PROCEDURES OR ARRANGEMENTS BETWEEN DIRECT PARTICIPANTS, INDIRECT PARTICIPANTS AND BENEFICIAL OWNERS.

NEITHER THE CITY NOR THE PAYING AGENT WILL HAVE ANY RESPONSIBILITY OR OBLIGATION TO PARTICIPANTS, BENEFICIAL OWNERS OR OTHER NOMINEES OF SUCH BENEFICIAL OWNERS FOR (1) SENDING TRANSACTION STATEMENTS; (2) MAINTAINING, SUPERVISING OR REVIEWING, THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY PARTICIPANT OR OTHER NOMINEES OF SUCH BENEFICIAL OWNERS; (3) PAYMENT OR THE TIMELINESS OF PAYMENT BY DTC TO ANY PARTICIPANT, OR BY ANY PARTICIPANT OR OTHER NOMINEES OF BENEFICIAL OWNERS TO ANY BENEFICIAL OWNER, OF ANY AMOUNT DUE IN RESPECT OF THE PRINCIPAL OF OR REDEMPTION PREMIUM, IF ANY, OR INTEREST ON BONDS; (4) DELIVERY OR TIMELY DELIVERY BY DTC TO ANY PARTICIPANT, OR BY ANY PARTICIPANT OR OTHER NOMINEES OF BENEFICIAL OWNERS TO ANY BENEFICIAL OWNERS, OF ANY NOTICE OR OTHER COMMUNICATION WHICH IS REQUIRED OR PERMITTED UNDER THE TERMS OF THE RESOLUTION TO BE GIVEN TO HOLDERS OR OWNERS OF BONDS; OR (5) ANY ACTION TAKEN BY DTC OR ITS NOMINEE AS THE REGISTERED OWNER OF BONDS.

RATINGS: Moody's: "Aaa" S&P: "AAA"

(See "MISCELLANEOUS—Ratings")

In the opinion of Bond Counsel, subject to the limitations and conditions described herein, and assuming compliance by the City with certain covenants, interest on the Bonds (including any original issue discount properly allocable to a holder thereof) is exempt from present State of Georgia income taxation, is excluded from gross income for federal income tax purposes, and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals.

\$38,855,000 CITY OF BROOKHAVEN, GEORGIA GENERAL OBLIGATION BONDS, SERIES 2019

Dated: Date of Issuance Due: July 1, as shown on the inside cover

The City of Brookhaven, Georgia, a municipal corporation of the State of Georgia (the "City"), is issuing its General Obligation Bonds, Series 2019 (the "Bonds") in fully registered form and in denominations of \$5,000, or any integral multiple thereof, for the purpose of (a) financing certain capital projects and (b) paying the costs of issuing the Bonds. See "PLAN OF FINANCING."

The Bonds are direct and general obligations of the City. The principal of and interest on the Bonds are payable from an ad valorem tax, unlimited as to rate or amount, to be levied upon all taxable property within the City subject to taxation for general obligation bond purposes. See "THE BONDS – Security and Sources of Payment for the Bonds" and "CITY AD VALOREM TAXATION."

Interest on the Bonds is payable semiannually on January 1 and July 1 of each year (each such date, an "Interest Payment Date"), commencing January 1, 2020, by U.S. Bank National Association, as Paying Agent, to the owners thereof as shown on the registration books maintained by U.S. Bank National Association, as Bond Registrar. The Bonds bear interest from the Interest Payment Date next preceding their date of authentication, except as provided herein. See "THE BONDS – Description."

The Bonds will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"). DTC will act as securities depository for the Bonds. Purchases will be made only in book-entry form through the Direct Participants and Indirect Participants (as herein defined), and no physical delivery of the Bonds will be made to Beneficial Owners (as herein defined). Payment of principal of and interest on the Bonds will be made to Beneficial Owners by DTC through its Direct Participants and Indirect Participants. As long as Cede & Co. is the registered owner of the Bonds, as nominee of DTC, references herein to the holders of the Bonds or registered owners shall mean Cede & Co., as aforesaid, and shall not mean the Beneficial Owners of the Bonds. See "THE BONDS – Book-Entry Only System."

THIS COVER PAGE CONTAINS CERTAIN INFORMATION FOR QUICK REFERENCE ONLY. IT IS NOT A SUMMARY OF THIS ISSUE. INVESTORS MUST READ THE ENTIRE OFFICIAL STATEMENT TO OBTAIN INFORMATION ESSENTIAL TO MAKING AN INFORMED INVESTMENT DECISION.

The Bonds are offered when, as, and if issued by the City and accepted by the Underwriter, subject to prior sale, to the withdrawal or modification of the offer without notice, and to the approving opinion of Murray Barnes Finister LLP, Atlanta, Georgia, as Bond Counsel and Disclosure Counsel to the City. Certain matters will be passed upon for the City by Balch Law Group, Atlanta, Georgia. Davenport & Company LLC is acting as the City's financial advisor. The Bonds are expected to be delivered through DTC in New York, New York on or about January 31, 2019.

Dated: January 22, 2019

MATURITIES, PRINCIPAL AMOUNTS, INTEREST RATES, YIELDS AND CUSIP NOS.

\$29,065,000 Serial Bonds

Maturity	Principal	Interest		
July 1	<u>Amount</u>	Rate	<u>Yield</u>	CUSIP No.†
2020	\$ 100,000	5.000%	1.670%	113071 AA2
2021	720,000	5.000	1.680	113071 AB0
2022	755,000	5.000	1.700	113071 AC8
2023	790,000	5.000	1.750	113071 AD6
2024	830,000	5.000	1.810	113071 AE4
2025	870,000	5.000	1.870	113071 AF1
2026	915,000	5.000	1.940	113071 AG9
2027	960,000	5.000	2.030	113071 AH7
2028	1,010,000	5.000	2.120	113071 AJ3
2029	1,055,000	5.000	2.230^{C}	113071 AK0
2030	1,095,000	3.000	2.400^{C}	113071 AL8
2031	1,130,000	4.000	2.600^{C}	113071 AM6
2032	1,170,000	4.000	2.700^{C}	113071 AN4
2033	1,210,000	3.000	3.000	113071 AP9
2034	1,255,000	3.000	3.100	113071 AQ7
2035	1,300,000	3.125	3.200	113071 AR5
2036	1,345,000	3.125	3.250	113071 AS3
2037	1,390,000	3.250	3.300	113071 AT1
2038	1,440,000	3.250	3.350	113071 AU8
2039	1,485,000	3.375	3.400	113071 AV6
2040	1,535,000	3.500	$3.420^{\rm C}$	113071 AW4
2041	1,590,000	3.500	$3.440^{\rm C}$	113071 AX2
2042	1,645,000	3.500	3.460°	113071 AY0
2043	1,705,000	3.500	3.480 ^C	113071 AZ7
2044	1,765,000	3.500	3.500	113071 BA1

\$9,790,000 3.500% Term Bond due July 1, 2049 Priced to Yield 3.550%, CUSIP No. 113071 BF0

^CYield calculated to call date of July 1, 2028.

[†] CUSIP is a registered trademark of the American Bankers Association. CUSIP data contained herein is provided by Standard & Poor's, CUSIP Service Bureau, a division of The McGraw Hill Companies, Inc. CUSIP numbers have been assigned by an independent company not affiliated with the City or the Underwriter and are intended solely for the convenience of the holders of the Bonds. Neither the City nor the Underwriter is responsible for the selection or uses of these CUSIP numbers, and no representation is made as to their correctness on the Bonds as indicated above.

CITY OF BROOKHAVEN, GEORGIA

Mayor and City Council

John A. Ernst, Jr., Mayor Linley Jones John Park Bates Mattison Joe Gebbia

City Staff

Christian Sigman, City Manager Steven Chapman II, Assistant City Manager/Chief Financial Officer Linda Nabers, Finance Director

COUNSEL TO THE CITY

Balch Law Group Atlanta, Georgia

CITY AUDITOR

Mauldin & Jenkins, LLC Atlanta, Georgia

BOND COUNSEL AND DISCLOSURE COUNSEL

Murray Barnes Finister LLP Atlanta, Georgia

FINANCIAL ADVISOR

Davenport & Company LLC Atlanta, Georgia

No dealer, broker, salesman or other person has been authorized to give any information or to make any representations other than those contained in this Official Statement and the Appendices hereto and, if given or made, such other information or representations must not be relied upon as having been authorized by the City or the Underwriter. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Bonds by any person, in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale. The information set forth herein has been obtained from the City and other sources which are deemed to be reliable. The Underwriter has provided the following sentence for inclusion in this Official Statement: The Underwriter has reviewed this Official Statement in accordance with, and as part of, its responsibilities to investors under the Federal securities laws as applied to the facts and circumstances of this transaction, but the Underwriter does not guarantee the accuracy or completeness of such information. The information and expression of opinions herein are subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder shall under any circumstances create an implication that there has been no change in the affairs of the City since the date hereof.

THE PRICES AT WHICH THE BONDS ARE OFFERED TO THE PUBLIC MAY VARY FROM THE INITIAL PUBLIC OFFERING PRICES APPEARING ON THE INSIDE COVER PAGE HEREOF. IN ADDITION, THE UNDERWRITER MAY ALLOW CONCESSIONS OR DISCOUNTS FROM SUCH INITIAL PUBLIC OFFERING PRICES TO DEALERS AND OTHERS, AND THE UNDERWRITER MAY ENGAGE IN TRANSACTIONS INTENDED TO STABILIZE THE PRICES OF THE BONDS AT LEVELS ABOVE THOSE WHICH MIGHT OTHERWISE PREVAIL IN THE OPEN MARKET. SUCH STABILIZING, IF COMMENCED, MAY BE DISCONTINUED AT ANY TIME.

THE BONDS HAVE NOT BEEN REGISTERED WITH THE SECURITIES AND EXCHANGE COMMISSION UNDER THE SECURITIES ACT OF 1933, AS AMENDED, NOR HAS THE RESOLUTION BEEN QUALIFIED UNDER THE TRUST INDENTURE ACT OF 1939, AS AMENDED, IN RELIANCE UPON CERTAIN EXEMPTIONS SET FORTH IN SUCH ACTS. THE REGISTRATION, QUALIFICATION OR EXEMPTION OF ANY BONDS IN ACCORDANCE WITH THE APPLICABLE SECURITIES LAW PROVISIONS OF THE JURISDICTIONS WHEREIN THESE SECURITIES HAVE BEEN REGISTERED, QUALIFIED OR EXEMPTED SHOULD NOT BE REGARDED AS A RECOMMENDATION THEREOF.

IN MAKING AN INVESTMENT DECISION INVESTORS MAY RELY ON THEIR OWN EXAMINATION OF THE CITY AND THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED. THESE SECURITIES HAVE NOT BEEN RECOMMENDED BY ANY FEDERAL OR STATE SECURITIES COMMISSION OR REGULATORY AUTHORITY. FURTHERMORE, THE FOREGOING AUTHORITIES HAVE NOT CONFIRMED THE ACCURACY OR DETERMINED THE ADEQUACY OF THIS DOCUMENT. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

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APPENDIX A: Audited Financial Statements of the City for the Fiscal Year Ended December 30, 2017
APPENDIX B: Form of Opinion of Bond Counsel
APPENDIX C: Form of Disclosure Certificate APPENDIX D: Book-Entry Only System

\$38,855,000 CITY OF BROOKHAVEN, GEORGIA GENERAL OBLIGATION BONDS, SERIES 2019

SUMMARY STATEMENT

The following information is furnished solely to provide limited introductory information regarding the terms of the Bonds (as hereinafter defined) and does not purport to be comprehensive. Such information is qualified in its entirety by reference to the more detailed descriptions appearing in the Official Statement. No person is authorized to detach this Summary Statement from the Official Statement or to otherwise use it without the entire Official Statement.

The City

The City of Brookhaven, Georgia (the "City" or "Brookhaven") is a municipal corporation of the State. The City is located in the northwest suburbs of the City of Atlanta and is the largest city in DeKalb County, Georgia (the "County" or "DeKalb County"). The City had an estimated population of 53,518 as of July 1, 2017 (the most recent information available). See "THE CITY."

Purpose of the Bonds

The City is issuing its General Obligation Bonds, Series 2019 (the "Bonds") for the purpose of (a) financing certain capital projects (the "Projects") and (b) paying the costs of issuing the Bonds. See "PLAN OF FINANCING."

Security and Sources of Payment for the Bonds

The Bonds are direct and general obligations of the City. The principal of and interest on the Bonds are payable from an ad valorem tax, unlimited as to rate or amount, which may be levied upon all taxable property within the territorial limits of the City subject to taxation for general obligation bond purposes. See "THE BONDS – Security and Sources of Payment for the Bonds" and "CITY AD VALOREM TAXATION."

Description of the Bonds

Redemption. The Bonds are subject to redemption prior to their respective maturities. See "THE BONDS – Redemption."

Denominations. The Bonds are issuable in denominations of \$5,000 or any integral multiple thereof.

Book-Entry Bonds. The Bonds will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"). DTC will act as securities depository for the Bonds. Purchases will be made only in book-entry form through the Direct Participants and Indirect Participants (as herein defined), and no physical delivery of the Bonds will be made to Beneficial Owners (as herein defined). Payment of principal of and interest on the Bonds will be made to Beneficial Owners by DTC through its Direct Participants and Indirect Participants. As long as Cede & Co. is the registered owner of the Bonds, as nominee of DTC, references herein to the holders of the Bonds or registered owners shall mean Cede & Co., as aforesaid, and shall not mean the Beneficial Owners of the Bonds. See "THE BONDS – Book-Entry System of Registration."

Book-Entry Bonds. The Bonds will be issued in book-entry form ("Book-Entry Form") and will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York (the "Securities Depository"). The Securities Depository will act as securities depository for the Bonds. Purchases will be made only through the Participants (as herein defined) in the Securities Depository, and no physical delivery of the Bonds will be made to Beneficial Owners (as hereinafter defined). Payment of principal of and interest on the Bonds will be made to Beneficial Owners by the Securities Depository through its Participants. Registrations of

transfers and exchanges shall be made in accordance with the rules of the Securities Depository. See "THE BONDS – Book-Entry Only System" and Appendix D.

Payments. Interest on the Bonds will be payable semiannually on January 1 and July 1 of each year until maturity (each an "Interest Payment Date"), commencing January 1, 2020. Principal of the Bonds will be payable at the times and in the amounts shown on the inside front cover of this Official Statement. When in book-entry form, payment of the principal of and interest on the Bonds will be made by the Paying Agent directly to Cede & Co., as nominee of DTC, and will subsequently be disbursed to Direct Participants and Indirect Participants and thereafter to Beneficial Owners of the Bonds. See "THE BONDS – Book-Entry System of Registration."

When not in book-entry form, interest on the Bonds is payable by check or draft mailed to the registered owners thereof at the addresses which appear on the bond registration books of the Bond Registrar as of the close of business on the fifteenth calendar day of the month preceding each Interest Payment Date (the "Record Date"). When not in book-entry form, the principal of the Bonds is payable upon surrender thereof at the corporate trust office of the Paying Agent in Atlanta, Georgia. See "THE BONDS – Description."

For a more complete description of the Bonds, see "THE BONDS."

Tax Exemption

In the opinion of Bond Counsel, subject to the limitations and conditions described herein and assuming compliance by the City with certain covenants, interest on the Bonds (including any original issue discount properly allocable to a holder thereof) is exempt from present State of Georgia income taxation, is excluded from gross income for federal income tax purposes, and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals. See "LEGAL MATTERS – Tax Exemption" herein and Appendix B hereto for the form of the opinion Bond Counsel proposes to deliver in connection with the issuance of the Bonds.

Bond Registrar and Paying Agent

U.S. Bank National Association will act as Bond Registrar and as Paying Agent for the Bonds. The corporate trust office of U.S. Bank National Association in Atlanta is located at 1349 West Peachtree Street, Suite 1050, Atlanta, Georgia 30309.

Professionals Involved in the Offering

Certain legal matters pertaining to the City and its authorization and issuance of the Bonds are subject to the approving opinion of Murray Barnes Finister LLP, Bond Counsel and Disclosure Counsel to the City. Copies of the opinion will be available at the time of delivery of the Bonds, and a copy of the proposed form of the opinion is attached hereto as Appendix B. Certain legal matters will be passed on for the City by its counsel, Balch Law Group. See "LEGAL MATTERS." Davenport & Company LLC is acting as the City's financial advisor (the "Financial Advisor"). The financial statements of the City for the fiscal year ended December 31, 2017 attached hereto as Appendix A have been audited by Mauldin & Jenkins, LLC, to the extent and for the period indicated in its report thereon which appears in Appendix A hereto. See "MISCELLANEOUS – Financial Advisor and "– Independent Auditors."

Authority for Issuance

The Bonds are being issued pursuant to the Constitution and laws of the State of Georgia including particularly (a) an election held on November 6, 2018 (the "Election") and (b) a resolution of the Council of the City of Brookhaven adopted on January 22, 2019 (the "Bond Resolution"). In the Election, 60% of the voters voted in favor of the issuance of the Bonds.

Offering and Delivery of the Bonds

The Bonds are offered when, as, and if issued by the City and accepted by the Underwriter, subject to prior sale and to withdrawal or modification of the offer without notice. The Bonds in definitive form are expected to be delivered through The Depository Trust Company in New York, New York, on or about January 31, 2019.

Continuing Disclosure

The City has covenanted for the benefit of the owners of the Bonds in a Disclosure Certificate (the "Disclosure Certificate") to provide (a) certain financial information and operating data relating to the City (the "Operating and Financial Data") annually to the Municipal Securities Rulemaking Board's (the "MSRB") Electronic Municipal Market Access System ("EMMA") and (b) notices of the occurrence of certain events within 10 business days of their occurrence (the "Events Notices") to EMMA. The City's undertaking to provide Operating and Financial Data and Events Notices is described in the Continuing Disclosure Certificate, a form of which is attached as Appendix C hereto. The covenants have been made in order to assist the Underwriter in complying with Securities and Exchange Commission Rule 15c2-12 (the "Rule").

The City entered into its first continuing disclosure undertaking pursuant to the Rule in connection with the issuance on October 3, 2018 of the City of Brookhaven Public Facilities Authority Revenue Bonds (Peachtree Creek Greenway Project), Series 2018 in the original aggregate principal amount of \$12,640,000.

Other Information

This Official Statement speaks only as of its date, and the information contained herein is subject to change.

This Official Statement contains forecasts, projections and estimates that are based on current expectations but are not intended as representations of fact or guarantees of results. If and when included in this Official Statement, the words "expects," "forecasts," "projects," "intends," "anticipates," "estimates" and analogous expressions are intended to identify forward-looking statements as defined in the Securities Act of 1933, as amended, and any such statements inherently are subject to a variety of risks and uncertainties, which could cause actual results to differ materially from those contemplated in such forward-looking statements. These forward-looking statements speak only as of the date of this Official Statement. The City disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statement contained herein to reflect any change in its expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based.

This Official Statement and the Appendices hereto contain brief descriptions of, among other matters, the City, the Bonds, and the security and sources of payment for the Bonds. Such descriptions and information do not purport to be comprehensive or definitive. The summaries of various constitutional provisions, statutes, the Bond Resolution, and other documents are intended as summaries only and are qualified in their entirety by reference to such laws and documents, and references herein to the Bonds are qualified in their entirety to the form thereof included in the Bond Resolution. Copies of the Bond Resolution and other documents and information are available, upon request and upon payment to the City of a charge for copying, mailing and handling, from City of Brookhaven, Georgia, 4362 Peachtree Road, Brookhaven, Georgia 30319, Attention: Chief Financial Officer, telephone: (404) 637-0620. During the period of the offering of the Bonds, copies of such documents are available, upon request and upon payment to the Financial Advisor of a charge for copying, mailing and handling, from Davenport & Company LLC, 3350 Riverwood Parkway, Suite 1900, Atlanta, Georgia 30339, telephone: (404) 825-9467.

PLAN OF FINANCING

Sources and Applications of Funds

The sources and applications of funds in connection with the issuance of the Bonds are set forth below.

Sources of Funds:

Par Amount of Bonds	\$38,855,000
Plus: Net Original Issue Premium	1,619,123
Total Sources of Funds	\$40,474,123

Application of Funds:

Projects	\$39,703,023
Costs of Issuance ⁽¹⁾	<u>771,100</u>
Total Application of Funds	<u>\$40,474,123</u>

⁽¹⁾ Includes Underwriter's discount, legal and accounting fees, rating agency fees, printing costs, validation court costs and other costs of issuance.

Projects

A portion of the proceeds of the Bonds will be used to finance the Projects. The Projects consist of the City Council approved Parks and Recreational Master Plans and other related park amenities, equipment and real and personal property useful or desirable in connection therewith. The proceeds of the Bonds that will be used to pay the costs of the Projects and the costs of issuing the Bonds will be remitted to the City and deposited into a segregated fund maintained by the City. Prior to the expenditure of the proceeds of the Bonds held by the City, such moneys will be invested as described herein.

Investment of Bond Proceeds.

The Bond proceeds in the Project Fund will be invested pending their disbursement. Section 36-82-7 of the Official Code of Georgia Annotated provides that the proceeds of the Bonds may be invested and reinvested by the governing authority of the City in the following investments:

- (1) the local government investment pool created in Chapter 83 of Title 36 of the Official Code of Georgia Annotated;
- (2) bonds or obligations of the County or of the State of Georgia or other states and bonds or obligations of other counties, municipal corporations, and political subdivisions of the State of Georgia;
- (3) bonds or other obligations of the United States or of subsidiary corporations of the United States government which are fully guaranteed by such government;
- (4) obligations of and obligations guaranteed by agencies or instrumentalities of the United States government issued by the Federal Land Bank, the Federal Home Loan Bank, the Federal Intermediate Credit Bank, the Bank for Cooperatives, and any other such agency or instrumentality now or hereafter in existence, provided however, that all such obligations shall have a current credit rating from a nationally recognized rating service of at least one of the three highest rating categories available and have a nationally recognized market;
- (5) bonds or other obligations issued by any public housing agency or municipal corporation in the United States, which such bonds or obligations are fully secured as to the payment of both principal and interest by a pledge of annual contributions under an annual contributions contract or contracts with the United States government, or project notes issued by any public housing agency, urban renewal agency, or

municipal corporation in the United States which are fully secured as to payment of both principal and interest by a requisition, loan, or payment agreement with the United States government;

- certificates of deposit of national or state banks located within the State of Georgia which have deposits insured by the Federal Deposit Insurance Corporation and certificates of deposit of federal savings and loan associations and state building and loan or savings and loan associations located within the State of Georgia which have deposits insured by the Savings Association Insurance Fund of the Federal Deposit Insurance Corporation or the Georgia Credit Union Deposit Insurance Corporation, including the certificates of deposit of any bank, savings and loan association, or building and loan association acting as depository, custodian, or trustee for any such bond proceeds, provided the portion of the certificates of deposit in excess of the amount insured by the Federal Deposit Insurance Corporation, the Savings Association Insurance Fund of the Federal Deposit Insurance Corporation, or the Georgia Credit Union Deposit Insurance Corporation, if any, must be secured by deposit, with the Federal Reserve Bank of Atlanta, Georgia, or with any national or state bank or federal savings and loan association or state building and loan or savings and loan association located within the State of Georgia, of one or more of the following securities in an aggregate principal amount equal at least to the amount of such excess: direct and general obligations of the State of Georgia or of any county or municipal corporation in the State of Georgia, obligations of the United States or subsidiary corporations described in (3) above, obligations of the agencies of the United States government described in (4) above, or bonds, obligations, or project notes of public housing agencies, urban renewal agencies, or municipalities described in (5) above;
- (7) securities of or other interests in any no-load, open-end management type investment company or investment trust registered under the Investment Company Act of 1940, as from time to time amended, or any common trust fund maintained by any bank or trust company which holds such proceeds as trustee or by an affiliate thereof so long as:
 - (a) the portfolio of such investment company or investment trust or common trust fund is limited to the obligations described in paragraph (3) and (4) above and repurchase agreements fully collateralized by any such obligations,
 - (b) such investment company or investment trust or common trust fund takes delivery of such collateral either directly or through an authorized custodian,
 - (c) such investment company or investment trust or common trust fund is managed so as to maintain its shares at a constant net asset value, and
 - (d) securities of or other interests in such investment company or investment trust or common trust fund are purchased and redeemed only through the use of national or state banks having corporate trust powers and located within the State of Georgia; and
- (8) interest-bearing time deposits, repurchase agreements, reverse repurchase agreements, rate guarantee agreements, or other similar banking arrangements with a bank or trust company having capital and surplus aggregating at least \$50 million or with any government bond dealer reporting to, trading with, and recognized as a primary dealer by the Federal Reserve Bank of New York having capital aggregating at least \$50 million or with any corporation which is subject to registration with the Board of Governors of the Federal Reserve System pursuant to the requirements of the Bank Holding Company Act of 1956, provided that each such interest-bearing time deposit, repurchase agreement, reverse repurchase agreement, rate guarantee agreement, or other similar banking arrangement shall permit the moneys so placed to be available for use at the time provided with respect to the investment or reinvestment of such moneys.

THE BONDS

Description

The Bonds will be dated their date of issuance and will bear interest at the rates specified on the cover page of this Official Statement (computed on the basis of a 360-day year of twelve 30-day months) from the Interest Payment Date next preceding their date of authentication to which interest has been paid (unless their date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless their date of authentication is after a Record Date but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless their date of authentication is before the first Interest Payment Date, in which case from their date of issuance). Interest will be payable semiannually on each Interest Payment Date, commencing January 1, 2020. The principal amount of the Bonds is payable at the times and in the amounts set forth on the cover page of this Official Statement. Both the principal of and interest on the Bonds shall be payable in lawful money of the United States of America.

When in book-entry form, payment of the principal of and interest on the Bonds will be made by the Paying Agent directly to Cede & Co., as nominee of DTC, and will subsequently be disbursed to Direct Participants and Indirect Participants and thereafter to Beneficial Owners of the Bonds. See "THE BONDS – Book-Entry System of Registration."

When not in book-entry form, the principal of the Bonds shall be payable at maturity upon presentation and surrender thereof at the principal corporate trust office of the Paying Agent. When not in book-entry form, payments of interest on the Bonds shall be made by check or draft payable to the registered owner as shown on the bond registration book kept by the Bond Registrar at the close of business on each Record Date, and such payments of interest shall be mailed to the registered owner at the address shown on the bond registration book.

Security and Sources of Payment for the Bonds

In order to pay the principal of and interest on the Bonds, the City will levy an ad valorem tax, unlimited as to rate or amount, upon all taxable property within the City subject to taxation for general obligation bond purposes, including real and personal property, privately owned utilities, motor vehicles, and mobile homes which are not exempt from ad valorem taxes. The City, by and through its City Council, has the autonomous power to set its millage rates and to levy and collect ad valorem taxes. See "CITY AD VALOREM TAXATION" herein. Article IX, Section V, Paragraph VI of the Georgia Constitution requires the City place the ad valorem taxes levied to pay its general obligation bonds in a sinking fund to be used exclusively for paying the principal of and interest on such general obligation bonds. It also requires that the City keep such moneys separate and apart from all other revenues collected by the City.

Enforcement of Remedies

The realization of value from the pledge of the taxing power of the City to the payment of the Bonds upon any default will depend upon the exercise of various remedies specified by Georgia law. These remedies may require judicial actions, which are often subject to discretion and delay and which may be difficult to pursue. The enforceability of rights or remedies with respect to the Bonds may be limited by state and federal laws, rulings, and decisions affecting remedies and by bankruptcy, insolvency, or other laws affecting creditors' rights or remedies heretofore or hereafter enacted to the extent applicable to the Bonds or the City.

Section 36-80-5 of the Official Code of Georgia Annotated provides that no municipality of the State of Georgia shall be authorized to file a petition for relief from payment of its debts as they mature or a petition for composition of its debts under any federal statute providing for such relief or composition or otherwise to take advantage of any federal statute providing for the adjustment of debts of political subdivisions and public agencies and instrumentalities. Section 36-80-5 of the Official Code of Georgia Annotated also provides that no chief executive, mayor, city council or other governmental officer, governing body, or organization shall be empowered to cause or authorize the filing by or on behalf of any municipality created under the Constitution or laws of the State of Georgia, of any petition for relief from payment of its debts as they mature or a petition for composition of its

debts under any federal statute providing for such relief or composition or otherwise to take advantage of any federal statute providing for the adjustment of debts of political subdivisions and public agencies and instrumentalities.

Redemption

The Bonds maturing on or after July 1, 2029 are subject to optional redemption in whole or in part at any time on or after July 1, 2028, in the order of maturities selected by the City, at a redemption price equal to the principal amount thereof, plus accrued interest to the redemption date.

Notice of any redemption of the Bonds, identifying the Bonds (or any portion of the respective principal sums thereof) to be redeemed, shall be given by the Paying Agent not less than 30 nor more than 60 days prior to the redemption date (a) in accordance with the rules of DTC when the Bonds are in book-entry form and (b) by first-class mail, postage prepaid to all registered owners of the Bonds to be redeemed when the Bonds are no longer in book-entry form. Failure of any holder of any Bond to receive any such notice, or any defect in the notice, shall not affect the validity of the proceedings for such redemption or cause the interest to accrue on the principal amount of the Bonds so designated for redemption after the redemption date.

If at the time of mailing of notice of redemption there have not been deposited with the Paying Agent moneys sufficient to redeem all Bonds called for redemption, such notice will state that it is conditional upon the deposit of the redemption moneys with the Paying Agent not later than the opening of business on the date established for redemption, and such notice will be of no effect unless such moneys are so deposited

If the Bonds are called for redemption in part, then the particular maturity or maturities to be redeemed shall be selected by the City. If less than all of the Bonds of a maturity are to be called for redemption, then Bonds within each maturity so called for redemption shall be selected (a) in the manner designated by DTC when the Bonds are held in book-entry form and (b) by lot when the Bonds and not held in book-entry form.

The Bonds maturing on July 1, 2049 are subject to mandatory sinking fund redemption prior to their maturity at a redemption price equal to 100% of the principal amount to be redeemed, plus accrued interest to the redemption date, in the following principal amounts and on the dates set forth below (the July 1, 2049 amount to be paid rather than redeemed):

July 1 of the Year	<u>Amount</u>
2045	\$1,825,000
2046	1,890,000
2047	1,955,000
2048	2,025,000
2049	2,095,000

At its option, to be exercised on or before the 45th day next preceding such scheduled mandatory redemption date, the City, may (a) receive a credit with respect to its scheduled mandatory redemption obligation for any Bonds subject to scheduled mandatory redemption which are delivered to the Paying Agent for cancellation and not theretofore applied as a credit against a scheduled mandatory redemption obligation or (b) receive a credit with respect to its scheduled mandatory redemption obligation for any Bonds which prior to said date have been redeemed (otherwise than through scheduled mandatory redemption) and canceled by the Paying Agent and not theretofore applied as a credit against said scheduled mandatory redemption obligation. Each Bond so delivered or previously redeemed shall be credited by the Paying Agent, at the principal amount thereof, to the obligation of the City on such scheduled mandatory redemption date and the principal amount of the Bonds to be redeemed by operation of such scheduled mandatory redemption on such date shall be accordingly reduced.

Book-Entry Only System

The Bonds initially will be issued solely in book-entry form to be held in the book-entry only system maintained by DTC. So long as such book-entry system is used, only DTC will receive or have the right to receive physical delivery of the Bonds and, except as otherwise provided herein with respect to tenders by beneficial owners

of beneficial ownership interests, beneficial owners will not be or be considered to be, and will not have any rights as, owners or holders of the Bonds under the Indenture.

The information set forth in Appendix D about the book-entry only system applicable to the Bonds has been supplied by DTC. Neither the City nor the Underwriter makes any representations, warranties or guarantees with respect to its accuracy or completeness.

PRINCIPAL AND INTEREST REQUIREMENTS

The following are the principal and interest payment requirements with respect to the Bonds for the fiscal years shown below.

Fiscal Year Ended			Total Debt
December 31	Principal	<u>Interest</u>	<u>Service</u>
2020	\$ 100,000	\$ 2,065,078.75	\$ 2,165,078.75
2021	720,000	1,449,850.00	2,169,850.00
2022	755,000	1,413,850.00	2,168,850.00
2023	790,000	1,376,100.00	2,166,100.00
2024	830,000	1,336,600.00	2,166,600.00
2025	870,000	1,295,100.00	2,165,100.00
2026	915,000	1,251,600.00	2,166,600.00
2027	960,000	1,205,850.00	2,165,850.00
2028	1,010,000	1,157,850.00	2,167,850.00
2029	1,055,000	1,107,350.00	2,162,350.00
2030	1,095,000	1,054,600.00	2,149,600.00
2031	1,130,000	1,021,750.00	2,151,750.00
2032	1,170,000	976,550.00	2,146,550.00
2033	1,210,000	929,750.00	2,139,750.00
2034	1,255,000	893,450.00	2,148,450.00
2035	1,300,000	855,800.00	2,155,800.00
2036	1,345,000	815,175.00	2,160,175.00
2037	1,390,000	773,143.75	2,163,143.75
2038	1,440,000	727,968.75	2,167,968.75
2039	1,485,000	681,168.75	2,166,168.75
2040	1,535,000	631,050.00	2,166,050.00
2041	1,590,000	577,325.00	2,167,325.00
2042	1,645,000	521,675.00	2,166,675.00
2043	1,705,000	464,100.00	2,169,100.00
2044	1,765,000	404,425.00	2,169,425.00
2045	1,825,000	342,650.00	2,167,650.00
2046	1,890,000	278,775.00	2,168,775.00
2047	1,955,000	212,625.00	2,167,625.00
2048	2,025,000	144,200.00	2,169,200.00
2049	2,095,000	73,325.00	2,168,325.00
Total	\$38,855,000	\$26,038,735.00	\$64,893,735.00

See "CITY DEBT STRUCTURE" for a description of other tax supported debt of the City.

THE CITY

Introduction

The City is a municipal corporation of the State. After a July 31, 2012 voter referendum approving the establishment of Brookhaven, the City officially became the largest city in DeKalb County, Georgia on December 17, 2012. The City has a current estimated population of 53,518 as of July 1, 2017. Brookhaven is located in the northeast suburbs of the City of Atlanta and is bounded by the Fulton County line to its west, just south of interstate I-85 to its south, the City of Dunwoody at interstate I-285 to its north, and the City of Chamblee to its east. At 11.6 square miles, the area has developed rapidly over the past three decades, and is home to affluent neighborhoods, numerous work-play communities, quality restaurants and shopping, and a large diverse international population.

City Administration and Officials

Under the Charter of the City, the Council is comprised of a mayor and four council members who enact local legislation, determine policies, adopt the City's annual budget and millage rates. The Mayor and Councilmembers are elected for four-year terms with two Councilmembers' terms expiring on odd-numbered years on an alternating basis with the other two Councilmembers' terms.

The City is divided into four council districts. One member is elected from each district, and the Mayor is elected from the City at large. The Mayor is recognized as the head of the City government for all ceremonial purposes and serves as the chair of all meetings of the City Council. The Mayor votes only in the case of a tie or in the case where his or her vote will provide the number of votes necessary for approval of a matter.

Certain other information concerning the City Council members is set forth below:

		Number of	
Name and Office Held	District	Years in Office	Principal Occupation
		_	
John A. Ernst, Jr., Mayor	At-Large	3	Attorney
Linley Jones	1	31/2	Attorney
John Park	2	4	IT Consultant
Bates Mattison	3	6	Business Owner
Joe Gebbia, Mayor Pro Tem	4	6	Brokerage Executive

The City Manager is appointed by the Mayor and confirmed by the City Council and is responsible for implementing the policies set forth by the Council, overseeing all City employees, and managing the day to day operations of the City. The City Manager is the chief administrative officer of the City and is responsible to the City Council for the proper administration of all affairs of the City.

Christian Sigman, City Manager, was appointed as City Manager on May 10, 2016. He has served in various leadership roles within several cities and counties including Hamilton County, Ohio, City of Cincinnati, and the District of Columbia. In total, Mr. Sigman has over 27 years of local government experience. Mr. Sigman has also served as a strategy consultant with Booz, Allen, Hamilton with an emphasis on financing public safety voice and data systems. He began his public service career as a police officer for Indiana University where he double majored in Psychology and Criminal Justice and went on to earn his MPA at the School of Public and Environmental Affairs. He has attended the Senior Executives in State and Local Government Program at Harvard University. Mr. Sigman is a Credentialed Manager with the International City/County Management Association.

Steven Chapman II, Assistant City Manager and Chief Financial Officer, was appointed to his position in August 2016. Mr. Chapman started his career with a small investment bank in Atlanta and has since served in many roles with federal, county and city governments over his 29-year career. Mr. Chapman is currently working on his PhD dissertation in Public Administration from Florida Atlantic University. Mr. Chapman holds an MS in Finance from Georgia State University's Jack M. Robinson School of Business and a BS in Management from the Georgia

Institute of Technology. Mr. Chapman has been a prolific speaker on the topic of government finance at various national, state and local conferences as well as teaching classes at the university level. He previously served six years as a committee member for the GFOA Governmental Budget and Fiscal Policy committee where he championed the most recent best practice in fund balance policy. Mr. Chapman has been on many boards including serving on the Florida League of Cities Pension Investment Advisory Committee.

Employees

The City employed 132 full-time and 50 part-time employees in all departments of government as of January 2019. No employees of the City are represented by labor organizations or are covered by collective bargaining agreements, and the City is not aware of any union organizing efforts at the present time. The City believes that employee relations are good.

Retirement Plans and Other Post-Employment Benefits

Defined Contribution Pension Plan. Brookhaven offers two retirement plans for City employees. The 401(a) and 457 plan are defined contribution plans established by Brookhaven for all full-time employees. City Council has the authority to establish and amend the plan provisions as well as the contribution for the plan. For the 457 plan, the City matches employee contributions at a two to one (2:1) rate up to a maximum of 10%. Employees are eligible on the first day of the month, following 30 days of employment and are fully vested after 12 months. At November 30, 2018 there were 114 employees participating in the plan who contributed \$650,980.89 while the City's contributions totaled \$707,999.12. The City also contributes the social security withholding amount (6.2% for 2018) to a social security replacement plan for each eligible employee. All participants are fully vested in the social security replacement plan at all times. At November 30, 2018 there were 120 employees participating in the plan with total contributions from the City of \$506,662.76.

Other Post-Employment Benefits. The City does not currently offer other post-employment benefits than those set forth above.

Demographic Information

Population. Set forth below is the estimated total population of the City and the County for the years 2013-2017, the most current data available.

<u>Year</u>	<u>City</u>	<u>County</u>
2017	53,518	753,253
2016	52,909	746,690
2015	52,554	737,418
2014	51,807	725,647
2013	51,216	717,321

Source: U.S. Census Bureau, Population Estimates for 2013-2017.

Population By Age; Median Age. The following table presents estimated population by age for the City for calendar year 2017, the most recent information available. The median age of residents of the City in 2017 was 34.1.

Under 20	20 to 44	45 to 64	65 Years and Over
Years	<u>Years</u>	<u>Years</u>	
24.4%	46.2%	20.0%	9.3%

Source: U.S. Census Bureau, 2013-2017 American Community Survey 5-Year Estimates.

Population by Race. The following table presents estimated population by race for the City for the calendar year 2017, the most recent information available.

White(1)	Black or African <u>American</u> ⁽¹⁾	American Indian and Alaska Native (1)	Asian ⁽¹⁾	Other ⁽¹⁾	Two or More Races	Hispanic or <u>Latino</u> ⁽²⁾
71.4%	9.9%	2.5%	6.3%	7.9%	2.0%	24.6%

⁽¹⁾ Includes persons reporting only one race.

Source: U.S. Census Bureau, 2013-2017 American Community Survey 5-Year Estimates.

Educational Attainment. The following table presents the estimated level of education of the population aged 25 years and over for the City for the year 2017, the most recent information available.

Less than 9 th grade 9 th to 12 grade, no diploma High school graduate (including equivalency) Some college, no degree Associate degree Bachelor's degree Graduate or professional degree	8.0% 4.6 12.6 9.9 2.7 34.7 27.5
	100.0%
Percent high school graduate or higher	87.4%
Percent bachelor's degree or higher	62.2%

Source: U.S. Census Bureau, 2013-2017 American Community Survey 5-Year Estimates.

Commuting Characteristics. The following table presents the estimated percentages of the City's population employed at jobs located within the City and those employed at jobs located outside of the City for the calendar year 2017, the most recent information available.

Residents of the City Employed:

Inside the City	17.7%
Outside the City	82.3

Source: U.S. Census Bureau, American Community Survey 5-Year Estimates, 2013-2017.

Economic Information

The following information is provided to give prospective investors an overview of the general economic condition in the City. Where information related to the City is not available, information for the County has been provided instead. These statistics have not been adjusted to reflect economic trends and are not to be relied upon as a representation or guarantee of the City, the County or the Underwriter.

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⁽²⁾ Hispanics may be of any race, so also are included in applicable race categories.

Per Capita Personal Income. The following table reflects the estimated per capita personal income for the City, the State and the United States for the calendar years 2013 through 2017, the most recent information available.

<u>Year</u>	<u>City</u>	State of Georgia	<u>United States</u>
2017	\$52,144	\$28,015	\$31,177
2016	50,343	26,678	29,829
2015	49,247	25,737	28,930
2014	46,429	25,427	28,555
2013	47,022	25,182	28,155

Source: U.S. Census Bureau, 2013-2017; 2012-2016, 2011-2015, 2010-2014, 2009-2013 American Community Survey 5-Year Estimates.

Median and Mean Household Income. The following table contains an estimate of the median and mean household incomes in the City, the County, the State and the United States for the year 2017, the most recent information available.

	<u>City</u>	<u>County</u>	<u>State</u>	<u>United States</u>
Median	\$ 78,863	\$55,876	\$52,977	\$57,652
Mean	123,625	82,139	74,763	81,283

Source: U.S. Census Bureau, 2013-2017 American Community Survey 5-Year Estimates.

Poverty Levels. The following table contains an estimate of the percentage of all people that were living below the poverty level in the City, the County, the State and the United States for the year 2017, the most recent information available.

<u>City</u>	County	<u>State</u>	<u>United States</u>
14.1%	17.6%	16.9%	14.6%

Source: U.S. Census Bureau, 2013-2017 American Community Survey 5-Year Estimates.

Household Income Distribution. The following table reflects the estimated income distribution of all households in the City for the calendar year 2017 (the most recent information available).

Income	Percent of Population
Less than \$10,000	4.4%
\$10,000 to \$14,999	2.7
\$15,000 to \$24,999	7.0
\$25,000 to \$34,999	7.5
\$35,000 to \$49,999	10.3
\$50,000 to \$74,999	16.8
\$75,000 to \$99,999	10.2
\$100,000 to \$149,999	13.9
\$150,000 to \$199,999	9.5
\$200,000 or more	<u> 17.7</u>
	100.0%

Source: U.S. Census Bureau, American Community Survey 5-Year Estimates, 2013-2017.

Median Home Values. The following table contains the median home value for the City, the County, the State and the United States for census years 1980, 1990 and 2000 and estimates for the year 2017, the most recent information available.

<u>City</u>	County	<u>State</u>	<u>United States</u>
\$419,800	\$176,000	\$158,400	\$193,500
N/A	135,100	111,200	119,600
N/A	90,600	71,300	79,100
N/A	50,900	36,900	47,200
	\$419,800 N/A N/A	\$419,800 \$176,000 N/A 135,100 N/A 90,600	\$419,800 \$176,000 \$158,400 N/A 135,100 111,200 N/A 90,600 71,300

Source: U.S. Census Bureau, 1980, 1990, 2000; U.S. Census Bureau, 2013-2017 American Community Survey 5-Year Estimates.

Building Permits Summary. The following table reflects the number of commercial and residential building permits issued in Brookhaven for the last five full fiscal years. The number of permits issued includes both commercial and residential, with each category including new construction, additions, alterations and conversions.

<u>Year</u>	Building <u>Permits Issued</u>
2018(1)	3,476
2017	4,591
2016	4,403
2015	3,568
2014	4,609

Source: City of Brookhaven City Manager's Office.

Banking Deposits. The following table contains the number of banking institutions and the total banking deposits (in thousands) for all FDIC-insured institutions in the County for the last five years ended June 30, the most current information available. Comparable information for the City is not available.

<u>Year</u>	Number of Institutions	Total Deposits (In Thousands)
2018	25	\$12,278,737
2017	25	10,570,556
2016	26	9,778,717
2015	26	8,961,973
2014	26	8,415,327

Source: Federal Deposit Insurance Corporation.

⁽¹⁾ As of 12/18/2018.

Largest Employers. Set forth below are the 10 largest employers located in the City for the fiscal year ended December 31, 2018, their type of business and estimated number of employees. There can be no assurance that any employer listed below will continue to be located in the City or will continue employment at the level stated. No independent investigation has been made of, and no representation can be made as to, the stability of the financial condition of the companies listed.

<u>Employer</u>	Industry	Number of Employees
Autotrader.com Inc.	Automobile sales	900
Verizon Telematics, Inc.	Computer Programming Services	450
The Weather Company LLC	Cable & Other Pay TV Services	425
RelayHealth Pharmacy Solutions	Management Consulting Services	385
Fidelity Bank Operations Center	State Commercial Banks	381
Salvation Army Southern Territory	Social Services	325
Zurich	Insurance Agents, Broker, Service	300
Oglethorpe University	Education	250
Marist School	Education	200
AmeriGroup Community Care	Insurance Agents, Broker, Service	175

Source: Georgia Power Community and Economic Development (Business Wise).

Labor Statistics. The following table reflects the unemployment rates in the City, the County, the State and the United States for the calendar years 2013 through 2017 and for October 2018 (the most recent information available).

	<u>2018</u> ⁽¹⁾	<u>2017</u>	<u>2016</u>	<u>2015</u>	<u>2014</u>	<u>2013</u>
Brookhaven Unemployment Rate	2.4%	3.1%	3.4%	3.8%	4.4%	5.1%
County Unemployment Rate	3.6	4.8	5.4	6.0	7.2	8.4
State Unemployment Rate	3.6	4.7	5.4	6.0	7.1	8.2
United States Unemployment Rate	3.5	4.4	4.9	5.3	6.2	7.4

⁽¹⁾ Reflects labor statistics for the month of October 2018.

Source: United States Department of Labor; Bureau of Labor Statistics.

Industry Mix. The following table sets forth an estimate of the industry mix within the County, based upon the average number of employees employed in the indicated industry covered by the State Trust Fund (unemployment insurance) as of the 2nd quarter of 2018 (the most current information available). The estimates include persons employed on a job site in the County regardless of where they reside. Comparable information for the City is not available.

<u>Industry</u>	Number of Firms	Number of Employees
Agricultural, forestry, fishing and hunting	5	22
Mining	5	64
Construction	840	10,853
Manufacturing	489	13,666
Utilities	20	916
Wholesale trade	1,017	10,486
Retail trade	2,049	33,370
Transportation and warehousing	359	13,626
Information	374	9,734
Finance and insurance	826	14,056
Real estate and rental and leasing	863	4,794
Professional, scientific and technical services	2,904	18,536
Management of companies and enterprises	95	8,129
Administrative and support and waste		
management and remediation	920	19,758
Educational services	310	19,057
Health care and social assistance	1,964	42,528
Arts, entertainment and recreation	262	3,993
Accommodation and food services	1,367	24,588
Other service (except public administration)	1,469	9,192
Unclassified – industry not assigned	1,149	848
Federal government	55	10,725
State government	92	8,051
Local government	<u>206</u>	24,237
All Industries ⁽¹⁾	17,640	301,232

Figures may not sum accurately due to rounding as all figures presented represent annually prepared averages. Source: Georgia Department of Labor.

Category of Land Use. The following table reflects the categories of land use in the City for the calendar year 2018.

Land Type	Percentage ⁽¹⁾
Residential	70.86%
Commercial	27.43
Industrial	<u> </u>
TOTAL	<u>100.00%</u>

⁽¹⁾ Percentages are based on the number of acres excluding exempt property. Source: DeKalb County Tax Commissioner.

CITY DEBT STRUCTURE

Summary of City Direct and Overlapping Debt by Category

The following table sets forth the outstanding tax-supported debt of the City and certain overlapping governmental entities and assumes the issuance of the Bonds. Although the City has attempted to obtain accurate information as to the outstanding overlapping debt, it does not warrant its completeness or accuracy, as there is no central reporting entity that has this information available, and the amounts are based on information supplied by others. The information set forth below should be read in conjunction with the City's audited financial statements included as Appendix A and the notes thereto.

Category of Debt	Amount of Outstanding Debt	% Applicable to City of Brookhaven	Amount of Debt Applicable to City of Brookhaven
Direct:			
The Bonds ⁽¹⁾	\$38,855,000	100.00%	\$38,855,000
General Obligation Sales Tax Bond ⁽¹⁾	12,000,000	100.00	12,000,000
Intergovernmental Contracts ⁽⁴⁾	12,640,000	100.00	12,640,000
Capital Lease ⁽³⁾	46,953	100.00	46,953
Total Direct Debt	63,541,953		<u>63,541,953</u>
Overlapping Entities ⁽²⁾			
The County			
General Obligation Bonds ⁽¹⁾	176,345,000	13.2%	23,277,540
Certificates of Participation ⁽³⁾	22,215,000	13.2	2,932,380
Intergovernmental Contracts ⁽⁴⁾	67,505,000	13.2	8,910,660
Total County Overlapping Debt	266,065,000		35,120,580
Fulton-DeKalb Hospital Authority			
Intergovernmental Contracts (4)	21,870,000	13.2	<u>2,886,840</u>
DeKalb County Board of Education			
General Obligation Bonds ⁽¹⁾	164,325,000	13.2	21,690,900
Capital Lease ⁽³⁾	33,841,000	13.2	4,467,012
Total Board of Education Overlapping Debt	198,166,000		26,157,912
Total Overlapping Debt	486,101,000		64,165,332
Total Direct and Overlapping Debt	<u>\$549,642,953</u>		<u>\$127,707,285</u>

⁽¹⁾ General obligation bonds are general obligations of the issuer to which its full faith and credit and taxing powers are pledged and constitute debt for purposes of a constitutional debt limit of 10% of the assessed value of property subject to taxation for general obligation general obligation bond purposes.

The percentage of each overlapping entity's outstanding debt chargeable to property in the City is calculated by dividing the gross assessed valuation of property in the City by the gross assessed valuation of property in the unincorporated County. Approximately 13.2% of the County's debt has been included based upon the value of the City's 2018 gross tax digest as compared to the County's 2018 gross tax digest. Data for the County and the other overlapping entities is as of December 31, 2017.

The financial obligations under the capital leases and the certificates of participation ("COPs") do not constitute general obligations of the governmental entity to which its faith and credit or taxing power are pledged, but are subject to and dependent upon lawful appropriations of general revenues being made by the governmental entity to pay the capital lease payments or COPs payments due in each year. The governmental entity's obligations under the capital leases and the COPs are from year to year only and do not constitute mandatory payment obligations of the governmental entity in any year in which funds are not appropriated by the governmental entity to pay the capital lease payments or COPs payments due in such year. The governmental entity's obligations under the capital leases and the COPs do not constitute debt of the governmental entity for purposes of the constitutional debt limit.

⁽⁴⁾ The obligations under intergovernmental contracts are general obligations of the governmental entity to which its full faith and credit and taxing powers are pledged, but do not constitute debt for purposes of the constitutional debt limit. Excludes GEFA loans as they are expected to be paid from system revenues.

Tax Supported Debt Ratios

The following table sets forth certain tax-supported debt ratios assuming the issuance of the Bonds.

	Direct Debt	Overlapping <u>Debt</u>	Total Tax Supported Debt
Per Capita Debt ⁽¹⁾	\$1,187.30	\$1,198.95	\$2,386.25
Percentage of Net M&O Tax Digest ⁽²⁾	1.91%	1.93%	3.84%
Percentage of Estimated Fair Market Value ⁽³⁾	0.61%	0.62%	1.23%
Per Capita Debt as Percentage of Per Capita Income ⁽⁴⁾	2.28%	2.30%	4.58%

⁽¹⁾ Based upon 2017 estimated population figure of 53,518.

Limitations on City Debt

General Obligation Debt. The Constitution of the State of Georgia provides that the City may not incur long-term obligations payable out of general property taxes without the approval of a majority of the qualified voters of such governmental entity voting at an election called to approve the obligations. In addition, under the Constitution of the State of Georgia, the City and the other governmental entities within the City may not incur long-term obligations payable out of general property taxes in excess of ten percent of the assessed value of all taxable property within such governmental entity.

As computed in the table below, based upon its 2018 net bond digest, the City could incur (upon necessary voter approval) approximately \$350,890,089 of additional long-term obligations payable out of general property taxes (or general obligation bonds).

Computation of Legal Debt Margin

2018 Net Bond Digest	\$4,017,450,889
Debt Limit (10% of Assessed Value)	401,745,089
Amount of Debt Applicable to Debt Limit	50,855,000
Legal Debt Margin	<u>\$350,890,089</u>

Other Debt. Short-term obligations (those payable within the same calendar year in which they are incurred and intergovernmental obligations are not subject to the legal limitations described above. Georgia law provides that no lease or installment purchase contract subject to annual appropriation may be delivered if the principal portion of such contract, when added to the amount of debt subject to the debt limitation described above, exceeds 10 percent of the assessed value of all taxable property within the City. Georgia law also provides that no lease or installment purchase contract subject to annual appropriation with respect to real property may (with certain exceptions) be executed or renewed, refinanced, or restructured if the lesser of either of the following is exceeded:

- (a) the average annual payments on the aggregate of all such outstanding contracts exceed 7.5 percent of the governmental fund revenues of the City for the calendar year preceding the delivery of such contract plus any available special County one percent sales and use tax proceeds collected; or
- (b) the outstanding principal balance on the aggregate of all such outstanding contracts exceeds \$25 million.

Proposed Debt

The City does not expect any other borrowings during the next five years.

⁽²⁾ Based upon 2018 Net M&O Tax Digest of \$3,323,507,993.

Based on 2018 estimated actual fair market value of \$10,369,168,398.

Based upon 2017 per capita income figure for the City of \$52,144.

CITY AD VALOREM TAXATION

Introduction

An important source of revenue to fund the operations of the City is ad valorem property taxes. Ad valorem property taxes are levied annually in mills (one tenth of one percent) upon each dollar of assessed property value.

Property Subject to Taxation

Ad valorem property taxes are levied on the assessed value of real and personal property within the City limits. There are, however, certain classes of property which are exempt from taxation, including the following: (a) public property, (b) places of burial, (c) places of religious worship, (d) property owned by religious groups and used only for single-family residences, (e) property of nonprofit hospitals used in connection with patient care, the delivery of healthcare services or training or educating physicians, nurses and other health care personnel, (f) buildings erected for and used as a college, incorporated academy or other seminary of learning, (g) funds or property held or used as endowment by colleges, nonprofit hospitals, incorporated academies or other seminaries of learning when the funds or property are not invested in real estate, (h) real and personal property of public libraries and literary associations, (i) all books, philosophical apparatus, paintings and statuary of any company or association which are kept in a public hall and which are not held as merchandise or for purposes of sale or gain, (j) certain air or water pollution control property, (k) property of a nonprofit home for the aged used in connection with the provision of residential or health care services for the aged, (1) property of any nonprofit home for the mentally disabled used in connection with the provision of residential or healthcare services for the mentally disabled, (m) property which is owned by and used exclusively as the headquarters, post home or similar facility of a veterans organization, (n) property which is owned by and used exclusively by any veterans organization organized for the purpose of refurbishing and operating historic military aircraft, (o) property that is owned by a historical fraternal benefit association and which is used exclusively for charitable, fraternal and benevolent purposes, (p) certain qualified farm products and harvested agricultural products, (q) personal property used within the home, (r) certain other personal property including personal property valued at less than \$7,500 and (s) certain fertilizers.

Cities and counties are not permitted under Georgia law to reduce or abate a company's property taxes. When a community wants to offer economic incentives to a company in order to create or retain jobs, the company's property is transferred to a development authority and leased back to the company. The authority's fee ownership interest in the property becomes "public property" exempt from ad valorem taxation as described above. The company may or may not be taxed on the value of its leasehold interest. The City does not control the willingness of the Brookhaven Development Authority to accept title to property that may be removed from the City's digest in order to provide economic incentives. Therefore, property could be removed from the City's digest without the City's consent.

For purposes of reducing the burden of ad valorem taxation on property owned and occupied by a taxpayer as his or her legal residence, Georgia general law grants several types of homestead exemptions. In addition, the City by virtue of a local law offers a basic homestead exemption and additional homestead exemptions for senior citizens and the disabled who meet certain income limits and for surviving spouses of service members.

The City is authorized by law to exempt (a) (i) inventories of goods in the process of manufacture or production, (ii) inventory of finished goods manufactured or produced in Georgia held by the manufacturer or producer for a period not to exceed 12 months, (iii) inventory of finished goods which, on January 1, are stored in a warehouse, dock or wharf and which are destined for shipment to a final destination outside of Georgia and inventory of finished goods which are shipped into Georgia from outside of Georgia and stored for the transshipment to a final destination outside of Georgia for a period not to exceed 12 months and (iv) stock in trade of a fulfillment center which, on January 1, are stored in a fulfillment center and which are made available to remote purchasers who may make such purchases by electronic, internet, telephonic or other remote means and where such stock in trade of a fulfillment center will be shipped from the fulfillment center and delivered to the purchaser at a location other than the location of the fulfillment center for a period not to exceed 12 months (the "Freeport Exemption") and (b) goods, wares and merchandise of every character and kind constituting business inventory which would not otherwise qualify for the Freeport Exemption (the "Business Inventory Exemption"). Both the

Freeport Exemption and the Business Inventory Exemption must be approved by the voters and exempt 20%, 40%, 60%, 80% or 100% of the property. Once approved by the voters the Freeport Exemption and the Business Inventory Exemption remain in effect until they are repealed by the voters. The City has not approved a Freeport Exemption or a Business Inventory Exemption.

Motor Vehicles

House Bill 386 eliminated the ad valorem taxation of vehicles and replaced it with a one-time title tax (the "Title Tax") that is levied whenever the title to a vehicle is registered to a new owner (except if a transfer is made between immediate family members). The Title Tax is based upon the value of the vehicle and is levied at a rate of 7.0% in 2018. The rate may be adjusted in future years; provided, however, the rate may not exceed 9%. The revenues will be shared among the State and local governments by formula.

Assessed Value

Assessed valuation, which represents the value upon which ad valorem property taxes are levied, is calculated as a percentage of fair market value. Georgia law requires taxable tangible property to be assessed, with certain exceptions, at 40 percent of its fair market value and to be taxed on a levy made by each tax jurisdiction according to 40 percent of the property's fair market value. Georgia law requires certain agricultural real property to be assessed for ad valorem property tax purposes at 75 percent of the value of which other real property is assessed, requires certain historical property to be valued at a lower fair market value for ad valorem property tax purposes, and requires certain agricultural, timber, and environmentally sensitive real property and certain single-family real property located in transitional developing areas to be valued at their "current use value" (as opposed to fair market value). Standing timber is assessed at 100% of its fair market value.

The chief appraiser of DeKalb County is required to submit a certified list of assessments for all taxable property, except motor vehicles and property owned by public utilities, within the City to the DeKalb County Board of Tax Assessors. The City is required to present the tax returns of the City to the DeKalb County Board of Tax Assessors. The DeKalb County Board of Tax Assessors is required to complete its revision and assessment of returns by August 1 of each year and to forward a copy of the completed digest to the State of Georgia Revenue Commissioner for examination and approval. The State of Georgia Revenue Commissioner has the authority to examine the digest for the purpose of determining if the valuations of property are reasonably uniform and equalized between and within counties. Assessments may also be subject to review at various stages by the DeKalb County Board of Equalization and by state courts.

The State of Georgia Motor Vehicle Tax Unit assesses the value of motor vehicles by make, model, and year by county and provides this information to each county tax office. The State of Georgia Property Tax Unit assesses the value of the property of public utilities and divides the assessment into two parts, assessed value of property and assessed value of franchise, and provides these amounts to the City, which bills these taxes to the utilities.

Annual Tax Levy

Generally. The City determines a rate of levy for each fiscal year by computing a rate which, when levied upon the assessed value of taxable property within its territorial limits, will produce the necessary amount of property tax revenues. The City's Charter limits the millage that can be levied for maintenance and operations purposes to 3.35 mills unless a higher limit is recommended by resolution of the City Council and approved by a majority of the voters. There is no limit on the millage for general obligation bond purposes. The City then levies its ad valorem property taxes.

Procedural Requirements. Effective January 1, 2000, the General Assembly of the State of Georgia enacted Senate Bill 177, Act 431, known as The Property Taxpayer's Bill of Rights (the "Taxpayer's Act"). The purpose of the Taxpayer's Act was to prevent indirect tax increases resulting from increases to existing property values due purely to inflation. The Taxpayer's Act requires that each taxing jurisdiction located within the State (including local governments, such as the City), roll back (or reduce) the millage rate in each year to offset any inflationary increases in the tax digest of such taxing jurisdiction that have occurred since the last tax year. Any local

government or taxing jurisdiction that elects to set the millage rate higher than the rollback rate must follow certain requirements to notify the public of such increase, including three public hearings, the publication of a notice of the increase in the local newspaper and the publication of a press release to explain the intent of the increase in taxes. The Taxpayer's Act also requires that the notice of assessment sent to any taxpayer who receives a 15% increase or greater in their property value contains a simple, non-technical description of the basis for the increased assessment and permits taxpayers to have access to records used in preparing the increased assessment and to record any meetings or hearings held in connection with an appeal of their property tax assessment. The Taxpayer's Act also entitles any taxpayer who wins an appeal by demonstrating a property value that is 85% or less than the proposed assessed value (80% for commercial property) to recover litigation costs and reasonable attorney's fees.

Impact of Foreclosures on Assessment Procedures. In 2009, the Georgia legislature enacted Senate Bill 55, codified as Official Code of Georgia Annotated, Section 48-5-2, which requires county tax assessors to consider foreclosure sales, bank sales, sales by other financial institutions, distressed sales and the decreased value of property subject to conservation easements in determining the fair market value of real property.

Property Tax Collections

Property taxes are levied on property values assessed as of January 1. The City contracts with DeKalb County to bill and collect Brookhaven property taxes. The taxes are levied on or before August 1 based on the assessed value of property as listed on the previous January 1 and are due on November 15 of each year, with a lien date of January 1 of the following year. Property taxes are recorded as receivables and unavailable revenues when assessed. Revenues are recognized when available.

All taxes levied on real and personal property, together with interest thereon and penalties for late payment, constitute a perpetual lien on and against the property taxed. The lien normally becomes enforceable 30 days after notification. Georgia law provides that taxes must be paid before any other debt, lien, or claim of any kind, except for certain claims against the estate of a decedent and except that the title and operation of a security deed is superior to the taxes assessed against the owner of property when the tax represents an assessment upon property of the owner other than the property specifically subject to the title and operation of the security deed.

Collection of delinquent real property taxes is enforceable by tax sale of such realty. Delinquent personal property taxes are similarly enforceable by seizure and sale of the taxpayer's personal property. There can be no assurance, however, that the value of property sold, in the event of a tax sale, will be sufficient to produce the amount required to pay in full the delinquent taxes, including any interest or penalties thereon.

When the last day for the payment of taxes has arrived, the tax collector may notify the taxpayer in writing of the fact that the taxes have not been paid and that, unless paid, an execution will be issued. At any time after thirty days from giving the notice described in the preceding sentence, an execution for nonpayment of taxes may be issued. A notice of the sale is then published in a local newspaper weekly for four weeks and gives the taxpayer ten days written notice by registered or certified mail. A public sale of the property may then be made on the first Tuesday of the month after the required notices are given.

Property Tax Millage Rates

The following table sets forth the millage rate (*i.e.*, the tax rates per \$1,000 of assessed value) of the various taxing entities located within the City (including the City itself) for the current year and for the last four fiscal years.

Fiscal Year	<u>State</u>	<u>City</u>	County	<u>School</u>	<u>Total</u>
2018	0.000	2.740	13.784	23.180	39.704
2017	0.000	2.740	13.307	23.280	39.327
2016	0.000	2.740	12.560	23.380	38.680
2015	0.050	2.740	14.670	23.730	41.190
2014	0.100	2.795	13.570	23.980	40.445

Source: Georgia Department of Revenue.

Ad Valorem Property Tax Digest

The property tax digest of the City for the current year and for the last four fiscal years are set forth below.

Property Type ⁽¹⁾	<u>2018</u>	<u>2017</u>	<u>2016</u>	<u>2015</u>	<u>2014</u>
Residential	\$2,511,473,694	\$2,318.493.066	\$2,179,650,684	\$2,059,914,664	\$1,733,591,718
Historical		_	663,040	688,080	529,000
Commercial	1,556,171,879	1,370,789,734	1,222,319,234	1,081,894,182	950,202,195
Industrial	31,159,512	24,131,321	23,353,132	21,438,946	14,810,259
Utilities	26,441,934	24,103,976	20,281,585	17,710,345	14,644,304
Motor Vehicle	22,420,340	40,040,890	47,578,450	67,891,300	82,633,320
Gross Digest	4,147,667,359	3,777,558,987	3,493,846,125	3,249,537,517	2,796,410,796
M&O Exemptions	824,159,366	760,277,266	725,068,341	641,930,239	436,491,094
Net M&O Digest	\$3,323,507,993	\$3,017,281,721	\$2,768,777,784	\$2,607,607,278	\$2,359,919,702
Bond Exemptions Net Bond Digest	\$ 130,216,470 \$4,017,450,889	\$ 127,310,371 \$3,650,248,616	\$ 107,191,601 \$3,386,654,524	\$ 0 \$3,249,537,517	\$ 0 \$2,796,410,796
Estimated Actual Value ⁽²⁾	\$10,369,168,398	\$9,443,897,468	\$8,734,615,313	\$8,123,843,793	\$6,991,026,990

Most real property other than timber is assessed at 40% of its fair market value. Standing timber is assessed at 100% of its fair market value and is subject to taxation even if the underlying land is exempt from taxation. Based on Gross Digest.

Source: Georgia Department of Revenue.

Tax Collections

The following table sets forth the real and personal property tax levy and collection record of the City for the last five fiscal years.

	Taxes Levied	Collections		Collections in	Total	
	for the	within the Fiscal	Percentage	Subsequent	Collections	Percentage
Fiscal Year	Fiscal Year ⁽¹⁾⁽³⁾	Year of Levy ⁽²⁾⁽³⁾	of Levy	<u>Years</u>	to Date	of Levy
2017	\$8,802,942	\$8,641,016	98.2%	\$	\$8,641,016	98.2%
2016	8,004,716	7,848,448	98.0	149,634	7,998,082	99.9
2015	7,054,126	6,975,703	98.9	64,663	7,040,366	99.8
2014	6,373,661	6,299,520	98.8	68,261	6,367,781	99.9
2013	5,595,364	5,501,908	98.3	85,519	5,591,427	99.9

Represents taxes levied for real and personal property (excludes motor vehicles, utilities and mobile homes). Includes adjustments made from the original levy.

Source: DeKalb County Tax Commissioner and City of Brookhaven tax reports.

Collections within that fiscal year. Excludes collections from prior levies.

⁽³⁾ For Fiscal Year 2018, taxes levied are \$9,106,412 and collections as of 12/31/2018 are \$8,489,418.

Ten Largest Taxpayers

Set forth below are the 10 largest taxpayers of the City for the fiscal year ending December 31, 2018, based upon the assessed valuation of property within the City. A determination of the largest taxpayers within the City can be made only by manually reviewing individual tax records. Therefore, it is possible that owners of several small parcels may have an aggregate assessment in excess of those set forth in the table below. Furthermore, the taxpayers shown in the table below may own additional parcels within the City. No independent investigation has been made of, and consequently no representation can be made as to, the financial condition of any of the taxpayers listed below or that such taxpayers will continue to maintain their status as major taxpayers in the City.

<u>Taxpayer</u>	2018 Taxable Assessed <u>Valuation</u>	Percentage of Total Taxable Assessed <u>Valuation</u> ⁽¹⁾
CFATT LLC	\$50,401,165	1.52%
Development Authority of DeKalb County	49,508,729	1.49
20 Perimeter Summit, LLC	46,000,000	1.38
Lion Gables Realty LP	35,156,000	1.06
Perimeter Summit Parcel 2 LP	35,036,000	1.05
Goodwynn Multifamily, LLC	34,243,960	1.03
Real Estate Enterprises LLC	33,311,331	1.00
3450 Blair Circle LLC	33,200,000	1.00
Executive Park GA Partners LLC	28,048,587	0.84
CWS SGARR Brookhaven LLC	27,857,908	0.84
	<u>\$372,763,680</u>	<u>11.21%</u>

⁽¹⁾ Based upon 2018 Net M&O digest of \$3,323,507,993.

Source: DeKalb County Tax Commissioner.

CITY FINANCIAL INFORMATION

Accounting Policies

See Note 1 of the audited financial statements of the City for a detailed description of the City's significant accounting policies.

Five Year General Fund History

Set forth below is an historical, comparative summary of the revenues, expenditures, and changes in fund balance of the City's General Fund for the five most recent fiscal years. The information in the following table has been extracted from audited financial statements of the City. Although taken from audited financial statements, no representation is made that the information is comparable from year to year, or that the information as shown taken by itself presents fairly the financial condition of Brookhaven for the years shown. For more complete information, reference is made to the City's audited financial statements, copies of which are available from the City upon request.

General Fund History

	Fiscal Year Ended December 31,				
-	2013(1)	2014	2015	2016	2017
Revenues					
Property taxes	\$ 5,682,476	\$6,627,845	\$7,429,782	\$7,233,843	\$8,363,462
Sales taxes			-	_	55,590
Franchise taxes	1,472,669	2,050,890	3,961,934	4,111,311	4,630,027
Alcohol excise taxes	741,592	810,836	818,244	1,089,937	1,138,944
Business taxes	1,761,762	4,584,705	5,352,681	5,008,501	5,367,889
Excise taxes	57,663	70,807	291,053	307,029	329,125
Licenses and permits	2,033,031	2,667,375	2,043,013	3,445,759	3,207,348
Intergovernmental		300,041	11,426	24,390	6,281
Charges for services	442,827	730,732	1,158,201	1,062,359	795,095
Fines and forfeitures	359,364	1,293,124	1,275,812	1,029,051	902,971
Contributions		30,250	137,658	74,283	37,239
Interest earned	2,607	4,782	3,144	6,040	23,719
Miscellaneous	36,936	43,705	<u>240,107</u>	<u>275,325</u>	<u>135,598</u>
Total Revenues	12,590,927	19,215,092	22,723,055	<u>23,667,828</u>	<u>24,993,288</u>
Expenditures					
Current					
General government	4,129,445	5,019,662	4,420,143	4,683,562	5,775,622
Judicial	478,426	489,077	582,977	565,815	576,361
Public safety	8,167,651	7,026,715	7,578,739	7,815,061	8,294,726
Public works	1,139,744	1,628,514	1,833,164	1,340,409	1,593,750
Recreation	595,935	1,504,372	1,905,750	2,474,935	2,477,765
Housing and development	1,259,431	2,443,380	2,883,570	2,835,252	3,246,127
Debt service					
Interest	31,590	30,914	13,956		
Total Expenditures	15,802,222	<u>18,142,634</u>	<u>19,218,299</u>	<u>19,715,034</u>	21,964,351
Excess (deficiency) of revenues over					
expenditures	<u>(3,211,295)</u>	1,072,458	<u>3,504,756</u>	<u>3,952,794</u>	<u>3,028,937</u>
Other financing sources (uses)					
Proceeds from sale of capital assets	21,915			_	
Issuance of capital lease	1,172,973		116,256		_
Transfers in	2,455,225	988,076	1,148,277	1,170,406	1,571,011
Transfers out	(4,250)	<u>(746,830)</u>	<u>(1,144,184)</u>	<u>(2,274,889)</u>	<u>(2,375,951)</u>
Total other financing sources (uses)	<u>3,645,863</u>	<u>241,246</u>	<u>120,349</u>	<u>(1,104,483)</u>	(804,940)
Net change in fund balances	434,568	1,313,704	3,625,105	2,848,311	2,223,997
Fund balance, beginning of year	=	434,568	<u>1,748,272</u>	5,373,377	<u>8,221,688</u>
Fund balances, end of year	<u>\$434,568</u>	<u>\$1,748,272</u>	<u>\$5,373,377</u>	<u>\$8,221,688</u>	<u>\$10,445,685</u>

⁽¹⁾ Fifty-four week reporting period from the inception of the City to December 31, 2013.

Management's Comments Concerning Material Trends in Revenues and Expenditures

The City anticipates that financial performance for fiscal year 2018 will be in line with budgeted numbers. The City expects that fund balance will grow in fiscal year 2018. See "CITY FINANCIAL INFORMATION – Budget" for a summary of the City's fiscal year 2018 and 2019 budgets.

For a narrative overview and analysis of the financial activities of the City for the fiscal year ended December 31, 2017, see "Management's Discussion and Analysis," included in Appendix A to this Official Statement. The Management's Discussion and Analysis is not a required part of the basic financial statements of the City but is supplementary information required by the Governmental Accounting Standards Board that has not been audited by the City's auditor.

Budget

See Note 3 of the audited financial statements of the City for a description of its budgetary processes. Georgia law requires each municipality to operate under an annual balanced budget adopted by ordinance or resolution. A budget ordinance or resolution is balanced when the sum of estimated net revenues and appropriated fund balances is equal to appropriations. A summary of the budget for the fiscal years ended December 31, 2018 and 2019 is set forth below.

General Fund Budget for the Fiscal Year Ending December 31, (Modified Accrual Budgetary Basis of Accounting)

	2018 Budget	2019 Budget
Revenues:		
Real Property Taxes	\$ 8,058,968	\$ 9,097,347
Other Taxes	11,461,830	11,999,260
Licenses and Permits	3,344,600	3,407,291
Charges for Services	697,650	539,650
Fines and Forfeitures	956,700	1,225,000
Investment Income	15,000	30,000
Miscellaneous Revenue	82,000	42,000
Other Financing Sources	1,350,000	1,350,000
Operating Revenues	\$25,966,748	\$27,690,548
Expenditures:		
Mayor and Council	\$ 337,224	\$ 426,700
City Manager	823,613	841,100
City Clerk	272,142	338,850
Finance	1,677,918	2,148,303
City Attorney	520,000	560,000
Information Technology	1,625,319	1,718,435
Human Resources	248,162	287,150
Communications	447,102	562,385
Municipal Court	599,886	866,900
Police	8,421,786	8,985,585
Public Works	1,513,900	1,565,900
Parks & Recreation	2,605,844	3,201,127
Community Development	2,783,409	3,387,310
Tree Conservation	5,000	5,000
Economic Development	151,357	159,850
Tourism	290,000	290,000
Non-Department	3,644,086	2,345,953
Operating Expenditures	\$25,966,748	\$27,690,548
Total Revenues Over (Under) Expenses	<u>\$0</u>	<u>\$0</u>

Insurance Coverage and Governmental Immunity

Under Georgia law, the defense of sovereign immunity is available to the City, except for actions for the breach of written contracts and actions for the recovery of damage for any claim for which liability insurance protection has been provided, but only to the extent of the liability insurance provided. The City, however, may be unable to rely upon the defense of sovereign immunity and may be subject to liability in the event of suits alleging causes of action founded upon various federal laws, such as suits filed pursuant to 42 U.S.C. § 1983 alleging the deprivation of federal constitutional or statutory rights of an individual and suits alleging anti-competitive practices and violations of the federal antitrust laws by the City in the exercise of its delegated powers.

The City carries commercial insurance for risks of losses related to torts, theft or damage to, and destruction of assets, errors and omissions, injuries to employees and natural disasters. Settled claims in the last three fiscal years have not exceeded the City's coverages. See Note 4 to the City's audited financial statements attached hereto as Appendix A.

Investment of Funds

- O.C.G.A. Section 36-80-3 provides that the governing body of the City may invest and reinvest money subject to its control and jurisdiction in:
 - (1) obligations of the United States and of its agencies and instrumentalities,
 - (2) bonds or certificates of indebtedness of the State of Georgia and of its agencies and instrumentalities, and
 - (3) certificates of deposit of banks which have deposits insured by the Federal Deposit Insurance Corporation; provided, however, that the portion of such certificates of deposit in excess of the amount insured by the Federal Deposit Insurance Corporation must be secured by direct obligations of the State of Georgia or the United States which are of a par value equal to that portion of such certificates of deposit which would be uninsured.
- O.C.G.A. Section 36-83-4 provides that the governing body of the City may invest and reinvest money subject to its control and jurisdiction in:
 - (1) obligations of the State of Georgia or other states,
 - (2) obligations issued by the United States government,
 - (3) obligations fully insured or guaranteed by the United States government or United States government agency,
 - (4) obligations of any corporation of the United States government;
 - (5) prime banker's acceptances,
 - (6) the local government investment pool established by Section 36-83-8 of the Official Code of Georgia Annotated,
 - (7) repurchase agreements, and
 - (8) obligations of other political subdivisions of the State of Georgia.

See Note 4 of the audited financial statements of the City for information regarding investment risk and policies.

LEGAL MATTERS

Pending Litigation

The City, like other similar bodies, is subject to a variety of suits and proceedings arising in the ordinary conduct of its affairs. The City, after reviewing the current status of all pending and threatened litigation with its attorney, believes that, while the outcome of litigation cannot be predicted, the final settlement of all lawsuits which have been filed and of any actions or claims pending or threatened against the City or its officials in such capacity are adequately covered by insurance or sovereign immunity or will not have a material adverse effect upon the financial position or results of operations of the City.

There is no litigation now pending or, to the knowledge of the City, threatened against the City which (a) restrains or enjoins the issuance or delivery of the Bonds, the levy of an ad valorem tax for the payment of the Bonds or the use of the proceeds of the Bonds or (b) questions or contests the validity of the Bonds, the proceedings and authority under which they are to be issued or the security for the Bonds. Neither the creation, organization, or existence of the City, nor the title of the present members or other officials of the City to their respective offices, is being contested or questioned.

Tax Exemption

Generally. Legal matters incident to the authorization, validity, and issuance of the Bonds are subject to the approving opinion of Murray Barnes Finister LLP, Bond Counsel and Disclosure Counsel to the City, which will be delivered contemporaneously with the delivery of the Bonds in substantially the form attached to this Official Statement as Appendix B. Copies of such opinion will be available at the time of the initial delivery of the Bonds.

Federal Taxes. In the opinion of Murray Barnes Finister LLP, Bond Counsel, under existing statutes, rulings and court decisions, and assuming compliance by the City with certain tax covenants, interest on the Bonds is excluded from gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals. Except as set forth below with respect to original issue premium and original issue discount, no opinion will be expressed with respect to any other federal tax consequences of the receipt or accrual of interest on, or the ownership of, the Bonds.

Ownership of the Bonds may result in other collateral federal income tax consequences to certain taxpayers, including, without limitation, banks, thrift institutions and other financial institutions, foreign corporations which conduct a trade or business in the United States, property and casualty insurance corporations, S corporations, individual recipients of social security or railroad retirement benefits and taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry the Bonds. Purchasers of the Bonds should consult their tax advisors as to the applicability of any such collateral consequences.

In rendering our opinion that the interest on the Bonds is not includable in gross income for federal income tax purposes, Bond Counsel will (a) rely as to certain factual matters upon certificates and certified proceedings of public officials, including officials of the City, and representations of the City (including representations as to the use and investment of the proceeds of the Bonds), without undertaking to verify the same by independent investigation and (b) assume continued compliance by the City with its covenants relating to the use of the proceeds of the Bonds and compliance with the requirements contained in the Internal Revenue Code of 1986, as amended (the "Code"), including, but not limited to, the arbitrage requirements contained in Section 148 of the Code. The inaccuracy of any such representations or noncompliance with such covenants may cause interest on the related Bonds to become includable in gross income for federal income tax purposes retroactive to the date of issuance of such Bonds.

Original Issue Premium. An amount equal to the excess of the purchase price of a Bond over its stated redemption price at maturity constitutes premium on such Bond. A purchaser of a Bond must amortize any premium over such Bond's term using constant yield principles, based on the purchaser's yield to maturity. As premium is amortized, the purchaser's basis in such Bond is reduced by a corresponding amount, resulting in an increase in the gain (or decrease in the loss) to be recognized for federal income tax purposes upon a sale or disposition of such Bond prior to its maturity. Even though the purchaser's basis is reduced, no federal income tax

deduction is allowed. Purchasers of any Bonds at a premium, whether at the time of initial issuance or subsequent thereto, should consult their own tax advisors with respect to the determination and treatment of premium for federal income tax purposes and with respect to state and local tax consequences of owning such Bonds.

Original Issue Discount. In the opinion of Bond Counsel, under existing law, any original issue discount in the selling price of a Bond, to the extent properly allocable to a holder of such Bond, is excluded from gross income for federal income tax purposes with respect to such holder. The original issue discount is the excess of the stated redemption price at maturity of such Bond over the initial offering price to the public, excluding underwriters and other intermediaries, at which price a substantial amount of such Bond was sold.

Under Section 1288 of the Code, original issue discount on tax-exempt obligations accrues on a constant yield to maturity basis. The amount of the original issue discount that accrues to an owner of a discount bond who acquires such discount bond during any accrual period generally equals (a) the issue price of such discount bond plus the amount of original issue discount accrued in all prior accrual periods, multiplied by (b) the yield to maturity of such discount bond (determined on the basis of compounding at the close of each accrual period and properly adjusted for the length of the accrual period), less (c) any interest payable on such discount bond during such accrual period. The amount of original issue discount so accrued in a particular accrual period will be considered to be received ratably on each day of the accrual period, will be excluded from gross income for federal income tax purposes, and will increase the owner's tax basis in a discount bond for the purpose of determining gain or loss upon a subsequent sale, exchange, payment, or redemption. Any gain realized by an owner from a sale, exchange, payment, or redemption of a discount bond would be treated as gain from the sale or exchange of such discount bond.

The foregoing is a general discussion of certain federal income tax consequences of original issue premium and original issue discount and does not purport to deal with all tax questions that may be relevant to particular investors or circumstances. Holders of the Bonds should consult their own tax advisors with respect to the apportionment for federal income tax purposes of accrued tax-exempt interest upon a sale or exchange (including redemption) and with respect to the state and local tax consequences of original issue premium and original issue discount.

State of Georgia Taxes. In the opinion of Bond Counsel, under existing law, interest on the Bonds is exempt from present state income taxation within the State of Georgia. Interest on the Bonds may or may not be subject to state or local income taxation in jurisdictions other than the State of Georgia. Each purchaser of the Bonds should consult his or her own tax advisor regarding the tax-exempt status of interest on the Bonds in a particular state or local jurisdiction other than the State of Georgia.

Changes in Federal Tax Law. Current and future legislative proposals, if enacted by Congress, could cause interest on the Bonds to be subject, directly or indirectly, to Federal income taxation or to be subject to State income taxation or adversely affect the market value of the Bonds. It cannot be predicted whether or in what form any such proposal might be enacted or whether if enacted it would apply to bonds issued prior to enactment. In addition, regulatory actions are from time to time announced or proposed and litigation is threatened or commenced which, if implemented or concluded in a particular manner, could adversely affect the market value of the Bonds or could cause interest on the Bonds to be subject, directly or indirectly, to Federal income taxation or to be subject to State income taxation. It cannot be predicted whether any such regulatory action will be implemented, how any particular litigation or judicial action will be resolved, or whether the Bonds or the market value thereof would be impacted thereby. Purchasers of the Bonds should consult their tax advisors regarding any pending or proposed legislation, regulatory initiatives or litigation. The opinions expressed by Bond Counsel are based upon existing legislation and regulatory initiatives or litigation. The opinions as of any date subsequent thereto or with respect to any pending legislation.

Validation Proceedings

The City caused proceedings to be instituted in the Superior Court of DeKalb County, Georgia to validate the Bonds, and the Bonds were validated on January 8, 2019. The order is not being appealed or contested.

Closing Certificates

The City will deliver to the Underwriter a certificate that no litigation is pending or threatened against it which would have a material effect on the issuance or validity of the Bonds, the levy and collection of an ad valorem tax to pay the Bonds, or on the financial condition of the City. In addition, the City will represent to the Underwriter in the Bond Purchase Agreement that the information contained in this Official Statement does not contain any misrepresentation of a material fact and does not omit or state any material fact necessary to make the statements herein contained, in light of the circumstances under which they were made, not misleading.

MISCELLANEOUS

Ratings

Moody's Investors Service, Inc. ("Moody's") has assigned the Bonds the rating of "Aaa" and S&P Global Ratings Inc. ("S&P") has assigned the Bonds the rating of "AAA." Any desired explanation of the significance of such ratings should be obtained from Moody's and S&P. Certain information and materials, including information and materials not included in this Official Statement, were furnished by the City to Moody's and S&P. Generally, the rating agencies base their ratings on the information and materials so furnished and on its respective investigations, studies and assumptions. A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

There is no assurance that the ratings will be maintained for any given period of time or that they will not be lowered or withdrawn entirely if, in the judgment of Moody's or S&P circumstances so warrant. Any such change in or withdrawal of such ratings could have an adverse effect on the market price or the marketability of the Bonds.

Competitive Sale of Bonds

The Bonds are being purchased by Robert W. Baird & Co., Inc. (the "Underwriter"), as the successful bidder pursuant to a competitive sale. The Underwriter has agreed to purchase the Bonds at a purchase price of \$40,083,022.65 (representing par, plus net original issue premium of \$1,619,122.70, less an underwriting discount of \$391,100.05). The Underwriter's obligation to purchase the Bonds is subject to certain conditions precedent set forth in the Official Notice of Sale. The Underwriter will be obligated to purchase all of the Bonds if any are purchased. The prices of the Bonds may be changed by the Underwriter after the Bonds are released for sale, and the Bonds may be offered and sold by the Underwriter at prices other than the initial offering prices, including sales to dealers who may sell the Bonds to investment accounts.

Independent Auditors

The financial statements of the City for the fiscal year ended December 31, 2017 included in Appendix A to this Official Statement have been audited by Mauldin & Jenkins, LLC, Atlanta, Georgia (the "Auditor"), certified public accountants, for the period indicated in its report. Such financial statements have been included herein in reliance upon the report of the Auditor, given upon the authority of such firm as an independent auditor. The Auditor has not been engaged to perform and has not performed, since the date of its report included herein, any procedures on the financial statements addressed in that report. The Auditor also has not performed any procedures relating to this Official Statement.

Financial Advisor

Davenport & Company LLC, Atlanta, Georgia, serves as Financial Advisor to the City and has no underwriting responsibility to the City with respect to this transaction. As Financial Advisor, Davenport & Company LLC has advised the City in matters relating to the planning, structuring and issuance of the Bonds, assisted the City with the preparation of this Official Statement and provided to the City other advice with respect to the issuance and sale of the Bonds. The Financial Advisor's fee will be paid from proceeds of the Bonds.

Although Davenport & Company LLC has assisted in the preparation of the Official Statement, Davenport & Company LLC is not obligated to undertake, and has not undertaken to make, an independent verification or assume responsibility for the accuracy, completeness or fairness of the information contained in this Official Statement.

Additional Information

Use of the words "shall" or "will" in this Official Statement in summaries of documents to describe future events or continuing obligations is not intended as a representation that such event or obligation will occur but only that the document contemplates or requires such event to occur or obligation to be fulfilled.

Any statements made in this Official Statement involving estimates or matters of opinion, whether or not so expressly stated, are set forth as such and not as representations of fact, and no representation is made that any of the estimates or matters of opinion will be realized. Neither this Official Statement nor any statement which may have been made orally or in writing is to be construed as a contract with the owners of the Bonds.

CERTIFICATION

The execution and delivery of this Official Statement, and	d its distribution and use by the Underwriter, have
been duly authorized and approved by the City.	

CITY OF BROOKHAVEN, GEORGIA
By:/s/ John A. Ernst, Jr.
Mayor

CERTIFICATION

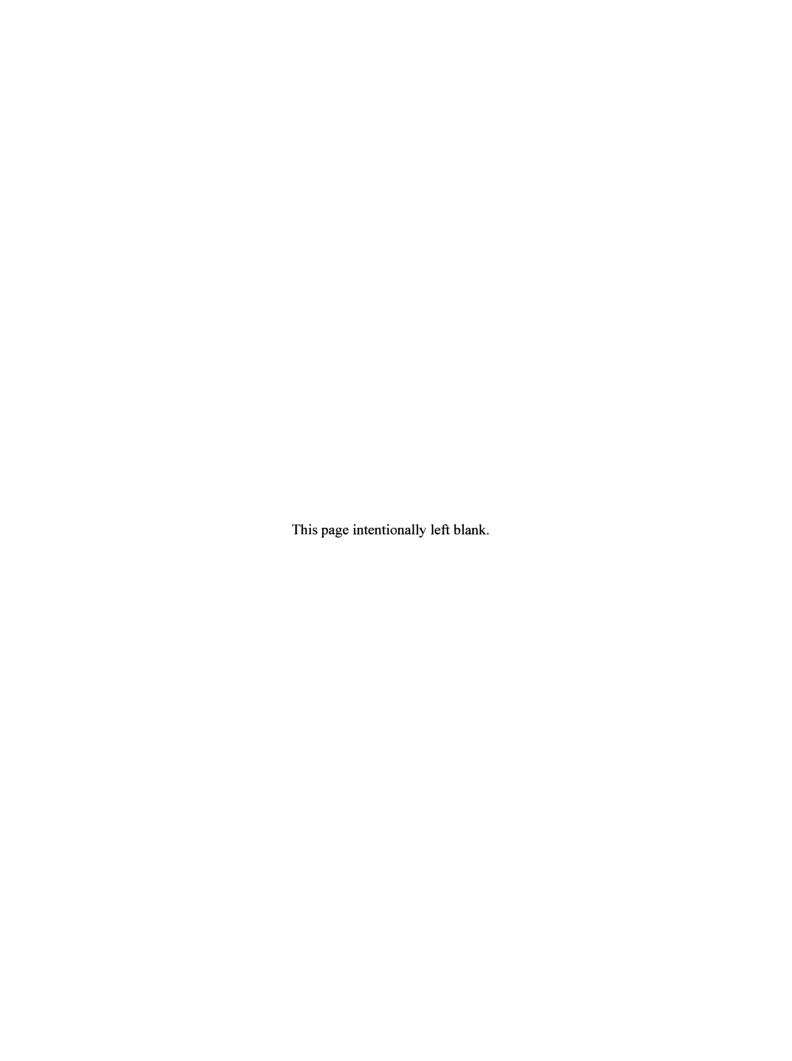
The execution and delivery of this Official Statement, and its distribution and use by the Underwriter, have been duly authorized and approved by the City.

CITY OF BROOKHAVEN, GEORGIA

By: /s/ John A. Ernst, Jr.

APPENDIX A

Financial Statements of the City for Fiscal Year Ended December 31, 2017



CITY OF BROOKHAVEN, GEORGIA

COMPREHENSIVE ANNUAL FINANCIAL REPORT

FOR THE YEAR ENDED DECEMBER 31, 2017

Prepared by: Finance Department

CITY OF BROOKHAVEN, GEORGIA

COMPREHENSIVE ANNUAL FINANCIAL REPORT FOR THE YEAR ENDED DECEMBER 31, 2017

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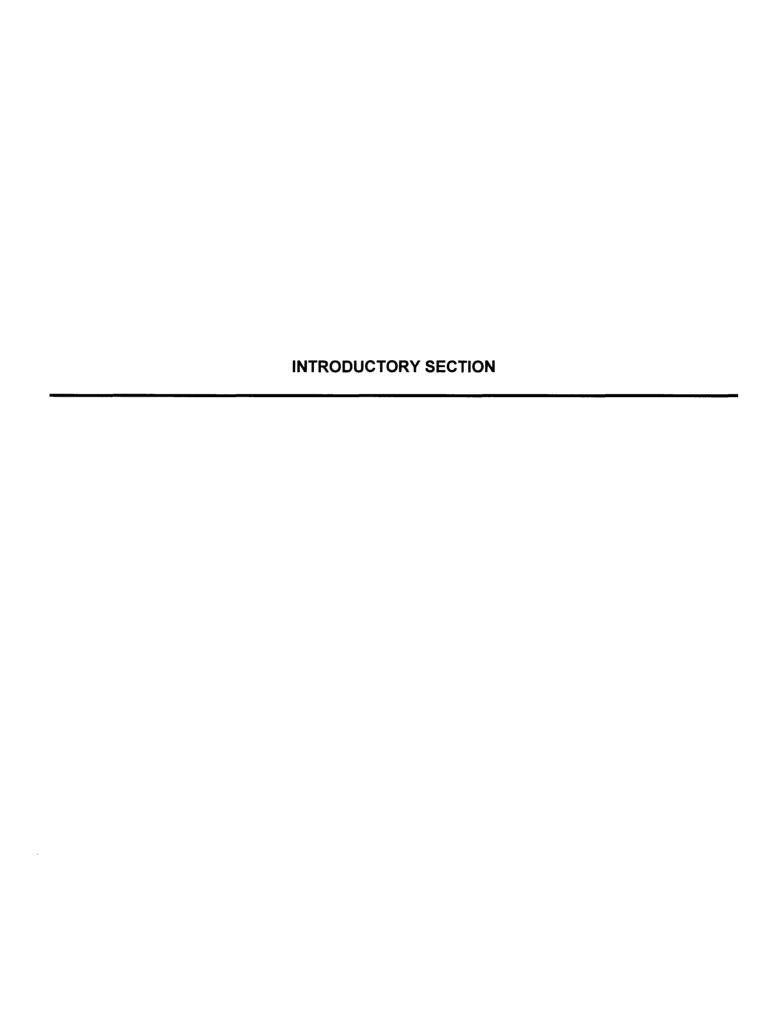
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CITY OF BROOKHAVEN, GEORGIA

COMPREHENSIVE ANNUAL FINANCIAL REPORT FOR THE YEAR ENDED DECEMBER 31, 2017

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June 13, 2018

Honorable Mayor, Members of the City Council, City Manager and Assistant City Manager City of Brookhaven, Georgia

The Finance Department of the City of Brookhaven (the "City") is pleased to submit the Comprehensive Annual Financial Report of the City of Brookhaven, Georgia for the fiscal year ended December 31, 2017. The purpose of the report is to provide the Mayor, City Council, management, staff, the public and other interested parties with detailed information reflecting the City's financial condition.

THE REPORT

State law and local ordinances require that every general-purpose local government publish a complete set of audited financial statements each fiscal year. This report has been prepared in accordance with State statutes set forth in the Act providing uniform standards for audits of municipalities and counties within the State of Georgia, approved March 28, 1968 (p.464), and as amended by the Act approved April 21, 1968 (GA Laws 1977, p.883). Responsibility for both the accuracy of the presented data and the completeness and fairness of the presentation, including all disclosures, rests with the City.

We believe the data is accurate in all material respects and is presented in a manner that fairly sets forth the financial position of the City of Brookhaven. We also believe all disclosures necessary to enable the reader to gain an understanding of the City's financial affairs have been included.

The management of the City of Brookhaven has established a comprehensive internal control framework that is designed both to protect the government's assets from loss, theft, or misuse and to compile sufficient reliable information for the preparation of the City of Brookhaven's financial statements in conformity with Generally Accepted Accounting Principles (GAAP). Because the cost of internal controls should not outweigh their benefits, the City of Brookhaven's comprehensive framework of internal controls has been designed to provide reasonable, rather than absolute, assurance that the financial statements will be free from material misstatement. Management asserts that, to the best of our knowledge and belief, this financial report is complete and reliable in all material respects.

The City of Brookhaven's financial statements have been audited by Mauldin & Jenkins, LLC. The responsibility of the independent audit was to provide reasonable assurance that the financial statements of the City of Brookhaven for the fiscal year ended December 31, 2017 are free of material misstatements. The independent audit involved examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements; assessing the accounting principles used and significant estimates made by management; and evaluating the overall financial statement presentation. The independent auditor concluded, based upon the audit, that there was a reasonable basis for rendering an unmodified opinion that the City of Brookhaven's financial statements for the fiscal year ended December 31, 2017 are fairly presented in conformity with GAAP. Note that the auditors do not express an opinion on the effectiveness of the City's internal controls. The independent auditor's report is presented as the first component of the financial section of this report.

Also included in the report is the Management's Discussion and Analysis (MD&A) that provides a narrative introduction, overview, and analysis. The basic financial statements, including the accompanying notes, represent the core of the financial section. These financial statements present the financial condition of the City of Brookhaven as a single entity, as well as the individual funds that account for the City's various governmental and business-type activities.

PROFILE OF THE CITY

After a July 31, 2012 voter referendum, approving the establishment of the City of Brookhaven, the City officially became the largest city in DeKalb, Georgia on December 17, 2012. Brookhaven is in the northeast suburbs of Atlanta and is bounded by the Fulton County line to its west, just south of interstate I-85 to its south, the City of Dunwoody at interstate I-285 to its north, and the City of Chamblee to its east. At 11.6 square miles, the area has developed rapidly over the past three decades, and is home to affluent neighborhoods, numerous work-play communities, scores of quality restaurants, quality shopping, and a large diverse international population.

Under the Charter, the Council is comprised of a Mayor and four Council Members who enact local legislation, determine policies, adopt the City's annual budget and millage rates. The Mayor and Councilmembers are elected for four-year terms with the Mayor and two Councilmembers alternating with the other two Councilmembers on odd-numbered years. The City Manager is appointed by the Mayor and confirmed by the City Council and is responsible for implementing the policies set forth by the Council, overseeing all City employees, and managing the day to day operations of the City. Since incorporation, the City has undergone one annexation which became effective and grew the City by 0.3 square miles.

The City provides a range of municipal services including general government, public safety (police), streets, parks and recreation, planning and zoning, code enforcement, and stormwater utility. Sanitation collection services, fire protection, and emergency medical services are provided to residents via an intergovernmental agreement with DeKalb County. DeKalb County also provides water and sewer services to all municipalities, within its borders, including Brookhaven.

The annual budget of the City of Brookhaven serves as the foundation for the City's financial planning and control. The budget is prepared by the City Manager, transmitted to the City Council by the Mayor, and adopted by the City Council in accordance with policies and procedures established by the Brookhaven Charter and council ordinances. The appropriated budget is prepared and presented by fund, department (e.g. police) or function (e.g. debt service), and major cost category (e.g., personnel services). All expenditures of the City are made in accordance with the adopted annual budget. The department level is the legal level of control enacted by the Brookhaven Code ordinance. Budgetary control is maintained at the individual expenditure account level by the review of all requisitions of estimated purchase amounts prior to the release of purchase orders to vendors. Transfers among expenditure accounts in one department may occur with the approval of the Finance Director. Transfers between operating departments may occur with the approval of the City Council. Transfers between funds accomplished via budget amendment must be approved by the City Council. Budget amendments, increasing or decreasing fund appropriations, must also be approved by the City Council.

Budget-to-actual comparisons are provided in this report for each individual governmental fund for which an appropriated annual budget has been adopted. For all governmental funds with appropriated annual budgets, this comparison is presented in the required supplementary information (RSI) or combining fund section of this report.

ECONOMIC CONDITION AND OUTLOOK

Some of the factors, which will contribute to the future growth and development of the City of Brookhaven, are listed below:

Improved Transportation System

The City of Brookhaven is home to a heavy rail rapid transit station operated by the Metropolitan Atlanta Rapid Transit Authority (MARTA). Opening in 1984, the Brookhaven station has over 2,350 daily passengers pass through its turnstiles. Transportation systems have a major impact on the growth and development of any community. With access to I-85 and I-285, the City's major local thoroughfares include Buford Highway (GA 13), Ashford Dunwoody Road, and Peachtree Road. Also, the City has paved over 20 lane-miles during the last two years, while a total of over 9,000 linear feet of new sidewalks have been added.

Redevelopment of Existing Land/Properties

With most of the land/property in the City developed, the City's growth has been redevelopment in nature. This redevelopment includes mixed-use (commercial and residential), multiple family residences, and larger, modern homes. With an estimated population of 54,169 (Source: January 2018 ESRI Community Profile), the Community Development Department continues to work with developers and builders on projects promoting live-work-play communities, bike and pedestrian mobility, and neighborhood character preservation. Continuous measures have been

implemented to make the City of Brookhaven esthetically pleasing for its citizens and business owners such as design standards and overlay districts.

Recent Economic Development

The City continues its growth through mixed-use development and other zoning improvements. Located on Ashford Dunwoody Road, near Perimeter Summit and I-285, the Ashford Green Development is a 1.13 million square foot project, consisting of two (2) 10-story office buildings and approximately 300 apartments.

Children's Healthcare of Atlanta (CHOA), recognized by US News and World Reports as one of the top pediatric hospitals in the country, has started building an 8-story, 300,000 square foot clinic/ambulatory care facility at its I-85 and North Druid Hills Road location. The facility was in the area annexed into the City in 2014, and is under construction. The facility is expected to service 300,000 patients annually, provide for ancillary health services, and treat children with complex and chronic illnesses.

Decide DeKalb, the development authority arm of DeKalb County, provided tax incentives for the development of an 18-story, 400,000 square foot office tower at Perimeter Parkway. Perimeter Summit is an 83-acre master planned development in the northern, I-285 area of the city currently consisting of three office buildings providing a total of more than 1.3 million square feet of Class A office space, two hotels (Hyatt Regency and Villa Christina) and residential housing. The Perimeter Summit development has over 300 residential condominiums and almost 200 hotel rooms.

Budgetary Controls

The City of Brookhaven maintains budgetary controls to ensure compliance with legal provisions of the annual appropriated budget approved by the City Council. Activities of the General Fund, Confiscated Funds, E911 Fund, Special Tax District Fund, Hotel Motel Tax Fund, Streetlight Fund, Homestead Option Sales Tax Fund, Capital Project Fund, and Debt Service Fund are included in the annual appropriated budget. The level of budgetary control (that is, the level at which expenditures cannot legally exceed the appropriated amount) is the department level.

A copy of the City of Brookhaven's annual budget can be obtained from the City of Brookhaven's Finance Department by calling (404) 637-0500. The copies of the annual budget or the various master plans can also be accessed through the department's web site at www.brookhavenga.gov.

Financial Policies

The City's Financial Management Policy guides management in the preparation of its annual budget and daily financial operations. The Policy provides standards for the use of contingencies, unexpected expenditures, the establishment of an unassigned fund balance reserve of 25% of

annually budgeted following year expenditures in the General Fund, cash and investment management, grant management, purchasing policies, and internal control policies.

Internal accounting controls are designed to provide reasonable assurance regarding the safety of assets against loss from unauthorized use or disposition and the reliability of financial records for preparing financial statements in conformity with Generally Accepted Accounting Principles (GAAP). The concept of reasonable assurance recognizes that the cost of a control should not exceed the benefits likely to be derived and the evaluation of costs and benefits requires estimates and judgments by management. All internal control evaluations occur within the above framework.

Long-Term Financial Planning

The City actively engages in multi-year financial planning. The City has developed several master plans including parks, transportation and sidewalks, and stormwater infrastructure. The 2017 budget funded substantial progress for execution. It is expected that work on these plans will be implemented over the subsequent ten-year (2018-2028) period. As part of the annual capital improvement program, future capital acquisitions and capital asset replacements are considered in the forecast. The City uses various data in forecasts for future operating and capital needs in the preparation of the City's annual budget document.

MAJOR INITIATIVES

Parks Master Plan

With the conveyance of the park property from DeKalb County in 2014, the City primarily concluded its park master planning process in 2015. The master plan establishes the amenities and functional thresholds for City parks and recreational facilities. The City is executing the parks master plan in a pay as you go manner. Personalizing each park will include the various park specific amenities – signage, tennis courts, open fields, athletic fields, walking and nature trails, playground structures, parking, restroom construction/renovation, and stream cleanup/stabilization.

Since the fall of 2016, the City has completed three (3) park master plan projects to include Clacks Corner Park, Georgian Hills Park Phase I, and Murphey Candler Park Open Space Field Project. Other projects included the Tike Track and the Sand Box Shade Structure at Ashford Park. Substantial work was done on Skyland Park Project and Park Monument Signs were installed in all parks.

Peachtree Creek Greenway Project

The Peachtree Creek Greenway is a 12-mile multi-city trail project beginning just outside of I-285, following the North Fork of Peachtree Creek to its confluence with the South Fork, and linking with regional trails including the Atlanta Beltline. Brookhaven is leveraging the project to provide

transportation and recreation alternatives, while encouraging development facing the creek. Plans call for a 2.7-mile multi-use trail and linear park featuring a series of paved multi-purpose and promenade trails near a revitalized corridor dotted with residences, offices, restaurants, bike rental stands, coffee shops, and picnic areas. The City plans to leverage funding via the Atlanta Regional Transportation Improvement Plan, grants, and a bond funded via Hotel/Motel tax to meet the projected \$38 million cost for this portion of the Peachtree Creek Greenway.

AWARDS AND ACKNOWLEDGMENTS

The Government Finance Officers Association of the United States and Canada (GFOA) *Certificate of Achievement for Excellence in Financial Reporting (CAFR)* is the highest form of recognition for excellence in state and local government financial reporting. To be awarded a *Certificate of Achievement*, a government unit must publish an easily readable and efficiently organized CAFR whose contents conform to program standards. The document must satisfy both generally accepted accounting principles and applicable legal requirements. Our 2015 report was our first submittal and the City was successful in receiving the GFOA Certificate of Achievement. We are submitting our fiscal year 2017 report expecting to receive the award for a third time.

I would like to thank all members of the Finance Department as well as all other departments who assisted with assembling the information presented in this report. I would like to acknowledge the City's auditors, Mauldin & Jenkins, LLC, with the assistance they provided in meeting the deadlines established for publication of the document. The Mayor, City Council, City Manager and Assistant City Manager have been significant agents of change. Many projects have been completed and more are underway.

Respectfully submitted,

Linda Nabers Finance Director

CITY OF BROOKHAVEN, GEORGIA LIST OF PRINCIPAL OFFICIALS DECEMBER 31, 2017

LEGISLATIVE BRANCH

Mayor John A. Ernst, Jr.

Council Member – District 1 Linley Jones

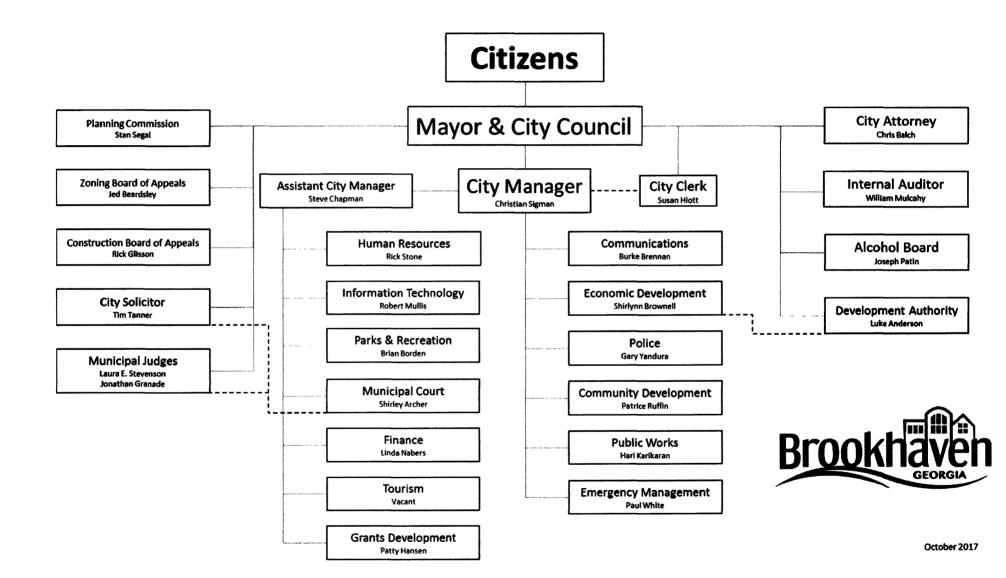
Council Member – District 2 John Park

Council Member – District 3 Bates Mattison

Council Member – District 4 Joe Gebbia

MANAGEMENT STAFF

City Manager Christian Sigman Asst. City Manager/CFO Steve Chapman II City Clerk Susan Hiott **Director of Human Resources** Rick Stone **Director of Finance** Linda Nabers **Communications Director** Burke Brennan Director of Information Technology **Robert Mullis Municipal Court Administrator** Shirley Archer Police Chief Gary Yandura Director of Public Works Hari Karikaran **Director of Parks & Recreation** Brian Borden Director of Community Development Patrice Ruffin Director of Economic Development Shirlynn Brownell





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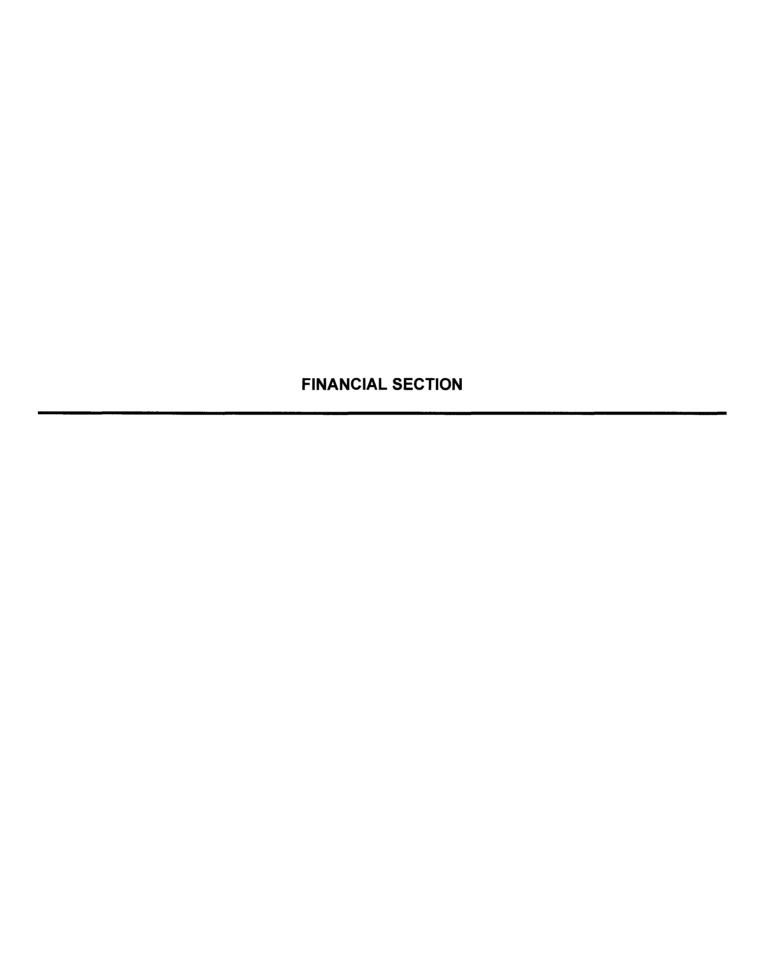
City of Brookhaven Georgia

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended

December 31, 2016

Christopher P. Morrill

Executive Director/CEO





INDEPENDENT AUDITOR'S REPORT

The Honorable Mayor and Members of the City Council of the City of Brookhaven, Georgia

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the **City of Brookhaven, Georgia**, as of and for the year ended December 31, 2017, and the related notes to the financial statements, which collectively comprise the City's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the City as of December 31, 2017, and the respective changes in financial position, and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis and General Fund and Grant Fund – Schedule of Revenues, Expenditures and Changes in Fund Balances – Budget and Actual (GAAP Basis), as listed in the table of contents, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the City's basic financial statements. The introductory section, combining and individual fund financial statements and schedules, and statistical section are presented for purposes of additional analysis and are not a required part of the basic financial statements.

Other Information (Continued)

The combining and individual fund financial statements and schedules (the "supplementary information") are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The introductory and statistical sections have not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express an opinion or provide any assurance on them.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated June 13, 2018, on our consideration of the City's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the City's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the City's internal control over financial reporting and compliance.

Manddin & Jenhins, LLC

Atlanta, Georgia June 13, 2018

CITY OF BROOKHAVEN, GEORGIA MANAGEMENT'S DISCUSSION AND ANALYSIS

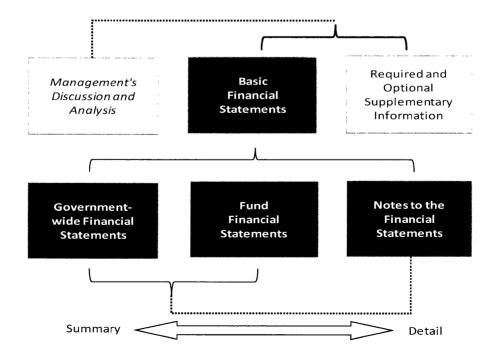
As management of the City of Brookhaven (City), we offer readers of the City's financial statements this narrative overview and analysis of the financial activities of the City for the year ended December 31, 2017. We encourage readers to consider the information presented in conjunction with the basic financial statements, notes, and supplementary information found in this report. This information taken collectively is designed to provide readers with an understanding of the City's finances.

FINANCIAL HIGHLIGHTS

- The assets of the City exceeded its liabilities at the close of the fiscal period by \$107,673,951. Of this amount, unrestricted net position of \$25,524,070 is available to meet the ongoing obligations of the government.
- As of the close of the fiscal period, the City's governmental funds reported combined ending fund balances of \$27,247,538.

OVERVIEW OF THE FINANCIAL STATEMENTS

This annual report is comprised of four segments as dictated by generally accepted accounting principles (GAAP); management's discussion and analysis (this section), the basic financial statements, required supplementary information and other supplementary information. The basic financial statements include two kinds of statements that present different views of the City comprise four components: 1) government-wide financial statements, 2) fund financial statements, 3) notes to the financial statements and 4) other supplementary information in addition to the basic financial statements themselves.



Government-wide Financial Statements. The *government-wide financial statements* are designed to provide readers with a broad overview of the City's finances, in a manner similar to a private-sector business.

The statement of net position presents information on all of the City's assets and liabilities, with the difference between them reported as net position. Overtime, increases or decreases in net position may serve as a useful indicator of whether the financial position of the City is improving or deteriorating.

The statement of activities presents information showing how the City's net position changed during the most recent fiscal period. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cashflows. Thus, revenues and expenses are reported in this statement for some items that will only result in cashflows in future fiscal periods (e.g., uncollected taxes and earned but unused vacation leave).

		Fund Statements					
	Government-wide Statements	Governmental Funds	Proprietary Funds				
Scope	Entire City government	Activities of the City that are not proprietary, such as police, zoning, and parks	Activities the City operates similar to private business; stormwater utility				
Required financial statements	* Statement of net position * Statement of activities	* Balance sheet * Statement of revenues, expenditures, and changes in fund balance	* Statement of net position * Statement of revenues, expenses, and changes in net position * Statement of cash flows				
Accounting basis and measurement focus	Accrual accounting and economic resources focus	Modified accrual accounting and current financial resources focus	Accrual accounting and economic resources focus				
Type of asset/liability information	All assets and liabilities, both financial and capital, short-term and long-term	Only assets expected to be used up and liabilities that come due during the year or soon thereafter; no capital assets included	All assets and liabilities, both financial and capital, short-term and long-term				
Type of inflow/outflow information	All revenues and expenses during year, regardless of when cash is received or paid	Revenues for which cash is received during or soon after the end of the year; expenditures when goods or services have been received and payment is due during the year or soon thereafter	All revenues and expenses during the year, regardless o when cash is received or paid				

Both of the government-wide financial statements distinguish functions of the City that are principally supported by taxes (governmental activities) from other functions that are intended to recover all or a significant portion of their costs through user fees and charges (business-type activities). The governmental activities of the City include general government, judicial, public safety, public works, housing and development and recreation.

The government-wide financial statements can be found on pages 25 and 26 of this report.

Fund Financial Statements. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The City, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All of the funds of the City can be divided into governmental funds or proprietary funds.

Governmental Funds. Governmental funds are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements focus on near-term inflows and outflows of spendable resources, as well as on balances of spendable resources available at the end of the fiscal year. Such information may be useful in evaluating the City's near-term financing requirements.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the City's near-term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balances provide a reconciliation to facilitate this comparison between governmental funds and governmental activities.

The City maintains four major governmental funds. The City's major governmental funds are the General, Homestead Option Sales Tax (HOST), Grant and Capital Projects fund. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balances for these major funds.

The City adopts an annual appropriated budget for its general and special revenue funds. A project length budget is adopted for the capital project fund. A budgetary comparison statement has been provided for the general fund and special revenue funds to demonstrate compliance with this budget.

The basic governmental fund financial statements can be found on pages 27 through 29 of this report.

Proprietary Funds. Under GASB Statement No. 34, governments report two types of proprietary funds if applicable. The City maintains one proprietary fund. Enterprise funds are used to report the same functions presented as business-type activities in the government-wide financial statements. The City uses an enterprise fund to account for its stormwater fund. Proprietary funds provide the same type of information as the government-wide financial statements, only in more detail.

The proprietary fund financial statements can be found on pages 30 through 32 of this report.

Notes to the Financial Statements. The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements can be found on pages 33 through 52 of this report.

Other Information. In addition to the basic financial statements and accompanying notes, this report also presents certain required supplementary information such as the budgetary comparison schedule for the general fund and major special revenue funds as presented on a generally accepted accounting principal basis in this section. This schedule is intended to demonstrate the City's compliance with the legally adopted

basis in this section. This schedule is intended to demonstrate the City's compliance with the legally adopted and amended budget. Required supplementary information can be found on pages 53 through 55 of this report.

The combining fund financial statements are presented immediately following the required supplementary information. They can be found on pages 56 and 57 of this report.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

City of Brookhaven, Georgia's Net Position

		mental vities		ss-type vities		rimary nment
	2017	2016	2017	2016	2017	2016
Assets:						
Current assets	\$ 32,034,129	\$ 25,493,827	\$ 1,929,770	\$ 1,954,037	\$ 33,963,899	\$ 27,447,864
Capital assets, net	77,328,582	65,150,566	7,412,334	7,146,150	84,740,916	72,296,716
Total assets	109,362,711	90,644,393	9,342,104	9,100,187	118,704,815	99,744,580
Liabilities						
Current liabilities	4,706,898	2,424,274	236,690	89,327	4,943,588	2,513,601
Long-term liabilities	6,087,276	1,469,276			6,087,276	1,469,276
Total liabilities	10,794,174	3,893,550	236,690	89,327	11,030,864	3,982,877
Net Position						
Net investment in						
capital assets	72,013,003	64,370,907	7,412,334	7,146,150	79,425,337	71,517,057
Restricted	2,724,544	2,405,177	-	-	2,724,544	2,405,177
Unrestricted	23,830,990	19,974,759	1,693,080	1,864,710	25,524,070	21,839,469
Total net position	\$ 98,568,537	\$ 86,750,843	\$ 9,105,414	\$ 9,010,860	\$ 107,673,951	\$ 95,761,703

As noted earlier, net position may serve over time as a useful indicator of a government's financial position. In the case of the City, assets exceeded liabilities by \$107,673,951 at the close of the most recent fiscal year.

By far the largest portion of the City's net position (73.8%) reflects its investment in capital assets (e.g. land, buildings, machinery, and equipment); less any related debt used to acquire those assets that is still outstanding. The City uses these capital assets to provide services to citizens; consequently, these assets are not available for future spending. Although the City's investment in its capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities.

An additional portion of the City's net position (\$2,724,544) represents resources that are subject to external restrictions on how they may be used. The remaining balance of unrestricted net position (\$25,524,070 or 23.7%) may be used to meet the City's ongoing obligations to citizens and creditors.

At the end of the current year, the City is able to report positive balances in all three categories of net position, both for the City as a whole, as well as for its separate governmental and business-type activities.

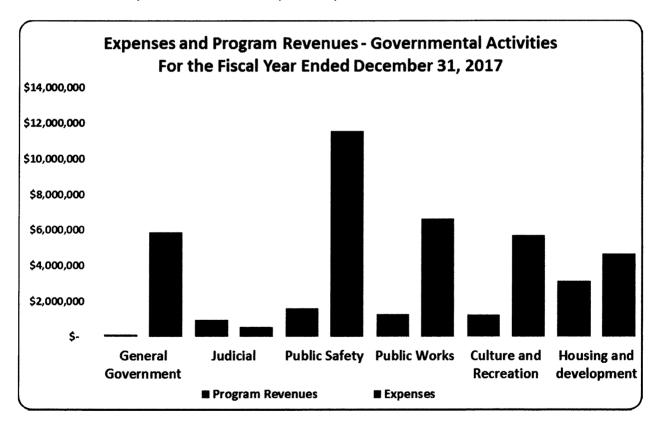
Governmental Activities. Governmental activities increased the City of Brookhaven's net position by \$11,817,694, thereby accounting for 99.2% of the total increase in the net position of the City. Key elements of this increase are shown in detail in the table on the following page.

City of Brookhaven, Georgia's Change in Net Posistion

		imental vities		ess-type vities	Total Primary Government		
	2017	2016	2017	2016	2017	2016	
Revenues						-	
Program revenues:							
Charges for services	\$ 5,921,195	\$ 6,867,248	\$ 1,988,504	\$ 1,581,760	\$ 7,909,699	\$ 8,449,008	
Capital grants &							
contributions	2,492,933	326,032	-	-	2,492,933	326,032	
General revenues:							
Property taxes	9,454,749	7,684,986	-	-	9,454,749	7,684,986	
Sales taxes	6,691,614	6,911,336	-	-	6,691,614	6,911,336	
Hotel/Motel tax	2,948,420	1,950,677	-	-	2,948,420	1,950,677	
Franchise taxes	4,630,027	4,111,311	-	-	4,630,027	4,111,311	
Business tax	5,367,889	5,008,501	-	-	5,367,889	5,008,501	
Alcohol and excise taxes	1,468,069	1,396,966	-	-	1,468,069	1,396,966	
Unrestricted							
Investment earnings	43,259	9,677	-	-	43,259	9,677	
Miscellaneous	424,329	403,235	-	-	424,329	403,235	
Gain on sale of capital assets	7,429,465	-	-	-	7,429,465	-	
Capital contributions	-			251,800		251,800	
Total revenues	46,871,949	34,669,969	1,988,504	1,833,560	48,860,453	36,503,529	
Expenses:							
General government	5,896,748	5,101,706	-	-	5,896,748	5,101,706	
Judicial	580,297	584,753	-	-	580,297	584,753	
Public safety	11,552,258	10,595,386	-	-	11,552,258	10,595,386	
Public works	6,628,883	4,295,145	-	-	6,628,883	4,295,145	
Housing and development	4,644,383	3,736,194	-	-	4,644,383	3,736,194	
Culture and recreation	5,695,736	4,423,411	-	-	5,695,736	4,423,411	
Community development	=	146,983	-	=	=	146,983	
Interest on long-term debt	95,950	28,226	-	-	95,950	28,226	
Stormwater			1,853,950	1,488,786	1,853,950	1,488,786	
Total expenses	35,094,255	28,911,804	1,853,950	1,488,786	36,948,205	30,400,590	
Transfers	40,000	-	(40,000)	-	-	-	
Changes in net position Net position, beginning	11,817,694	5,758,165	94,554	344,774	11,912,248	6,102,939	
of year	86,750,843	80,992,678	9,010,860	8,666,086	95,761,703	89,658,764	
Net position, end of year	\$ 98,568,537	\$ 86,750,843	\$ 9,105,414	\$ 9,010,860	\$107,673,951	\$ 95,761,703	

- The City's governmental activities has recognized a \$946,053 or 13.8% decrease in charges for services from 2016. This is principally due to decreased judicial fines, as well as, the end of the legal fee reimbursement, offset marginally by the building permitting activities.
- Property tax revenues for 2017 were \$1.8 million greater than those of 2016. This 23.0% increase was
 due to the healthy growth in the tax digest due to new construction and improvements. Additionally,
 the City Council did not rollback the millage from 2.740 mills, providing approximately \$933,000 in
 additional property taxes as a result of property appreciation. This amount has been assigned for
 capital improvement through the City Council's approval of the FY 2018 budget.

- A slight decrease in the sales tax revenues in 2017 from 2016 by (\$219,722). The HOST revenues are
 dedicated to capital improvements. The HOST funds were moved to a Capital Improvement Fund
 where projects were established and the funds were designated appropriately, to Council approved
 projects which included various park improvements, road and sidewalks improvements.
- Franchise fees for the City increased by \$518.7 thousand or 12.6%. The City collected franchise fees
 that included electricity, cable and telephone. The Georgia Power distribution was the major
 contributor in this increase.
- The City's business tax revenues increased by \$359.4 thousand or 7.2% from 2016 revenues. The City had new business revenues for 2017 showing a strengthening economy.
- The City made an exchange with the DeKalb County Board of Education on land that resulted in a gain
 on the exchange of capital assets in the amount of \$7.4 million. The exchange of property was for
 relocation of Skyland Park and the new park is expected to be finished in 2018.



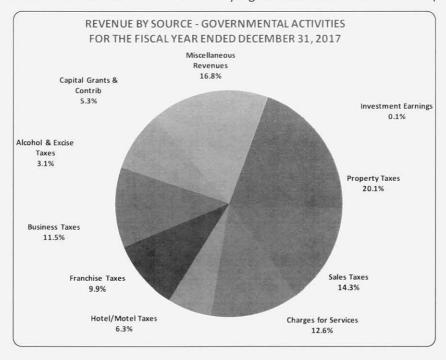
The increase in governmental activities expenses of \$6.1 million is attributed to the following major changes:

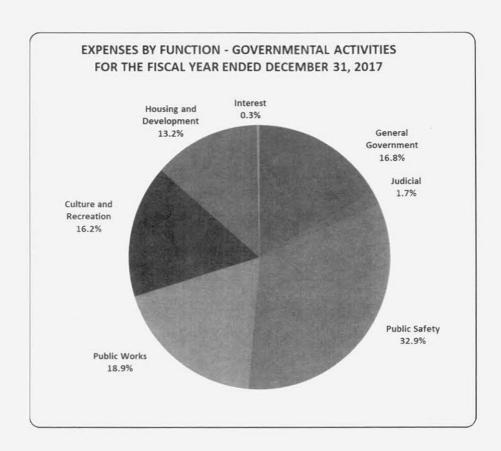
• In 2017, the general government activities expenses of the City increased by \$795.0 thousand over the 2016 expenses. This 15.6% increase was primarily due to the digital video archiving project, the City's fifth anniversary celebration, and first floor City hall women's restroom

renovation \$50 thousand. Legal fees for condemnation matters and other legal matters \$190 thousand, archiving digital data and implementation of City Works for Public Works and Community Development \$200 thousand, and transition from contracted positions in Communications to full time City employees. We added several parks that also included the contracted maintenance expenses to increase in this area by \$190 thousand.

- Public safety activities increased by \$956.9 thousand or 9.0% for 2017. Contributing to the increase is the active Government of Highway Safety Grant (GOHS) and the Project Safe Neighborhood Grant (PSN) for a total of \$284.5 thousand. The City also purchased 18 new Public Safety vehicles for \$630.7 thousand.
- In 2017, public works activity expenses increased by \$2.3 million or 54.3%. This increased as the City continues to prioritize street paving funded through HOST and the Capital Projects Fund.
- In 2017, the City continued bringing various parks online, resulting in investments in repair and maintenance and park facility programming. The expenses for culture and recreation increased by \$1.2 million due to the engagement of technical and professional contractors and staff to bring parks, pools and recreational amenities online. Over \$1.5 million was expended in the Capital Projects Fund for Skyland Park in 2017. Georgian Hills Park was near completion in 2017 as well.
- Housing and development expenses increased \$908.2 thousand or 24.3% from those for 2016.
 This difference is principally attributed to the City's increase in the Hotel/Motel tax rate from 5% to 8%. The change went into effect in October thus causing an increase in the expenses paid to the Dekalb Convention Visitors Bureau. The City also collected back taxes from the Marriott in the amount of \$545 thousand.

The charts below denote the source of the City's governmental revenues and expenses:





Business-Type Activities. Business-type activities increased the City's net position by \$94,554, thereby accounting for 0.8% of the total increase in the net position of the City. The sole business-type activity is its stormwater operations, which are accounted for in its Stormwater Fund. This fund is used to facilitate the repair, maintenance, and improvements to the City's stormwater facilities.

Stormwater Fund Operations

	Operating	Revenues	Operating Expenses		Income from (Operations	
	2017	2016	2017	2016	2017	2016	
Fund:							
Stormwater	\$1,988,504	\$1,581,760	\$1,853,950	\$1,488,786	\$134,554	\$92,974	
Totals	\$1,988,504	\$1,581,760	\$1,853,950	\$1,488,786	\$134,554	\$92,974	

The revenues for the Stormwater Fund increased \$406,744 or 25.7% from the previous year. Although the City took over stormwater services during incorporation of the City in 2012, efforts continue to define the elements of the stormwater program.

Stormwater assessment fees (computed based on a property's impervious surface area) were \$1,894,504 up from 2016 by \$312,744; the stormwater fund also recaptured \$94,000 from the buildout of Byrnwick Drive Bypass. Depreciation on the capital assets accounted for 9.9% of the operating expenses.

FINANCIAL ANALYSIS OF THE GOVERNMENT'S FUNDS

As noted earlier, the City uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental Funds. The focus of the City's governmental funds is to provide information on near-term inflows, outflows, and balances of spendable resources. Such information is useful in assessing the City's financing requirements. In particular, unassigned fund balance may serve as a useful measure of the City's net resources available for spending at the end of the fiscal year.

At the end of the current fiscal year, the City's governmental funds reported combined ending fund balance of \$27,247,538.

<u>Gene</u>	eral Government Fund Balance	Purpose	2017	2016	Diff.
	Non-spendable "inherently non-expendable "such as deposits or inventory	Prepaid Expenses	\$ 697,283	\$ 431,443	\$ 265,840
	Restricted External "legal limitations" on use	Streetlighting Confiscated Funds E911 Operations Public Works Tourism (Hotel Motel) Police Donations Debt Service	335,582 300,353 - 562,446 1,485,020 30,928 1,194,763	337,995 194,165 167,434 - 1,660,476 31,569	(2,413) 106,188 (167,434) 562,446 (175,456) (641) 1,194,763
ᇦ	Committed "Self-imposed" limitations on use				
UNRESTRICTED FUND BALANCE		HOST Subsequent year's budget:	1,661,404	9,486,486	(7,825,082)
FUN	Assigned Limitations resulting from	appropriation of fund balance Capital Projects	173,719 10,975,319	550,043 3,028,983	(376,324) 7,946,336
151	"intended use"	Public Safety	286,966	-	286,966
STRI		Future Capital Improvements Tree Conservation	933,953 43,969	933,953 21,369	- 22,600
UNRE	Unassigned "Residual" net resources	General Fund Special Tax District No 1	8,565,833 -	6,253,311 (76,521)	2,312,522 76,521
	TOTALS FOR GOVERNMENTAL FL	UNDS	\$ 27,247,538	\$ 23,020,706	\$4,226,832

General Fund. The general fund is the primary operating fund of the City. At the end of the current fiscal period, unassigned fund balance was \$8,565,833 while total fund balance was \$10,445,685. This balance includes \$697,283 in prepaid expenses and \$30,928 in police donations as restricted fund balance. Additionally, \$1,151,641 was assigned for other purposes. This includes \$173,719 for next year's budget, \$933,953 for future capital improvements, and \$43,969 for tree conservation. Fund balance increased \$2,223,997 over the prior year primarily from actual revenues exceeding expectations for electric and gas

franchise fees by \$1.4 million, due to prior annexation changes. Permitting fees were up by \$967.3 thousand due to the new construction associated with the Children's Healthcare of Atlanta complex and insurance premium tax increased by \$477.3 thousand. The Unassigned Reserve accounts for 33% of FY 2018 approved budgetary expenditures which is above the target set by the City's fund balance policy as approved by the City Council. This is the second year that the City has fully funded its policy mandated unassigned reserve.

Homestead Option Sales Tax Fund (HOST). The HOST fund was set up to account for receipt of HOST sales tax revenues and associated expenditures for capital improvements. During the current year, \$6,655,518 (\$6,636,024 in sales tax revenues, and \$19,494 in investment income) was recognized as revenues, while a total of \$667,961 was expended and \$13.8 million was transferred out to the Capital Project Fund.

Grant Fund. The Grant Fund was established to account for funds received from the federal and state government. In 2017, \$1.6 million in revenues were received, and \$285.1 thousand spent mostly on the Project Safe Neighborhood Program and the Government of Highway Safety Grant. There were transfers out to the Capital Projects Fund for expenditures related to transportation improvements of \$718,748. The primary increase was due to receipt of State LMIG funding (916 thousand) in 2017.

Capital Projects Fund. The Capital Projects Fund was set up to capture the costs related to major projects that include, public safety, public works and recreation. The projects were funded using fund balance from the HOST fund, as well as, proceeds from the sale of capital assets and a new GEFA loan was obtained to fund the purchase of greenspace property. During 2017, \$920,360 was recognized as intergovernmental revenues. There was \$11.6 million spent on capital outlay with the bulk of the expenses used for street paving, sidewalk projects, and park improvements. The fund balance remains at \$10.2 million at the end of 2017 to be used for future capital projects. The primary increase in fund balance was due to \$4.7 million received from DeKalb County for the sale of land and transfers in from the HOST fund.

GENERAL FUND BUDGETARY HIGHLIGHTS

The City utilized a conservative approach for budgeting purposes. Emphasis was given to ensuring financial stability for the current period as well as long-term stability.

The City employs an annual mid-year budget process in order to re-align appropriations made during the annual budget process with significant unexpected trends. This ensures adjustments facilitating appropriations to be in alignment with expected resources. On September 1, 2017, the City Council amended the 2017 budget by \$933,953 and appropriated from fund balance projects to include future Capital Improvement Projects. On November 2, 2017, the Council also amended the 2017 Budget by \$350,000 being appropriated from fund balance, so Public Works could proceed on projects for 2018 road paving.

The General Fund 2017 actual revenues were \$2.5 million or 11.2% greater than the amended budget. This variance is principally attributed to \$1.4 million franchisee fees and \$967 thousand in building permit revenues offset slightly by less than anticipated revenues from property taxes (\$220.4 thousand), and fines and forfeitures (\$447.0 thousand). The 2017 expenditures were \$1.2 million or 5.3% less than the amended budget. No departments exceeded their appropriations for 2017. Details of the original general fund budget and the amended budget are contained on pages 53 and 54 of this report.

CAPITAL ASSET AND DEBT ADMINISTRATION

Capital Assets. The City's investment in capital assets for its governmental and business-type activities at December 31, 2017, amounts to \$84,740,916 (net of accumulated depreciation). This investment in capital assets includes land, structures, vehicles, as well as infrastructure assets such as streets, curbs, sidewalks, culverts and drainage ponds. A majority of these infrastructure assets were transferred to the City from DeKalb County. The City continues to work on projects and improvements.

The following table summarizes the capital assets (net of depreciation) for governmental activities, business-type activities and the total for the primary government.

City of Brookhaven, Georgia's Capital Assets (Net of depreciation)

	Governmen	tal Activities	Business-ty	pe Activities	Totals		
	2017	2016	2017	2016	2017	2016	
Land	\$ 11,304,991	\$ 1,924,238	\$ -	\$ -	\$ 11,304,991	\$ 1,924,238	
Construction in progress	4,725,214	208,911	251,800	251,800	4,977,014	460,711	
Improvements	2,103,893	2,102,832	-	-	2,103,893	2,102,832	
Buildings	1,349,246	1,443,224	-	-	1,349,246	1,443,224	
Machinery and equipment	2,129,338	2,785,233	-	-	2,129,338	2,785,233	
Infrastructure	55,715,900	56,686,128	-	-	55,715,900	56,686,128	
Stormwater infrastructure			7,160,534	6,894,350	7,160,534	6,894,350	
Totals	\$ 77,328,582	\$ 65,150,566	\$ 7,412,334	\$ 7,146,150	\$ 84,740,916	\$ 72,296,716	

Additional information on the City's capital assets can be found in note 6 on pages 45 and 46 of this report.

Long-Term Debt. At December 31, 2017, the City's long-term debt amounted to \$6,087,276. The debt consisted of capital leases used to acquire police equipment, computers and software, as well as any accrued compensated absences in the amount of \$771.7 thousand.

The City took out a Georgia Environmental Finance Authority (GEFA) loan in the amount of \$5.2 million for the purchase of greenspace near the Peachtree Dekalb Airport utilizing a low interest rate loan acquired through the Clean Water State Revolving Fund.

Additional information on the City's long-term debt can be found in note 7 on pages 46 through 48 of this report.

ECONOMIC FACTORS AND NEXT YEAR'S BUDGETS AND RATES

The City's management and elected officials considered many factors when adopting the budget for the fiscal year ending December 31, 2018.

- The 2018 budget anticipates a relatively stable tax digest.
- The City has an operating millage rate cap of 3.35 mills that is set by City Charter. The 2018 budget was prepared using the same rate as in FY 2017 of 2.740 mills.
- The City changed health care carriers in 2017 in order to stay within the budgeted employee benefits budgeted for 2018, while still maintaining the same level of services for healthcare.
- The City sees the biggest challenge in the upcoming budget year as continuing to strive to provide
 excellent customer service to citizens, while executing on completion of budgeted capital
 improvements throughout the City.

REQUESTS FOR INFORMATION

This financial report is designed to provide a general overview of the City of Brookhaven's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the Finance Department, City of Brookhaven, 4362 Peachtree Road, Brookhaven, Georgia, 30319, or by calling (404)637-0500.

STATEMENT OF NET POSITION DECEMBER 31, 2017

ACCETO	Governmental Activities	Business-type Activities	Total
ASSETS		4 055 054	
Cash and cash equivalents	\$ 25,257,864	\$ 1,855,051	\$ 27,112,915
Accounts receivable	3,220,013	60,500	3,280,513
Property taxes receivable	472,524	-	472,524
Due from other governments	2,386,445	44.040	2,386,445
Prepaids	697,283	14,219	711,502
Capital assets:	40.000.000		
Nondepreciable	16,030,205	251,800	16,282,005
Depreciable, net of accumulated depreciation	61,298,377	7,160,534	68,458,911
Total assets	109,362,711	9,342,104	118,704,815
LIABILITIES			
Accounts payable	3,688,503	236,690	3,925,193
Accrued liabilities	309,214	· -	309,214
Unearned revenue	709,181	-	709,181
Compensated absences, due within one year	617,357	-	617,357
Compensated absences, due in more than one year	154,340	_	154,340
Capital leases payable, due within one year	230,830	-	230,830
Capital leases payable, due in more than one year	23,682	_	23,682
Note payable, due within one year	239,856	_	239,856
Note payable, due in more than one year	4,821,211		4,821,211
Total liabilities	10,794,174	236,690	11,030,864
NET POSITION			
Net investment in capital assets	72,013,003	7,412,334	79,425,337
Restricted for streetlight service	345,059		345,059
Restricted for law enforcement	301,091	_	301,091
Restricted for promotion of tourism	1,485,020	-	1,485,020
Restricted for police donations	30,928	_	30,928
Restricted for public works	562,446	_	562,446
Unrestricted	23,830,990	1,693,080	25,524,070
Total net position	\$ 98,568,537	\$ 9,105,414	\$ 107,673,951

STATEMENT OF ACTIVITIES FOR THE YEAR ENDED DECEMBER 31, 2017

			Program	Rever	nues		•	xpenses) Revenu anges in Net Posi		
Functions/Programs	Expenses		harges for Services		Capital Grants and ontributions	G	overnmental Activities	Business-Type Activities		Total
Primary government:		-								
Governmental activities:										
General government	\$ 5,896,748	\$	142,787	\$	_	\$	(5,753,961)	\$ -	\$	(5,753,961)
Judicial	580,297	•	979,400	·	_		399,103	· •		399,103
Public safety	11,552,258		1,320,894		292,724		(9,938,640)	_		(9,938,640)
Public works	6,628,883		-		1,279,849		(5,349,034)	-		(5,349,034)
Housing and development	4,644,383		3.150.238		-		(1,494,145)	_		(1,494,145)
Culture and recreation	5,695,736		327,876		920,360		(4,447,500)	_		(4,447,500)
Interest and fiscal charges	95,950				-		(95,950)	_		(95,950)
Total governmental activities	35,094,255		5,921,195		2,492,933	_	(26,680,127)		_	(26,680,127)
Business-type activities:										
Stormwater	1,853,950		1,988,504				-	134,554		134,554
Total primary government	\$ 36,948,205	<u> </u>	7,909,699	\$	2,492,933		(26,680,127)	134,554	_	(26,545,573)
	General revenues:						0.454.740			0.454.740
	Property taxes						9,454,749	=		9,454,749
	Sales taxes						6,691,614	-		6,691,614
	Hotel/Motel taxes	S					2,948,420	-		2,948,420
	Franchise taxes						4,630,027	-		4,630,027
	Business taxes						5,367,889	-		5,367,889
	Alcohol & excise						1,468,069	-		1,468,069
	Unrestricted inve		earnings				43,259	-		43,259
	Miscellaneous re						424,329	=		424,329
	Gain on sale of c	capital as	ssets				7,429,465	-		7,429,465
	Transfers						40,000	(40,000)	_	
	Total general re					_	38,497,821	(40,000)	_	38,457,821
	Change in ne						11,817,694	94,554		11,912,248
	Net position, begin		/ear			_	86,750,843	9,010,860	_	95,761,703
	Net position, end of	t year				\$	98,568,537	\$ 9,105,414	\$	107,673,951

BALANCE SHEET GOVERNMENTAL FUNDS DECEMBER 31, 2017

ASSETS		eneral Fund		estead Option Sales Tax Fund		Grant Fund	Caj	oital Projects Fund		Nonmajor vernmental Funds	Gc	Total overnmental Funds
Cash and cash equivalents	\$ 8	8,440,054	\$	32,752	\$	747,753	\$	11,039,834	\$	4,997,471	\$	25,257,864
Accounts receivable		3,128,856				, <u> </u>		-		91,157		3,220,013
Taxes receivable, net of allowance		149,739		-		-		-		322,785		472,524
Due from other funds		-		-		-		507,092		-		507,092
Intergovernmental receivable		43,431		1,631,212		358,402		353,400		-		2,386,445
Prepaids		697,283		<u> </u>		<u> </u>						697,283
Total assets	\$ 12	2,459,363	\$	1,663,964	\$	1,106,155	\$	11,900,326	\$	5,411,413	\$	32,541,221
LIABILITIES												
Accounts payable	\$	1,279,138	\$	2,560	\$	36,617	\$	1,727,813	\$	642,375	\$	3,688,503
Accrued liabilities	•	289,347	Ψ.	2,000	•		•	1,727,010	•	12,150	Ψ	301,497
Due to other funds		200,047		_		507,092		_		12,100		507,092
Unearned revenue		367,998		_		-		-		341,183		709,181
Total liabilities		1,936,483		2,560		543,709		1,727,813		995,708		5,206,273
												
DEFERRED INFLOWS OF RESOURCES		77.405										
Unavailable revenue - property taxes Total deferred inflows of resources		77,195 77,195							_	10,215 10,215		87,41 <u>0</u> 87,410
									_	,2.10_		01,110
FUND BALANCES Fund balances:												
Nonspendable: Prepaids		697,283										007 000
Restricted.		097,203		-		-		-		-		697,283
Law enforcement										300,353		200.252
Streetlight service		-		-		-		-		335,582		300,353
E-911 operations		•		-		-		•		335,562		335,582
Tourism		-		-		-		-		1,485,020		1,485,020
Police donations		30.928		-		•		-		1,465,020		30,928
Public works		30,320		-		562,446		-		-		562,446
Committed - debt service		-		-		302,440		-		1,194,763		1,194,763
Assigned:		-		-		-		-		1, 194,763		1, 194, 703
Future capital improvements		933,953										933,953
Subsequent year's budget, appropriations of fund balance		173,719		-		-		-		-		173,719
Tree fund activities		43,969		-		-		-		-		43,969
HOST activities		40,000		1,661,404		-		-		-		1,661,404
Public safety		_		1,001,404		_		_		286,966		286,966
Capital projects		-		-		_		10,172,513		802,806		10,975,319
Unassigned	8	8,565,833		_		_		-		-		8,565,833
Total fund balances	10	0,445,685		1,661,404		562,446		10,172,513		4,405,490		27,247,538
Total liabilities, deferred inflows of resources,												
and fund balances	\$ 12	2,459,363	\$	1,663,964	\$	1,106,155	\$	11,900,326	\$	5,411,413		

77,328,582

(6,094,993)

87,410 \$ 98,568,537

Capital assets used in governmental activities are not current financial resources and, therefore, are not reported in the funds.

Long-term liabilities are not due and payable in the current period

and, therefore, are not reported in the funds.

Some revenues are not available in the current period and, therefore, are not reported in the funds.

Net position of governmental activities

STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES GOVERNMENTAL FUNDS FOR THE YEAR ENDED DECEMBER 31, 2017

_	General Fund	Homestead Option Sales Tax Fund	Grant Fund	Capital Projects Fund	Nonmajor Governmental Funds	Total Governmental Funds
Revenues:	f 0.000.400	e e	•	\$ -	\$ 1,062,147	\$ 9,425,609
Property taxes Sales taxes	\$ 8,363,462	\$ - 6,636,024	\$ -	a -	\$ 1,062,147	6,691,614
	55,590	0,030,024	-	-	2,948,420	2,948,420
Hotel/Motel taxes	4.630.027	=	-	-	2,940,420	4,630,027
Franchise taxes		-	-	-	-	
Alcohol excise taxes	1,138,944	-	-	-	-	1,138,944 5,367,889
Business taxes	5,367,889	-	-	-	•	
Excise taxes	329,125	-	-	-	-	329,125
Licenses and permits	3,207,348	-	4 500 000	-	-	3,207,348
Intergovernmental	6,281	-	1,566,292	920,360	-	2,492,933
Charges for services	795,095	•	-	-	939,532	1,734,627
Fines and forfeitures	902,971	-	-	=	76,249	979,220
Contributions	37,239	-	-	-	-	37,239
Interest earned	23,719	19,494	43	-	3	43,259
Miscellaneous	135,598	.	·		251,492	387,090
Total revenues	24,993,288	6,655,518	1,566,335	920,360	5,277,843	39,413,344
Expenditures:						
Current:						
General government	5,775,622	50	-	-	-	5,775,672
Judicial	576,361	-	-	-	-	576,361
Public safety	8,294,726	_	284,521	263,580	1,662,812	10,505,639
Public works	1,593,750	990	620	2,526,706	440,802	4,562,868
Recreation	2,477,765	-	-	2,948,853	· -	5,426,618
Housing and development	3,246,127	_	_	-	1,385,326	4,631,453
Capital outlay	, , , <u>-</u>	666,921	-	11,589,537	677,269	12,933,727
Debt service:		,		, .	,	, ,
Principal	-	_	-	_	664,080	664,080
Interest	-	-	_	-	40,656	40,656
Issuance cost	-	-	-	-	57,000	57,000
Total expenditures	21,964,351	667,961	285,141	17,328,676	4,927,945	45,174,074
Excess (deficiency) of revenues	<u> </u>					
over (under) expenditures	3,028,937	5,987,557	1,281,194	(16,408,316)	349,898	(5,760,730)
Other financing sources (uses):						
Transfers in	1,571,011	-	-	16,022,879	2,511,610	20,105,500
Transfers out	(2,375,951)	(13,812,639)	(718,748)	(1,419,612)	(1,738,550)	(20,065,500)
Proceeds from issuance of note payable	-	-	-	5,200,000	-	5,200,000
Proceeds from sale of capital assets			-	4,747,562	<u> </u>	4,747,562
Total other financing sources (uses)	(804,940)	(13,812,639)	(718,748)	24,550,829	773,060	9,987,562
Net change in fund balances	2,223,997	(7,825,082)	562,446	8,142,513	1,122,958	4,226,832
Fund balances, beginning of year	8,221,688	9,486,486		2,030,000	3,282,532	23,020,706
Fund balances, end of year	\$ 10,445,685	\$ 1,661,404	\$ 562,446	\$ 10,172,513	\$ 4,405,490	\$ 27,247,538

RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES FOR THE YEAR ENDED DECEMBER 31, 2017

Amounts reported for governmental activities in the statement of activities are different because:	
Net change in fund balances - total governmental funds	\$ 4,226,832
Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. This is the amount by which	
capital outlays exceeded depreciation expense in the current period.	9,496,113
The net effect of various miscellaneous transactions involving capital assets (i.e. sales, trade-ins, and donations) is to increase net position.	2,681,903
Revenues in the statement of activities that do not provide current financial resources are not reported as revenues in the funds.	29,140
The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. This amount is the effect of these differences in the treatment of long-term debt.	(4,535,920)
Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.	 (80,374)
Change in net position - governmental activities	\$ 11,817,694

STATEMENT OF NET POSITION PROPRIETARY FUND DECEMBER 31, 2017

	S	tormwater
ASSETS		Fund
OURDENT ASSETS		
CURRENT ASSETS	_	
Cash	\$	1,855,051
Accounts receivable, net of allowance		60,500
Prepaids		14,219
Total current assets		1,929,770
NONCURRENT ASSETS		
Capital assets, non-depreciable		251,800
Capital assets, depreciable		7,918,876
Accumulated depreciation		(758,342)
Total capital assets, net	**************************************	7,412,334
Total assets		9,342,104
Total assets		0,042,104
LIABILITIES		
CURRENT LIABILITIES		
Accounts payable and accrued liabilities		236,690
Total current liabilities	····	236,690
NET POSITION		
Investment in capital assets		7,412,334
Unrestricted		1,693,080
Total net position	<u>\$</u>	9,105,414

STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION PROPRIETARY FUND FOR THE YEAR ENDED DECEMBER 31, 2017

	Stormwater Fund				
OPERATING REVENUE					
Stormwater fees	\$	1,894,505			
Other operating revenue		93,999			
Total operating revenues		1,988,504			
OPERATING EXPENSES					
Cost of services		1,671,220			
Depreciation		182,730			
Total operating expenses		1,853,950			
Operating income before transfers		134,554			
Transfers out		(40,000)			
Change in net position		94,554			
Total net position, beginning		9,010,860			
Total net position, ending	\$	9,105,414			

STATEMENT OF CASH FLOWS PROPRIETARY FUND FOR THE YEAR ENDED DECEMBER 31, 2017

	s	tormwater
		Fund
CASH FLOWS FROM OPERATING ACTIVITIES		
Receipts from customers and users	\$	1,955,004
Payments to suppliers		(1,537,513)
Net cash provided by operating activities		417,491
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES		
Purchase of capital assets		(448,914)
Net cash used in capital and related financing activities		(448,914)
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES		
Transfer out to other funds		(40,000)
Net cash used in noncapital financing activities		(40,000)
Net change in cash		(71,423)
Cash, beginning of year		1,926,474
Cash, end of year	\$	1,855,051
RECONCILIATION OF OPERATING INCOME TO		
NET CASH PROVIDED BY OPERATING ACTIVITIES		
Operating income	\$	134,554
Adjustments to reconcile operating income	Ψ	104,004
to net cash provided by operating activities:		
Depreciation		182,730
Change in assets and liabilities:		, ,
Increase in accounts receivable		(33,500)
Increase in prepaid items		(13,656)
Increase in accounts payable		147,363
Net cash provided by operating activities	\$	417,491

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2017

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the City of Brookhaven, Georgia (the "City") have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to government units. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The more significant of the City's accounting policies are described below.

A. Reporting Entity

The City, which was incorporated in 2012, operates under a charter adopted December 17, 2012, as a municipal corporation governed by an elected mayor and a four-member council. The government provides such services as police protection, cultural and recreational activities, community development and public works.

The accompanying financial statements present the City and its component unit, an entity for which the City is considered to be financially accountable.

Blended Component Unit

The Brookhaven Government Finance Corporation (the "BGFC") has been included as a blended component unit in the accompanying financial statements. The City appoints the four member board. Although it is legally separate from the City, its sole purpose is to finance construction and acquisitions of the City. The debt and assets of the BGFC have been reported as a form of the City's debt and assets and all debt service activity is reported as debt service activity of the City. Separate financial statements for the BGFC are not prepared. The City reports the BGFC as a debt service fund.

B. Government-wide and Fund Financial Statements

The government-wide financial statements (i.e., the statement of net position and the statement of activities) report information on all of the non-fiduciary activities of the primary government and its component unit. The statement of net position includes non-current assets and non-current liabilities. In addition, the government-wide statement of activities reflects depreciation expense on the City's capital assets. As a general rule, the effect of interfund activity has been eliminated from the government-wide financial statements. However, any interfund services provided and used are not eliminated as this process would distort the direct costs and program revenues reported in the various functions

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

B. Government-wide and Fund Financial Statements (Continued)

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment are offset by program revenues. Direct expenses are those that are clearly identifiable with a specific function or segment. Program revenues include 1) charges to those who purchase, use, or directly benefit from goods, services, or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as general revenues.

Separate financial statements are provided for governmental funds, and proprietary funds. Major individual governmental funds are reported as separate columns in the fund financial statements.

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting, as are the proprietary fund financial statements. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flows. Property taxes are recognized as revenues in the year for which they are levied. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the City considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures, as well as expenditures related to compensated absences and claims and judgments, are recorded only when payment is due. General capital asset acquisitions are reported as expenditures in governmental funds. Issuance of long-term debt and acquisitions under capital leases are reported as other financing sources.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation (Continued)

Property taxes, sales taxes, franchise taxes, intergovernmental grants, and investment income associated with the current fiscal period are all considered to be susceptible to accrual and so have been recognized as revenues of the current fiscal period. All other revenue items are considered to be measurable and available only when cash is received by the City.

Proprietary funds distinguish operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenue of the enterprise fund are charges to customers for services provided. Operating expenses for the enterprise fund include the cost of services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

In accounting and reporting for its proprietary operations, the City applies all Governmental Accounting Standards Board (GASB) pronouncements. The City applies GASB Statement No. 62, Codification of Accounting and Financial Reporting Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements. Statement No. 62 incorporated into the GASB's authoritative literature certain accounting and financial reporting guidance on or before November 30, 1989.

In accordance with GASB Statement No. 34, major individual governmental funds are reported as separate columns in the fund financial statements.

The City reports the following major governmental funds:

The **General Fund** is the City's primary operating fund. It accounts for all financial resources of the general government, except those required to be accounted for in another fund.

The **Homestead Option Sales Tax Fund** is used to account for locally funded acquisition and construction of major capital projects financed by homestead option sales tax funds.

The **Grant Fund** is used to account for federal and state funded initiatives and projects that are restricted for the specific purposes of those initiatives and projects

The **Capital Projects Fund** is used to account for the expenditures of money for major capital projects.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation (Continued)

The City reports the following major proprietary fund:

The **Stormwater Fund** is used to account for the charges and expenses of maintaining the City's stormwater infrastructure.

Additionally, the City reports the following fund types:

The **Special Revenue Funds** are used to account for specific revenues which are legally restricted to expenditures for particular purposes.

The **Debt Service Fund** is used to account for the resources accumulated and payments made for principal and interest on long term debt of the City.

The **Capital Projects Funds** are used to account for the expenditures of money for major capital projects. These funds are general in nature and may be used to finance any capital project that the City Council designates.

D. Budgets

Formal budgetary accounting is employed as a management control device for the general fund, special revenue funds, debt service fund, and capital projects funds of the City. The governmental funds budgets are adopted on a basis consistent with accounting principles generally accepted in the United States of America. Annual operating budgets are adopted for the General Fund and each Special Revenue Fund each fiscal year through passage of an annual budget ordinance and amended as required. The City adopts project length budgets for the Capital Projects Funds. During the fiscal year ended December 31, 2017, the original budget was amended through supplemental appropriations. These changes are reflected in the budgetary comparison schedules.

All unencumbered budget appropriations lapse at the end of each year.

E. Cash and Cash Equivalents

Cash and cash equivalents include amounts in demand deposits as well as short-term investments with a maturity date within three months of the date acquired by the City.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

F. Receivables

All receivables are reported at their gross value and, where appropriate, are reduced by the estimated portion that is expected to be uncollectible.

G. Interfund Receivables and Payables

Activity between funds that is representative of lending/borrowing arrangements outstanding at the end of the fiscal year as well as all other outstanding balances between funds are reported as "due to/from other funds."

H. Prepaid Items

Payments made to vendors for services that will benefit periods beyond December 31, 2017, are recorded as prepaid items in both government-wide and fund financial statements. These items are accounted for using the consumption method.

I. Capital Assets

Capital assets, which include improvements, machinery and equipment, and infrastructure assets, are reported in the government-wide financial statements. Capital assets are defined by the City as assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. The City has reported all infrastructure that it currently owns and has a responsibility for maintaining. Donated capital assets are recorded at estimated acquisition value at the date of donation.

The cost of normal maintenance and repairs that do not add to the value of the asset or materially extend assets' lives is not capitalized.

Capital assets of the City are depreciated using the straight line method over the following useful lives:

Improvements15-40 yearsBuildings50 yearsMachinery and equipment3-20 yearsInfrastructure7-60 years

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

J. Deferred Outflows/Inflows of Resources

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, deferred inflows of resources, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The City has only one type of item, which arises only under a modified accrual basis of accounting that qualifies for reporting in this category. Accordingly, the item, unavailable revenue, is reported only in the governmental funds balance sheet. The governmental funds report unavailable revenues from taxes as these amounts are deferred and will be recognized as an inflow of resources in the period in which the amounts become available.

K. Compensated Absences

It is the City's policy to permit employees to accumulate earned but unused vacation benefits. There is no liability for non-vesting accumulated rights to receive sick pay benefits since the City does not have a policy to pay any amounts when employees separate from service with the City. All vacation pay is accrued when incurred in the government-wide financial statements. A liability for these amounts is reported in the governmental funds only if they have matured, for example, as a result of employee resignations and retirements.

L. Long-Term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the statement of net position.

In the fund financial statements, governmental fund types recognize the face amount of the debt issued as other financing sources and the repayment of debt as debt service expenditures. Issuance costs are expenses when incurred.

M. Fund Equity

Fund equity at the governmental fund financial reporting level is classified as "fund balance." Fund equity for all other reporting is classified as "net position."

Fund Balance – Generally, fund balance represents the difference between the assets and liabilities and deferred inflows of resources under the current financial resources measurement focus of accounting. In the fund financial statements, governmental funds report fund balance classifications that comprise a hierarchy based primarily on the extent to which the City is bound to honor constraints on the specific purpose for which amounts in those funds can be spent.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

M. Fund Equity (Continued)

Fund balances are classified as follows:

Nonspendable – Fund balances are reported as nonspendable when amounts cannot be spent because they are either (a) not in spendable form (i.e., items that are not expected to be converted to cash) or (b) legally or contractually required to be maintained intact.

Restricted – Fund balances are reported as restricted when there are limitations imposed on their use either through enabling legislation adopted by the City or through external restrictions imposed by creditors, grantors, laws or regulations of other governments.

Committed – Fund balances are reported as committed when they can be used only for specific purposes pursuant to constraints imposed through a resolution of the City Council. Only the City Council may modify or rescind the commitment, also through a resolution.

Assigned – Fund balances are reported as assigned when amounts are constrained by the City's intent to be used for specific purposes, but are neither restricted nor committed. The Fund Balance Policy, as adopted by the City Council, delegates the authority to the City manager or his or her designee to assign fund balance for particular purposes.

Unassigned – Fund balances are reported as unassigned as the residual amount when the balances do not meet any of the above criterion. The City reports positive unassigned fund balance only in the general fund.

The City's policy is to obtain and then maintain a minimum General Fund fund balance reserve equal to three months (25%) of annual budgeted expenditures.

Flow Assumptions – When both restricted and unrestricted amounts of fund balance are available for use for expenditures incurred, it is the City's policy to use restricted amounts first and then unrestricted amounts as they are needed. For unrestricted amounts of fund balance, it is the City's policy to use fund balance in the following order: (1) Committed, (2) Assigned, (3) Unassigned.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

M. Fund Equity (Continued)

Net Position – Net position represents the difference between assets and liabilities in reporting which utilizes the economic resources measurement focus. Net investment in capital assets consists of capital assets, net of accumulated depreciation, reduced by the outstanding balances of any borrowing used (i.e., the amount that the City has spent) for the acquisition, construction or improvement of those assets. Net position is reported as restricted using the same definition as used for restricted fund balance as described in the section above. The remaining portion of net position is reported as unrestricted.

The City applies restricted resources first to fund outlays for which both restricted and unrestricted net position is available.

N. Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE 2. RECONCILIATION OF GOVERNMENT-WIDE FINANCIAL STATEMENTS AND FUND FINANCIAL STATEMENTS

A. Explanation of Certain Differences Between the Governmental Fund Balance Sheet and the Government-wide Statement of Net Position

The governmental fund balance sheet includes a reconciliation between fund balance – total governmental funds and net position – governmental activities as reported in the government-wide statement of net position. One element of that reconciliation explains that "long-term liabilities are not due and payable in the current period and, therefore, are not reported in the funds." The details of this \$6,094,993 difference are as follows:

Capital leases	\$ (254,512)
Notes payable	(5,061,067)
Accrued interest payable	(7,717)
Compensated absences (i.e., vacation)	(771,697)
Net adjustment to reduce fund balance - total governmental funds to arrive	
at net position - governmental activities	\$ (6 094 993)

NOTE 2. RECONCILIATION OF GOVERNMENT-WIDE FINANCIAL STATEMENTS AND FUND FINANCIAL STATEMENTS (CONTINUED)

B. Explanation of Certain Differences Between the Governmental Fund Statement of Revenues, Expenditures, and Changes in Fund Balances and the Government-wide Statement of Activities

The governmental fund statement of revenues, expenditures, and changes in fund balances includes a reconciliation between net change in fund balances – total governmental funds and change in net position of governmental activities as reported in the government-wide statement of activities. One element of that reconciliation explains that "Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense." The details of this \$9,496,113 difference are as follows:

Depreciation expense	\$ ——	(3,423,252)
Net adjustment to increase net change in fund balances - total governmental funds to arrive at change in net position - governmental activities	\$	9,496,113

Another element of the reconciliation states that "The net effect of various miscellaneous transactions involving capital assets (i.e. sales, trade-ins, and donations) is to increase net position." The details of this \$2,681,903 difference are as follows:

Capital assets received in land transaction	\$ 3,043,403
Net book value of capital assets sold	 (361,500)
Net adjustment to increase net changes in fund balances - total governmental funds to arrive at changes in net position - governmental activities	\$ 2,681,903

NOTE 2. RECONCILIATION OF GOVERNMENT-WIDE FINANCIAL STATEMENTS AND FUND FINANCIAL STATEMENTS (CONTINUED)

B. Explanation of Certain Differences Between the Governmental Fund Statement of Revenues, Expenditures, and Changes in Fund Balances and the Government-wide Statement of Activities (continued)

Another element of the reconciliation states "the issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. This amount is the net effect of these differences in the treatment of long-term debt. The details of this \$4,535,920 difference are as follows:

Principal payments	\$ 664,080
Issuance of note payable	 (5,200,000)
Net adjustment to decrease net change in fund balances - total governmental funds to arrive at change in net position - governmental	
activities	\$ (4,535,920)

Another element of the reconciliation states that "some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds." The details of this \$80,374 difference are as follows:

Compensated absences	\$ (82,080)
Accrued interest	 1,706
Net adjustment to decrease net change in fund balances - total governmental funds to arrive at change in net position - governmental	
activities	\$ (80,374)

NOTE 3. LEGAL COMPLIANCE – BUDGETS

A. Budgets and Budgetary Accounting

The budget is officially adopted by the governing body prior to the beginning of its fiscal year, or a resolution authorizing the continuation of necessary and essential expenditures to operate the City will be adopted. The legal level of budgetary control (i.e., the level at which expenditures may not legally exceed appropriations) is the department level, within the fund.

Transfers of appropriations within a department budget or within a non-departmental expenditure category require only the approval of the Finance Director. Increases in appropriations in a departmental budget or in a non-departmental expenditure category, require approval of the governing body in the form of amendments to the budget ordinance.

B. Excess Expenditures Over Appropriations

For the year ended December 31, 2017, the following funds and departments had actual expenditures in excess of their appropriations:

Grant Fund - Public works \$ 620

These expenditures in excess of appropriations were funded by lower than budgeted expenditures in other areas and available fund balance.

NOTE 4. DEPOSITS

Custodial Credit Risk – Deposits: Custodial credit risk for deposits is the risk that, in the event of the failure of a depository financial institution, a government will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of an outside party. State statutes require all deposits and investments (other than federal or state government instruments) to be collateralized by depository insurance, obligations of the U.S. Government, or bonds of public authorities, counties, or municipalities. As of December 31, 2017, all of the City's bank balances were insured and collateralized as defined by GASB and State statutes.

NOTE 5. RECEIVABLES

Property taxes are levied on property values assessed as of January 1. The City contracts with DeKalb County to bill and collect City of Brookhaven property taxes. The taxes are levied by August 1 based on the assessed value of property as listed on the previous January 1 and are due on November 15 of each year, with a lien date of January 1 of the following year. Property taxes are recorded as receivables and unavailable revenues when assessed. Revenues are recognized when available.

Receivables at December 31, 2017, for the City's individual major funds and aggregate nonmajor funds, including any applicable allowances for uncollectible accounts, are as follows:

	General			omestead Option Sales Tax	Option Capital C		Nonmajor Governmental Funds		Sto	ormwater	
Receivables:											
Accounts	\$	3,128,856	\$	-	\$	-	\$ -	\$	91,157	\$	95,500
Taxes		215,739		-		-	-		335,312		-
Intergovernmental		43,431		1,631,212		358,402	353,400		-		-
Total receivables		3,388,026		1,631,212		358,402	353,400		426,469		95,500
Less allowance for											
uncollectibles		(66,000)		-		-	-		(12,527)		(35,000)
Net total receivable	\$	3,322,026	\$	1,631,212	\$	358,402	\$ 353,400	\$	413,942	\$	60,500
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NOTE 6. CAPITAL ASSETS

Capital asset activity for the City for the year ended December 31, 2017 is as follows:

	_	Beginning Balance	Increases		Increases Decreases		Ending Balance
Governmental activities:							
Capital assets, not being depreciated							
Land	\$	1,924,238	\$	9,742,253	\$	(361,500)	\$ 11,304,991
Construction in progress		208,911		4,516,303		-	 4,725,214
Total		2,133,149		14,258,556		(361,500)	 16,030,205
Capital assets, being depreciated:							
Improvements		3,831,140		158,669		-	3,989,809
Buildings		3,953,205		-		-	3,953,205
Machinery and equipment		7,519,496		919,685		-	8,439,181
Infrastructure		62,916,394		625,858			 63,542,252
Total		78,220,235		1,704,212	_		79,924,447
Less accumulated depreciation for:							
Improvements		(1,728,308)		(157,608)		-	(1,885,916)
Buildings		(2,509,981)		(93,978)		-	(2,603,959)
Machinery and equipment		(4,734,263)		(1,575,579)		-	(6,309,842)
Infrastructure		(6,230,266)		(1,596,087)			 (7,826,353)
Total		(15,202,818)		(3,423,252)			(18,626,070)
Capital assets, net depreciation		63,017,417		(1,719,040)			 61,298,377
Governmental activities capital							
assets, net	\$	65,150,566	\$	12,539,516	\$	(361,500)	\$ 77,328,582

	 Beginning Balance	 ncreases	Ending Balance			
Business-type activities: Capital assets, not being depreciated Land	\$ 251,800	\$ <u> </u>	\$	251,800		
Capital assets, being depreciated: Infrastructure	 7,469,962	448,914		7,918,876		
Less accumulated depreciation for: Infrastructure	(575,612)	 (182,730)		(758,342)		
Capital assets, net depreciation	6,894,350	266,184		7,160,534		
Business-type activities capital assets, net	\$ 7,146,150	\$ 266,184	\$	7,412,334		

NOTE 6. CAPITAL ASSETS (CONTINUED)

Depreciation expense was charged to functions/programs of the City as follows:

Governmental activities:	
General government	\$ 106,383
Public safety	988,202
Public works	2,062,528
Recreation	255,527
Judicial	2,196
Housing and development	8,416
Total depreciation expense - governmental activities	\$ 3,423,252
Business-type activities:	
Stormwater	\$ 182,730

NOTE 7. LONG-TERM DEBT

Capital Leases

On January 28, 2013, the City entered into a capital lease to purchase computers and software through the Georgia Municipal Association ("GMA") for \$1,000,000. Annual payments of \$211,482, including interest at a rate of 1.89% began January 28, 2014 and will continue through January 28, 2018. The outstanding balance at December 31, 2017 is \$207,559.

On May 19, 2015, the City entered into a capital lease to purchase vehicles through the Georgia Municipal Association ("GMA") for \$116,256. Annual payments of \$24,081, including interest at a rate of 1.71% began July 29, 2015 and will continue through July 29, 2019. The outstanding balance at December 31, 2017 is \$46,953.

As of December 31, 2017, the cost and accumulated depreciation on the assets acquired under capital leases are \$1,119,573 and \$1,032,106, respectively. The annual depreciation is included in the capital asset depreciation total in Note 6.

NOTE 7. LONG-TERM DEBT (CONTINUED)

Capital Leases (Continued)

The total debt service requirements to maturity for the City's capital leases are as follows:

Year Ending	
December 31,	
2018	\$ 235,656
2019	 24,175
Total minimum lease payments	259,831
Less amounts representing interest	(5,319)
Present value of minimum lease payments	\$ 254 <u>,</u> 512

Note payable

On May 1, 2017, the City issued a note payable to borrow a total of \$5,700,000 from the Georgia Environmental Finance Authority (GEFA) for the purpose of acquiring a greenspace at the Peachtree DeKalb Airport. Additionally, the agreement with GEFA included a principal forgiveness component equal to approximately 8.77% of the face value of the note, or \$500,000. Principal and interest payments totaling \$23,660 are paid each month beginning June 1, 2017 through May 1, 2037 at an interest rate of .89%.

The total debt service requirements to maturity for the City's note payable is as follows:

Year ending December 31,	 Principal	····	Interest	 Total
2018	\$ 239,856	\$	44,067	\$ 283,923
2019	241,999		41,923	283,922
2020	244,162		39,761	283,923
2021	246,344		37,579	283,923
2022	248,545		35,377	283,922
2023-2027	1,276,441		143,170	1,419,611
2028-2032	1,334,504		85,108	1,419,612
2033-2037	 1,229,216		24,773	_ 1,253,989
Total	\$ 5,061,067	\$	451,758	\$ 5,512,825

NOTE 7. LONG-TERM DEBT (CONTINUED)

The following is a summary of long-term debt activity of the City for the year ended December 31, 2017:

	Beginning Balance		· •			Reductions	 Ending Balance	_	Due Within One Year		
Governmental activities:											
Capital leases	\$	779,659	\$	-	\$	(525,147)	\$ 254,512	\$	230,830		
Note payable		-		5,200,000		(138,933)	5,061,067		239,856		
Compensated absences		689,617		1,034,425		(952,345)	771,697		617,357		
Governmental activity long-term liabilities	\$	1,469,276	\$	6,234,425	\$	(1,616,425)	\$ 6,087,276	\$	1,088,043		

For governmental activities, compensated absences are liquidated by the General Fund.

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NOTE 8. INTERFUND RECEIVABLES, PAYABLES AND TRANSFERS

The composition of interfund balances as of December 31, 2017, is as follows:

Due to/from other funds:

Receivable fund	Payable fund	A	Amount			
Capital Projects Fund	Grant Fund	\$	507,092			

This balance resulted from the time lag between the dates that (1) interfund goods and services are provided or reimbursable expenditures occur, (2) transactions are recorded in the accounting system, and (3) payments between funds are made. The balance between the Grant Fund and the Capital Projects Fund relates to supplemental funding of a capital project.

Interfund transfers:

Transfers Out		Amount
Nonmajor governmental funds	\$	1,571,011
General Fund		1,283,953
HOST Fund		13,812,639
Grants Fund		718,748
Nonmajor governmental funds		167,539
Stormwater Fund		40,000
General Fund		1,091,998
Capital Projects Fund		1,419,612
	\$	20,105,500
	Nonmajor governmental funds General Fund HOST Fund Grants Fund Nonmajor governmental funds Stormwater Fund General Fund	Nonmajor governmental funds \$ General Fund HOST Fund Grants Fund Nonmajor governmental funds Stormwater Fund General Fund

Transfers are used to (1) move revenues from the fund that statute or budget requires to collect them to the fund that statute or budget requires to expend them and (2) use unrestricted revenues collected in the general fund to finance various programs accounted for in other funds in accordance with budgetary authorizations.

NOTE 9. OPERATING LEASES

The government leases the office facilities (city hall, police station and municipal court) under non-cancelable operating leases. The City accrues rent expense in an amount such that the total rent expense under the lease is recognized ratably over the lease term. The lease expense on the city hall facility and the police station/municipal court were \$347,959 and \$216,497 respectively for the year ended December 31, 2017.

The future minimum lease payments for these leases are as follows:

Year Ending December 31,	City Hall	Police Station / Municipal Court	Total			
2018	\$ 301,526	\$ 227,268	\$ 528,794			
2019	309,065	232,956	542,021			
2020	318,912	238,812	557,724			
2021	326,885	244,836	571,721			
2022	335,057	251,016	586,073			
2023-2024	695,453	257,364	952,817			
Total lease payments	\$ 2,286,898	\$ 1,452,252	\$ 3,739,150			

NOTE 10. COMMITMENTS AND CONTINGENT LIABILITIES

The government is a defendant in various lawsuits. The total range of reasonably possible amounts for these cases is from \$1,000 to \$500,000. In the opinion of City's management and legal counsel, any potential liability related to these suits pending or unasserted claims are not estimable.

The City has entered several public/private contractual partnerships for outsourced services and operations. Through these contracts with private companies, an array of operational services are provided via outsourcing. These contracts are an operating contract for which the City is continually monitoring its outsourcing needs as compared to providing services in-house. Currently, these contracts are approximately \$3.4 million annually. The contracts were bid for four annual service periods and run through the year ending December 31, 2021.

As of December 31, 2017, construction commitments on uncompleted contracts were \$5,747,741.

NOTE 11. DEFINED CONTRIBUTION PENSION PLAN

The City of Brookhaven offers two Retirement Plans for City employees. The 401(a) and 457 plan are defined contribution plans established by Brookhaven for all full-time employees. City Council has the authority to establish and amend the plan provisions as well as the contribution for the plan. For the 457 plan, The City matches employee contributions at a two to one (2:1) rate up to a maximum of 10%. Employees are eligible on the first day of the month, following thirty days of employment and are fully vested after twelve months. At December 31, 2017 there were 101 employees participating in the plan who contributed \$570,955 while the City's contributions totaled \$710.363.

The City also contributes the Social Security withholding amount (6.2% for 2017) to a social security replacement 401(a) plan for each eligible employee. All participants are fully vested in their social security replacement plan at all times. At December 31, 2017 there were 127 employees participating in the plan with total contributions from the City of \$516,687.

NOTE 12. JOINT VENTURE

Under Georgia law, the City, in conjunction with other cities around the Metropolitan Atlanta Georgia area, is a member of the Atlanta Regional Commission (ARC) and is required to pay annual dues thereto, which DeKalb County has paid on behalf of the City of Brookhaven. Membership in ARC is required by the Official Code of Georgia Annotated (OCGA) Section 50-8-34, which provides for the organization structure of ARC. ARC Board membership includes the chief elected official of each county and municipality of the area. OCGA 50-8-39.1 provides that the member governments are liable for any debts or obligations of the ARC. Separate financial statements may be obtained from ARC, 40 Courtland Street NE, Atlanta, Georgia 30303.

NOTE 13. HOTEL/MOTEL LODGING TAX

The City's lodging tax rate changed from 5% to 8% on October 1, 2017. The Official Code of Georgia Annotated 48-13-51 requires that all lodging taxes levied of 3% or more be expended or obligated contractually for the promotion of tourism, conventions, or trade shows. During the year ended December 31, 2017, the City received \$2,948,420 in hotel/motel taxes. Of this amount, \$1,385,326, or 47%, was used for the promotion of tourism, conventions, or trade shows.

NOTE 14. RISK MANAGEMENT

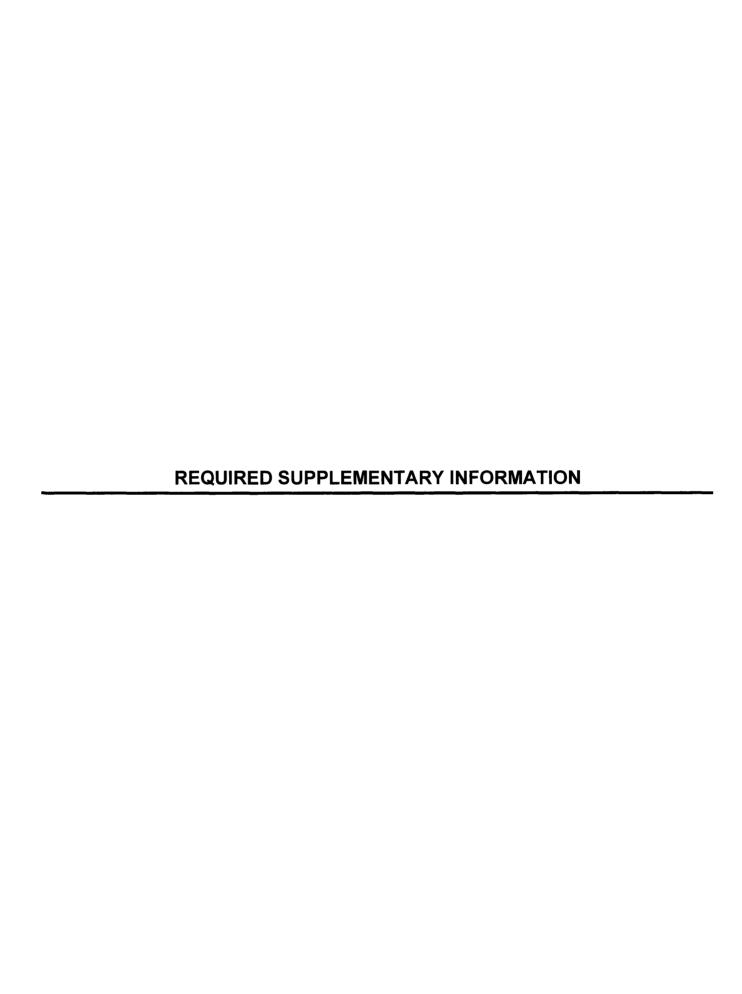
The City is exposed to various risks of losses related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. The City carries commercial insurance for these risks of losses. There have been no significant reductions in insurance coverage. Settlement amounts have not exceeded insurance coverage in the previous three years.

NOTE 15. TAX ABATEMENTS

For the year ended December 31, 2017, City property tax revenues were reduced by \$352,258 under agreements entered into by the DeKalb County Development Authority and Brookhaven Development Authority. Under the agreements, taxes on both real property and personal property are reduced based on investments made by the corporation to whom the incentives were offered as long as the corporation meets certain investment targets.

NOTE 16. SUBSEQUENT EVENT

On May 22, 2018, the City issued \$12,000,000 of Sales Tax Bonds for the purpose of financing capital projects improvements. The issuance of these bonds was approved by a Special Purpose Local Option Sales Tax (SPLOST) referendum in November 2017. Pursuant to Georgia Law, these bonds will be repaid with the proceeds of a one percent sales tax. Collections of the sales tax begin on April 1, 2018. The bonds carry interest rate of 2.75% and mature on July 1, 2024.



GENERAL FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

	Budg					Va	riance With
		Original		Final	Actual	Fi	nal Budget
Revenues:				·	-	-	
Property taxes	\$	8,583,863	\$	8,583,863	\$ 8,363,462	\$	(220,401)
Sales and use taxes		-		-	55,590		55,590
Franchise taxes		3,200,000		3,200,000	4,630,027		1,430,027
Alcohol excise taxes		825,000		825,000	1,138,944		313,944
Business taxes		4,958,000		4,958,000	5,367,889		409,889
Excise taxes		182,127		182,127	329,125		146,998
Licenses and permits		2,240,000		2,240,000	3,207,348		967,348
Intergovernmental		-		-	6,281		6,281
Charges for services		773,317		773,317	795,095		21,778
Fines and forfeitures		1,350,000		1,350,000	902,971		(447,029)
Contributions		75,000		75,000	37,239		(37,761)
Interest earned		5,000		5,000	23,719		18,719
Miscellaneous		276,561		276,561	 135,598		(140,963)
Total revenues		22,468,868		22,468,868	24,993,288		2,524,420
Expenditures:							
Current:							
General government:							
Mayor and council		218,262		231,614	227,812		3,802
City manager		1,153,301		1,196,874	1,188,490		8,384
City clerk		319,710		290,490	288,419		2,071
Finance and administration		1,580,661		1,505,522	1,502,749		2,773
Legal		470,000		565,000	556,924		8,076
Data processing		1,426,028		1,697,022	1,618,948		78,074
Public information		164,756		393,118	392,280		838
Contingency		1,604,279			 		
Total general government		6,936,997		5,879,640	 5,775,622		104,018
Judicial		629,345		578,757	 576,361		2,396
Public safety		8,433,344		8,369,587	8,294,726		74,861
Public works		1,521,230		1,606,230	 1,593,750		12,480
Recreation		2,201,205		3,429,286	2,477,765		951,521
Housing and development		3,038,508		3,336,740	 3,246,127		90,613

Continued

GENERAL FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

	Budg	jet		Variance With
	Original	Final	Actual	Final Budget
Total expenditures	22,760,629	23,200,240	21,964,351	1,235,889
Excess (deficiency) of revenues				
over expenditures	(291,761)	(731,372)	3,028,937	3,760,309
Other financing sources (uses):				
Transfers in	1,320,000	1,320,000	1,571,011	251,011
Transfers out	(1,028,239)	(2,402,192)	(2,375,951)	26,241
Total other financing sources (uses)	291,761	(1,082,192)	(804,940)	277,252
Net change in fund balance	-	(1,813,564)	2,223,997	4,037,561
Fund balance, beginning of year	8,221,688	8,221,688	8,221,688	
Fund balance, end of year	\$ 8,221,688	\$ 6,408,124	\$ 10,445,685	\$ 4,037,561

GRANT FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

	Budget						Va	riance With
		Original		Final	Actual		Fi	nal Budget
Revenues:			-	33,000				
Intergovernmental	\$	1,076,486	\$	1,076,486	\$	1,566,292	\$	489,806
Interest		-		-		43		43
Total revenues		1,076,486		1,076,486		1,566,335		489,849
Expenditures:								
Public safety		566,603		566,603		284,521		282,082
Public works		•		•		620		(620)
Total expenditures		566,603		566,603		285,141		281,462
Excess of revenues over expenditures		509,883		509,883		1,281,194		771,311
Other financing uses:								
Transfers out		(509,883)		(509,883)		(718,748)		(208,865)
Total other financing uses		(509,883)		(509,883)		(718,748)		(208,865)
Net change in fund balances		-		-		562,446		562,446
Fund balances, beginning of year						<u> </u>		
Fund balances, end of year	\$		\$		\$	562,446	\$	562,446

NONMAJOR GOVERNMENTAL FUNDS

Confiscated Assets Fund – To account for the use of the City's share of monies that have been forfeited through the court system and are restricted for law enforcement purposes.

Special Tax District No. 1 Fund – To account for the cost of providing public safety services in the Special Tax District created by the City, which is restricted by City ordinance.

Hotel/Motel Tax Fund – To account for the 5% (first nine months of year) and 8% (last three months of year) lodging tax levied in the City, which is restricted by State law.

Streetlight Fund – To account for special assessments to defray the costs of operating, maintaining and repairing the street lighting system in the City and are restricted for these purposes.

Emergency 911 Fund – To account for the monthly 911 charges that are required to be spent on the cost of providing emergency 911 services as restricted by State law.

Vehicle Capital Project Fund – To account for the resources needed to purchase vehicles for the City's fleet. These amounts are assigned by City Council.

Debt Service Fund – To account for the debt service expenditures of the City.

COMBINING BALANCE SHEET NONMAJOR GOVERNMENTAL FUNDS DECEMBER 31, 2017

	Special Revenue Funds															Total
ASSETS	Confiscated Assets Fund		Special Tax District No. 1 Fund		Hotel/Motel Tax Fund		Streetlight Fund		E-911 Fund		Vehicle Capital Project Fund		Debt Service Fund		Nonmajor Governmental Funds	
Cash and cash equivalents Accounts receivable	\$	415,997 -	\$	233,275	\$	1,660,565	\$	358,065	\$	288,197 88,352	\$	846,609 2,805	\$	1,194,763 -	\$	4,997,471 91,157
Taxes receivable, net of allowance		-	_	4,361		297,675		20,749								322,785
Total assets	\$	415,997	\$	237,636	\$	1,958,240	\$	378,814	\$	376,549	\$	849,414	\$	1,194,763	\$	5,411,413
LIABILITIES																
Accounts payable	\$	658	\$	-	\$	473,220	\$	32,306	\$	89,583	\$	46,608	\$	-	\$	642,375
Accrued liabilities		-		10,701		-		1,449		-		-		-		12,150
Unearned revenue		199,760		141,423		-		-				-		-		341,183
Total liabilities		200,418		152,124		473,220		33,755		89,583		46,608		-		995,708
DEFERRED INFLOWS OF RESOURCES																
Unavailable revenue- property taxes				738		-		9,477		-		-		<u>-</u>		10,215
Total deferred inflows of resources		-		738				9,477				-		-		10,215
FUND BALANCES																
Restricted:																
Law enforcement		215,579		84,774		-		-		-		-		-		300,353
Streetlight service		-		-		-		335,582		-		-		-		335,582
Tourism		-		-		1,485,020		-		-		-		-		1,485,020
Committed- debt service		-		-		-		-		-		-		1,194,763		1,194,763
Assigned:																
Public safety		-		-		-		-		286,966		-		-		286,966
Capital projects		-				-				-		802,806				802,806
Total fund balances		215,579		84,774		1,485,020		335,582		286,966		802,806		1,194,763		4,405,490
Total liabilities, deferred inflows of resources																
and fund balances	\$	415,997	\$	237,636	\$	1,958,240	\$	378,814	\$	376,549	<u>\$</u>	849,414	<u>\$</u>	1,194,763	\$	5,411,413

COMBINING STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES NONMAJOR GOVERNMENTAL FUNDS FOR THE YEAR ENDED DECEMBER 31, 2017

			Smariel Bayenya Fr					Total	
	Confiscated Assets Fund	Special Tax District No. 1 Fund	Special Revenue For Hotel/Motel Tax Fund	Streetlight Fund	E-911 Fund	Vehicle Capital Project Fund	Debt Service Fund	Nonmajor Governmental Funds	
Revenues									
Property taxes	\$ -	\$ 623,758	\$ -	\$ 438,389	\$ -	\$ -	\$ -	\$ 1,062,147	
Hotel/Motel taxes	-	-	2,948,420	-	-	-	-	2,948,420	
Charges for services	-	-	-	-	939,532	-	-	939,532	
Miscellaneous	-	70,511	-	-	-	141,092	39,889	251,492	
Fines and forfeitures	76,249	-	-	-	-	-	-	76,249	
Interest	3							3	
Total revenues	76,252	694,269	2,948,420	438,389	939,532	141,092	39,889	5,277,843	
Expenditures									
Current:									
Public safety	54,838	532,974	-	-	1,075,000	-	-	1,662,812	
Public works	-	-	-	440,802	-	-	-	440,802	
Housing and development	-	-	1,385,326	-	_	-	-	1,385,326	
Capital outlay	-	-	-	-	-	677,269	-	677,269	
Debt service:									
Principal	-	-	-	-	-	-	664,080	664,080	
Interest	-	-	-	-	-	-	40,656	40,656	
Issuance cost	<u>-</u>						57,000	57,000	
Total expenditures	54,838	532,974	1,385,326	440,802	1,075,000	677,269	761,736	4,927,945	
Excess (deficiency) of revenues									
over (under) expenditures	21,414	161,295	1,563,094	(2,413)	(135,468)	(536,177)	(721,847)	349,898	
Other Financing Sources (Uses)									
Transfers in	_	_	_	_	255,000	340,000	1,916,610	2,511,610	
Transfers out	_	_	(1,738,550)	_	200,000	-	1,010,010	(1,738,550)	
Total other financing sources (uses)	-		(1,738,550)		255,000	340,000	1,916,610	773,060	
Net change in fund balances	21,414	161,295	(175,456)	(2,413)	119,532	(196,177)	1,194,763	1,122,958	
Fund balances (deficit), beginning of year	194,165	(76,521)	1,660,476	337,995	167,434	998,983		3,282,532	
Fund balances, end of year	\$ 215,579	\$ 84,774	\$ 1,485,020	\$ 335,582	\$ 286,966	\$ 802,806	\$ 1,194,763	\$ 4,405,490	

CONFISCATED ASSETS FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

		Bu	dget			Vari	iance With	
		Original		Final	Actual	Final Budget		
Revenues:								
Fines and forfeitures	\$	50,000	\$	50,000	\$ 76,249	\$	26,249	
Interest		-		-	3		3	
Total revenues		50,000		50,000	76,252		26,252	
Expenditures:								
Public safety		64,900		64,900	54,838		10,062	
Total expenditures		64,900		64,900	54,838		10,062	
Net change in fund balances		(14,900)		(14,900)	21,414		36,314	
Fund balances, beginning of year		194,165		194,165	194,165			
Fund balances, end of year	<u>\$</u>	179,265	\$	179,265	\$ 215,579	\$	36,314	

SPECIAL TAX DISTRICT NO. 1 FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

		Bu	dget			Vai	riance With	
		Original		Final	 Actual	Final Budget		
Revenues:								
Property taxes	\$	488,713	\$	488,713	\$ 623,758	\$	135,045	
Charges for services		46,099		46,099	· <u>-</u>		(46,099)	
Miscellaneous		-		-	70,511		70,511	
Total revenues		534,812		534,812	 694,269		159,457	
Expenditures:								
Public safety		534,812		534,812	532,974		1,838	
Total expenditures		534,812		534,812	532,974		1,838	
Net change in fund balances		-		-	161,295		161,295	
Fund balances (deficit), beginning of year		(76,521)		(76,521)	 (76,521)			
Fund balances (deficit), end of year		(76,521)	\$	(76,521)	\$ 84,774	\$	161,295	

HOTEL/MOTEL TAX FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

	Bu	dget				Va	riance With
	Original		Final		Actual	Fi	nal Budget
Revenues:	 						
Taxes	\$ 2,200,000	\$	2,735,000	\$	2,948,420	\$	213,420
Total revenues	2,200,000		2,735,000		2,948,420		213,420
Expenditures:							
Housing and development	880,000		1,396,448		1,385,326		11,122
Total expenditures	 880,000	_	1,396,448		1,385,326		11,122
Excess of revenues over expenditures	1,320,000		1,338,552		1,563,094		224,542
Other financing uses:							
Transfers out	(1,320,000)		(1,738,552)		(1,738,550)		2
Total other financing uses	(1,320,000)		(1,738,552)	_	(1,738,550)		2
Net change in fund balances	-		(400,000)		(175,456)		224,544
Fund balances, beginning of year	 1,660,476		1,660,476		1,660,476		
Fund balances, end of year	\$ 1,660,476	\$	1,260,476	\$	1,485,020	\$	224,544

STREETLIGHT FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

	Bu	dget			Vari	ance With	
	 Original		Final	Actual	Final Budget		
Revenues:	 						
Property taxes	\$ 427,511	\$	427,511	\$ 438,389	\$	10,878	
Total revenues	 427,511		427,511	 438,389		10,878	
Expenditures:							
Public works	450,000		450,000	440,802		9,198	
Total expenditures	 450,000		450,000	 440,802		9,198	
Net change in fund balances	(22,489)		(22,489)	(2,413)		20,076	
Fund balances, beginning of year	 337,995		337,995	 337,995			
Fund balances, end of year	\$ 315,506	\$	315,506	\$ 335,582	\$	20,076	

E-911 FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

	Bu	dget			Var	iance With
	 Original		Final	Actual	Fir	nal Budget
Revenues:	 					
Charges for services	\$ 820,000	\$	820,000	\$ 939,532	\$	119,532
Total revenues	 820,000		820,000	939,532		119,532
Expenditures:						
Public safety	 1,075,000		1,075,000	1,075,000		-
Total expenditures	 1,075,000		1,075,000	1,075,000		_
Deficiency of revenues over expenditures	(255,000)		(255,000)	(135,468)		119,532
Other financing sources:						
Transfers in	255,000		255,000	255,000		-
Total other financing sources	 255,000		255,000	255,000		_
Net change in fund balances	-		-	119,532		119,532
Fund balances, beginning of year	 167,434		167,434	 167,434		-
Fund balances, end of year	\$ 167,434	\$	167,434	\$ 286,966	\$	119,532

DEBT SERVICE FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2017

	Bu	dget				Variance With		
	 Original		Final		Actual	F	inal Budget	
Revenues:								
Miscellaneous	\$ 	\$		\$_	39,889	\$	39,889	
Total revenues	 				39,889		39,889	
Expenditures:								
Debt service:								
Principal	\$ 508,215	\$	1,853,819	\$	664,080	\$	1,189,739	
Interest	15,024		41,712		40,656		1,056	
Issuance cost	-		47,320		57,000		(9,680)	
Total expenditures	 523,239		1,942,851	_	761,736		1,181,115	
Deficiency of revenues								
over expenditures	(523,239)		(1,942,851)		(721,847)		1,221,004	
Other financing sources:								
Transfers in	523,239		1,942,851		1,916,610		(26,241)	
Total other financing sources	 523,239		1,942,851		1,916,610		(26,241)	
Net change in fund balances	-		-		1,194,763		(1,194,763)	
Fund balances, beginning of year	 				-			
Fund balances, end of year	\$ -	\$	_	\$	1,194,763	\$	(1,194,763)	

STATISTICAL SECTION

This part of the City of Brookhaven's comprehensive annual financial report presents detailed information as a context for understanding what the information in the financial statements, note disclosures, and required supplementary information says about the City's overall financial health.

	<u>Page</u>
Financial Trends	64
These schedules contain trend information to help the reader understand how the City's financial performance and well-being have changed over time.	
Revenue Capacity	69
These schedules contain information to help the reader assess the City's most significant local revenue source, property tax.	
Debt Capacity	73
These schedules present information to help the reader assess the affordability of the City's current levels of outstanding debt and the City's ability to issue additional debt in the future.	
Demographic and Economic Information	75
These schedules offer demographic and economic indicators to help the reader understand the environment within which the City's financial activities take place.	
Operating Information	77
Those schedules contain contine and infrastructure data to halp the reader understand how the	

These schedules contain service and infrastructure data to help the reader understand how the information in the City's financial report relates to the services the City provides and the activities it performs.

Sources: Unless otherwise noted, the information in these schedules is derived from the comprehensive annual financial report for the relevant year. Note that 2013 was the first year of operations.

NET POSITION BY COMPONENT LAST FIVE YEARS

(accrual basis of accounting)

	 2017	 2016	_	2015	 2014	_	2013
Governmental activities							
Net investment in capital assets	\$ 72,013,003	\$ 64,370,907	\$	65,484,793	\$ 66,691,916	\$	60,658,099
Restricted	2,724,544	2,405,177		2,202,746	1,573,334		1,428,776
Unrestricted	 23,830,990	19,974,759		13,305,139	 9,000,585		3,551,798
Total governmental activities net position	\$ 98,568,537	\$ 86,750,843	\$	80,992,678	\$ 77,265,835	\$	65,638,673
Business-type activities							
Investment in capital assets	\$ 7,412,334	\$ 7,146,150	\$	6,860,091	\$ 6,825,621	\$	6,487,443
Unrestricted	1,693,080	1,864,710		1,805,995	1,349,322		1,079,849
Total business-type activities net position	\$ 9,105,414	\$ 9,010,860	\$	8,666,086	\$ 8,174,943	\$	7,567,292
Primary government							
Net investment in capital assets	\$ 79,425,337	\$ 71,517,057	\$	72,344,884	\$ 73,517,537	\$	67,145,542
Restricted	2,724,544	2,405,177		2,202,746	1,573,334		1,428,776
Unrestricted	25,524,070	21,839,469		15,111,134	10,349,907		4,631,647
Total primary government net position	\$ 107,673,951	\$ 95,761,703	\$	89,658,764	\$ 85,440,778	\$	73,205,965

CHANGES IN NET POSITION LAST FIVE YEARS

(accrual basis of accounting)

	 2017	_	2016	 2015		2014	 2013
Expenses							
Governmental activities:							
General government	\$ 5,896,748	\$	5,101,706	\$ 4,525,493	\$	5,211,523	\$ 3,942,196
Judicial	580,297		584,753	601,508		508,592	468,589
Public safety	11,552,258		10,595,386	11,301,632		7,876,343	6,324,863
Public works	6,628,883		4,295,145	4,225,043		5,614,702	3,070,672
Housing and development	4,644,383		3,736,194	2,898,485		2,442,100	1,272,777
Culture and recreation	5,695,736		4,423,411	3,506,276		1,766,940	595,935
Community development	-		146,983	146,642		76,515	11,794
Interest and fiscal charges	 95,950		28,226	61,895		101,252	 81,633
Total governmental activities expenses	35,094,255		28,911,804	27,266,974		23,597,967	15,768,459
Business-type activities:							
Stormwater	1,853,950		1,488,786	1,122,485		1,206,891	441,792
Total business-type activities expenses	1,853,950		1,488,786	1,122,485		1,206,891	 441,792
Total primary government expenses	\$ 36,948,205	\$	30,400,590	\$ 28,389,459	\$	24,804,858	\$ 16,210,251
Program Revenues							
Governmental activities:							
Charges for services:							
General government	\$ 142,787	\$	530,353	\$ 836,595	\$	499,051	\$ 438,665
Judicial	979,400		1,332,434	1,395,173		1,354,603	359,364
Public safety	1,320,894		1,538,695	771,697		356,111	1,700
Public works	-		-	412,402		429,769	362,219
Housing and development	3,150,238		2,995,110	1,523,186		2,237,592	1,652,368
Culture and recreation	327,876		470,656	240,247		127,830	26,856
Capital grants and contributions	2,492,933		326,032	400,655		2,147,621	-
Total governmental activities program revenues	 8,414,128		7,193,280	 5,579,955	-	7,152,577	2,841,172
Business-type activities:							
Charges for services:							
Stormwater	1,988,504		1,581,760	1,613,628		1,538,632	1,466,735
Capital grants and contributions			251,800	-		275,910	_
Total business-type activities program revenues	1,988,504		1,833,560	 1,613,628		1,814,542	 1,466,735
Total primary government program revenues	\$ 10,402,632	\$	9,026,840	\$ 7,193,583	\$	8,967,119	\$ 4,307,907

(continued)

CHANGES IN NET POSITION LAST FOUR YEARS

(accrual basis of accounting)

		2017		2016	 2015	_	2014	 2013
Net (expense)/revenue								
Governmental activities	\$	(26,680,127)	\$	(21,718,524)	\$ (21,687,019)	\$	(16,445,390)	\$ (12,927,287)
Business-type activities	_	134,554	_	344,774	 491,143		607,651	1,024,943
Total primary government net expense	<u>\$</u>	(26,545,573)	\$	(21,373,750)	\$ (21,195,876)	\$	(15,837,739)	\$ (11,902,344)
General Revenues and Other Changes								
in Net Position								
Governmental activities:								
Property taxes	\$	9,454,749	\$	7,684,986	\$ 6,516,128	\$	6,594,450	\$ 5,747,333
Sales taxes		6,691,614		6,911,336	5,738,333		6,360,077	5,201,601
Hotel/Motel taxes		2,948,420		1,950,677	1,918,124		1,646,793	1,296,841
Franchise taxes		4,630,027		4,111,311	4,398,368		3,056,603	1,472,669
Business taxes		5,367,889		5,008,501	5,352,681		4,584,705	1,761,762
Alcohol & excise taxes		1,468,069		1,396,966	1,109,297		881,643	741,592
Insurance premium		-		-	-		-	57,663
Unrestricted investment earnings		43,259		9,677	3,166		4,782	2,607
Miscellaneous		424,329		403,235	377,765		73,955	30,986
Gain on sale of capital asset		7,429,465		-	-		-	-
Special item - donation of infrastructure at								
incorporation		-		-	-		-	62,252,906
Transfers		40,000			-			-
Total governmental activities		38,497,821		27,476,689	25,413,862		23,203,008	78,565,960
Business-type activities:								
Special item - donation of infrastructure at								
incorporation		-		-	-		-	6,542,349
Transfers	_	(40,000)	_		 			
Total business-type activities		(40,000)			 -		-	6,542,349
Total primary government	\$	38,457,821	\$	27,476,689	\$ 25,413,862	\$	23,203,008	\$ 85,108,309
Change in Net Position								
Governmental activities	\$	11,817,694	\$	5,758,165	\$ 3,726,843	\$	6,757,618	\$ 65,638,673
Business-type activities	•	94,554		344,774	491,143		607,651	7,567,292
Total primary government	\$	11,912,248	\$	6,102,939	\$ 4,217,986	\$	7.365,269	\$ 73,205,965

FUND BALANCES OF GOVERNMENTAL FUNDS LAST FIVE FISCAL YEARS

(modified accrual basis of accounting)

		2017		2016		2015	 2014	2013
General fund		·		_				
Nonspendable:								
Prepaid expenditures	\$	697,283	\$	431,443	\$	425,023	\$ 227,320	\$ 165,450
Restricted:	·	,	•	,	-	•	•	•
Streetlight service		-		-		368,189	415,981	377,994
Police donations		30,928		31,569		· -	· _	· <u>-</u>
Assigned:		,						
Tree fund activities		43,969		21,369		27,086	-	_
Future capital improvements		933,953		933,953		-	-	-
Assigned for subsequent year budget		173,719		550,043		_	_	-
Unassigned		8,565,833		6,253,311		4,553,079	1,104,971	(108,876)
Total general fund	\$	10,445,685	\$	8,221,688	\$	5,373,377	\$ 1,748,272	\$ 434,568
All other governmental funds								
Restricted:								
Law enforcement	\$	300,353	\$	194,165	\$	21,665	\$ 13,748	\$ -
E-911 operations		-		167,434		54,460	54,460	-
Tourism		1,485,020		1,660,476		1,758,432	1,089,145	543,839
Streetlight service		335,582		337,995		-	-	506,943
Public works		562,446		-		-	-	-
Committed:								
Debt service		1,194,763		-		-	-	-
Assigned:								
HOST activities		1,661,404		9,486,486		8,699,500	7,115,659	3,740,069
Capital projects		10,975,319		3,028,983		-	-	-
Public safety		286,966						
Unassigned	_			(76,521)		(288,119)	 	 -
Total all other governmental funds	\$	16,801,853	\$_	14,799,018	\$	10,245,938	\$ 8,273,012	\$ 4,790,851

CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS LAST FIVE YEARS

(modified accrual basis of accounting)

	2017	2016	2015	2014	2013
Revenues	2017	2010			2010
Property taxes	\$ 9,425,609	\$ 8,100,863	\$ 7,515,590	\$ 6,627,845	\$ 5,682,476
Sales taxes	6,691,614	6,911,336	5,738,333	6,360,077	5,201,601
Hotel/Motel taxes	2,948,420	1,950,677	1,918,124	1,646,793	1,296,841
Franchise taxes	4,630,027	4,111,311	3,961,934	2,050,890	1,472,669
Alcohol excise taxes	1,138,944	1,089,937	818,244	810,836	741,592
Business taxes	5,367,889	5,008,501	5,352,681	4,584,705	1,761,762
Excise taxes	329,125	307,029	291,053	70,807	57,663
Licenses and permits	3,207,348	3,445,759	2,043,013	2.667.375	2,033,031
Intergovernmental	2,492,933	, ,	300,655	300,041	-,,
Charges for services	1,734,627	2,206,972	1,847,239	1,030,145	442,827
Fines and forfeitures	979,220	1,214,517	1,289,048	1,307,436	359,364
Contributions	37,239	74,283	137,658	30,250	-
Interest earned	43,259	9,677	3,166	4,782	2,607
Miscellaneous	387,090	328,952	240,107	43,705	36,936
Total revenues	39,413,344	35,075,846	31,456,845	27,535,687	19,089,369
Total Teverides			01,400,010	27,000,007	
Expenditures					
General government	5,775,672	4,740,681	4,420,143	5,107,867	4,129,445
Judicial	576,361	565,815	582,977	489,077	478,426
Public safety	10,505,639	9,342,980	8,978,542	7,256,316	8,167,651
Public works	4,562,868	2,093,179	2,176,941	2,757,346	1,139,744
Culture and recreation	5,426,618	2,633,492	2,266,481	1,734,171	595,935
Housing and development	4,631,453	3,713,479	2,883,570	2,443,380	1,259,431
Community development	-	-	100,560	76,515	11,794
Capital outlay	12,933,727	3,778,129	3,735,866	2,097,406	917,693
Debt service					
Principal	664,080	773,391	764,022	672,157	35,840
Interest	40,656	33,309	65,968	105,587	22,879
Issuance cost	57,000				
Total expenditures	45,174,074	27,674,455	25,975,070	22,739,822	16,758,838
Excess (deficiency) of revenues					
over (under) expenditures	(5,760,730)	7,401,391	5,481,775	4,795,865	2,330,531
Other financing sources (uses)					
Proceeds from sale of capital assets	4,747,562	_	_	_	21,915
Issuance of capital lease	4,747,002	_	116,256	_	2,872,973
Issuance of note payable	5,200,000	_	110,200	_	2,0,2,0,0
Transfers in	20,105,500	5,475,295	2,292,461	1,734,906	2,459,475
Transfers out	(20,065,500)	(5,475,295)	(2,292,461)	(1,734,906)	(2,459,475)
Total other financing sources (uses)	9,987,562	- (0,470,230)	116,256	-	2,894,888
Net change in fund balances	\$ 4,226,832	\$ 7,401,391	\$ 5,598,031	\$ 4,795,865	\$ 5,225,419
Debt service as a percentage					
of noncapital expenditures	2.18%	3.09%	3.35%	3.65%	0.45%

⁽¹⁾ Intergovernmental revenues increased during 2017 as a result of additional State funding for road improvements.

ASSESSED VALUE AND ESTIMATED ACTUAL VALUE - ALL TAXABLE PROPERTY LAST FIVE FISCAL YEARS

Fiscal		F	Real Property	Personal Property				
Year	Residential		Commercial	Industrial	Me	otor Vehicle		Other (1)
2013	\$ 1,523,386,393	\$	649,523,762	\$ 12,668,560	\$	-	\$	72,178,713
2014	1,733,667,148		750,897,616	13,633,280		82,633,320		200,673,125
2015	2,060,648,765		864,293,618	20,659,330		67,891,300		218,557,894
2016	2,180,835,535		1,092,206,786	19,896,863		47,578,450		150,094,412
2017	2,318,323,246		1,215,555,686	21,372,467		40,040,890		158,162,722

Source: Georgia Department of Revenue

⁽¹⁾ Includes aircraft, boats, equipment and other miscellaneous personal property.

_	Public Utility		Less: Tax Exempt Property	Total Taxable ssessed Value	Total Direct Tax Rate	 stimated Actual Taxable Value	Assessed Value as a Percentage of Actual Value	
\$	-	\$	254,330,508	\$ 2,003,426,920	2.850	\$ 5,008,567,300	40%	
	14,644,304		432,899,327	2,363,249,466	2.795	5,908,123,665	40%	
	17,710,345		646,602,506	2,603,158,746	2.740	6,507,896,865	40%	
	20,281,585		728,901,965	2,781,991,666	2.740	6,954,979,165	40%	
	24,103,976		760,277,266	3,017,281,721	2.740	7,543,204,303	40%	

PROPERTY TAX RATES - DIRECT AND OVERLAPPING GOVERNMENTS (Per \$1000 of Assessed Value) LAST FIVE YEARS

Calendar Year	City of Brookhaven	DeKalb County	DeKalb County Schools	State	Total Direct & Overlapping Rates
2013	2.850	16.250	23.980	0.150	43.230
2014	2.795	13.570	23.900	0.100	40.365
2015	2.740	14.670	23.730	0.050	41.190
2016	2.740	12.560	23.730	0.000	39.030
2017	2.740	13.307	23.280	0.000	39.327

Source: DeKalb County Tax Commissioner

Overlapping rates are those of local and county governments that apply to property owners within the City of Brookhaven. There are no components of the City's tax rate to disclose.

The City's legal millage rate is capped at 3.35.

PRINCIPAL TAXPAYERS CURRENT AND FOUR YEARS AGO

			2017				2013	
Taxpayer		Taxable Assessed Value		Percentage of Taxable Assessed Value		Taxable Assessed Value	Rank	Percentage of Taxable Assessed Value
CFATT LLC	\$	50,401,165	1	1.67 %	\$	31,234,985	2	1.56 %
20 Perimeter Summit, LLC		40,587,200	2	1.35		27,118,720	3	1.35
AT&T Mobility, LLC		39,021,510	3	1.29		35,585,501	1	1.78
Development Auth of DeKalb County		38,755,719	4	1.28		20,196,001	4	1.01
Goodwynn Multifamily, LLC		34,243,960	5	1.13		19,620,000	5	0.98
3450 Blair Circle LLC		33,200,000	6	1.10				
Development Auth of DeKalb County		30,038,920	7	1.00				
CWS SGARR Brookhaven LLC		23,161,400	8	0.77				
Columbia Brookhaven, LLC		22,730,400	9	0.75				
Lion Gables Realty LP		22,000,000	10	0.73				
50 Lincoln Court, LLC						16,400,000	6	0.82
Post Glen, LLC						15,760,000	7	0.79
Mid America Apartments LP						14,344,520	8	0.72
BIR Lenox, LLC						13,800,000	9	0.69
Manuacturers Life Insurance						12,320,200	10	0.61
	\$	334,140,274		11.07 %	\$	206,379,927		10.30 %

Source: Dekalb County Tax Commissioner

PROPERTY TAX LEVIES AND COLLECTIONS LAST FIVE FISCAL YEARS

			Collected v		Coll	lections in		Total Collecti	ions to Date	
Fiscal Year	Total Tax Levy		Amount	Percentage of Levy	Su	ubsequent Years Amount		Amount	Percentage of Levy	
2013	\$	5,595,364	\$ 5,501,908	98.3%	\$	89,519	\$	5,591,427	99.93%	
2014		6,373,661	6,299,520	98.8%		68,261		6,367,781	99.91%	
2015		7,054,126	6,975,703	98.9%		64,663		7,040,366	99.80%	
2016		8,004,716	7,848,448	98.0%		149,634		7,998,082	99.92%	
2017		8,802,942	8,641,016	98.2%		-		8,641,016	98.16%	

Source: DeKalb County Tax Commissioner and City of Brookhaven Tax Department.

RATIOS OF OUTSTANDING DEBT BY TYPE LAST FIVE FISCAL YEARS

		Govern Activ			Percentage		
Fiscal		Capital	Notes		of Personal	į	Per
Year	Leases		Payable	Total	income (1)	Capita (1)	
2013	\$	2,872,973	- \$	2,872,973	0.15%	\$	61
2014		2,200,816	-	2,200,816	0.10%		44
2015		1,553,050	-	1,553,050	0.07%		30
2016		779,659	-	779,659	0.03%		15
2017		254,512	5,061,067	5,315,579	N/A		98

⁽¹⁾ See the Demographic and Economic Statistics for personal income and population data. N/A - Not Available

DIRECT AND OVERLAPPING GOVERNMENTAL ACTIVITIES DEBT DECEMBER 31, 2017

Governmental Unit		t Governmental Activities bt Outstanding	Percentage Applicable to City of Brookhaven (1)	Amount Applicable to City of Brookhaven	
Debt repaid with property taxes:					
DeKalb County	\$	305,265,000	11.04%	\$	33,701,256
Fulton-DeKalb Hospital Authority		21,870,000	11.04%		2,414,448
DeKalb County Board of Education		194,485,000	11.04%		21,471,144
Total overlapping debt		521,620,000			57,586,848
City direct debt		5,315,579	100.00%		5,315,579
Total direct and overlapping debt	\$	526,935,579		\$	62,902,427

Source: Assessed value data used to estimate applicable percentages and debt outstanding obtained from DeKalb County's Finance Department.

Note: Overlapping governments are those that coincide, at least in part, with the geographic boundaries of the City. This schedule estimates the portion of the outstanding debt of those overlapping governments that is borne by the residents and business of the City of Brookhaven, Georgia. This process recognizes that, when considering the government's ability to issue and repay long-term debt, the entire debt burden borne by the residents and businesses should be taken into account. However, this does not imply that every taxpayer is a resident, and therefore responsible for repaying the debt, of each overlapping government.

(1) The percentage of overlapping debt applicable is estimated using taxable assessed property values. Applicable percentages were estimated by determining the portion of the county's taxable assessed value that is within the City's boundaries and dividing it by the county's total taxable assessed value.

DEMOGRAPHIC AND ECONOMIC STATISTICS LAST FIVE FISCAL YEARS

Fiscal Year	Population (1)	Personal Income thousands)	F	er Capita Personal acome (1)	Median Age (1)	School Enrollment (2)	Unemployment Rate (1)
2013	47,253	\$ 1,954,195	\$	41,356	32.8	7,591	6.2%
2014	50,181	2,200,738		43,856	33.3	7,903	4.5%
2015	51,910	2,384,434		45,934	N/A	8,117	N/A
2016	52,444	2,582,710		47,348	33.8	7,804	3.4%
2017	54,169	N/A		N/A	34.2	7,910	4.1%

(1) Source: U.S. Census Bureau(2) Source: DeKalb County Schools

N/A - Not Available

PRINCIPAL EMPLOYERS CURRENT YEAR AND TWO YEARS AGO

		2017			2015	
Employer	Employees	Rank	Percentage of Total City Employment	Employees	Rank	Percentage of Total City Employment
Autotrader.Com	1,525	1	4.63 %			%
AT&T Services, Inc	1,476	2	4.48	1,430	2	9.90
AT&T Mobility	1,271	3	3.86	1,606	1	11.12
Verizon Telematics, Inc	577	4	1.75	629	4	4.35
Crawford and Company	462	5	1.40	554	5	3.83
Source One Direct Inc	386	6	1.17			
Fidelity Bank	370	7	1.12			
Kroger Company	349	8	1.06	387	7	2.68
SSC Atlanta Operating Company	284	9	0.86			
Lavoi Corporation	280	10	0.85			
Cox Communications				1,142	3	7.90
SAP America, Inc				454	6	3.14
United Healthcare Services				372	8	2.57
Insight Global, LLC				270	9	1.87
NDC Health Corporation				251	10	1.74
	6,980		21.19 %	7,095		49.11 %

Source: 2017 and 2015 individual employer's business filings.

Note: Data prior to 2015 is not available.

FULL-TIME EQUIVALENT CITY GOVERNMENT EMPLOYEES BY FUNCTION LAST FIVE YEARS

	2017	2016	2015	2014	2013
Function					
General government	26	21	12	9	7
Judicial	3	5	7	4	1
Public safety					
Police officers	76	75	75	59	57
Civilians	8	11	6	6	6
Public works	-	-	2	-	-
Culture and recreation	7	11	10	7	-
Housing and development	11_	12_	11	7	3
Total	131	135	123	92	74

Source: City of Brookhaven Human Resources Department

CITY OF BROOKHAVEN, GEORGIA

OPERATING INDICATORS BY FUNCTION LAST FIVE FISCAL YEARS

General Government Ordinances approved 47 26 38 63 6 Resolutions 45 35 36 31 3 Open records requests 408 346 349 261 14 Information system service calls 2,165 2,168 2,921 2,312 N/V Facebook "likes" 4,136 4,153 1,837 N/A N/V Constant contact (eBlast) 3,277 3,161 2,516 2,338 1,71 Judicial Municipal court Case filings: 5,146 5,848 9,148 10,512 5,33 City Code 789 867 922 730 81 Misdemeanors 11 27 39 211 34 Parking 113 254 261 156 Traffic 4,233 4,700 7,926 9,415 4,16 Number of Court Dockets 105 119 175 257 10 </th <th></th> <th></th> <th></th> <th></th> <th></th> <th></th>						
Ordinances approved 47 26 38 63 68 Resolutions 45 35 36 31 33 Open records requests 408 346 349 261 14 Information system service calls 2,165 2,168 2,921 2,312 N// Facebook "likes" 4,136 4,153 1,837 N// N// Constant contact (eBlast) 3,277 3,161 2,516 2,338 1,71 Judicial Municipal court Case filings: 5,146 5,848 9,148 10,512 5,33 City Code 789 867 922 730 81 Misdemeanors 11 27 39 211 34 Parking 113 254 261 156 Traffic 4,233 4,700 7,926 9,415 4,16 Number of Court Dockets 105 119 175 257 10 <td< th=""><th>Function</th><th>2017</th><th>2016</th><th>2015</th><th>2014</th><th>2013</th></td<>	Function	2017	2016	2015	2014	2013
Resolutions 45 35 36 31 3 Open records requests 408 346 349 261 14 Information system service calls 2,165 2,168 2,921 2,312 N// Facebook "likes" 4,136 4,153 1,837 N/A N// Constant contact (eBlast) 3,277 3,161 2,516 2,338 1,71 Judicial Municipal court Case filings: 5,146 5,848 9,148 10,512 5,33 City Code 789 867 922 730 81 Misdemeanors 11 27 39 211 34 Parking 113 254 261 156 Traffic 4,233 4,700 7,926 9,415 4,16 Number of Court Dockets 105 119 175 257 10 Number of Defendants on Docket 6,559 4,751 6,582 10,403 3,28	General Government					
Open records requests 408 346 349 261 14 Information system service calls 2,165 2,168 2,921 2,312 N// Facebook "likes" 4,136 4,153 1,837 N/A N/ Constant contact (eBlast) 3,277 3,161 2,516 2,338 1,71 Judicial Municipal court Case filings: 5,146 5,848 9,148 10,512 5,33 City Code 789 867 922 730 81 Misdemeanors 11 27 39 211 34 Parking 113 254 261 156 Traffic 4,233 4,700 7,926 9,415 4,16 Number of Court Dockets 105 119 175 257 10 Number of Defendants on Docket 6,559 4,751 6,582 10,403 3,28 Public Safety Police Calls for service 46,512 54,000 </td <td>Ordinances approved</td> <td>47</td> <td>26</td> <td>38</td> <td>63</td> <td>68</td>	Ordinances approved	47	26	38	63	68
Information system service calls 2,165 2,168 2,921 2,312 N// Facebook "likes" 4,136 4,153 1,837 N/A N// Constant contact (eBlast) 3,277 3,161 2,516 2,338 1,71 Judicial Municipal court Case filings: 5,146 5,848 9,148 10,512 5,33 City Code 789 867 922 730 81 Misdemeanors 11 27 39 211 34 Parking 113 254 261 156 Traffic 4,233 4,700 7,926 9,415 4,16 Number of Court Dockets 105 119 175 257 10 Number of Defendants on Docket 6,559 4,751 6,582 10,403 3,28 Public Safety Police Calls for service 46,512 54,000 59,494 N/A N// Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33 6m15s 7m20s 7m18s N// Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N// Public Works Lane-miles paved 26,1 9,4 20,2 20,2 N// Linear feet new sidewalks 4,810 4,330 2,610 5,230 N// Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 22	Resolutions	45	35	36	31	38
Facebook "likes" 4,136 4,153 1,837 N/A N/C Constant contact (eBlast) 3,277 3,161 2,516 2,338 1,71 Judicial Municipal court Case filings: 5,146 5,848 9,148 10,512 5,33 City Code 789 867 922 730 81 Misdemeanors 11 27 39 211 34 Parking 113 254 261 156 Traffic 4,233 4,700 7,926 9,415 4,16 Number of Court Dockets 105 119 175 257 10 Number of Defendants on Docket 6,559 4,751 6,582 10,403 3,28 Public Safety Police Calls for service 46,512 54,000 59,494 N/A N/C Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/C Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N/C Public Works Lane-miles paved 26.1 9.4 20.2 20.2 N/C Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 22	Open records requests	408	346	349	261	140
Constant contact (eBlast) 3,277 3,161 2,516 2,338 1,71 Judicial Municipal court S,146 5,848 9,148 10,512 5,33 City Code 789 867 922 730 81 Misdemeanors 11 27 39 211 34 Parking 113 254 261 156 156 Traffic 4,233 4,700 7,926 9,415 4,16 Number of Court Dockets 105 119 175 257 10 Number of Defendants on Docket 6,559 4,751 6,582 10,403 3,28 Public Safety Police Calls for service 46,512 54,000 59,494 N/A N/A Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6	Information system service calls	2,165	2,168	2,921	2,312	N/A
Judicial Municipal court 5,146 5,848 9,148 10,512 5,33 City Code 789 867 922 730 81 Misdemeanors 11 27 39 211 34 Parking 113 254 261 156 156 Traffic 4,233 4,700 7,926 9,415 4,16 Number of Court Dockets 105 119 175 257 10 Number of Defendants on Docket 6,559 4,751 6,582 10,403 3,28 Public Safety Police Calls for service 46,512 54,000 59,494 N/A N/A Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/A Average response time (high priority calls) 4m34s </td <td>Facebook "likes"</td> <td>4,136</td> <td>4,153</td> <td>1,837</td> <td>N/A</td> <td>N/A</td>	Facebook "likes"	4,136	4,153	1,837	N/A	N/A
Municipal court Case filings: 5,146 5,848 9,148 10,512 5,33 City Code 789 867 922 730 81 Misdemeanors 11 27 39 211 34 Parking 113 254 261 156 156 Traffic 4,233 4,700 7,926 9,415 4,16 Number of Court Dockets 105 119 175 257 10 Number of Defendants on Docket 6,559 4,751 6,582 10,403 3,28 Public Safety Police Calls for service 46,512 54,000 59,494 N/A N/A Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/ Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N/ Pu	Constant contact (eBlast)	3,277	3,161	2,516	2,338	1,716
Case fillings: 5,146 5,848 9,148 10,512 5,333 City Code 789 867 922 730 81 Misdemeanors 11 27 39 211 34 Parking 113 254 261 156 156 Traffic 4,233 4,700 7,926 9,415 4,16 Number of Court Dockets 105 119 175 257 10 Number of Defendants on Docket 6,559 4,751 6,582 10,403 3,28 Public Safety Police Calls for service 46,512 54,000 59,494 N/A N/A Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/A Public Works Lane-miles paved 26.1 9.4 20.2	Judicial					
City Code 789 867 922 730 81 Misdemeanors 11 27 39 211 34 Parking 113 254 261 156 Traffic 4,233 4,700 7,926 9,415 4,16 Number of Court Dockets 105 119 175 257 10 Number of Defendants on Docket 6,559 4,751 6,582 10,403 3,28 Public Safety Police 2 2 10,403 3,28 Public Safety Police 46,512 54,000 59,494 N/A N/A Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/A Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N/A <td>Municipal court</td> <td></td> <td></td> <td></td> <td></td> <td></td>	Municipal court					
Misdemeanors 11 27 39 211 34 Parking 113 254 261 156 Traffic 4,233 4,700 7,926 9,415 4,16 Number of Court Dockets 105 119 175 257 10 Number of Defendants on Docket 6,559 4,751 6,582 10,403 3,28 Public Safety Police Calls for service 46,512 54,000 59,494 N/A N/A Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/ Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N/ Public Works Lane-miles paved 26.1 9.4 20.2 20.2 N/ Linear feet new sidewalks 4,810 <td>Case filings:</td> <td>5,146</td> <td>5,848</td> <td>9,148</td> <td>10,512</td> <td>5,338</td>	Case filings:	5,146	5,848	9,148	10,512	5,338
Parking 113 254 261 156 Traffic 4,233 4,700 7,926 9,415 4,16 Number of Court Dockets 105 119 175 257 10 Number of Defendants on Docket 6,559 4,751 6,582 10,403 3,28 Public Safety Police Calls for service 46,512 54,000 59,494 N/A N/A Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/A Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N/A Public Works Lane-miles paved 26.1 9.4 20.2 20.2 N/A Linear feet new sidewalks 4,810 4,330 2,610 5,230 N/A Street maintenance work	City Code	789	867	922	730	819
Traffic 4,233 4,700 7,926 9,415 4,166 Number of Court Dockets 105 119 175 257 10 Number of Defendants on Docket 6,559 4,751 6,582 10,403 3,28 Public Safety Police Calls for service 46,512 54,000 59,494 N/A N/A Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/ Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N/ Public Works Lane-miles paved 26.1 9.4 20.2 20.2 N/ Linear feet new sidewalks 4,810 4,330 2,610 5,230 N/ Street maintenance work orders completed 478 267 133 229	Misdemeanors	11	27	39	211	349
Number of Court Dockets 105 119 175 257 10 Number of Defendants on Docket 6,559 4,751 6,582 10,403 3,28 Public Safety Police Calls for service 46,512 54,000 59,494 N/A N/A Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/ Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N/ Public Works Lane-miles paved 26.1 9.4 20.2 20.2 N/ Linear feet new sidewalks 4,810 4,330 2,610 5,230 N/ Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5	Parking	113	254	261	156	3
Public Safety Police 4,751 6,582 10,403 3,28 Public Safety Police 46,512 54,000 59,494 N/A N/A Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/ Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N/ Public Works Lane-miles paved 26.1 9.4 20.2 20.2 N/ Linear feet new sidewalks 4,810 4,330 2,610 5,230 N/ Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 2	Traffic	4,233	4,700	7,926	9,415	4,167
Public Safety Police 46,512 54,000 59,494 N/A N/A Calls for service 46,512 54,000 59,494 N/A N/A Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/ Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N/ Public Works Lane-miles paved 26.1 9.4 20.2 20.2 N/ Linear feet new sidewalks 4,810 4,330 2,610 5,230 N/ Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 2	Number of Court Dockets	105	119	175	257	103
Police Calls for service 46,512 54,000 59,494 N/A N/A Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/A Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N/A Public Works Lane-miles paved 26.1 9.4 20.2 20.2 N/A Linear feet new sidewalks 4,810 4,330 2,610 5,230 N/A Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 2	Number of Defendants on Docket	6,559	4,751	6,582	10,403	3,282
Calls for service 46,512 54,000 59,494 N/A N/Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/C Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N/C Public Works Lane-miles paved 26.1 9.4 20.2 20.2 N/C Linear feet new sidewalks 4,810 4,330 2,610 5,230 N/C Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 2	Public Safety					
Custodial arrests 1,868 2,271 2,177 1,116 42 Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/ Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N/ Public Works Lane-miles paved 26.1 9.4 20.2 20.2 N/ Linear feet new sidewalks 4,810 4,330 2,610 5,230 N/ Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 2	Police					
Traffic citations issued 8,757 5,559 8,070 8,324 3,75 Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/ Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N/ Public Works Lane-miles paved 26.1 9.4 20.2 20.2 N/ Linear feet new sidewalks 4,810 4,330 2,610 5,230 N/ Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 2	Calls for service	46,512	54,000	59,494	N/A	N/A
Average response time (all calls) 6m33s 6m15s 7m20s 7m18s N/ Average response time (high priority calls) 4m34s 4m12s 3m58s 3m40s N/ Public Works Lane-miles paved 26.1 9.4 20.2 20.2 N/ Linear feet new sidewalks 4,810 4,330 2,610 5,230 N/ Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 2	Custodial arrests	1,868	2,271	2,177	1,116	427
Public Works Lane-miles paved 26.1 9.4 20.2 20.2 N/. Linear feet new sidewalks 4,810 4,330 2,610 5,230 N/. Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 2	Traffic citations issued	8,757	5,559	8,070	8,324	3,753
Public Works Lane-miles paved 26.1 9.4 20.2 20.2 N/ Linear feet new sidewalks 4,810 4,330 2,610 5,230 N/ Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 2	Average response time (all calls)	6m33s	6m15s	7m20s	7m18s	N/A
Lane-miles paved 26.1 9.4 20.2 20.2 N/ Linear feet new sidewalks 4,810 4,330 2,610 5,230 N/ Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 2	Average response time (high priority calls)	4m34s	4m12s	3m58s	3m40s	N/A
Linear feet new sidewalks 4,810 4,330 2,610 5,230 N/ Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 2	Public Works					
Street maintenance work orders completed 478 267 133 229 13 Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 2	Lane-miles paved	26.1	9.4	20.2	20.2	N/A
Stormwater work orders completed 130 160 134 84 5 Signal/sign work orders completed 199 235 235 182 2	Linear feet new sidewalks	4,810	4,330	2,610	5,230	N/A
Signal/sign work orders completed 199 235 235 182 2	Street maintenance work orders completed	478	267	133	229	132
	Stormwater work orders completed	130	160	134	84	50
Right-of-way work orders completed 139 110 61 129 6	Signal/sign work orders completed	199	235	235	182	23
	Right-of-way work orders completed	139	110	61	129	62

Continued

CITY OF BROOKHAVEN, GEORGIA

OPERATING INDICATORS BY FUNCTION LAST FIVE FISCAL YEARS

Function	2017	2016	2015	2014	2013
Culture and Recreation					
Park acres maintained	276	271	224	224	224
Program participants	7,283	2,866	2,949	2,666	40
Aquatics program participants	11,589	8,851	10,499	N/A	N/A
Athletic program participants	6,715	6,775	6,775	4,013	N/A
Community Development					
Special land use permits (SLUPS)	6	3	12	6	2
Variances	72	68	74	79	54
Code enforcement inspections	6,271	6,620	7,751	8,905	N/A
Building inspections	10,490	9,254	8,905	15,697	998
Development inspections	4,150	4,084	2,511	2,653	N/A
Tree removal permits	419	378	265	115	N/A
Land disturbance permits issued	36	28	20	9	N/A
Plat reviews	56	66	58	31	N/A
Plats approved	26	21	19	15	N/A

Source: Various City departments

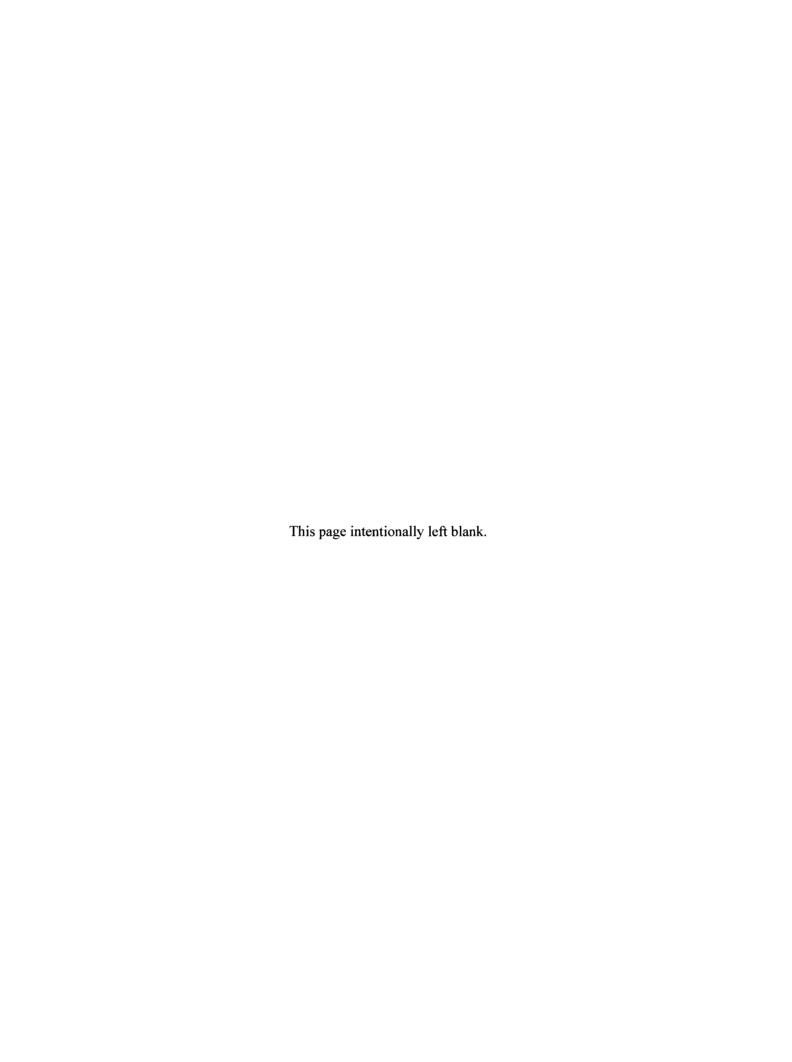
N/A: Not Available

CITY OF BROOKHAVEN, GEORGIA

CAPITAL ASSET STATISTICS BY FUNCTION LAST FIVE FISCAL YEARS

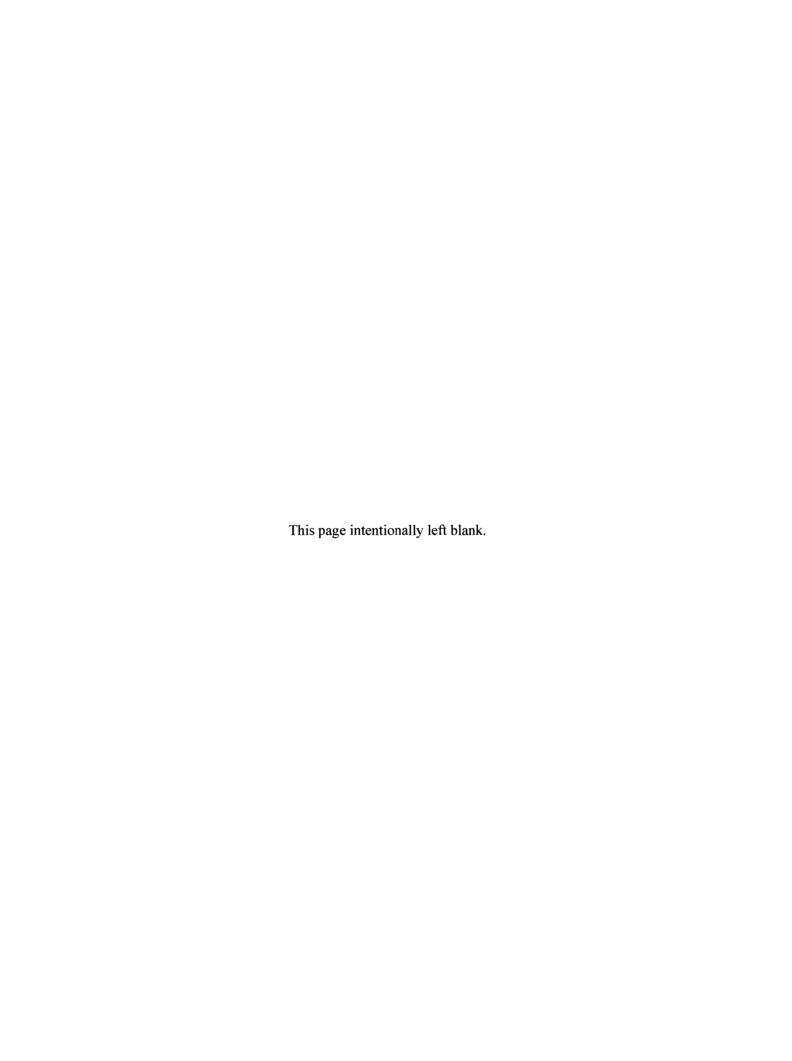
Function	2017	2016	2015	2014	2013
General Government					
Buildings (1)	1	1	1	1	1
Vehicles	-	-	1	1	1
Judicial					
Building (1)	1	1	1	1	1
Public Safety					
Police stations (1)	1	1	1	1	1
Patrol units	65	65	60	54	49
Patrol zones	6	6	10	10	10
Public Works					
Miles of streets (lane miles)	120.0	120.0	119.2	117.4	117.4
Miles of sidewalks	67.4	66.5	64.6	63.0	63.0
Number of traffic signals	51	50	50	47	47
Miles of storm sewer	113	113	113	113	113
Culture and Recreation					
Parks acreage	332	271	224	224	224
Parks	14	14	11	11	11
Tennis courts	28	28	30	30	30
Soccer fields	2	2	2	2	2
Baseball/Softball fields	14	14	14	14	14
Multipurpose fields	5	5	5	5	5
Community centers	2	2	3/2	3/2	3/2
Swimming pools	3	3	3	3	3
Vehicles	2	2	2	2	2
Housing and Development					
Vehicles	5	5	3	1	_

Source: Various City departments (1) Reflects building operating lease



APPENDIX B

Form of Opinion of Bond Counsel



MURRAY BARNES FINISTER LLP

3525 PIEDMONT ROAD • 5 PIEDMONT CENTER • SUITE 515 • ATLANTA, GEORGIA 30305

January 31, 2019

City of Brookhaven, Georgia Brookhaven, Georgia U.S. Bank National Association, as paying agent Atlanta, Georgia

Re: \$38,855,000 City of Brookhaven, Georgia General Obligation Bonds, Series 2019

To the Addressees:

We have acted as Bond Counsel and Disclosure Counsel to the City of Brookhaven, Georgia (the "City") in connection with the issuance by the City of \$38,855,000 in aggregate principal amount of its General Obligation Bonds, Series 2019 (the "Bonds"). In our capacity as Bond Counsel, we have examined certified copies of the transcripts of the validation proceedings concluded in the Superior Court of DeKalb County, Georgia with respect to the Bonds, the resolution of the City adopted on January 22, 2019 (the "Bond Resolution") and such other laws, documents, records, instruments and certificates of public officials as we have deemed necessary to render the opinions expressed herein. In all such examinations, we have assumed the genuineness of signatures on original documents and the conformity to original documents of all copies submitted to us as certified, conformed or photographic copies, and as to certificates of public officials, we have assumed the same to have been properly given and to be accurate. All capitalized terms used but not otherwise defined herein shall have the meanings assigned thereto in the Bond Resolution.

The proceeds of the Bonds will be used to (a) finance City Council approved Parks and Recreational Master Plans and other related park amenities, equipment and real and personal property useful or desirable in connection therewith and (b) pay the costs of issuing the Bonds.

In rendering our opinion that the interest on the Bonds is excluded from the gross for federal income tax purposes, we have (a) relied as to questions of fact material to our opinion upon certificates and certified proceedings of public officials, including officials of the City, and representations of the City (including representations as to the use and investment of the proceeds of the Bonds), without undertaking to verify the same by independent investigation and (b) assumed continued compliance by the City with its covenants relating to the use of the proceeds of the Bonds and compliance with the requirements contained in the Internal Revenue Code of 1986, as amended (the "Code"), including, but not limited to, the arbitrage requirements contained in Section 148 of the Code. The inaccuracy of any such certificates or representations or the failure of the City to comply with any of such covenants could cause interest on the Bonds to become subject to federal income taxation retroactive to the date of issuance of the Bonds.

In our capacity as Bond Counsel, we express no opinion (a) with respect to the accuracy, completeness or sufficiency of the Official Statement or (b) as to compliance by the

January 31, 2019 Page 2

City or the initial purchasers of the Bonds with any federal or state statute, regulation or ruling with respect to the sale or distribution of the Bonds.

Based on our examinations, we are of the opinion, as of the date hereof and under existing law, as follows:

- 1. The Bonds are valid and binding general obligations of the City payable from an ad valorem tax, without limitation as to rate or amount, levied on all property in the City subject to taxation for general obligation bond purposes.
- 2. The City has levied an advalorem tax, without limitation as to rate or amount, on all property in the City subject to taxation for general obligation bond purposes in order to pay the principal of and interest on the Bonds as same become due.
- 3. The interest on the Bonds (including any original issue discount properly allocable to a holder thereof) is excluded from gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals. We express no opinion regarding any other federal tax consequences arising with respect to ownership of the Bonds.
- 4. The interest on the Bonds is exempt from all present State of Georgia income taxes.

The rights of the holders of the Bonds and the enforceability thereof may be subject to bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights heretofore or hereafter enacted and may also be subject to the exercise of judicial discretion in appropriate cases.

We are members of the State Bar of Georgia. Our opinions herein are limited to the laws of the State of Georgia and any applicable federal laws of the United States. This opinion is limited to the matters expressly set forth above, and no opinion is implied or may be inferred beyond the matters so stated. This opinion is intended solely for the use of the addressees and their permitted successors and/or assigns and may not be relied upon by any other person for any purpose without our prior written consent in each instance. We expressly disclaim any duty to update this opinion in the future for any changes of fact or law that may affect any of the opinions expressed herein.

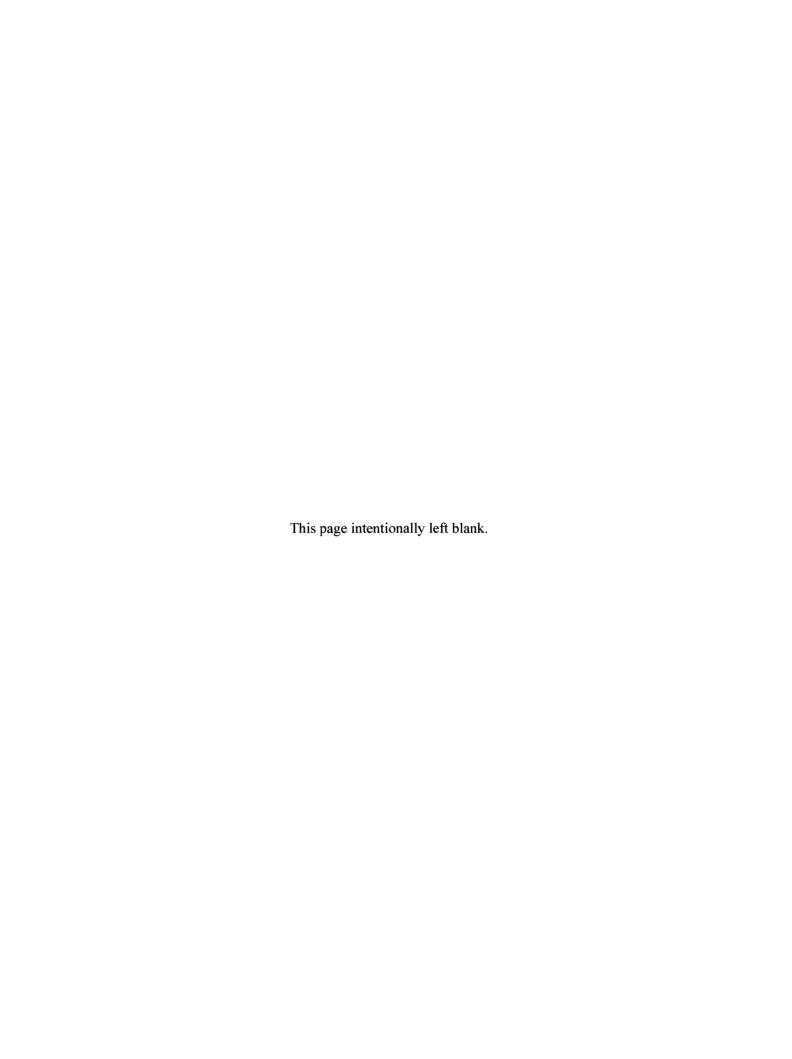
Very truly yours,

MURRAY BARNES FINISTER LLP

By:			
A Partner	 	 	

APPENDIX C

Form of Continuing Disclosure Certificate



CONTINUING DISCLOSURE CERTIFICATE

This Continuing Disclosure Certificate (this "Disclosure Certificate") is executed and delivered by the City of Brookhaven, Georgia (the "City"), in connection with the issuance by the City of \$38,855,000 in aggregate principal amount of its General Obligation Bonds, Series 2019 (the "Bonds"). The Bonds are being issued pursuant to a resolution of the City adopted on January 22, 2019 (the "Resolution"). The City hereby covenants and agrees as follows:

Section 1. <u>Purpose of the Disclosure Certificate</u>. This Disclosure Certificate is being executed and delivered by the City for the benefit of the Beneficial Owners (as herein defined) of the Bonds and in order to assist the Participating Underwriter (as herein defined) in complying with the Rule (as herein defined).

Section 2. <u>Definitions</u>. In addition to the definitions set forth in the Resolution, which apply to any capitalized terms used in this Disclosure Certificate unless otherwise defined in this Section, the following capitalized terms shall have the following meanings:

"Annual Report" shall mean any Annual Report provided by the City pursuant to the Rule and this Disclosure Certificate.

"Beneficial Owners" shall mean any person who (a) has the power, directly or indirectly, to vote or consent with respect to, or to dispose of ownership of, any Bonds (including persons holding Bonds through nominees, depositories or other intermediaries) or (b) is treated as the owner of any Bonds for federal income tax purposes.

"City" shall mean the City of Brookhaven, Georgia, a municipal corporation of the State of Georgia, its successors and assigns.

"Dissemination Agent" shall mean any Dissemination Agent designated in writing by the City and which has filed with the City a written acceptance of such designation.

"EMMA" shall mean MSRB's Electronic Municipal Market Access system, as described in 1934 Act Release No. 59062 and maintained by the MSRB for the purposes of the Rule as further described herein.

"Fiscal Year" shall mean any period of twelve consecutive months adopted by the City as its fiscal year for financial reporting purposes and shall initially mean the period beginning on January 1 of each calendar year and ending December 31 of the same calendar year.

"Listed Events" shall mean any of the events listed in Section 5(a) of this Disclosure Certificate.

"MSRB" shall mean the Municipal Securities Rulemaking Board, or any successor thereto.

"Official Statement" shall mean the Official Statement of the City relating to the Bonds.

"Participating Underwriter" shall mean Robert W. Baird & Co., Inc.

"Rule" shall mean Rule 15c2-12 adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

"State" shall mean the State of Georgia.

Section 3. Provision of Annual Reports.

- (a) The City shall, or shall cause the Dissemination Agent (if any) to provide, not later than 270 days after the end of the City's Fiscal Year (the "Reporting Date"), beginning for the Fiscal Year ending December 31, 2018, provide to EMMA in an electronic format prescribed by the MSRB an Annual Report which is consistent with the requirements of Section 4 of this Disclosure Certificate. The Annual Report may be submitted as a single document or as separate documents comprising a package, and may cross-reference other information as provided in Section 4 of this Disclosure Certificate; provided, however, that if audited financial statements are unavailable, unaudited financial statements may be submitted so long as such audited financial statements are furnished when available.
 - (b) The City or the Dissemination Agent (if any) shall:
 - (i) determine each year prior to the Reporting Date the appropriate electronic format prescribed by the MSRB for filing with the MSRB and the proper form of such filing:
 - (ii) if the Annual Report (or the audited financial statements which were to be separately submitted) is not filed by the date required in subsection (a), send a notice, in a timely manner to EMMA in an electronic format prescribed by the MSRB in substantially the form attached hereto as Exhibit A; and
 - (iii) if the Dissemination Agent is other than the City, file a report with the City certifying that the Annual Report has been provided pursuant to this Disclosure Certificate and the date provided.
- Section 4. <u>Content of Annual Reports</u>. The City's Annual Report for each Fiscal Year shall contain or incorporate by reference the following:
 - (a) The financial statements of the City for the preceding Fiscal Year, which must be prepared in accordance with generally accepted accounting principles as in effect

from time to time. If audited financial statements of the City are not yet available, the unaudited financial statements of the City shall be provided, and when audited financial statements of the City are available, the audited financial statements of the City shall be substituted for the unaudited financial statements. Each set of such audited financial statements shall be accompanied by an audit report resulting from an audit conducted by an independent certified public accountant or firm of independent public accountants in conformity with generally accepted auditing standards.

- (b) If generally accepted accounting standards changed from the previous Fiscal Year and if such changes are material to the City, a narrative description (as required by Section 8 of this Disclosure Certificate) of the impact of the changes on the City.
- (c) A statement indicating that the City's Fiscal Year has not changed, or, if the Fiscal Year has changed, a statement indicating the new Fiscal Year.
- (d) To the extent not included in items provided pursuant to subsection (a) above, information for the Fiscal Year of the type set forth in the Official Statement under the following headings: "CITY AD VALOREM TAXATION Property Tax Collections," "– Property Tax Millage Rates," "– Ad Valorem Property Tax Digest," and "– Ten Largest Taxpayers."

Any or all of the items listed above may be incorporated by reference from other documents, including official statements of debt issues of the City or related public entities, which have been submitted to the MSRB or the Securities and Exchange Commission. If the document incorporated by reference is a final official statement, it must be available from the MSRB in an electronic format prescribed by the MSRB. The City shall clearly identify each such other document so incorporated by reference. All of the documents provided to EMMA shall be accompanied by identifying information prescribed by the MSRB.

Section 5. Reporting of Significant Events.

- (a) Within ten (10) business days of the occurrence of one of the following Listed Events, the City or the Dissemination Agent (if any) shall file a notice of such occurrence with EMMA.
 - (i) Principal and interest payment delinquencies.
 - (ii) Non-payment related defaults, if material.
 - (iii) Unscheduled draws on debt service reserves reflecting financial difficulties.
 - (iv) Unscheduled draws on credit enhancements reflecting financial difficulties.

- (v) Substitution of credit or liquidity providers, or their failure to perform.
- (vi) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, or a Notice of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other events affecting the tax status of the Bonds.
 - (vii) Modification to rights of Beneficial Owners, if material.
 - (viii) Bond calls, if material, and tender offers.
 - (ix) Defeasances.
- (x) Release, substitution or sale of property securing repayment of the Bonds, if material.
 - (xi) Rating changes.
- (xii) Bankruptcy, insolvency, receivership, or a similar proceeding by an obligated person.
- (xiii) Consummation of a merger, consolidation, acquisition involving an obligated person, or sale of all or substantially all of the assets of an obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material.
- (xiv) Appointment of an additional or a successor trustee, or the change in name of a trustee, if material.
- (b) The content of any notice of the occurrence of a listed event under subsection (a) above shall be determined by the City and shall be in substantially the form attached hereto as Exhibit B.
- (c) All of the documents provided to EMMA shall be accompanied by identifying information prescribed by the MSRB.
- Section 6. <u>Termination of Reporting Obligation</u>. The City's obligations under this Disclosure Certificate shall terminate upon the legal defeasance, prior redemption or payment in full of all of the Bonds. If the City's obligations are assumed in full by some other entity, such person shall be responsible for compliance with this Disclosure Certificate in the same manner as if it were the City and the City shall have no further responsibility hereunder. The City will provide notice of such termination to EMMA in an electronic format as prescribed by the MSRB.

Section 7. <u>Dissemination Agent</u>. The City may, from time to time, appoint a Dissemination Agent to assist it in carrying out its obligations under this Disclosure Certificate, and the City may, from time to time, discharge the Dissemination Agent, with or without appointing a successor Dissemination Agent.

Section 8. <u>Amendment</u>. This Disclosure Certificate may not be amended unless independent counsel experienced in securities law matters has rendered an opinion to the City to the effect that the amendment does not violate the provisions of the Rule.

In the event that this Disclosure Certificate is amended or any provision of this Disclosure Certificate is waived, the first Annual Report containing any amended, or omitting any waived, operating data or financial information shall explain, in narrative form, the reasons for the amendment or waiver and the impact of the change in the type of operating data or financial information being provided in the Annual Report. If the amendment or waiver relates to the accounting principles to be followed in preparing financial statements, the Annual Report for the year in which the change is made shall present a comparison between the financial statements or information prepared on the basis of the new accounting principles and those prepared on the basis of the former accounting principles. The comparison shall include a qualitative discussion of the differences in the accounting principles and impact of the change in the accounting principles on the presentation of the financial information. To the extent reasonably feasible, the comparison must also be quantitative. A notice of the change in the accounting principles shall be filed with the MSRB in an electronic format as prescribed by the MSRB (which, as of the date hereof, is EMMA) on or before the effective date of any such amendment or waiver.

Section 9. <u>Additional Information</u>. Nothing in this Disclosure Certificate shall be deemed to prevent the City from disseminating any other information, using the means of dissemination set forth in this Disclosure Certificate or any other means of communication, or including any other information in any Annual Report or notice of occurrence of a Listed Event in addition to that which is required by this Disclosure Certificate. If the City chooses to include any information in any Annual Report or notice of occurrence of a Listed Event in addition to that which is specifically required by this Disclosure Certificate, the City shall have no obligation under this Disclosure Certificate to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event.

Section 10. <u>Default</u>. In the event of a failure of the City to comply with any provision of this Disclosure Certificate, any Beneficial Owner may initiate an action against the City to compel performance. A default under this Disclosure Certificate shall not be deemed a "default" or an "event of default" under the Resolution, and the sole remedy under this Disclosure Certificate in the event of any failure of the City to comply with this Disclosure Certificate shall be an action to compel performance.

Section 11. <u>Duties, Immunities and Liabilities of Dissemination Agent</u>. The Dissemination Agent (if any) shall have only such duties as are specifically set forth in this Disclosure Certificate. The Dissemination Agent may consult with counsel (who may, but need not, be counsel for the City), and the opinion of such counsel shall be full and complete

authorization and protection in respect of any action taken or suffered by it hereunder in good faith and in accordance with the opinion of such counsel.

- Section 12. <u>Beneficiaries</u>. This Disclosure Certificate shall inure solely to the benefit of the City, the Participating Underwriter, and Beneficial Owners from time to time of the Bonds, and shall create no rights in any other person or entity.
- Section 13. <u>Counterparts</u>. This Disclosure Certificate may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.
- Section 14. <u>Governing Law</u>. This Disclosure Certificate shall be governed by and construed in accordance with the laws of the State of Georgia.
- Section 15. <u>Severability</u>. In case any one or more of the provisions of this Disclosure Certificate shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provision of this Disclosure Certificate, but this Disclosure Certificate shall be construed and enforced as if such illegal or invalid provision had not been contained herein.

WITNESS my hand and the seal of the City this 22nd day of January, 2019.

CITY OF BROOKHAVEN, GEORGIA (SEAL) By: Mayor Attest:

EXHIBIT A

NOTICE OF FAILURE TO FILE ANNUAL REPORT

Name of Issuer:	City of Brookhaven, Georgia
Name of Bond Issue:	\$38,855,000 City of Brookhaven, Georgia General Obligation Bonds, Series 2019
CUSIP Number(s) ¹	
Date of Issuance:	January 31, 2019
corporation of the Stat respect to the above-ca January 22, 2019. This not	E IS HEREBY GIVEN that the City of Brookhaven, Georgia, a municipal e of Georgia (the "City") has not provided an Annual Report due with ptioned Bonds as required by its Continuing Disclosure Certificate, dated The City anticipates that the Annual Report will be filed by ice is based on the best information available at the time of dissemination. g this notice should be directed to
Dated:	CITY OF BROOKHAVEN, GEORGIA
	Name:Title:

¹ No representation is made as to the correctness of the CUSIP number(s) either as printed on the Bonds or as contained herein, and reliance may only be placed on other bond identification contained herein.

EXHIBIT B

NOTICE OF [INSERT THE LISTED EVENT]

Relating to

\$38,855,000 CITY OF BROOKHAVEN, GEORGIA GENERAL OBLIGATION BONDS, SERIES 2019

CUSIP NUMBERS¹

Notice is hereby given that [insert the Listed Event] has occurred with respect to the above-captioned bonds (the "Bonds"). [Describe circumstances leading up to the event, action being taken and anticipated impact.]

[Notice of the Listed Events described in Section 5(a)(ix) shall include the following:

The City of Brookhaven, Georgia (the "City") has reserved the right to redeem such refunded or defeased bonds prior to their stated maturity date in accordance with the optional redemption provisions of said defeased bonds.

OR

The City has covenanted not to exercise any optional redemption provisions under the Resolution; however, the sinking fund provision will survive the defeasance.

AND

The Bonds have be	en defeased to	[maturity/the fir	rst call date,	which is
]. This notice	does not cons	stitute a notice o	of redemption	n and no
Bonds should be delivered	to the City or	to the Paying Ag	gent as a resu	ılt of this
mailing. A Notice of Reden	nption instructi	ng you where to	submit your F	3onds for
payment will be mailed	to	_ days prior to th	ne redemption	n date.]

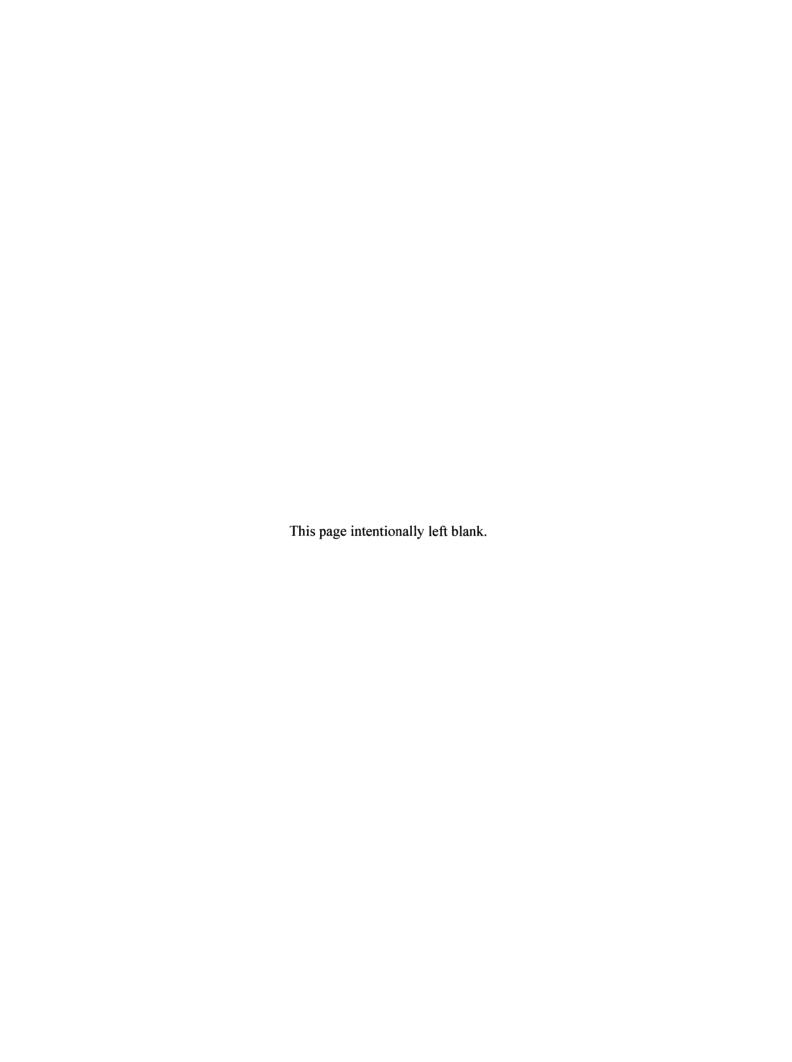
C-9

¹ No representation is made as to the correctness of the CUSIP number(s) either as printed on the Bonds or as contained herein, and reliance may only be placed on other bond identification contained herein.

	This notice is b	based on the	best inform	nation availa	able at the	time of
dissemination a regarding this n	•		•	-		
applicable].	onec should be	uncered to [iii	isort mstrae	cross for pro-	senting seed	11105, 11
D-4- 4.						
Dated:						
		(CITY OF BI	ROOKHAVI	EN, GEORG	ΊA
		_				
		1	Vame:			
		П	Title:			

APPENDIX D

Form of Book-Entry Only System



BOOK-ENTRY ONLY SYSTEM

DTC will act as securities depository for the Bonds. The Bonds will be issued as fully-registered Bonds registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered Bond certificate will be issued for each maturity of the Bonds and will be deposited with DTC.

DTC, the world's largest securities depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments from over 100 countries that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation, Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has a Standard & Poor's rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com and www.dtc.org.

Purchases of Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Bonds on DTC's records. The ownership interest of each actual purchaser of Bonds ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in Bonds, except in the event that use of the book-entry system for the Bonds is discontinued.

To facilitate subsequent transfers, all the Bonds deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co. or such other name as may be requested by an authorized representative of DTC. The deposit of Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not affect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Bonds, such as redemptions, tenders, defaults, and proposed amendments to the Bond documents. For example, Beneficial Owners of Bonds may wish to ascertain that the nominee holding the Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to Bonds unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the City as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Principal and interest payments on the Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts, upon DTC's receipt of funds and corresponding detail information from the City or the Paying Agent, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the City or the Paying Agent, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal and interest to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the City or the Paying Agent, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the Bonds at any time by giving reasonable notice to the City or the Paying Agent. Under such circumstances, in the event that a successor depository is not obtained, certificates for the Bonds are required to be printed and delivered.

The City may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, certificates for the Bonds will be printed and delivered.

The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the City believes to be reliable, but the City takes no responsibility for the accuracy thereof.

NEITHER THE CITY NOR THE PAYING AGENT NOR THE UNDERWRITER (OTHER THAN IN THEIR CAPACITY, IF ANY, AS A DIRECT PARTICIPANT OR AN INDIRECT PARTICIPANT) WILL HAVE ANY OBLIGATION TO THE DIRECT PARTICIPANTS OR THE INDIRECT PARTICIPANTS OR THE BENEFICIAL OWNERS WITH RESPECT TO DTC'S PROCEDURES OR ANY PROCEDURES OR ARRANGEMENTS BETWEEN DIRECT PARTICIPANTS, INDIRECT PARTICIPANTS AND BENEFICIAL OWNERS.

NEITHER THE CITY NOR THE PAYING AGENT WILL HAVE ANY RESPONSIBILITY OR OBLIGATION TO PARTICIPANTS, BENEFICIAL OWNERS OR OTHER NOMINEES OF SUCH BENEFICIAL OWNERS FOR (1) SENDING TRANSACTION STATEMENTS; (2) MAINTAINING, SUPERVISING OR REVIEWING, THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY PARTICIPANT OR OTHER NOMINEES OF SUCH BENEFICIAL OWNERS; (3) PAYMENT OR THE TIMELINESS OF PAYMENT BY DTC TO ANY PARTICIPANT, OR BY ANY PARTICIPANT OR OTHER NOMINEES OF BENEFICIAL OWNERS TO ANY BENEFICIAL OWNER, OF ANY AMOUNT DUE IN RESPECT OF THE PRINCIPAL OF OR REDEMPTION PREMIUM, IF ANY, OR INTEREST ON BONDS; (4) DELIVERY OR TIMELY DELIVERY BY DTC TO ANY PARTICIPANT, OR BY ANY PARTICIPANT OR OTHER NOMINEES OF BENEFICIAL OWNERS TO ANY BENEFICIAL OWNERS, OF ANY NOTICE OR OTHER COMMUNICATION WHICH IS REQUIRED OR PERMITTED UNDER THE TERMS OF THE RESOLUTION TO BE GIVEN TO HOLDERS OR OWNERS OF BONDS; OR (5) ANY ACTION TAKEN BY DTC OR ITS NOMINEE AS THE REGISTERED OWNER OF BONDS.

PARITY Result Screen Page 1 of 1

	f			
11:42:56 a.m. EDST	Upcoming Calendar	Overview	Compare	Summary

Bid Results

Brookhaven \$40,000,000 General Obligation Bonds, Series 2019

The following bids were submitted using **PARITY**® and displayed ranked by lowest TIC. Click on the name of each bidder to see the respective bids.

Bid Award*	Bidder Name	TIC
	Robert W. Baird & Co., Inc.	3.326891
	Mesirow Financial, Inc.	3.429122
	J.P. Morgan Securities LLC	3.447077
	Citigroup Global Markets Inc.	3.463196
	Wells Fargo Bank, National Association	3.488364
	RBC Capital Markets	3.489798
	<u>HilltopSecurities</u>	3.496304
	<u>Piper Jaffray</u>	3.497089
	Fidelity Capital Markets	3.527089
	Bank of America Merrill Lynch	3.554065

^{*}Awarding the Bonds to a specific bidder will provide you with the Reoffering Prices and Yields.

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Upcoming Calendar Overview Result Exce	Upcoming Calendar	Overview	Result	Excel
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Robert W. Baird & Co., Inc. - Red Bank , NJ's Bid Brookhaven \$40,000,000 General Obligation Bonds, Series 2019

For the aggregate principal amount of \$40,000,000.00, we will pay you \$41,307,949.25, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %	Yield %	Dollar Price
07/01/2020	775 M	5.0000	1.6700	104.641
07/01/2021	805M	5.0000	1.6800	107.829
07/01/2022	830M	5.0000	1.7000	110.907
07/01/2023	860M	5.0000	1.7500	113.754
07/01/2024	890M	5.0000	1.8100	116.387
07/01/2025	920M	5.0000	1.8700	118.841
07/01/2026	955M	5.0000	1.9400	121.041
07/01/2027	985M	5.0000	2.0300	122.870
07/01/2028	1,020M	5.0000	2.1200	124.465
07/01/2029	1,055M	5.0000	2.2300	123.408
07/01/2030	1,095M	3.0000	2.4000	105.028
07/01/2031	1,130M	4.0000	2.6000	111.625
07/01/2032	1,170M	4.0000	2.7000	110.743
07/01/2033	1,210M	3.0000	3.0000	100.000
07/01/2034	1,255M	3.0000	3.1000	98.780
07/01/2035	1,300M	3.1250	3.2000	99.046
07/01/2036	1,345M	3.1250	3.2500	98.345
07/01/2037	1,390M	3.2500	3.3000	99.312
07/01/2038	1,440M	3.2500	3.3500	98.579
07/01/2039	1,490M	3.3750	3.4000	99.632
07/01/2040	1,540M	3.5000	3.4200	100.637
07/01/2041	1,595 M	3.5000	3.4400	100.477
07/01/2042	1,650M	3.5000	3.4600	100.317
07/01/2043	1,710M	3.5000	3.4800	100.157
07/01/2044	1,770M	3.5000	3.5000	100.000
<u>07/01/2045</u>				
<u>07/01/2046</u>				
<u>07/01/2047</u>				
<u>07/01/2048</u>				
07/01/2049	9,815 M	3.5000	3.5500	99.072 236.399.53

Total Interest Cost: \$26,236,399.53
Premium: \$1,307,949.25
Net Interest Cost: \$24,928,450.28
TIC: 3.326891
Time Last Bid Received On:01/22/2019 10:56:24 EST

Upcoming Calendar	Overview	Result	Excel	
Opcorning Calendar	Overview	Resuit	Excei	ĺ

Mesirow Financial, Inc. - Chicago, IL's Bid

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Brookhaven \$40,000,000 General Obligation Bonds, Series 2019

For the aggregate principal amount of \$40,000,000.00, we will pay you \$41,101,129.18, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %	Yield %	Dollar Price
07/01/2020	775M	5.0000	1.6500	104.670
07/01/2021	805M	5.0000	1.6700	107.853
07/01/2022	830M	5.0000	1.7000	110.907
07/01/2023	860M	5.0000	1.7500	113.754
07/01/2024	890M	5.0000	1.8100	116.387
07/01/2025	920 M	5.0000	1.8600	118.908
07/01/2026	955M	5.0000	1.9300	121.118
07/01/2027	985M	5.0000	2.0100	123.044
07/01/2028	1,020M	5.0000	2.1000	124.659
07/01/2029	1,055M	5.0000	2.1900	123.791
07/01/2030	1,095M	5.0000	2.3000	122.741
07/01/2031	1,130M	3.0000	2.7200	102.310
07/01/2032	1,170M	4.0000	2.7300	110.481
07/01/2033	1,210M	4.0000	2.8400	109.523
07/01/2034	1,255M	3.0000	3.1500	98.177
07/01/2035	1,300M	3.0000	3.2300	97.085
07/01/2036	1,345M	3.1250	3.3000	97.694
07/01/2037	1,390M	3.2500	3.3700	98.361
07/01/2038	1,440M	3.2500	3.4500	97.184
07/01/2039	1,490M	3.3750	3.5200	97.898
07/01/2040	1,540M	3.3750	3.5700	97.095
07/01/2041	1,595M	3.3750	3.6000	96.556
07/01/2042	1,650M	3.5000	3.6300	97.958
07/01/2043	1,710M	3.5000	3.6600	97.429
07/01/2044	1,770M	3.5000	3.6800	97.042
07/01/2045	1,830M	3.5000	3.7000	96.644
07/01/2046				
07/01/2047				
07/01/2048				
07/01/2049	7,985M	3.6250	3.7640	97.500

 Total Interest Cost:
 \$26,697,088.45

 Premium:
 \$1,101,129.18

 Net Interest Cost:
 \$25,595,959.27

 TIC:
 3.429122

 Time Last Bid Received On:01/22/2019 10:59:53 EST

Upcoming Calendar	Overview	Result	Excel
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J.P. Morgan Securities LLC - New York , NY's Bid Brookhaven \$40,000,000 General Obligation Bonds, Series 2019

For the aggregate principal amount of \$40,000,000.00, we will pay you \$42,203,893.71, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

07/01/2021 805M 5.0000 1.7100 10 07/01/2022 830M 5.0000 1.7400 11 07/01/2023 860M 2.0000 1.7900 10 07/01/2024 890M 5.0000 1.8500 11 07/01/2025 920M 5.0000 1.9100 11 07/01/2026 955M 5.0000 1.9500 12 07/01/2027 985M 5.0000 2.0300 12 07/01/2028 1,020M 5.0000 2.1200 12 07/01/2030 1,095M 5.0000 2.2100 12 07/01/2031 1,130M 2.8750 2.9500 9 07/01/2032 1,170M 3.0000 3.0700 9	04.598 07.754 10.766 00.887 16.162 18.575 20.964 22.870 24.465
07/01/2022 830M 5.0000 1.7400 11 07/01/2023 860M 2.0000 1.7900 10 07/01/2024 890M 5.0000 1.8500 11 07/01/2025 920M 5.0000 1.9100 11 07/01/2026 955M 5.0000 1.9500 12 07/01/2027 985M 5.0000 2.0300 12 07/01/2028 1,020M 5.0000 2.1200 12 07/01/2039 1,055M 5.0000 2.2100 12 07/01/2031 1,130M 2.8750 2.9500 9 07/01/2032 1,170M 3.0000 3.0700 9	0.766 00.887 16.162 18.575 20.964 22.870
07/01/2023 860M 2.0000 1.7900 10 07/01/2024 890M 5.0000 1.8500 11 07/01/2025 920M 5.0000 1.9100 11 07/01/2026 955M 5.0000 1.9500 12 07/01/2027 985M 5.0000 2.0300 12 07/01/2028 1,020M 5.0000 2.1200 12 07/01/2029 1,055M 5.0000 2.2100 12 07/01/2030 1,095M 5.0000 2.3000 12 07/01/2031 1,130M 2.8750 2.9500 9 07/01/2032 1,170M 3.0000 3.0700 9	00.887 16.162 18.575 20.964 22.870
07/01/2024 890M 5.0000 1.8500 11 07/01/2025 920M 5.0000 1.9100 11 07/01/2026 955M 5.0000 1.9500 12 07/01/2027 985M 5.0000 2.0300 12 07/01/2028 1,020M 5.0000 2.1200 12 07/01/2029 1,055M 5.0000 2.2100 12 07/01/2030 1,095M 5.0000 2.3000 12 07/01/2031 1,130M 2.8750 2.9500 9 07/01/2032 1,170M 3.0000 3.0700 9	16.162 18.575 20.964 22.870
07/01/2025 920M 5.0000 1.9100 11 07/01/2026 955M 5.0000 1.9500 12 07/01/2027 985M 5.0000 2.0300 12 07/01/2028 1,020M 5.0000 2.1200 12 07/01/2029 1,055M 5.0000 2.2100 12 07/01/2030 1,095M 5.0000 2.3000 12 07/01/2031 1,130M 2.8750 2.9500 9 07/01/2032 1,170M 3.0000 3.0700 9	18.575 20.964 22.870
07/01/2026 955M 5.0000 1.9500 12 07/01/2027 985M 5.0000 2.0300 12 07/01/2028 1,020M 5.0000 2.1200 12 07/01/2029 1,055M 5.0000 2.2100 12 07/01/2030 1,095M 5.0000 2.3000 12 07/01/2031 1,130M 2.8750 2.9500 9 07/01/2032 1,170M 3.0000 3.0700 9	20.964 22.870
07/01/2027 985M 5.0000 2.0300 12 07/01/2028 1,020M 5.0000 2.1200 12 07/01/2029 1,055M 5.0000 2.2100 12 07/01/2030 1,095M 5.0000 2.3000 12 07/01/2031 1,130M 2.8750 2.9500 9 07/01/2032 1,170M 3.0000 3.0700 9	22.870
07/01/2028 1,020M 5.0000 2.1200 12 07/01/2029 1,055M 5.0000 2.2100 12 07/01/2030 1,095M 5.0000 2.3000 12 07/01/2031 1,130M 2.8750 2.9500 9 07/01/2032 1,170M 3.0000 3.0700 9	
07/01/2029 1,055M 5.0000 2.2100 12 07/01/2030 1,095M 5.0000 2.3000 12 07/01/2031 1,130M 2.8750 2.9500 9 07/01/2032 1,170M 3.0000 3.0700 9	24 465
07/01/2030 1,095M 5.0000 2.3000 12 07/01/2031 1,130M 2.8750 2.9500 9 07/01/2032 1,170M 3.0000 3.0700 9	-7. 7 00
07/01/2031 1,130M 2.8750 2.9500 9 07/01/2032 1,170M 3.0000 3.0700 9	23.599
07/01/2032 1,170M 3.0000 3.0700 9	22.741
	9.223
	9.233
07/01/2033 1,210M 3.1250 3.1700 9	9.480
07/01/2034 1,255M 3.2500 3.2500 10	00.00
07/01/2035	8.992
· · · · · · · · · · · · · · · · · · ·	9.671
07/01/2037 1,390M 3.3750 3.4700 9	8.713
07/01/2038	9.439
07/01/2039 1,490M 3.5000 3.6000 9	8.560
07/01/2040 1,540M 3.6250 3.6400 9	9.775
<u>07/01/2041</u>	
<u>07/01/2042</u>	
<u>07/01/2043</u>	
<u>07/01/2044</u> 6,725M 4.0000 3.4500 10)4.387
<u>07/01/2045</u>	
<u>07/01/2046</u>	
<u>07/01/2047</u>	
<u>07/01/2048</u>	
07/01/2049 9,815M 4.0000 3.5000 10	

Total Interest Cost: \$28,598,006.89
Premium: \$2,203,893.71
Net Interest Cost: \$26,394,113.18
TIC: 3.447077
Time Last Bid Received On:01/22/2019 10:59:49 EST

Upcoming Calendar	Overview	Result	Excel

Citigroup Global Markets Inc. - Los Angeles , CA's Bid Brookhaven \$40,000,000 General Obligation Bonds, Series 2019

For the aggregate principal amount of \$40,000,000.00, we will pay you \$41,827,033.05, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

e date of delive				
Maturity Date				
07/01/2020	775M	5.0000	1.6500	104.670
07/01/2021	805M	5.0000	1.6700	107.853
07/01/2022	830M	5.0000	1.7000	110.907
07/01/2023	860M	5.0000	1.7400	113.799
07/01/2024	890M	5.0000	1.8000	116.443
07/01/2025	920M	5.0000	1.8600	118.908
07/01/2026	955 M	5.0000	1.9300	121.118
07/01/2027	985M	5.0000	2.0100	123.044
07/01/2028	1,020M	5.0000	2.1100	124.562
07/01/2029	1,055M	5.0000	2.2000	123.695
07/01/2030	1,095M	5.0000	2.2900	122.836
07/01/2031	1,130M	2.8750	2.9500	99.223
07/01/2032	1,170M	3.0000	3.0700	99.233
07/01/2033	1,210M	3.1250	3.1700	99.480
07/01/2034	1,255M	3.2500	3.2500	100.000
07/01/2035	1,300M	3.2500	3.3300	98.992
07/01/2036	1,345M	3.3750	3.4000	99.671
07/01/2037	1,390M	3.3750	3.4700	98.713
07/01/2038	1,440M	3.5000	3.5400	99.439
07/01/2039	1,490M	3.5000	3.6000	98.560
07/01/2040	1,540M	3.6250	3.6400	99.775
07/01/2041				
07/01/2042				
07/01/2043	4,955M	3.5000	3.6500	97.587
07/01/2044				
07/01/2045				
<u>07/01/2046</u>	5,495M	4.0000	3.5800	103.329
07/01/2047				
<u>07/01/2048</u>				
07/01/2049	6,090M	4.0000	3.6100	103.087

Total Interest Cost: \$28,131,236.82
Premium: \$1,827,033.05
Net Interest Cost: \$26,304,203.77
TIC: 3.463196
Time Last Bid Received On:01/22/2019 10:59:35 EST

Upcoming Calendar	Overview	Result	Excel
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For the aggregate principal amount of \$40,000,000.00, we will pay you \$41,698,017.90, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %	Yield %	Dollar Price
07/01/2020	775M	5.0000	1.7000	104.598
07/01/2021	805M	5.0000	1.7100	107.754
07/01/2022	830M	5.0000	1.7400	110.766
07/01/2023	860M	2.0000	1.7900	100.887
07/01/2024	890M	5.0000	1.8500	116.162
07/01/2025	920M	5.0000	1.9100	118.575
07/01/2026	955 M	5.0000	1.9800	120.734
07/01/2027	985M	5.0000	2.0600	122.610
07/01/2028	1,020M	5.0000	2.1500	124.176
07/01/2029	1,055M	3.0000	2.2500	106.331
07/01/2030	1,095M	4.0000	2.3800	113.592
07/01/2031	1,130M	2.8750	2.9500	99.223
07/01/2032	1,170M	3.0000	3.0700	99.233
07/01/2033	1,210M	3.1250	3.1700	99.480
07/01/2034	1,255M	3.2500	3.2500	100.000
07/01/2035	1,300M	3.2500	3.3300	98.992
07/01/2036	1,345M	3.3750	3.4000	99.671
07/01/2037	1,390M	3.3750	3.4700	98.713
07/01/2038	1,440M	3.5000	3.5400	99.439
07/01/2039	1,490M	3.5000	3.6000	98.560
07/01/2040	1,540M	3.6250	3.6400	99.775
07/01/2041	1,595M	4.0000	3.4600	104.305
07/01/2042	1,650M	4.0000	3.4900	104.060
07/01/2043	1,710M	4.0000	3.5200	103.816
07/01/2044	1,770M	4.0000	3.5400	103.654
07/01/2045	1,830M	4.0000	3.5600	103.491
07/01/2046	1,895M	4.0000	3.5800	103.329
07/01/2047	1,960M	4.0000	3.5900	103.249
07/01/2048	2,030M	4.0000	3.6000	103.168
07/01/2049	2,100M	4.0000	3.6100	103.087

Total Interest Cost: \$28,253,113.70
Premium: \$1,698,017.90
Net Interest Cost: \$26,555,095.80
TIC: 3.488364
Time Last Bid Received On:01/22/2019 10:59:52 EST

Upcoming Calendar	Overview	Result	Excel
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RBC Capital Markets - New York , NY's Bid

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Brookhaven \$40,000,000 General Obligation Bonds, Series 2019

For the aggregate principal amount of \$40,000,000.00, we will pay you \$40,635,199.36, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %	Yield %	Dollar Price
07/01/2020	775M	5.0000	1.6500	104.670
07/01/2021	805M	5.0000	1.6700	107.853
07/01/2022	830M	5.0000	1.7100	110.872
07/01/2023	860M	2.0000	1.7900	100.887
07/01/2024	890M	2.0000	1.8800	100.614
07/01/2025	920M	5.0000	1.9100	118.575
07/01/2026	955M	5.0000	2.0000	120.581
07/01/2027	985M	5.0000	2.0900	122.350
07/01/2028	1,020M	5.0000	2.1900	123.791
07/01/2029	1,055M	5.0000	2.2900	122.836
07/01/2030	1,095M	4.0000	2.5800	111.802
07/01/2031	1,130M	2.8750	2.9500	99.223
07/01/2032	1,170M	3.0000	3.0700	99.233
07/01/2033	1,210M	3.1250	3.1700	99.480
07/01/2034	1,255M	3.2500	3.2500	100.000
07/01/2035	1,300M	3.2500	3.3300	98.992
07/01/2036	1,345M	3.3750	3.4000	99.671
07/01/2037	1,390M	3.3750	3.4700	98.713
07/01/2038	1,440M	3.5000	3.5400	99.439
07/01/2039	1,490M	3.5000	3.6000	98.560
07/01/2040	1,540M	3.6250	3.6400	99.775
07/01/2041				
07/01/2042				
07/01/2043				
07/01/2044	6,725M	3.5000	3.7000	96.721
<u>07/01/2045</u>				
07/01/2046				
07/01/2047	5,685M	3.6250	3.7500	97.824
07/01/2048				
07/01/2049	4,130M	3.7500	3.8200	L
		3.7500	L	98.744 628 469 4

Total Interest Cost: \$26,628,469.44
Premium: \$635,199.36
Net Interest Cost: \$25,993,270.08
TIC: 3.489798
Time Last Bid Received On:01/22/2019 10:59:19 EST

Upcoming Calendar Overview Result Excel

HilltopSecurities - Dallas , TX's Bid

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Brookhaven \$40,000,000 General Obligation Bonds, Series 2019

For the aggregate principal amount of \$40,000,000.00, we will pay you \$42,040,000.00, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %	Yield %	Dollar Price
07/01/2020	775M	5.0000	1.6700	104.641
07/01/2021	805M	5.0000	1.6800	107.829
07/01/2022	830M	5.0000	1.7100	110.872
07/01/2023	860M	2.0000	1.7600	101.014
07/01/2024	890M	2.0000	1.8200	100.923
07/01/2025	920M	5.0000	1.8800	118.775
07/01/2026	955M	5.0000	1.9500	120.964
07/01/2027	985M	5.0000	2.0300	122.870
07/01/2028	1,020M	5.0000	2.1200	124.465
07/01/2029	1,055 M	5.0000	2.2000	123.695
07/01/2030	1,095M	4.0000	2.5300	112.246
07/01/2031	1,130M	4.0000	2.7200	110.568
07/01/2032	1,170M	4.0000	2.8300	109.610
07/01/2033	1,210M	4.0000	2.9400	108.661
07/01/2034	1,255M	4.0000	3.0200	107.978
07/01/2035	1,300M	4.0000	3.1100	107.214
07/01/2036	1,345M	4.0000	3.1900	106.541
07/01/2037	1,390M	4.0000	3.2700	105.873
07/01/2038	1,440M	4.0000	3.3500	105.210
07/01/2039	1,490M	3.3750	3.5600	97.329
07/01/2040				
<u>07/01/2041</u>				
07/01/2042				
07/01/2043				
07/01/2044	8,265M	3.5000	3.6700	97.203
07/01/2045				
<u>07/01/2046</u>				
07/01/2047				
07/01/2048				
07/01/2049	9,815 M	4.0000	3.6100	103.087

Total Interest Cost: \$28,662,299.13

Premium: \$2,040,000.00

Net Interest Cost: \$26,622,299.13

TIC: 3.496304

Time Last Bid Received On:01/22/2019 10:59:40 EST

Upcoming Calendar	Overview	Result	Excel
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Piper Jaffray - Minneapolis , MN's Bid

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Brookhaven \$40,000,000 General Obligation Bonds, Series 2019

For the aggregate principal amount of \$40,000,000.00, we will pay you \$41,683,045.34, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

e date of delive				elest at the i
Maturity Date				
07/01/2020	775M	5.0000	1.7000	104.598
07/01/2021	805M	5.0000	1.7100	107.754
07/01/2022	830M	5.0000	1.7400	110.766
07/01/2023	860M	2.0000	1.7900	100.887
07/01/2024	890M	2.0000	1.8800	100.614
07/01/2025	920M	5.0000	1.9500	118.310
07/01/2026	955 M	5.0000	2.0300	120.352
07/01/2027	985 M	5.0000	2.1100	122.178
07/01/2028	1,020M	5.0000	2.2000	123.695
07/01/2029	1,055M	5.0000	2.3000	122.741
07/01/2030	1,095M	5.0000	2.4000	121.795
07/01/2031	1,130M	2.8750	2.9500	99.223
07/01/2032	1,170M	3.0000	3.0700	99.233
07/01/2033	1,210M	3.1250	3.1700	99.480
07/01/2034	1,255 M	3.2500	3.2500	100.000
07/01/2035	1,300M	3.2500	3.3300	98.992
07/01/2036	1,345M	3.3750	3.4000	99.671
07/01/2037	1,390M	3.3750	3.4700	98.713
07/01/2038	1,440M	3.5000	3.5400	99.439
07/01/2039	1,490M	3.5000	3.6000	98.560
07/01/2040	1,540M	3.6250	3.6400	99.775
07/01/2041	1,595 M	3.5000	3.6500	97.714
07/01/2042				
07/01/2043				
07/01/2044	5,130M	4.0000	3.5600	103.491
07/01/2045				
07/01/2046				
07/01/2047				
07/01/2048				
07/01/2049	9,815M	4.0000	3.6600	102.685
Total Interest	Cost		\$28	274 512 66

 Total Interest Cost:
 \$28,274,512.66

 Premium:
 \$1,683,045.34

 Net Interest Cost:
 \$26,591,467.32

 TIC:
 3.497089

 Time Last Bid Received On:01/22/2019 10:59:51 EST

Upcoming Calendar	Overview	Result	Excel
	8		

Fidelity Capital Markets - Boston , MA's Bid

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Brookhaven \$40,000,000 General Obligation Bonds, Series 2019

For the aggregate principal amount of \$40,000,000.00, we will pay you \$41,781,562.18, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %	Yield %	Dollar Price
07/01/2020	775 M	5.0000	1.6700	104.641
07/01/2021	805M	5.0000	1.6800	107.829
07/01/2022	830M	5.0000	1.7100	110.872
07/01/2023	860M	5.0000	1.7600	113.708
07/01/2024	890M	5.0000	1.8200	116.331
07/01/2025	920 M	5.0000	1.8800	118.775
07/01/2026	955 M	5.0000	1.9500	120.964
07/01/2027	985M	5.0000	2.0300	122.870
07/01/2028	1,020M	5.0000	2.1200	124.465
07/01/2029	1,055 M	5.0000	2.2500	123.217
07/01/2030	1,095M	4.0000	2.4200	113.232
07/01/2031	1,130M	4.0000	2.5700	111.891
07/01/2032	1,170M	4.0000	2.7000	110.743
07/01/2033	1,210M	3.0000	3.0000	100.000
07/01/2034	1,255M	3.0000	3.0900	98.901
07/01/2035	1,300 M	3.0000	3.1800	97.710
07/01/2036	1,345M	3.2500	3.2600	99.866
07/01/2037	1,390M	3.3750	3.4000	99.657
07/01/2038	1,440 M	3.5000	3.5000	100.000
07/01/2039	1,490M	4.0000	3.4500	104.387
07/01/2040	1,540M	3.6250	3.6500	99.628
07/01/2041				
07/01/2042	3,245M	4.0000	3.5800	103.329
07/01/2043				
07/01/2044	3,480M	4.0000	3.6400	102.845
07/01/2045				
07/01/2046	3,725M	3.6250	3.7500	97.867
07/01/2047				
07/01/2048				
07/01/2049	6,090M	4.0000	3.7500	101.965

Total Interest Cost: \$28,525,009.77
Premium: \$1,781,562.18
Net Interest Cost: \$26,743,447.59
TIC: 3.527089
Time Last Bid Received On:01/22/2019 10:59:14 EST

Upcoming Calendar	Overview	Result	Excel
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Bank of America Merrill Lynch - New York , NY's Bid Brookhaven \$40,000,000 General Obligation Bonds, Series 2019

For the aggregate principal amount of \$40,000,000.00, we will pay you \$43,096,050.98, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate(s):

Maturity Date	Amount \$	Coupon %	Yield %	Dollar Price
07/01/2020	775M	5.0000	1.7300	104.555
07/01/2021	805M	5.0000	1.7600	107.631
07/01/2022	830M	5.0000	1.7900	110.591
07/01/2023	860M	5.0000	1.8400	113.344
07/01/2024	890M	5.0000	1.9000	115.883
07/01/2025	920M	5.0000	1.9500	118.310
07/01/2026	955M	5.0000	2.0000	120.581
07/01/2027	985M	5.0000	2.1200	122.091
07/01/2028	1,020M	5.0000	2.2200	123.504
07/01/2029	1,055M	5.0000	2.3300	122.456
07/01/2030	1,095M	5.0000	2.4400	121.419
07/01/2031	1,130M	5.0000	2.5400	120.485
07/01/2032	1,170M	5.0000	2.6000	119.929
07/01/2033	1,210M	4.0000	2.9600	108.490
07/01/2034	1,255M	4.0000	3.0700	107.553
07/01/2035	1,300M	4.0000	3.1700	106.709
07/01/2036	1,345M	4.0000	3.2500	106.040
07/01/2037	1,390M	4.0000	3.3100	105.541
07/01/2038	1,440M	4.0000	3.3700	105.044
07/01/2039	1,490M	4.0000	3.4200	104.633
07/01/2040				
<u>07/01/2041</u>				
<u>07/01/2042</u>				
07/01/2043				
<u>07/01/2044</u>	8,265 M	4.0000	3.5800	103.329
<u>07/01/2045</u>				
<u>07/01/2046</u>				
<u>07/01/2047</u>				
<u>07/01/2048</u>				
<u>07/01/2049</u>	9,815 M	4.0000	3.6600	
Total Interest	Coot		000	504 249 72

Total Interest Cost: \$30,504,249.72
Premium: \$3,096,050.98
Net Interest Cost: \$27,408,198.74
TIC: 3.554065
Time Last Bid Received On:01/22/2019 10:57:30 EST

RECEIPT FOR BONDS

Robert W. Baird & Co., Inc., HEREBY ACKNOWLEDGES receipt of \$38,855,000 in aggregate principal amount of City of Brookhaven, Georgia General Obligation Bonds, Series 2019 (the "Bonds"). The Bonds are more particularly described in the bond resolution adopted by the City of Brookhaven, Georgia on January 22, 2019.

WITNESS my hand, this 31st day of January, 2019.

ROBERT W. BAIRD & CO., INC.

Nam

Title:

(Receipt for Bonds)

RULE 15c2-12 CERTIFICATE CITY OF BROOKHAVEN, GEORGIA

The undersigned hereby certifies and represents that he is the Mayor of the City of Brookhaven, Georgia (the "City") and is authorized to execute and deliver this Certificate. The undersigned hereby further certifies on behalf of the City to the original purchaser (the "Purchaser"), as follows:

- (1) This Certificate is delivered to enable the Purchaser to comply with Rule 15c2-12 under the Securities Exchange Act of 1934 (the "Rule") in connection with the offering and sale of the City of Brookhaven, Georgia General Obligation Bonds, Series 2019 (the "Bonds").
- (2) In connection with the offering and sale of the Bonds, there has been prepared a Preliminary Official Statement, dated the date hereof (the "Preliminary Official Statement"), setting forth, among other things, certain information concerning the Bonds and the City.
- (3) As used herein, "Permitted Omissions" shall mean the offering price(s), interest rate(s), selling compensation, aggregate principal amount, principal amount per maturity, delivery dates, ratings, the identity of the underwriter (if any) and other terms of the Bonds and any underlying obligations depending on such matters, all with respect to the Bonds and any underlying obligations.
- (4) The information in the Preliminary Official Statement is, except for the Permitted Omissions, final as of its date, and the information therein is accurate and complete except for the Permitted Omissions.

IN WITNESS WHEREOF, the City has caused this Certificate to be executed this 15^{th} day of January, 2019.

CITY OF BROOKHAVEN, GEORGIA

By:_

Mayo

S&P Global Ratings

55 Water Street, 38th Floor New York, NY 10041-0003 tel 212-438-2000 reference no.: 1554420

January 4, 2019

Brookhaven 4362 Peachtree Road NE Brookhaven, GA 30319

Attention: Mr. Christian Sigman, City Manager

Re: US\$40,000,000 City of Brookhaven, Georgia, General Obligation Bonds, Series 2019, dated: Date of delivery, due: July 1, 2049

Dear Mr. Sigman:

Pursuant to your request for an S&P Global Ratings rating on the above-referenced obligations, S&P Global Ratings has assigned a rating of "AAA". S&P Global Ratings views the outlook for this rating as stable. A copy of the rationale supporting the rating is enclosed.

This letter constitutes S&P Global Ratings' permission for you to disseminate the above-assigned ratings to interested parties in accordance with applicable laws and regulations. However, permission for such dissemination (other than to professional advisors bound by appropriate confidentiality arrangements) will become effective only after we have released the rating on standardandpoors.com. Any dissemination on any Website by you or your agents shall include the full analysis for the rating, including any updates, where applicable.

To maintain the rating, S&P Global Ratings must receive all relevant financial and other information, including notice of material changes to financial and other information provided to us and in relevant documents, as soon as such information is available. Relevant financial and other information includes, but is not limited to, information about direct bank loans and debt and debt-like instruments issued to, or entered into with, financial institutions, insurance companies and/or other entities, whether or not disclosure of such information would be required under S.E.C. Rule 15c2-12. You understand that S&P Global Ratings relies on you and your agents and advisors for the accuracy, timeliness and completeness of the information submitted in connection with the rating and the continued flow of material information as part of the surveillance process. Please send all information via electronic delivery to: pubfin_statelocalgovt@spglobal.com. If SEC rule 17g-5 is applicable, you may post such information on the appropriate website. For any information not available in electronic format or posted on the applicable website,

Please send hard copies to:

S&P Global Ratings Public Finance Department 55 Water Street New York, NY 10041-0003

The rating is subject to the Terms and Conditions, if any, attached to the Engagement Letter applicable to the rating. In the absence of such Engagement Letter and Terms and Conditions, the rating is subject to the attached Terms and Conditions. The applicable Terms and

Conditions are incorporated herein by reference.

S&P Global Ratings is pleased to have the opportunity to provide its rating opinion. For more information please visit our website at www.standardandpoors.com. If you have any questions, please contact us. Thank you for choosing S&P Global Ratings.

Sincerely yours,

S&P Global Ratings a division of Standard & Poor's Financial Services LLC

ns enclosures

cc: Mr. Doug Gebhardt, Associate Vice President Davenport & Company LLC

S&P Global Ratings

S&P Global Ratings Terms and Conditions Applicable To Public Finance Credit Ratings

General. The credit ratings and other views of S&P Global Ratings are statements of opinion and not statements of fact. Credit ratings and other views of S&P Global Ratings are not recommendations to purchase, hold, or sell any securities and do not comment on market price, marketability, investor preference or suitability of any security. While S&P Global Ratings bases its credit ratings and other views on information provided by issuers and their agents and advisors, and other information from sources it believes to be reliable, S&P Global Ratings does not perform an audit, and undertakes no duty of due diligence or independent verification, of any information it receives. Such information and S&P Global Ratings' opinions should not be relied upon in making any investment decision. S&P Global Ratings does not act as a "fiduciary" or an investment advisor. S&P Global Ratings neither recommends nor will recommend how an issuer can or should achieve a particular credit rating outcome nor provides or will provide consulting, advisory, financial or structuring advice. Unless otherwise indicated, the term "issuer" means both the issuer and the obligor if the obligor is not the issuer.

All Credit Rating Actions in S&P Global Ratings' Sole Discretion. S&P Global Ratings may assign, raise, lower, suspend, place on CreditWatch, or withdraw a credit rating, and assign or revise an Outlook, at any time, in S&P Global Ratings' sole discretion. S&P Global Ratings may take any of the foregoing actions notwithstanding any request for a confidential or private credit rating or a withdrawal of a credit rating, or termination of a credit rating engagement. S&P Global Ratings will not convert a public credit rating to a confidential or private credit rating, or a private credit rating to a confidential credit rating.

Publication. S&P Global Ratings reserves the right to use, publish, disseminate, or license others to use, publish or disseminate a credit rating and any related analytical reports, including the rationale for the credit rating, unless the issuer specifically requests in connection with the initial credit rating that the credit rating be assigned and maintained on a confidential or private basis. If, however, a confidential or private credit rating or the existence of a confidential or private credit rating subsequently becomes public through disclosure other than by an act of S&P Global Ratings or its affiliates, S&P Global Ratings reserves the right to treat the credit rating as a public credit rating, including, without limitation, publishing the credit rating and any related analytical reports. Any analytical reports published by S&P Global Ratings are not issued by or on behalf of the issuer or at the issuer's request. S&P Global Ratings reserves the right to use, publish, disseminate or license others to use, publish or disseminate analytical reports with respect to public credit ratings that have been withdrawn, regardless of the reason for such withdrawal. S&P Global Ratings may publish explanations of S&P Global Ratings' credit ratings criteria from time to time and S&P Global Ratings may modify or refine its credit ratings criteria at any time as S&P Global Ratings deems appropriate.

Reliance on Information. S&P Global Ratings relies on issuers and their agents and advisors for the accuracy and completeness of the information submitted in connection with credit ratings and the surveillance of credit ratings including, without limitation, information on material changes to information previously provided by issuers, their agents or advisors. Credit ratings, and the maintenance of credit ratings, may be affected by S&P Global Ratings' opinion of the information received from issuers, their agents or advisors.

Confidential Information. S&P Global Ratings has established policies and procedures to maintain the confidentiality of certain non-public information received from issuers, their agents or advisors. For these purposes, "Confidential Information" shall mean verbal or written information that the issuer or its agents or advisors have provided to S&P Global Ratings and, in a specific and particularized manner, have marked or otherwise indicated in writing (either prior to or promptly following such disclosure) that such information is "Confidential."

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No Third Party Beneficiaries. Nothing in any credit rating engagement, or a credit rating when issued, is intended or should be construed as creating any rights on behalf of any third parties, including, without limitation, any recipient of a credit rating. No person is intended as a third party beneficiary of any credit rating engagement or of a credit rating when issued.



7 World Trade Center 250 Greenwich Street New York 10007 www.moodys.com

January 7, 2019

Mr. Christian Sigman City of Brookhaven, GA 4362 Peachtree Road Brookhaven, GA 30319

Dear Mr. Sigman:

We wish to inform you that on January 4, 2019, Moody's Investors Service reviewed and assigned a rating of <u>Aaa</u> to the City of Brookhaven, GA, General Obligation Bonds, Series 2019.

Credit ratings issued by Moody's Investors Service, Inc. and its affiliates ("Moody's") are Moody's current opinions of the relative future credit risk of entities, credit commitments, or debt or debt-like securities and are not statements of current or historical fact. Moody's credit ratings address credit risk only and do not address any other risk, including but not limited to: liquidity risk, market value risk, or price volatility.

This letter uses capitalized terms and rating symbols that are defined or referenced either in *Moody's Definitions* and *Symbols Guide* or *MIS Code of Professional Conduct* as of the date of this letter, both published on www.moodys.com. The Credit Ratings will be publicly disseminated by Moody's through normal print and electronic media as well as in response to verbal requests to Moody's Rating Desk. Moody's related research and analyses will also be published on www.moodys.com and may be further distributed as otherwise agreed in writing with us.

Moody's Credit Ratings or any corresponding outlook, if assigned, will be subject to revision, suspension or withdrawal, or may be placed on review, by Moody's at any time, without notice, in the sole discretion of Moody's. For the most current Credit Rating, please visit www.moodys.com.

Moody's has not consented and will not consent to being named as an expert under applicable securities laws, such as section 7 of the Securities Act of 1933. The assignment of a rating does not create a fiduciary relationship between Moody's and you or between Moody's and other recipients of a Credit Rating. Moody's Credit Ratings are not and do not provide investment advice or recommendations to purchase, sell or hold particular securities. Moody's issues Credit Ratings with the expectation and understanding that each investor will make its own evaluation of each security that is under consideration for purchase, sale or holding.

Moody's adopts all necessary measures so that the information it uses in assigning a Credit Rating is of sufficient quality and from sources Moody's considers to be reliable including, when appropriate, independent third-party sources. However, Moody's is not an auditor and cannot in every instance independently validate or verify information received in the rating process. Moody's expects and is relying upon you possessing all legal rights and required consents to disclose the information to Moody's, and that such information is not subject to any restrictions that would prevent use by Moody's for its ratings process. In assigning the Credit Ratings, Moody's has relied upon the truth, accuracy, and completeness of the information supplied by you or on your behalf to Moody's. Moody's expects that you will, and is relying upon you to, on an ongoing basis, promptly provide Moody's with all information necessary in order for Moody's to accurately and timely monitor the Credit Ratings, including current financial and statistical information.

Under no circumstances shall Moody's have any liability (whether in contract, tort or otherwise) to any person or entity for any loss, injury or damage or cost caused by, resulting from, or relating to, in whole or in part, directly or indirectly, any action or error (negligent or otherwise) on the part of, or other circumstance or contingency within or outside the control of, Moody's or any of its or its affiliates' directors, officers, employees or agents in connection with the Credit Ratings. ALL INFORMATION, INCLUDING THE CREDIT RATING, ANY FEEDBACK OR OTHER COMMUNICATION RELATING THERETO IS PROVIDED "AS IS" WITHOUT REPRESENTATION OR WARRANTY OF ANY KIND. MOODY'S MAKES NO REPRESENTATION OR WARRANTY, EXPRESS OR

Mr. Christian Sigman City of Brookhaven, GA 4362 Peachtree Road Brookhaven, GA 30319

IMPLIED, AS TO THE ACCURACY, TIMELINESS, COMPLETENESS, MERCHANTABILITY OR FITNESS FOR ANY PARTICULAR PURPOSE OF ANY SUCH INFORMATION.

Any non-public information discussed with or revealed to you must be kept confidential and only disclosed either (i) to your legal counsel acting in their capacity as such; (ii) to your other authorized agents acting in their capacity as such with a need to know that have entered into non-disclosure agreements with Moody's in the form provided by Moody's and (iii) as required by applicable law or regulation. You agree to cause your employees, affiliates, agents and advisors to keep non-public information confidential.

If there is a conflict between the terms of this rating letter and any related Moody's rating application, the terms of the executed rating application will govern and supercede this rating letter.

Should you have any questions regarding the above, please do not hesitate to contact the analyst assigned to this transaction, Lauren Von Bargen at 212-553-4491.

Sincerely,

Moody's Investors Service, Inc.
Moody's Investors Service, Inc.

cc: Mr. Courtney Rogers
Davenport & Company, LLC
901 E. Cary Street
Richmond, VA 23219

AUTHENTICATION ORDER

U.S. Bank National Association Atlanta, Georgia

Re: \$38,855,000 City of Brookhaven, Georgia General Obligation Bonds, Series 2019

To the Addressee:

The City of Brookhaven, Georgia (the "City") has sold the above-captioned bonds (the "Bonds"), which are more fully described in a resolution adopted by the City on January 22, 2019 (the "Bond Resolution"). The net sale proceeds of the Bonds shall be applied in accordance with the terms of the Bond Resolution. A copy of the Bond Resolution has been delivered to you.

The City has heretofore delivered the Bonds to you as Authenticating Agent. You are hereby authorized and directed to authenticate and register one Bond of each maturity in the name of Cede & Co., as nominee for The Depository Trust Company ("DTC"), and to hold the Bonds on behalf of DTC.

WITNESS my hand, this 31st day of January, 2019.

CITY OF BROOKHAVEN, GEORGIA

INCUMBENCY CERTIFICATE

The undersigned City Clerk of the City of Brookhaven, Georgia (the "City"), DOES HEREBY CERTIFY, as follows:

- 1. I am the duly acting City Clerk of the City and have the authority to execute this certificate.
- 2. The City Council is the governing body of the City. The City is a municipal corporation of the State of Georgia.
- 3. The City Council is composed of five members elected by the voters of the City.
- 4. The names of the present members of the City Council, and the dates of the ending of their respective terms of office are as follows:

<u>Name</u>	Date of Expiration of Term
John A. Ernst, Jr., Mayor	December 31, 2019
Linley Jones	December 31, 2019
John Park	December 31, 2021
Bates Mattison	December 31, 2019
Joe Gebbia	December 31, 2021

- 5. All of the foregoing members have duly filed their oaths of office, and each of them legally required to give bond or undertaking has filed such bond or undertaking in form and amount as required by law, and has otherwise duly qualified and each is an acting member of the City Council.
- 6. The official seal of the City, being the only seal used by the City in the execution of bonds, notes, certificates and contracts, is the seal which has been impressed opposite my signature upon this certificate.

City, and the signature set for	orth below opposite his na	ame is his genuine signature.
<u>Name</u>	<u>Title</u>	Signature
John A. Ernst, Jr.	Mayor $ egthappa$	full-

WITNESS my hand and the official seal of the City, this 31st day of January,

ity Clerk

The below-named person has been duly elected and is the Mayor of the

(SEAL)

2019.

I HEREBY CERTIFY that the signature of the City Clerk of the City of Brookhaven, Georgia above subscribed is true and genuine.

Attorney for the City of Brookhaven, Georgia

EXECUTION, SIGNATURE, NO-LITIGATION AND OFFICERS' CERTIFICATE

We, the undersigned Mayor and City Clerk of the City of Brookhaven, Georgia (the "City") DO HEREBY CERTIFY, as follows:

- 1. We have the authority to execute this certificate.
- 2. We have signed on behalf of the City \$38,855,000 in aggregate principal amount of its General Obligation Bonds, Series 2019 (the "Bonds"). Each of the Bonds bears the manual signature of the Mayor, and the corporate seal of the City has been impressed thereon and attested by the manual signature of the City Clerk.

WE HEREBY FURTHER CERTIFY, as follows:

- The City is a municipal corporation of the State of Georgia, properly created, organized and existing under the Constitution and laws of the State of Georgia. The City has the power to (a) adopt the resolution dated January 22, 2019 (the "Bond Resolution") authorizing the issuance of the Bonds and perform its obligations thereunder; (b) issue, execute, deliver and perform its obligations under the Bonds; (c) execute, deliver and perform its obligations under the (i) Continuing Disclosure Certificate, dated January 22, 2019 (the "Disclosure Certificate") and (ii) Paying Agent and Bond Registrar Agreement, dated as of January 1, 2019 (the "Paying Agent Agreement"), between the City and U.S. Bank National Association, as paying agent (together with the Continuing Disclosure Certificate, the "City Documents"), between the City and U.S. Bank National Association, as custodian of the project fund; (d) distribute the Preliminary Official Statement, dated January 15, 2019 (the "Preliminary Official Statement") and execute and distribute the Official Statement, dated January 22, 2019 (the "Official Statement"); (e) carry out and consummate all of the transactions contemplated on its part by the Bond Resolution, the City Documents and the Official Statement; (f) acquire, construct and equip the Projects (as defined in the Bond Resolution); and (g) to levy and collect an ad valorem property tax, unlimited as to rate or amount, to pay the principal of and interest on the Bonds ((a) through (g) are collectively referred to herein as the "Transactions").
- 4. The Bond Resolution has been duly adopted and constitutes the legal, valid and binding obligation of the City. The Bond Resolution remains in full force and effect as of the date hereof and not been amended, modified, revoked or rescinded. The City has duly authorized all actions required to be taken by the City for the Transactions.
- 5. The Bonds have been duly executed and constitute the legal, valid and binding general obligations of the City payable from an advalorem tax, levied on all property located within the territorial limits of the City subject to taxation for general obligation bond purposes, without limitation as to rate or amount. The bonded indebtedness to be created by the issuance of the Bonds when added to all other outstanding general obligation debt of the City will be within the 10% limitation prescribed by the Constitution of the State of Georgia.

- 6. The City Documents have been duly executed and constitute the legal, valid and binding obligations of the City, enforceable in accordance with their respective terms.
- 7. There is no action, suit, proceeding, inquiry or investigation, at law or in equity, before or by any court, public board or body, pending or, to the knowledge of the City, threatened against or affecting the City (or, to the knowledge of the City, any meritorious basis therefor) (a) attempting to limit, enjoin or otherwise restrict or prevent the City from (i) issuing the Bonds, (ii) levying or collecting an ad valorem tax to pay the principal of or interest on the Bonds, or (iii) functioning; (b) contesting or questioning the existence of the City or the titles of the present officers of the City to their offices; or (c) wherein an unfavorable decision, ruling or finding would adversely affect the (i) tax-exempt status of the Bonds, (ii) Transactions, (iii) security for the Bonds or (iv) financial condition of the City.
- 8. The Transactions will not conflict with or constitute on the part of the City a violation of, breach of or default under any (a) constitutional provision or any statute, including, but not limited to its charter, (b) indenture, mortgage, lease, resolution, note agreement or other agreement or instrument to which the City is a party or by which the City or any of its properties is bound; or (c) order, rule or regulation of any court or governmental agency or body having jurisdiction over the City or any of its properties.
- 9. The City is not in breach of or default under any (a) constitutional provision or any statute, including, but not limited to its charter, (b) indenture, mortgage, lease, resolution, note agreement or other agreement or instrument to which the City is a party or by which the City or any of its properties is bound; or (c) order, rule or regulation of any court or governmental agency or body having jurisdiction over the City or any of its properties which breach or default would in any way adversely affect the Transactions. No event has occurred and is continuing which, with the passage of time or the giving of notice or both, would constitute such a breach or default.
- 10. All consents, approvals, authorizations and orders of governmental or regulatory authorities, if any, that are required to be obtained by the City as of the date hereof in connection with the Transactions have been duly obtained and remain in full force and effect, except that no representation is made as to compliance with any applicable state securities or "blue sky" laws.
- 11. The City has duly executed the Official Statement. The information in the Preliminary Official Statement and the Official Statement is true, complete and correct in all material respects as of the date hereof, and the Preliminary Official Statement and the Official Statement do not contain any untrue statement of a material fact or omit to state any material fact which should be included therein for the purpose for which the Preliminary Official Statement or the Official Statement was or is to be used, or which is necessary in order to make the statements contained therein, in light of the circumstances under which they were made, not misleading.
- 12. The representations and warranties contained in the City Documents (if any) are true and correct in all material respects as of the date hereof. The City has complied with all of the agreements and satisfied all conditions on its part required to be performed or

satisfied as of the date hereof under the Bond Resolution and the City Documents. The Bonds and the City Documents, as executed by the City, are in the form or in substantially the form approved in the Bond Resolution. Since December 31, 2017, there has not been any material adverse change in the properties, financial position or results of operations of the City, whether or not arising from transactions in the ordinary course of business, other than as set forth in the Official Statement. Since December 31, 2017, the City has not incurred any liabilities other than in the ordinary course of business or as set forth in the Official Statement.

13. The information set forth in the Internal Revenue Service Form 8038-G being filed on behalf of the City with respect to Bonds is true and correct.

WITNESS our hands, this 31st day of January, 2019.

SIGNATURE

OFFICIAL TITLE

Mayor

City Clerk

CERTIFICATE OF VALIDATION

GEORGIA, DEKALB COUNTY

I, the undersigned Clerk of the Superior Court of DeKalb County, Georgia, DO HEREBY CERTIFY that I have executed and sealed the certificate of validation for each of the above-described Bonds.

I DO FURTHER CERTIFY that the Bonds were confirmed and validated by judgment of the Superior Court of DeKalb County, Georgia by a validation order entered on January 8, 2019 (Civil Action File No. 18CV11963), that no intervention or objection was filed thereto and that no appeal has been prosecuted therefrom.

WITNESS my hand and seal of the Superior Court of DeKalb County, Georgia, this 31st day of January, 2019.

(SEAL)

Clerk

Superior Court of DeKalb County, Georgia

TAX AND NON-ARBITRAGE CERTIFICATE

I, the undersigned, DO HEREBY CERTIFY that I am the duly elected, qualified and acting Mayor of the City of Brookhaven, Georgia, a municipal corporation of the State of Georgia (the "City"), and that I have all the corporate authority necessary to execute this Certificate on behalf of the City.

I HEREBY FURTHER CERTIFY for and on behalf of the City, as follows:

1. General.

- 1.1. I am familiar with the \$38,855,000 in aggregate principal amount of the City's General Obligation Bonds, Series 2019 (the "Bonds"), being issued and sold by the City pursuant to and in accordance with a Bond Resolution adopted by the City on January 22, 2019 (the "Bond Resolution"). All capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Bond Resolution.
- 1.2. The Bonds are being issued for the purpose of (a) financing the Parks and Recreational Master Plans and other related park amenities, equipment and real and personal property useful or desirable in connection therewith (the "Projects") and (b) paying the costs of issuing the Bonds.
- 1.3. I have examined a completed copy of the Information Return for Tax Exempt Governmental Bond Issues (IRS Form 8038-G) of even date herewith filed pursuant to Section 149(e) of the Internal Revenue Code of 1986, as amended (the "Code") on behalf of the City with the Internal Revenue Service Center, Ogden, Utah 84201, and, to the best of my knowledge, all information therein is true and correct as of the date of this Certificate.
- 1.4. The Bonds are direct and general obligations of the City. The principal of and interest on the Bonds are payable from an ad valorem tax, unlimited as to rate or amount, levied upon all taxable property within the City subject to taxation for general obligation bond purposes.
- 1.5. The City is a duly created and validly existing municipal corporation of the State of Georgia, with substantial sovereign powers of taxation, eminent domain and police.

2. Sources and Uses of Funds.

2.1. The total sources and uses of the proceeds of the Bonds are set forth in Exhibit "A" attached hereto.

3. Overissuance Test.

3.1. Reasonably expected "proceeds" of the Bonds means the sum of (a) the "sale proceeds" of the Bonds (defined in Treasury Regulation § 1.148-1(b) as any amounts actually or constructively received from the sale of the Bonds, including amounts used to pay underwriter's discount and post-issuance accrued interest), plus (b) any "investment proceeds" of the Bonds (as

defined in Treasury Regulation § 1.148-1(b)), plus (c) any "transferred proceeds" of the Bonds (as defined in Treasury Regulation § 1.148-9).

- 3.2. There are no transferred proceeds of the Bonds.
- 3.3. The reasonably expected proceeds of the Bonds (a) will not exceed the amount necessary to accomplish the governmental purposes of the issue and (b) are not in excess of the amount of sale proceeds allocated to expenditures for the governmental purposes of the issue.
 - 4. Disbursements of Funds and Schedule of Expenditures; Reimbursement.
 - 4.1. The sale proceeds derived from the sale of the Bonds shall be applied as follows:
 - (a) \$391,100.05 will be retained by the underwriter as its underwriting discount; and
 - (b) the balance shall be remitted to the City and applied for the purpose of (i) financing the Projects and (ii) paying the costs of issuing the Bonds.
- 4.2. On July 24, 2018, the City adopted a resolution calling the election with respect to the authorization and issuance of the Bonds, thereby declaring its official intent to incur indebtedness to finance a portion of the Projects. The City has expended its funds for certain costs of the Projects in the amount of \$526,266 for which it will be reimbursed with proceeds of the Bonds on the date of issuance of the Bonds. No expenditures for the Projects were paid more than three years prior to the date of issuance of the Bonds, and no portion of the Projects were placed in service more than 18 months prior to the date of issuance of the Bonds. For purposes of this Certificate, "Preliminary Expenditures" means architectural, engineering, surveying, soil testing and similar costs which in the aggregate are not in excess of 20% of the aggregate issue price of the Bonds that are incurred prior to the commencement of the acquisition, construction and installation of the Projects, other than land acquisition, site preparation and similar costs incident to commencement of construction. No portion of the proceeds of the Bonds is expected to be applied to reimburse the City or any related party for costs of the Projects which were paid before 60 days prior to July 24, 2018 other than for Preliminary Expenditures

5. Yield.

5.1. The yield on the Bonds is 3.2497%. For purposes of this Certificate, the "yield" is, and shall be, calculated in the manner set forth in the Code and in accordance with Treasury Regulation § 1.148-4(b). Generally, the "yield" on a fixed yield issue means the discount rate which, when used in computing the present value of all unconditionally payable payments of principal, interest, and fees for a "qualified guarantee" (as defined in Treasury Regulation § 1.148-4(f)), produces an amount equal to the present value, using the same discount rate, of the aggregate issue price of such obligation as of the issue date. In the case of the Bonds, the "issue price" of any Bond is defined in the same manner as such term is defined under Sections 1273 and 1274 of the Code. The issue price and yield of the Bonds is based on the Certificate of the Financial Advisor attached hereto as Exhibit "B."

6. Funds and Accounts.

- 6.1. Other than the sinking fund required by Article IX, Section V, Paragraph VI of the Georgia Constitution (the "Sinking Fund"), no "sinking fund" or "pledged fund" (as such terms are defined in Treasury Regulation § 1.148-1(c)(2) and (3), respectively), debt service fund, redemption fund, reserve fund, revolving fund or any similar fund or account has been or will be created or established by the City or will be established by any other person or entity with moneys or property derived from the City or any related party from which the principal of, redemption premium (if any) or interest on the Bonds is reasonably expected to be paid, directly or indirectly.
- 6.2. The Sinking Fund is a "bona fide debt service fund" within the meaning of Section 148 of the Code and Treasury Regulation § 1.148-1(b) in that:
 - (a) it is used primarily to achieve a proper matching of revenues with principal and interest payments within each bond year; and
 - (b) it is to be depleted at least once each bond year, except for a reasonable carryover amount not to exceed the greater of (i) the earnings on the Sinking Fund for the immediately preceding bond year, or (ii) 1/12th of the principal and interest payments on the Bonds for the immediately preceding bond year.
- 6.3. The City intends that the Bond proceeds and the investment earnings thereon qualify for the three-year temporary period in Treasury Regulation § 1.148-2(e)(2). As of the date of this Certificate, the City has incurred, or reasonably expects to incur within six months of the date of this Certificate, a substantial binding obligation to a third party or parties which is not subject to contingencies within the City's, or a related party's, control to expend at least 5% of such moneys on the acquisition of the Projects. Work on the acquisition of the Projects and the allocation of the moneys to expenditures therefor are reasonably expected to proceed with due diligence to completion. The City reasonably expects that at least 85% of the Bond proceeds will be expended for expenditures for the Projects within three years from the date of this Certificate.
- 6.4. Any moneys remaining following the completion of the acquisition of the Projects and the payment of all costs in connection shall be applied as set forth in O.C.G.A. § 36-82-4.2; provided, however, prior to such use, the City shall obtain an opinion from nationally recognized bond counsel to the effect that such use will not adversely affect the tax-exempt status of the Bonds.
- 6.5. No portion of the cost of the acquisition of the Projects includes reimbursement to the City for any costs of the acquisition of any portion of the Projects paid or incurred by the City prior to the date the City adopted the resolution calling the election authorizing the Bonds. No portion of the proceeds of the Bonds will be applied to replace any funds of the City that the City had committed or intended to use to finance the Projects.
 - 6.6. The Bond proceeds will be invested pending their disbursement.

7. Pledged and Replacement Funds.

- 7.1. No stock or other "security" as defined in Section 165(g)(2)(A) and (B) of the Code, annuity contract, "investment-type property" as described or defined in Section 148(d)(2)(D) of the Code and Treasury Regulation § 1.148-1(d), or any other obligation (other than an obligation described in Section 103(a) of the Internal Revenue Code of 1954, as amended, or Section 103(a) of the Code which is not a "specified private activity bond" within the meaning of Section 57(a)(5)(C) of the Code), will be pledged as security for the payment of principal of, redemption premium (if any) and interest on the Bonds.
- 7.2. All of the proceeds of the Bonds (including any investment proceeds) are being expended for the purposes set forth in paragraph 1.2 hereof, and no portion of the proceeds of the Bonds is expected to be used to finance or be allocated to working capital expenditures or to create any working capital reserve, directly or indirectly.
- 7.3. The Bonds will not be outstanding longer than is reasonably necessary for the governmental purposes of the issue, as determined under Treasury Regulation § 1.148-10. The weighted average maturity of the Bonds does not exceed the reasonably expected remaining weighted average economic life of the facilities financed or refinanced by the Bonds by more than 20%. The proceeds of the Bonds are not expected to be used directly or indirectly to replace funds which were or are to be used directly or indirectly to acquire "high yielding investments" within the meaning of Section 148(b) of the Code.
- 7.4. The City has not entered into any agreement obligating it to maintain any amount at a particular level for the benefit of the owners of the Bonds.

8. Composite Issues.

- 8.1. There are no other obligations heretofore issued or to be issued by or on behalf of any state, territory or possession of the United States, or any political subdivision of any of the foregoing, or of the District of Columbia, which:
 - (a) are to be sold less than 15 days prior to or after the date of sale of the Bonds;
 - (b) are to be sold pursuant to the same plan of financing with the Bonds; and
 - (c) are reasonably expected to be paid from substantially the same source of funds as the Bonds, determined without regard to guarantees from unrelated parties.

9. Private Activity Bond Test.

9.1. The Projects are or will be owned by a governmental entity. No portion of the proceeds of the Bonds or the Projects is to be used, directly or indirectly, in a trade or business carried on by any person other than a governmental unit (other than use as a member of the general public) (a "private business use"), and no portion of the principal of or interest on the Bonds is, under the Bond Resolution or pursuant to any underlying agreement, directly or indirectly (a) secured by any property used or to be used in a private business use or payments in

respect of such property, or (b) to be derived from payments (whether or not to the City) in respect of property, or borrowed money, used or to be used for a private business use.

- 9.2. There is no management contract, cooperative research agreement, output contract or similar agreement with respect to the Projects or any of the products or services provided at the Projects. No private business has a contractual arrangement or special legal entitlement for the use of any portion of the Projects. The Projects does not confer special economic benefits on any private business.
- 9.3. No portion of the proceeds of the Bonds is being used (a) to finance or refinance any "output facility" (within the meaning of Section 141(b)(4) of the Code), (b) to make or to finance loans to persons other than governmental units or (c) directly or indirectly, for the acquisition by a governmental unit of nongovernmental output property (within the meaning of Section 141(d) of the Code).
- 9.4. The City reasonably expects as of the date of this Certificate that public use of the Projects will continue as long as the Bonds are outstanding.

10. Hedge Bonds.

- 10.1. The City reasonably expects that (a) at least 85% of the "spendable proceeds" of the Bonds will be spent for the governmental purposes for which such Bonds were issued within the three year period beginning the date of issuance of such Bonds and (b) not more than 50% of the proceeds of the Bonds will be invested in "nonpurpose investments" (as defined in Treasury Regulation § 1.148-1(b)) having a substantially guaranteed yield for four years or more.
- 10.2. The Bonds are being issued for the significant governmental purposes set forth in paragraph 1.2, and are not being issued to hedge against future increases in interest rates.

11. Rebate to the United States.

11.1. The City hereby covenants and agrees that, unless the "gross proceeds" (as defined in Treasury Regulation § 1.148-1(b)) of the Bonds are expended or allocated to expenditures for the governmental purpose for which the Bonds are issued in accordance with one of the spending exceptions to the rebate requirement in Treasury Regulation § 1.148-7, each five years beginning on the date of issuance of the Bonds, or on such other date as may be permitted by applicable temporary, proposed or final Treasury Regulations (each such date a "Computation Date") the City shall compute the Rebate Amount (as described in paragraph 11.2 of this Certificate) with respect to the Bonds and within 60 days thereafter, make installment payments to the United States in an amount that, when added to the future value, as of the computation date, of previous rebate payments made with respect to the Bonds, equals at least 90% of the Rebate Amount with respect to the Bonds as of such date. The final installment (the "Final Rebate") shall be paid not later than the later of (a) the date 60 days after the final computation date or (b) if the Bonds are retired within three years after the date of issuance thereof, within 60 days after the final computation date of the Rebate Amount which Computation Date need not occur before the end of eight months after the date of issuance of the Bonds, and shall be in an amount sufficient to pay all of the Rebate Amount as of the final computation date.

- 11.2. Generally, the Rebate Amount with respect to the Bonds as of any computation date is the excess of (a) the future value as of the date of computation of all nonpurpose receipts with respect to the Bonds; over (b) the future value as of the date of computation of all payments on nonpurpose payments with respect to the Bonds, computed as required by Treasury Regulation 1.148-3(c).
- 11.3. For purposes of determining the Rebate Amount, any amount earned on investments in a bona fide debt service fund shall not be taken into account.
- 11.4. Each payment of the Rebatable Arbitrage required under the provisions of this Certificate shall be (a) filed with the Internal Revenue Service Center, Ogden, Utah 84201, and (b) accompanied by a copy of the IRS Form 8038-T to be filed with respect to the Rebatable Arbitrage which is being paid, except as may otherwise be provided by applicable Treasury Regulations.
- 11.5. Unless the City shall receive an opinion of nationally recognized bond counsel experienced in matters relating to Section 148 of the Code to the effect that failure to pay any rebate under Section 148(f) of the Code will not adversely affect the exclusion of interest on the Bonds from gross income for federal income tax purposes, the City agrees it shall file all reports and make all payments required to be made to the United States in accordance with Section 148(f) of the Code and Treasury Regulation §§ 1.148-0 to 1.148-11, or any successor temporary, proposed or final Treasury Regulations thereto.

12. Miscellaneous.

- 12.1. The City has no present expectation or intention of selling or otherwise disposing of any portion of the Projects or its interest therein prior to the last maturity of the Bonds.
- 12.2. The Bonds are not and will not be "federally guaranteed" within the meaning of Section 149(b) of the Code.
- 12.3. No portion of the Bonds is being used, directly or indirectly, in connection with a transaction or a series of transactions that attempts to circumvent the provisions of Section 148 of the Code or the proposed, temporary or final Treasury Regulations applicable thereto (a) enabling the City to exploit the difference between tax exempt and taxable interest rates to gain a material financial advantage and (b) increasing the burden on the market for tax exempt obligations. The Bonds are not being issued sooner than is reasonably necessary for the purposes for which the Bonds are issued.
- 12.4. The City has received no notice of deficiency or other notice from the Internal Revenue Service, the Department of Treasury or any other governmental agency or department challenging or questioning in any way the status of the interest on the Bonds as being excludable from gross income for federal income tax purposes, nor has the City been notified of any listing or proposed listing of the City by the Internal Revenue Service as an issuer that may not certify its bonds.
- 12.5. The City shall retain all records relating to the Bonds needed to comply with Section 6001 of the Code. Without limiting the foregoing, the City shall retain the following:

- (a) basic records relating to the transaction (including the bond document, the opinion of bond counsel, etc.), (b) documents evidencing expenditure of the Bond proceeds, (c) documentation evidencing the use, if any, of the Projects by public and private entities (e.g., copies of management contracts, leases and research agreements), (d) documentation pertaining to any investment of Bond proceeds (including the purchase and sale of securities, SLG subscriptions, yield calculations for each class of investments, actual investment income received from the investment of Bond proceeds, guaranteed investment contracts and rebate calculations), (e) records sufficient to show that all Bond-related returns submitted to the IRS are correct and (f) records necessary to satisfy the safe harbor requirements relating to guaranteed investment contracts and yield restricted defeasance escrows. Such records shall be maintained as long as the Bonds are outstanding, plus three years after the final payment or redemption date.
- 12.6. To the best of my knowledge, information and belief there are no other facts, estimates or circumstances that would materially change any of the foregoing certifications. Representations contained in this Certificate are made for the benefit of the purchasers of the Bonds, Bond Counsel and others, and may be relied upon by the purchasers of the Bonds, Bond Counsel and others in determining whether the interest on the Bonds is excluded from gross income for federal income tax purposes.

IN WITNESS WHEREOF, this Certificate has been executed on behalf of the City by the undersigned this 31st day of January, 2019.

CITY OF BROOKHAVEN, GEORGIA

Appendices, exhibits and schedules:

Exhibit "A" Sources and Uses of Funds

Exhibit "B" Certificate as to Yield and Weighted Average Maturity with attached Issue Price

Certificate

Exhibit "A"

SOURCES AND USE OF FUNDS

Sources	of Funds:
Sources	or runus.

Principal Amount of Bonds	\$38,855,000
Plus: Net Original Issue Premium	1,619,123
Total Sources of Funds	\$40,474,123

Uses of Funds:

Projects	\$39,703,023
Costs of Issuance	<u>771,100</u>
Total Uses of Funds	<u>\$40,474,123</u>

Exhibit "B"

CERTIFICATE AS TO YIELD AND WEIGHTED AVERAGE MATURITY

I, the undersigned officer of Davenport & Company, LLC, as financial advisor to the City of Brookhaven, Georgia (the "City") in connection with the issuance of \$38,855,000 in aggregate principal amount of its General Obligation Bonds, Series 2019 (the "Bonds"), DO HEREBY CERTIFY that the yield on the Bonds is 3.2497% and the weighted average maturity of the Bonds is 18.4033 years for purposes of the IRS Form 8038-G. In determining the foregoing, we have relied upon the Issue Price Certificate attached hereto.

We understand that the representations contained in this certificate may be relied upon by (a) the City in making certain representations in the Tax and Non-Arbitrage Certificate, dated the date hereof, executed by the City relating to the Bonds and (b) Murray Barnes Finister LLP, as bond counsel, in connection with providing its opinion with respect to the excludability of interest on the Bonds from gross income for federal income tax purposes.

Witness my hand this 31st day of January, 2019.

DAVENPORT & COMPANY LLC

Courtney Rogers
Senior Vice President

ISSUE PRICE CERTIFICATE

This Certificate is furnished by Robert W. Baird & Co., Inc. (the "Underwriter") in connection with the sale and issuance by the City of Brookhaven, Georgia (the "Issuer"), of its \$38,855,000 General Obligation Bonds, Series 2019 (the "Bonds"), issued on January 31, 2019, for use by the Issuer in establishing, among other things, the "issue price" of the Bonds within the meaning of Section 1273 of the Internal Revenue Code of 1986, as amended (the "Code"), and certain other expectations with respect to the Bonds for purposes of Section 148 of the Code. All terms not defined herein are as defined in the Tax and Non-Arbitrage Certificate of the Issuer for the Bonds, which we have reviewed.

- 1. The Underwriter purchased the Bonds from the Issuer at a price of \$40,083,022.65 (calculated as the principal amount, plus net original issue premium of \$1,619,122.70, less the Underwriter's discount of \$391,100.05).
- 2. On January 22, 2019 (the "Sale Date"), the Underwriter made a bona fide offering of all the Bonds of each maturity to the public (excluding bond houses, brokers or similar persons or organizations acting in the capacity of underwriters or wholesalers) (the "Public") at prices not in excess of the initial public offering prices (expressed as a percentage of principal amount) set forth below:

Maturity	Principal	Interest	
(July 1)	Amount	Rate	<u>Yield</u>
2020	\$ 100,000	5.000%	1.670%
2021	720,000	5.000	1.680
2022	755,000	5.000	1.700
2023	790,000	5.000	1.750
2024	830,000	5.000	1.810
2025	870,000	5.000	1.870
2026	915,000	5.000	1.940
2027	960,000	5.000	2.030
2028	1,010,000	5.000	2.120
2029	1,055,000	5.000	2.230^{C}
2030	1,095,000	3.000	2.400^{C}
2031	1,130,000	4.000	2.600^{C}
2032	1,170,000	4.000	2.700^{C}
2033	1,210,000	3.000	3.000
2034	1,255,000	3.000	3.100
2035	1,300,000	3.125	3.200
2036	1,345,000	3.125	3.250
2037	1,390,000	3.250	3.300
2038	1,440,000	3.250	3.350
2039	1,485,000	3.375	3.400
2040	1,535,000	3.500	$3.420^{\rm C}$
2041	1,590,000	3.500	3.440 ^C
2042	1,645,000	3.500	3.460 ^C

Maturity (July 1)	Principal <u>Amount</u>	Interest <u>Rate</u>	<u>Yield</u>
2043	1,705,000	3.500	3.480 ^C
2044	1,765,000	3.500	3.500
2049	9,790,000	3.500	3.550

^C Yield calculated to call date of July 1, 2028.

3. As of the Sale Date, the Underwriter reasonably expected at least ten percent (10%) of the aggregate face amount of each maturity of the Bonds would be first sold to the Public at prices equal to the respective initial public offering prices. The Underwriter had no reason to believe as of the Sale Date that a willing buyer would purchase the respective Bonds from a willing seller in a bona fide, arm's length transaction executed on the Sale Date at prices higher than their respective initial offering prices. No Bonds were held back from such offering, and no maturity (or portion thereof) of the Bonds was sold directly or indirectly to the Underwriter, any affiliate thereof, any dealer or into related accounts of the Underwriter or any dealer with the expectation that such maturity (or portion thereof) would be resold prior to the date hereof at a price in excess of its respective initial public offering price.

We understand that the foregoing information will be relied upon by the Issuer with respect to certain of the representations set forth in the Tax and Non-Arbitrage Certificate and by Murray Barnes Finister LLP, Atlanta, Georgia, in connection with rendering its opinion to the Issuer that the interest on the Bonds is not includable in gross income of the owners thereof for federal income tax purposes. The undersigned is certifying only as to facts in existence on the date hereof. Nothing herein represents the undersigned's interpretation of any laws, in particular the regulations under the Internal Revenue Code of 1986, or the application of any laws to these facts. The certifications contained herein are not necessarily based on personal knowledge, but may instead be based on either inquiry deemed adequate by the undersigned or institutional knowledge (or both) regarding the matters set forth herein. Although certain information furnished in this Certificate has been derived from other purchasers, bond houses and brokers and cannot be independently verified by us, we have no reason to believe it to be untrue in any material respect.

Witness my hand this 31st day of January, 2019.

ROBERT W. BAIRD & CO., INC.

By: Peter Boleson Title: Managing Diretor

(Issue Price Certificate)

RECEIPT FOR BOND PROCEEDS

The undersigned, on behalf of the City of Brookhaven, Georgia (the "City"), acknowledges receipt of payment in full from Robert W. Baird & Co., Inc. as underwriter (the "Underwriter") of \$38,855,000 in aggregate principal amount of the City's General Obligation Bonds, Series 2019. The sum received from the Underwriter for the Bonds is:

Par Amount of Bonds	\$38,855,000.00
Plus: Net Original Issue Premium	1,619,122.70
Less: Underwriter's Discount	391,100.05
Net Proceeds	<u>\$40,083,022.65</u>

The net proceeds from the sale of the Bonds shall be applied in accordance with the terms of the resolution adopted by the City on January 22, 2019.

WITNESS my hand, this 31st day of January, 2019.

Mayor

CITY OF BROOKHAVEN, GEORGIA

CERTIFICATE DESIGNATING AUTHORIZED REPRESENTATIVES

The City of Brookhaven, Georgia (the "City") hereby designates **Christian Sigman** and **Steven G. Chapman II**, each of whose signature appears below, as Authorized Representatives, and authorizes each of them to take all actions and to do all things as Authorized Representatives required under the resolution adopted by the City on January 22, 2019.

SPECIMEN SIGNATURE:

Authorized Representative

SPECIMEN SIGNATURE:

Authorized Representative

WITNESS my hand, this 31st day of January, 2019.

CITY OF BROOKHAVEN, GEORGIA

Mayo

MURRAY BARNES FINISTER LLP

3525 PIEDMONT ROAD • 5 PIEDMONT CENTER • SUITE 515 • ATLANTA, GEORGIA 30305

January 31, 2019

Via Federal Express

Internal Revenue Service Center Ogden, Utah 84201

Re: \$38,855,000 City of Brookhaven, Georgia General Obligation Bonds, Series 2019

To the Addressee:

City of Brookhaven, Georgia has heretofore issued the Bonds referenced above and encloses herewith a completed I.R.S. Form 8038-G "Information Return for Tax-Exempt Governmental Obligations," with respect to such Bonds. If you should have any questions concerning the enclosed Form 8038-G, please contact me at the above address.

Sincerely,

Rachel D. Jones Legal Assistant

Enclosure

Form **8038-G**

Information Return for Tax-Exempt Governmental Bonds

(Rev. September 2018)

Department of the Treasury
Internal Revenue Service

Caution: If the issue price is under \$100,000, use Form 8038-GC. ► Go to www.irs.gov/F8038G for instructions and the latest information.

OMB No. 1545-0720

Part	Reporting Auth	Reporting Authority			If Amended Re	If Amended Return, check here ▶ □		
1	ssuer's name			2 Issuer's employer identification number (EIN)				
City of	f Brookhaven, Georgia					46-1567	295	
3a 1	Name of person (other than issu	er) with whom the IRS may communica	te about this return (see in	nstructions)	3b Telephone nu	mber of o	ther person shown on 3a	
4 1	Number and street (or P.O. box	if mail is not delivered to street address)	Room/suite	5 Report numb	er <i>(For IR</i>	t transportunit variances	
	Peachtree Road NE						3	
6 (City, town, or post office, state,	and ZIP code			7 Date of issue	7 Date of issue		
	haven, GA 30319					01/31/20	019	
	Name of issue				9 CUSIP numb	er		
		neral Obligation Bonds, Series 2				113071 I		
	Name and title of officer or other instructions)	remployee of the issuer whom the IRS	may call for more informa	tion (see	10b Telephone no employee sh			
	,				, omployee on	OWN ON I	.	
	n G. Chapman II, Chief Fin					04-637-	0620	
Part		enter the issue price). See t	the instructions and	attach scl	nedule.			
11						11		
12	•					12		
13	•					13		
14						14		
15		sewage bonds)				15		
16						16		
17	Utilities				17			
18	Other. Describe ► Parks and Recreation If bonds are TANs or RANs, check only box 19a					18	40,474,123	
19a								
b		ck only box 19b						
20 Part		of a lease or installment sale,				98.83		
rait	Description of i	Bonds. Complete for the en				1		
	(a) Final maturity date	(b) Issue price	(c) Stated redempt price at maturity		(d) Weighted average maturity		(e) Yield	
21	07/01/2049	\$ 40,474,123	\$ 38.	855,000	18.4033 years		3.2497 %	
Part	V Uses of Procee	ds of Bond Issue (includin						
22	Proceeds used for accr	ued interest				22		
23	Issue price of entire iss	ue (enter amount from line 21,	column (b))			23	40,474,123	
24	Proceeds used for bon	d issuance costs (including und	derwriters' discount	24	771,100			
25	Proceeds used for cred	lit enhancement		. 25		7 1		
26	Proceeds allocated to r	reasonably required reserve or	replacement fund	. 26		7		
27	Proceeds used to refun	d prior tax-exempt bonds. Cor	mplete Part V	. 27				
28	Proceeds used to refur	d prior taxable bonds. Comple	ete Part V	. 28		7		
29	Total (add lines 24 thro	ugh 28)				29	771,100	
30	Nonrefunding proceeds	s of the issue (subtract line 29 f	rom line 23 and ent	er amount	here)	30	39,703,023	
Part	V Description of	Refunded Bonds. Complete	e this part only for	refundin	g bonds.			
31	Enter the remaining weighted average maturity of the tax-exempt bonds to be refunded > years							
32	Enter the remaining we	Enter the remaining weighted average maturity of the taxable bonds to be refunded ▶						
33		which the refunded tax-exempt		d (MM/DD	YYYY) ►			
34		funded bonds were issued $ ightharpoonup$ (N						
For P	aperwork Reduction Ad	ct Notice, see separate instru	ctions.	Cat. No. 6	3773S	Form	8038-G (Rev. 9-2018	

Form 80	038-G (Rev. 9-2018)	F	Page 2			
Part	VI Miscellaneous					
35	Enter the amount of the state volume cap allocated to the issue under section 141(b)(5)	35				
36a	Enter the amount of gross proceeds invested or to be invested in a guaranteed investment contract (GIC). See instructions	36a				
b	Enter the final maturity date of the GIC ► (MM/DD/YYYY)					
C	Enter the name of the GIC provider ►					
37	Pooled financings: Enter the amount of the proceeds of this issue that are to be used to make loans to other governmental units	37				
38a	If this issue is a loan made from the proceeds of another tax-exempt issue, check box ▶ ☐ and enter the following informati					
b	Enter the date of the master pool bond ► (MM/DD/YYYY)					
С	Enter the EIN of the issuer of the master pool bond ▶					
d	Enter the name of the issuer of the master pool bond ▶					
39	If the issuer has designated the issue under section 265(b)(3)(B)(i)(III) (small issuer exception), check be	ox ▶				
40	If the issuer has elected to pay a penalty in lieu of arbitrage rebate, check box					
41a	If the issuer has identified a hedge, check here ► □ and enter the following information:					
b	Name of hedge provider ►					
С	Type of hedge ►					
d	Term of hedge ▶					
42	If the issuer has superintegrated the hedge, check box					
43	If the issuer has established written procedures to ensure that all nonqualified bonds of this issue are remediated					
	according to the requirements under the Code and Regulations (see instructions), check box					
44	If the issuer has established written procedures to monitor the requirements of section 148, check box					
45a If some portion of the proceeds was used to reimburse expenditures, check here ▶ ☑ and enter the amount						
	of reimbursement					
b	Enter the date the official intent was adopted ► (MM/DD/YYYY) 07/24/2018	-				
Sign:	ature Under penalties of perjury, I declare that I have examined this return and accompanying schedules and statements, and and belief, they are true, porrect, and complete. I further declare that I consent to the IRS's disclosure of the issuer's return process this return, to the possenthat have authorized above.					

Consent(

Preparer

Use Only

Paid

of issuer's authorized representative

Firm's name ► Murray Barnes Finister LLP

Preparer's

Firm's address ► 3525 Piedmont Road NE, Suite 5-515, Atlanta, GA 30305

Print Type preparer's name

Mae Charles Barnes

1-31-19 Date

John A. Ernst, Jr., Mayor
Type or print name and title

Firm's EIN ▶

Phone no.

Check ✓ if self-employed

PTIN

P01354786

80-0084586

678-999-0350

Form **8038-G** (Rev. 9-2018)

The Depository Trust Company A subsidiary of the Depository Trust & Clearing Corporation

BLANKET ISSUER LETTER OF REPRESENTATIONS

(To be completed by Issuer and Co-Issuer(s), if applicable)

City of Bi	rookhaven, Georgia
(Name of Issuer	and Co-Issuer(s), if applicable)
	5/22/2018
	(Date)
The Depository Trust Company	
570 Washington Blvd, 4th FL	
Jersey City, NJ 07310	
Attention: Underwriting Department	
Ladies and Gentlemen:	
	ling with respect to all issues (the "Securities") that deposit by The Depository Trust Company ("DTC").
Issuer is: (Note: Issuer shall represent one	and cross out the other.)
- [incorporated in]-[formed under the laws of	of the State of Georgia .
accordance with DTC's Rules with respect	rities as eligible for deposit at DTC, and to act in to the Securities, Issuer represents to DTC that issuer in DTC's Operational Arrangements, as they may be Very truly yours, City of Brookhaven, Georgia (Authorized Officer's Signature)
•	John Ernst (Print Name)
	4362 Peachtree Road NE (Street Address)
	Brookhaven. Georgia, USA, 30319 (City) (State) (Country) (Zip Code)
	(404) 637-0500
	(Phone Number)
DTCC	mayorandcouncil@brookhavenga.gov
	(E-mail Address)

SAMPLE OFFERING DOCUMENT LANGUAGE DESCRIBING BOOK-ENTRY-ONLY ISSUANCE

(Prepared by DTC-bracketed material may be applicable only to certain issues)

- 1. The Depository Trust Company ("DTC"). New York, NY, will act as securities depository for the securities (the "Securities"). The Securities will be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered Security certificate will be issued for [each issue of] the Securities, [each] in the aggregate principal amount of such issue, and will be deposited with DTC. [If, however, the aggregate principal amount of [any] issue exceeds \$500 million, one certificate will be issued with respect to each \$500 million of principal amount, and an additional certificate will be issued with respect to any remaining principal amount of such issue.]
- DTC, the world's largest securities depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law. a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has a Standard & Poor's rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com.
- 3. Purchases of Securities under the DTC system must be made by or through Direct Participants, which will receive a credit for the Securities on DTC 's records. The ownership interest of each actual purchaser of each Security ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Securities are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners, Beneficial Owners will not receive certificates representing their ownership interests in Securities, except in the event that use of the book-entry system for the Securities is discontinued.
- 4. To facilitate subsequent transfers, all Securities deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of Securities with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Securities; DTC's records reflect only the identity of the Direct Participants to whose accounts such Securities are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

- 5. Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. [Beneficial Owners of Securities may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Securities, such as redemptions, tenders, defaults, and proposed amendments to the Security documents. For example, Beneficial Owners of Securities may wish to ascertain that the nominee holding the Securities for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.]
- [6. Redemption notices shall be sent to DTC. If less than all of the Securities within an issue are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.]
- 7. Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to Securities unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to Issuer as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts Securities are credited on the record date (identified in a listing attached to the Omnibus Proxy).
- 8. Redemption proceeds, distributions, and dividend payments on the Securities will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from Issuer or Agent, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC. Agent, or Issuer, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of redemption proceeds, distributions, and dividend payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of Issuer or Agent, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of DTC.
- [9. A Beneficial Owner shall give notice to elect to have its Securities purchased or tendered, through its Participant, to [Ten der/Remarketing] Agent, and shall effect delivery of such Securities by causing the Direct Participant to transfer the Participant's interest in the Securities, on DTC's records, to [Tender/Remarketing] Agent. The requirement for physical delivery of Securities in connection with an optional tender or a mandatory purchase will be deemed satisfied when the ownership rights in the Securities are transferred by Direct Participants on DTC's records and followed by a book-entry credit of tendered Securities to [Tender/Remarketing] Agent's DTC account.]
- 10. DTC may discontinue providing its services as depository with respect to the Securities at any time by giving reasonable notice to Issuer or Agent. Under such circumstances, in the event that a successor depository is not obtained, Security certificates are required to be printed and delivered.
- 11. Issuer may decide to discontinue use of the system of book-entry-only transfers through DTC (or a successor securities depository). In that event, Security certificates will be printed and delivered to DTC.
- 12. The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that Issuer believes to be reliable, but Issuer takes no responsibility for the accuracy thereof.

OFFICER'S CERTIFICATE OF THE PAYING AGENT, BOND REGISTRAR AND AUTHENTICATION AGENT

The undersigned officer of U.S. Bank National Association (the "Bank"), as Paying Agent, Bond Registrar and Authentication Agent under and pursuant to the Bond Resolution (hereinafter defined), DOES HEREBY CERTIFY that he has the authority to execute this certificate, and the undersigned DOES HEREBY FURTHER CERTIFY, as follows:

- 1. The Bank is a national banking association. Under the applicable laws of the United States and the State of Georgia, the Bank is authorized to perform its obligations under the resolution adopted by the City of Brookhaven, Georgia (the "City") on January 22, 2019 (the "Bond Resolution"), authorizing the issuance of the City's General Obligation Bonds, Series 2019 (the "Bonds") and execute, deliver and perform its obligations under the Paying Agent and Bond Registrar Agreement, dated as of January 1, 2019 (the "Paying Agent Agreement"), between the City and the Bank.
 - 2. The Bank has received a certified copy of the Bond Resolution.
- 3. The Bank has duly authorized by all necessary corporate action the performance of its obligations under the Bond Resolution and the execution, delivery and performance of its obligations under the Paying Agent Agreement. The Paying Agent Agreement has been duly executed by the Bank and constitutes a legal, valid and binding obligation of the Bank, enforceable against the Bank in accordance with its terms.
- 4. The Bank has received the Bonds from the City and has, pursuant to the Authentication Order of the City, duly authenticated all of the Bonds and duly registered one Bond of each maturity in the name of Cede & Co., as nominee of The Depository Trust Company ("DTC") and is holding them on behalf of DTC.
- 5. The Bonds were authenticated by the Bank by persons who, at the time of affixing their signatures, were and still are officers of the Bank or duly authorized signatories of the Bank as indicated by the titles under their signatures, and said officers or signatories were and are duly authorized to authenticate the Bonds on behalf of the Bank.
- 5. All consents, approvals, authorizations and orders of governmental or regulatory authorities, if any, that are required to be obtained by the Bank as of the date hereof in connection with the performance of its obligations under the Bond Resolution and the execution, delivery and performance of its obligations under the Paying Agent Agreement have been obtained and remain in full force and effect.
- 6. The performance of its obligations under the Bond Resolution and the execution, delivery and performance of its obligations under the Paying Agent Agreement will not conflict with or constitute on the part of the Bank a violation of, breach of or default under (a) its articles or by-laws, (b) any constitutional provision, statute or order, rule or regulation of any court or governmental agency or body having jurisdiction over the Bank or any of its properties or (c) any material indenture, mortgage, lease, resolution, note agreement or other

agreement or instrument to which the Bank is a party or by which the Bank or any of its properties is bound.

- 7. There is no action, suit, proceeding, controversy or litigation of any nature pending or, to the knowledge of the Bank, threatened against or affecting the Bank before or by any court, public board or body, (i) questioning or contesting the existence of the Bank, the title of any of the present officers thereof to their respective offices or (ii) wherein an unfavorable decision, ruling or finding would have a material adverse effect on its ability to perform its obligations under Bond Resolution and the Paying Agent Agreement.
- 8. The Bank has performed all obligations on its part required to be performed under the Bond Resolution at or prior to the date hereof.

WITNESS my hand, this 31st day of January, 2019.

U.S. BANK NATIONAL ASSOCIATION

April Bright

Assistant Vice President



Christopher D. Balch 830 Caroline Street, Suite 510-220 Atlanta, GA 30316 404.202.5934 FAX 678.228.1885 chris@balchlawgroup.com www.balchlawgroup.com

January 31, 2019

City of Brookhaven, Georgia Brookhaven, Georgia U.S. Bank National Association, as paying agentAtlanta, Georgia

Robert W. Baird & Co., Inc. Red Bank, New Jersey Murray Barnes Finister LLP Atlanta, Georgia

Re: \$38,855,000 City of Brookhaven, Georgia General Obligation Bonds, Series 2019

To the Addressees:

We have acted as counsel to the City of Brookhaven, Georgia (the "City") in connection with the authorization and issuance by the City of the above-captioned bonds (the "Bonds"). In such capacity, we have examined the following:

- (1) the bond resolution adopted by the City on January 22, 2019 (the "Bond Resolution");
 - (2) the Bonds;
- (3) the Paying Agent and Bond Registrar Agreement, dated as of January 1, 2019 (the "Paying Agent Agreement"), between the City and U.S. Bank National Association, as paying agent;
- (4) the Continuing Disclosure Certificate, dated January 22, 2019 (the "Disclosure Certificate");
- (5) a certified copy of the transcript of the validation proceeding concluded in the Superior Court of DeKalb County, Georgia relating to the Bonds; and
- (6) the Preliminary Official Statement, dated January 15, 2019 (the "Preliminary Official Statement") and the Official Statement, dated January 22, 2019 (the "Official Statement"), relating to the Bonds.

THE BALCH LAW GROUP

Re: Series 2019 Brookhaven General Obligation Bonds

Page 2

We have also examined and relied upon the original, certified, conformed or photographic copies of such other documents, records, agreements and certificates as we have considered necessary or appropriate to enable us to render the opinions expressed herein. In all such examinations, we have assumed the genuineness of signatures on original documents and the conformity to original documents of all copies submitted to us as certified, conformed or photographic copies, and as to certificates of public officials, we have assumed the same to have been properly given and to be accurate. Capitalized terms used, but not defined herein, shall have the meanings assigned to them in the Official Statement.

We have not been engaged to undertake, nor have we undertaken, any investigation as to the (a) exclusion of interest on the Bonds from gross income for federal or State of Georgia income tax purposes, (b) exemption of the Bonds from the registration requirements of the Securities Act of 1933, as amended or (c) exemption of the Bond Resolution from the registration requirements of the Trust Indenture Act of 1939, as amended, and we express no opinion herein with respect thereto.

Based upon such examination, and such other examinations as we have deemed appropriate in rendering this opinion, we are of the opinion that as of this date:

- (1) The City is a municipal corporation of the State of Georgia, properly created, organized and existing under the Constitution and laws of said State and has full legal right, power and authority to (a) adopt the Bond Resolution authorizing, among other things, the issuance of the Bonds, and perform its obligations thereunder; (b) issue, execute, deliver and perform its obligations under the Bonds; (c) execute, deliver and perform its obligations under the Paying Agent Agreement, the Custodial Agreement and the Disclosure Certificate (collectively, the "City Documents"); (d) use and distribute the Preliminary Official Statement and use, distribute and execute the Official Statement; (e) acquire, construct and equip the Projects (as defined in the Bond Resolution); (f) levy and collect an ad valorem tax, unlimited as to rate or amount, to pay the principal of and interest on the Bonds; and (g) carry out and consummate all of the transactions contemplated on its part by the Bond Resolution, the City Documents and the Official Statement. Items (a) through (g) above are collectively referred to herein as the "Transactions."
- (2) The City has duly authorized all actions required to be taken by it in connection with the Transactions. The Bond Resolution has been duly adopted and remains in full force and effect and has not been amended, modified, revoked or rescinded.
- (3) The Bonds have been duly executed and are the legal, valid and binding general obligations of the City payable from an ad valorem tax, without limitation as to rate or amount, levied on all property in the City subject to taxation for general obligation bond purposes. The City Documents have been duly executed and are the legal, valid and binding obligations of the City; provided, however that no opinion is given with respect to the enforceability of any indemnification provisions contained therein.

THE BALCH LAW GROUP

Re: Series 2019 Brookhaven General Obligation Bonds Page 3

- (4) The City has levied an ad valorem tax upon all property in the City subject to taxation for general obligation bond purposes in an amount which will be sufficient to pay the principal of and interest on the Bonds as the same become due.
- (5) The Bonds have been duly confirmed and validated by the judgment of the Superior Court of DeKalb County, Georgia, and no appeals are pending with respect to such decree of validation.
- (6) The City has duly authorized the use and distribution of the Preliminary Official Statement, and the use, distribution and execution of the Official Statement. The Official Statement has been duly executed by the City.
- (7) There is no action, suit, proceeding or investigation, at law or in equity, before or by any court, public board or body, pending or to the best of our knowledge threatened against or affecting the City (a) attempting to limit, enjoin or otherwise restrict or prevent the City from (i) issuing the Bonds, (ii) levying or collecting an ad valorem tax to pay the Bonds, or (iii) functioning; (b) contesting or questioning the existence of the City or the titles of the present officers of the City to their offices; or (c) wherein an unfavorable decision, ruling or finding would materially adversely affect the (i) tax-exempt status of the Bonds, (ii) enforceability of the Bond Resolution, the Bonds, the City Documents or any agreement or instrument to which the City is a party and which is used or contemplated for use in the carrying out or consummation of the Transactions, (iii) financial condition or results of operations of the City, (iv) powers of the City, (v) Transactions or (vi) security for the Bonds.
- (9) All licenses, consents, approvals, authorizations and orders of governmental or regulatory authorities, if any, that are required to be obtained by the City as of the date hereof in connection with the Transactions, have been duly obtained and remain in full force and effect, except that no representation is made as to compliance with any applicable state securities or "blue sky" laws.
- (10) To our knowledge, the City is not in (i) breach of or default under any indenture, mortgage, lease, resolution, note agreement or other agreement or instrument known to us to which the City is a party or by which it or any of its property is bound (a "Contractual Requirement") or (ii) violation of any constitutional provision, statute or order, rule or regulation of any court or governmental agency or body having jurisdiction over the City or any of its properties (a "Legal Requirement"), which breach or default or violation would in any way materially adversely affect the Transactions. To our knowledge, no event has occurred and is continuing which, with the passage of time or the giving of notice or both, would constitute such a breach or default or violation.
- (11) The Transactions will not result in a (i) breach of or default under any Contractual Requirement or (ii) violation of a Legal Requirement.

THE BALCH LAW GROUP

Re: Series 2019 Brookhaven General Obligation Bonds

Page 4

(12) As counsel to the City, we have rendered legal advice and assistance to the City in the course of the issuance of the Bonds. This assistance involved, among other things, discussions and inquiries concerning various legal matters, review of various documents relating to the offering and participation in the conferences during which the contents of the Preliminary Official Statement and the Official Statement and related matters were discussed and reviewed. While we do not pass upon or assume responsibility for the accuracy, completeness or fairness of the statements contained in the Preliminary Official Statement or the Official Statement, nothing has come to our attention which causes us to believe that any portion of the Preliminary Official Statement or the Official Statement (other than the statistical and financial data included therein and the financial statements and related notes attached thereto as Appendix A and the information set forth under the heading "THE BONDS – Book-Entry Only System," as to which we express no view) contains any untrue statement of a material fact or omits to state a material fact required to be stated therein or necessary to make the statements made therein, in light of the circumstances under which they were made, not misleading.

The enforceability of the Bond Resolution, the Bonds and the City Documents may be limited or affected by bankruptcy, insolvency, reorganization, moratorium or other similar laws affecting the enforcement of creditors' rights generally or principles of equity applicable to the availability of specific performance or other equitable relief.

We are members of the State Bar of Georgia. Our opinions herein are limited to the laws of the State of Georgia and any applicable federal laws of the United States. This opinion is limited to the matters expressly set forth above, and no opinion is implied or may be inferred beyond the matters so stated. This opinion is intended solely for the use of the addressees and their permitted successors and/or assigns and may not be relied upon by any other person for any purpose without our prior written consent in each instance. We expressly disclaim any duty to update this opinion in the future for any changes of fact or law that may affect any of the opinions expressed herein.

Sincerely yours,

Christopher D. Balch

BALCH LAW GROUP

Managing Member

MURRAY BARNES FINISTER LLP

3525 PIEDMONT ROAD • 5 PIEDMONT CENTER • SUITE 515 • ATLANTA, GEORGIA 30305

January 31, 2019

City of Brookhaven, Georgia Brookhaven, Georgia U.S. Bank National Association, as paying agent Atlanta, Georgia

Re: \$38,855,000 City of Brookhaven, Georgia General Obligation Bonds, Series 2019

To the Addressees:

We have acted as Bond Counsel and Disclosure Counsel to the City of Brookhaven, Georgia (the "City") in connection with the issuance by the City of \$38,855,000 in aggregate principal amount of its General Obligation Bonds, Series 2019 (the "Bonds"). In our capacity as Bond Counsel, we have examined certified copies of the transcripts of the validation proceedings concluded in the Superior Court of DeKalb County, Georgia with respect to the Bonds, the resolution of the City adopted on January 22, 2019 (the "Bond Resolution") and such other laws, documents, records, instruments and certificates of public officials as we have deemed necessary to render the opinions expressed herein. In all such examinations, we have assumed the genuineness of signatures on original documents and the conformity to original documents of all copies submitted to us as certified, conformed or photographic copies, and as to certificates of public officials, we have assumed the same to have been properly given and to be accurate. All capitalized terms used but not otherwise defined herein shall have the meanings assigned thereto in the Bond Resolution.

The proceeds of the Bonds will be used to (a) finance City Council approved Parks and Recreational Master Plans and other related park amenities, equipment and real and personal property useful or desirable in connection therewith and (b) pay the costs of issuing the Bonds.

In rendering our opinion that the interest on the Bonds is excluded from the gross for federal income tax purposes, we have (a) relied as to questions of fact material to our opinion upon certificates and certified proceedings of public officials, including officials of the City, and representations of the City (including representations as to the use and investment of the proceeds of the Bonds), without undertaking to verify the same by independent investigation and (b) assumed continued compliance by the City with its covenants relating to the use of the proceeds of the Bonds and compliance with the requirements contained in the Internal Revenue Code of 1986, as amended (the "Code"), including, but not limited to, the arbitrage requirements contained in Section 148 of the Code. The inaccuracy of any such certificates or representations or the failure of the City to comply with any of such covenants could cause interest on the Bonds to become subject to federal income taxation retroactive to the date of issuance of the Bonds.

In our capacity as Bond Counsel, we express no opinion (a) with respect to the accuracy, completeness or sufficiency of the Official Statement or (b) as to compliance by the

City or the initial purchasers of the Bonds with any federal or state statute, regulation or ruling with respect to the sale or distribution of the Bonds.

Based on our examinations, we are of the opinion, as of the date hereof and under existing law, as follows:

- 1. The Bonds are valid and binding general obligations of the City payable from an ad valorem tax, without limitation as to rate or amount, levied on all property in the City subject to taxation for general obligation bond purposes.
- 2. The City has levied an advalorem tax, without limitation as to rate or amount, on all property in the City subject to taxation for general obligation bond purposes in order to pay the principal of and interest on the Bonds as same become due.
- 3. The interest on the Bonds (including any original issue discount properly allocable to a holder thereof) is excluded from gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals. We express no opinion regarding any other federal tax consequences arising with respect to ownership of the Bonds.
- 4. The interest on the Bonds is exempt from all present State of Georgia income taxes.

The rights of the holders of the Bonds and the enforceability thereof may be subject to bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights heretofore or hereafter enacted and may also be subject to the exercise of judicial discretion in appropriate cases.

We are members of the State Bar of Georgia. Our opinions herein are limited to the laws of the State of Georgia and any applicable federal laws of the United States. This opinion is limited to the matters expressly set forth above, and no opinion is implied or may be inferred beyond the matters so stated. This opinion is intended solely for the use of the addressees and their permitted successors and/or assigns and may not be relied upon by any other person for any purpose without our prior written consent in each instance. We expressly disclaim any duty to update this opinion in the future for any changes of fact or law that may affect any of the opinions expressed herein.

Very truly yours,

MURRAY BARNES FINISTER LLP

A Partner

MURRAY BARNES FINISTER LLP

3525 PIEDMONT ROAD • 5 PIEDMONT CENTER • SUITE 515 • ATLANTA, GEORGIA 30305

January 31, 2019

City of Brookhaven, Georgia Brookhaven, Georgia U.S. Bank National Association, as paying agentAtlanta, Georgia

Re: \$38,855,000 City of Brookhaven, Georgia General Obligation Bonds, Series 2019

To the Addressees:

We have acted as Bond Counsel and Disclosure Counsel to the City of Brookhaven, Georgia in connection with the issuance of the above-captioned bonds (the "Bonds"). In our capacity as bond counsel, we have examined the Official Statement, dated January 22, 2019 (the "Official Statement"), relating to the Bonds, and such other documents, records, agreements, instruments and certificates of public officials as we have considered necessary or appropriate to enable us to render the opinions expressed herein. In all such examinations, we have assumed the genuineness of signatures on original documents and the conformity to original documents of all copies submitted to us as certified, conformed or photographic copies, and as to certificates of public officials, we have assumed the same to have been properly given and to be accurate. Terms used and not otherwise defined herein shall have the meanings set forth in the Official Statement.

Based upon the examinations, certificates and provisions referred to above, we are of the opinion that as of the date hereof and under existing law, as follows:

- 1. No registration of the Bonds under the Securities Act of 1933, as amended, and no qualification of the Bond Resolution under the Trust Indenture Act of 1939, as amended, is required in connection with sale of the Bonds to the public.
- 2. We have reviewed the portions of the Preliminary Official Statement and the Official Statement appearing under the captions "THE BONDS" (other than the information under the caption "Book-Entry Only System," as to which we express no opinion) and "LEGAL MATTERS Tax Exemption" and are of the opinion that the statements made under such captions fairly summarize the matters purported to be summarized therein. We express no further opinion regarding the accuracy of the Preliminary Official Statement or the Official Statement or their sufficiency for any purpose.

TELEPHONE: (678) 999-0350 • FACSIMILE: (678) 999-0357 • INTERNET: www.murraybarneslaw.com

We are members of the State Bar of Georgia. Our opinions herein are limited to the laws of the State of Georgia and any applicable federal laws of the United States. This opinion is limited to the matters expressly set forth above, and no opinion is implied or may be inferred beyond the matters so stated. This opinion is intended solely for the use of the addressees and their permitted successors and/or assigns and may not be relied upon by any other person for any purpose without our prior written consent in each instance. We expressly disclaim any duty to update this opinion in the future for any changes of fact or law that may affect any of the opinions expressed herein.

MURRAY BARNES FINISTER LLP

A Partner

MURRAY BARNES FINISTER LLP

3525 PIEDMONT ROAD • 5 PIEDMONT CENTER • SUITE 515 • ATLANTA, GEORGIA 30305

January 31, 2019

City of Brookhaven, Georgia Brookhaven, Georgia

Re: \$38,855,000 City of Brookhaven, Georgia General Obligation Bonds, Series 2019

To the Addressee:

We have acted as Bond and Disclosure Counsel to the City of Brookhaven, Georgia (the "City") in connection with the issuance of the above-captioned bonds (the "Bonds"). In our capacity as Disclosure Counsel, we have examined the Preliminary Official Statement, dated January 15, 2019 (the "Preliminary Official Statement") relating to the Bonds, the Official Statement, dated January 22, 2019 relating to the Bonds (the "Official Statement"), and such other documents, instruments and certificates of public officials as we have deemed necessary or appropriate to enable us to render the opinions expressed herein. In all such examinations, we have assumed the genuineness of signatures on original documents and the conformity to original documents of all documents submitted to us as certified, conformed or photographic copies, and as to certificates of public officials, we have assumed the same to have been properly given and to be accurate.

We have rendered legal advice and assistance to the City in the course of its preparation of the Official Statement. Rendering such assistance involved, among other things, discussions and inquiries concerning various legal matters and the review of the documents referred to above. We have also participated in conferences with your representatives and counsel during which the contents of the Preliminary Official Statement and the Official Statement and related matters were discussed and reviewed. The limitations inherent in the independent verification of factual matters and the character of determinations involved in the preparation of the Official Statement are such, however, that we do not assume responsibility for the accuracy, completeness or fairness of the statements contained in the Official Statement.

On the basis of the information that was developed in the course of the performance of the services referred to above, considered in light of our understanding of the applicable law and the experience we have gained through our practice thereunder, we advise you that nothing came to our attention that caused us to believe that the Official Statement (other than the statistical and financial data included therein and in the Appendices thereto, including, without limitation, the financial statements and related notes and schedules attached thereto as Appendix A and the information set forth under the heading "THE BONDS – Book-Entry Only System" and in Appendix D, as to which we express no view) as of the date thereof, contained any untrue statement of a material fact or omitted to state a material fact necessary in order to

make the statements made therein, in light of the circumstances under which they were made, not misleading.

We are members of the State Bar of Georgia. Our opinions herein are limited to the laws of the State of Georgia and any applicable federal laws of the United States. This opinion is limited to the matters expressly set forth above, and no opinion is implied or may be inferred beyond the matters so stated. This opinion is intended solely for the use of the addressee and its permitted successors and/or assigns and may not be relied upon by any other person for any purpose without our prior written consent in each instance. We expressly disclaim any duty to update this opinion in the future for any changes of fact or law that may affect any of the opinions expressed herein.

Very truly yours,

MURRAY BARNES FINISTER LLP

By:



DEBT ISSUANCE REPORT

Georgia Department of Community Affairs 60 Executive Park South, N.E. Atlanta, Georgia 30329-2231



Chapter 82 of Title 36 of the Official Code of Georgia requires any municipality, county, local government authority, board or other commission empowered to enter into debt, which issues general obligation bonds, revenue bonds, or any other bond notes, certificates of participation, or other such obligations in an amount exceeding \$1 million, to file a report with the Department of Community Affairs.

Please complete this Report and save it to your hard drive. Please <u>do not</u> mail a hard copy. EMAIL a copy of your saved report to:

debt.issuance@dca.ga.gov [Use Proper Case (Upper/Lower); Do NOT type in all Upper Case.] Legal Name of Entity Issuing Debt: City of Brookhaven, Georgia **Entity Contact Person:** Name Steven G. Chapman II Entity Phone: 404-637-0620 Date of Pricing: 1/22/19 1/31/19 Date of Issue: **Maturity Date:** 07/2049 (month/year only) This Issue has varying maturity dates: Yes (Change No to Yes if applicable) Amount of Debt Issued: \$38,855,000 (whole dollars only, no cents) (use dropdown list) (use dropdown list) Select Type of Issue: New Issue G.O. Bonds If OTHER, Specify: \$771,100 (whole dollars only, no cents) Amount of Issuance Costs: Interest Rate: (Change No to Yes if applicable) This issue has variable interest rates: No This issue has multiple non-variable rates: NOTE: If Multiple non-variable rates is YES, the Serial and Term Bonds Schedule 3.406% (Use tab at bottom) True Interest Percentage: must also be completed. Purpose(s) for which debt was issued: (Change No to Yes where applicable) No Airport Health care **Public buildings** No Education No Highways, streets and drainage Public transit system No | Electric utility system No Industrial revenue bonds Single family housing No Enterprize Zone facility No Jails Solid waste system No Exempt facility bonds No Law enforcement and corrections Telecommunications No Fire protection No Multi-family housing Water/sewer system Yes Parks and recreation facilities No Gas utility system Other (must specify below) Other: **Recovery Zone Bond Allocation?** No (Change No to Yes if applicable) If YES, one of these two boxes MUST be "Yes": No Economic Development Bond Facility Bond (Private Activity) (Only ONE may be YES) Provide a detailed description of the purpose(s) of the debt: The proceeds of the Bonds will be used to (a) finance the cost of City Council approved Parks and Recreational Master Plans and other related park amenities, equipment and real and personal property useful or desirable in connection therewith and (b) pay the costs of issuing the Bonds. Beneficiary of Bond Proceeds IF different from Issuer: Name of Lead Bond Underwriter: Robert W. Baird & Co., Inc. Name of Lead Bond Counsel: Murray Barnes Finister LLP First Name Middle Name Last Name **Person Completing This Report:** Ms. Mae Charles Barnes Email Address Report Date: 1/31/2019 Partner mcbarnes@murraybarneslaw.com Firm Name Firm Phone 678-999-0350 Murray Barnes Finister LLP Firm Mailing Address City State

Atlanta

GΑ

30305

Revised: 10/1/2009R

3525 Piedmont Road, NE, 5 Piedmont Center, Suite 515



DEBT ISSUANCE REPORT

Georgia Department of Community Affairs 60 Executive Park South, N.E. Atlanta, Georgia 30329-2231



Schedule of Serial and Term Bonds

[Maturity Date	Type of Issue	Principal Amount	Interest Rate	
		Alternative Min. Tax or			
	(month/year)	Non-Alternative Min. Tax	(whole dollars only)	(percentage)	
		(use dropdown list)			
1	07/2020	Non-Alternative Min. Tax	\$100,000	5.000%	
2	07/2021	Non-Alternative Min. Tax	\$720,000	5.000%	
3	07/2022	Non-Alternative Min. Tax	\$755,000	5.000%	
4	07/2023	Non-Alternative Min. Tax	\$790,000	5.000%	
5	07/2024	Non-Alternative Min. Tax	\$830,000	5.000%	
6	07/2025	Non-Alternative Min. Tax	\$870,000	5.000%	
7	07/2026	Non-Alternative Min. Tax	\$915,000	5.000%	
8	07/2027	Non-Alternative Min. Tax	\$960,000	5.000%	
9	07/2028	Non-Alternative Min. Tax	\$1,010,000	5.000%	
10	07/2029	Non-Alternative Min. Tax	\$1,055,000	5.000%	
11	07/2030	Non-Alternative Min. Tax	\$1,095,000	3.000%	
12	07/2031	Non-Alternative Min. Tax	\$1,130,000	4.000%	
13	07/2032	Non-Alternative Min. Tax	\$1,170,000	4.000%	
14	07/2033	Non-Alternative Min. Tax	\$1,210,000	3.000%	
15	07/2034	Non-Alternative Min. Tax	\$1,255,000	3.000%	
16	07/2035	Non-Alternative Min. Tax	\$1,300,000	3.125%	
17	07/2036	Non-Alternative Min. Tax	\$1,345,000	3.125%	
18	07/2037	Non-Alternative Min. Tax	\$1,390,000	3.250%	
19	07/2038	Non-Alternative Min. Tax	\$1,440,000	3.250%	
20	07/2039	Non-Alternative Min. Tax	\$1,485,000	3.375%	
21	07/2040	Non-Alternative Min. Tax	\$1,535,000	3.500%	
22	07/2041	Non-Alternative Min. Tax	\$1,590,000	3.500%	
23	07/2042	Non-Alternative Min. Tax	\$1,645,000	3.500%	
24	07/2043	Non-Alternative Min. Tax	\$1,705,000	3.500%	
25	07/2044	Non-Alternative Min. Tax	\$1,765,000	3.500%	
26	07/2049	Non-Alternative Min. Tax	\$9,790,000	3.500%	
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Rachel Jones

From: Jackson Lilly <jackson.lilly@dca.ga.gov>
Sent: Monday, February 04, 2019 9:39 AM

To: Rachel Jones

Subject: CONFIRMATION OF RECEIPT -- DEBT ISSUANCE

Good Morning,

Thank you for submitting a Debt Issuance Report for City of Brookhaven, Georgia. Please retain this email as documentation that the Department of Community Affairs' Office of Research received from Murray Barnes Finister LLP via email a Debt Issuance Report for debt issued by City of Brookhaven, Georgia on the date and in the amount indicated below.

Date of Issuance: 1/31/2019 Amount Issued: \$38,855,000

If you have any questions or otherwise need assistance please feel free to contact me.

Thank you,

Jackson



Learn more about our commitment to fair housing.



Jackson Lilly

Research and Planning Intern Georgia Department of Community Affairs 60 Executive Park South, NE Atlanta, Georgia 30329

jackson.lilly@dca.ga.gov

MURRAY BARNES FINISTER LLP

3525 PIEDMONT ROAD • 5 PIEDMONT CENTER • SUITE 515 • ATLANTA, GEORGIA 30305

January 31, 2019

Mr. Steven G. Chapman II Chief Financial Officer City of Brookhaven, Georgia 4362 Peachtree Road NE Brookhaven, GA 30319

Re: \$38,855,000 City of Brookhaven, Georgia General Obligation Bonds, Series 2019

Dear Steve:

Thank you again for allowing us to act as bond counsel and disclosure counsel to the City of Brookhaven (the "City") in connection with the issuance of the above-captioned bonds (the "Bonds"). The purpose of this letter is to (a) remind you of the City's post-closing obligations to provide continuing disclosure, to retain records and to comply with its policy with respect to tax-exempt debt (the "Tax Policy") and (b) advise you that our representation has terminated.

Continuing Disclosure

In the Continuing Disclosure Certificate, the City agreed to provide updated operating and financial data annually (the "Annual Report") to the Municipal Securities Rulemaking Board's Electronic Municipal Market Access System ("EMMA") and to provide notices of certain events to EMMA (the "Event Notices"). The Annual Report must be filed not later than 270 days after the end of the fiscal year. The Event Notices must be filed almost immediately after the occurrence of the event (within 10 business days).

Sinking Fund

Please be mindful that Article IX, Section V, Paragraph VI of the Georgia Constitution requires the City place the ad valorem taxes levied to pay the Bonds in a sinking fund to be used exclusively for paying the principal of and interest on such Bonds. It also requires that the City keep such moneys separate and apart from all other revenues collected by the City.

Record Retention

In the Tax Certificate, the City agreed to retain all records relating to the Bonds in order to comply with Section 6001 of the Internal Revenue Code of 1986, as amended. These records should include, among other things, (a) basic records relating to the transaction (including the bond documents, the opinion of bond counsel, etc.), (b) documents evidencing expenditure of the Bond proceeds, (c) documentation evidencing the use of Bond-financed property by public and private entities (e.g., copies of management contracts, leases and research agreement) and (d)

documentation pertaining to any investment of Bond proceeds (including the purchase and sale of securities, SLG subscriptions, yield calculations for each class of investments, actual investment income received from the investment of Bond proceeds, guaranteed investment contracts and rebate calculations). Such records must be maintained as long as the Bonds are outstanding, plus three years after the final payment or redemption date.

Tax Policy

In the Tax Policy, the City agreed to, among other things, (a) monitor private business use of property that was refinanced with the proceeds of the Bonds and take remedial action with respect thereto and (b) monitor compliance with the arbitrage, yield restriction and rebate requirements related to the Bonds and its other tax-exempt debt. The Tax Policy should be reviewed annually with staff.

Termination of Representation

Our insurance carriers require that we advise our client at the end of a transaction that our representation has ended. Accordingly, we are advising you that our representation of the City and the attorney-client relationship with the City concluded upon the issuance of the Bonds. However, do not hesitate to call us if you have any questions regarding the Bonds.

Mae Charles Barnes

cc: Christopher D. Balch, Esq.

INDEX FOR CLOSING TRANSCRIPT

\$38,855,000 City of Brookhaven, Georgia General Obligation Bonds, Series 2019

The following documents were delivered by the parties indicated at the Closing held in the offices of Murray Barnes Finister LLP, Atlanta, Georgia, on January 31, 2019.

PARTIES:

City:

City of Brookhaven, Georgia

Brookhaven, Georgia

Underwriter:

Robert W. Baird & Co., Inc.

Red Bank, New Jersey

Paying Agent, Bond Registrar and

Authentication Agent:

U.S. Bank National Association

Atlanta, Georgia

City's Counsel:

Balch Law Group

Atlanta, Georgia

Bond and Disclosure Counsel:

Murray Barnes Finister LLP

Atlanta, Georgia

Financial Advisor:

Davenport & Company, LLC

Atlanta, Georgia

BASIC DOCUMENTS

- 1. Certified copy of the Validation Transcript for the Bonds.
- 2. Specimen Bond.
- 3. Certified copy of the Bond Resolution adopted by the City on January 22, 2019.
- 4. Executed counterpart of the Paying Agent and Bond Registrar Agreement, dated as of January 1, 2019, between the City and the Paying Agent.

UNDERWRITING DOCUMENTS

- 5. Executed counterpart of the Continuing Disclosure Certificate, dated January 22, 2019.
- 6. Preliminary Official Statement, dated January 15, 2019.
- 7. Official Statement, dated January 22, 2019.
- 8. Bids and Winning Bid.
- 9. Receipt for Bonds.
- 10. 15c2-12 Certificate of the City.
- 11. Rating Letters.

CLOSING DOCUMENTS OF THE CITY

- 12. Authentication Order.
- 13. Incumbency Certificate.
- 14. Execution, Signature, No-Litigation and Officers' Certificate, with attached certificate of validation from the Superior Court of DeKalb County.
- 15. Tax and Non-Arbitrage Certificate.
- 16. Receipt for Bond Proceeds.
- 17. Certificate Designating Authorized Representatives.
- 18. IRS Form 8038-G.
- 19. DTC Letter of Representations.

CLOSING DOCUMENTS OF PAYING AGENT

20. Officer's Certificate of Paying Agent, Bond Registrar and Authentication Agent.

OPINIONS

- 21. Opinion of City's Counsel.
- 22. Opinion of Bond Counsel.
- 23. Supplemental Opinion of Bond Counsel.
- 24. Opinion of Disclosure Counsel.

MISCELLANEOUS

- 25. Debt Issuance Report.
- 26. Post-Closing Letter.