



MATTHEW G. BEVIN
Governor

Commonwealth of Kentucky
FINANCE AND ADMINISTRATION CABINET
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WILLIAM M. LANDRUM III
Secretary

RYAN BARROW
Executive Director

August 13, 2019

The Honorable Senator Rick Girdler, Co-Chair
The Honorable Representative Walker Thomas, Co-Chair
Capital Projects and Bond Oversight Committee
Legislative Research Commission
Capitol Annex Building
Frankfort, Kentucky 40601

Dear Senator Girdler and Representative Thomas:

Listed below is information regarding various projects and reports that will be presented to the Capital Projects and Bond Oversight Committee ("CPBO") at the August 27, 2019, meeting.

The Kentucky Infrastructure Authority ("KIA") will present the following loans for the Committee's approval:

Fund A Loan

City of Nicholasville (Increase)	\$906,446
Louisville and Jefferson County Metropolitan (Director Increase)	\$24,200,000

Fund B Loan

City of Mayfield	\$2,221,117
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Fund F Loan

Allen County Water District	\$2,450,000
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The Office of Financial Management will present four (4) new bond issue report for the Committee's approval:

Kentucky Housing Corporation Tax-Exempt Conduit Multifamily Housing Revenue Bonds (Ashland Portfolio Project), Series 2019	\$34,000,000+
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Kentucky Housing Corporation Tax-Exempt Conduit Multifamily Housing Revenue Bonds (Chapel House Project), Series 2019	\$14,000,000+
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Senator Girdler
Representative Thomas
August 13, 2019
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Kentucky Housing Corporation Tax-Exempt Conduit Multifamily Housing Revenue Bonds (City View Park Project), Series 2019	\$34,000,000+
Kentucky Housing Corporation Tax-Exempt Conduit Multifamily Housing Revenue Bonds (Winterwood II Portfolio Project), Series 2019	\$17,000,000+

The Office of Financial Management will present one (1) informational item for the Committee's review:

Kentucky Asset/Liability Commission General Fund Tax and Revenue Anticipation Notes, 2019 Series A dated July 10, 2019	\$400,000,000
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The School Facilities Construction Commission is submitting the following additional information for the Committee's approval:

Bracken County	\$1,165,000*
Breathitt County	\$1,500,000*
Casey County	\$1,990,000*
Floyd County	\$1,280,000*
Harrison County	\$3,605,000*
Walton Verona Independent	\$1,510,000*
Williamstown Independent	\$1,060,000*

+Not to Exceed
*Estimated

An OFM staff member will attend the CPBO meeting to answer any questions regarding this information. Please contact me if there are any questions or should your staff require additional information.

Sincerely,



Ryan Barrow
Executive Director

Attachments

**Kentucky Infrastructure Authority
Projects for
August 2019 Capital Projects Meeting**

- ***Fund A Loan***

<u>Loan #</u>	<u>Borrower</u>	<u>Amount Requested</u>	<u>Loan Total</u>	<u>County</u>
A15-090	City of Nicholasville (Increase)	\$ 565,466	\$ 906,446	Jessamine
A19-028	Louisville and Jefferson County Metropolitan (Director Level Increase)	\$ 2,200,000	\$ 24,200,000	Jefferson

- ***Fund B Loan***

<u>Loan #</u>	<u>Borrower</u>	<u>Amount Requested</u>	<u>Loan Total</u>	<u>County</u>
B19-007	City of Mayfield	\$ 2,221,117	\$ 2,221,117	Graves

- ***Fund F Loan***

<u>Loan #</u>	<u>Borrower</u>	<u>Amount Requested</u>	<u>Loan Total</u>	<u>County</u>
F19-025	Allen County Water District	\$ 2,450,000	\$ 2,450,000	Allen

EXECUTIVE SUMMARY KENTUCKY INFRASTRUCTURE AUTHORITY FUND A, FEDERALLY ASSISTED WASTEWATER REVOLVING LOAN FUND		Reviewer Date KIA Loan Number WRIS Number	Michael Dant August 6, 2019 A15-90 (Increase) SX21113027
BORROWER		CITY OF NICHOLASVILLE JESSAMINE COUNTY	
BRIEF DESCRIPTION			
This project is requesting an increase of \$565,466 to an existing loan of \$340,980 originally approved on April 2, 2015. The increase is needed to fund a change in scope due to a completed sanitary sewer overflow (SSO) project that reduced the capacity of the sewer line into which this project was originally planned to flow.			
The project consists of the installation of approximately 5,000 linear feet of 10-inch through 12-inch gravity sewers and related appurtenances. The project also includes the elimination of the existing Brittney Heights Lift Station, and modifications to the East Jessamine Middle School Lift Station to handle the diverted flows.			
The original project description was: The project will replace and enlarge approximately 2,445 linear feet (LF) of existing gravity sewer lines to provide sufficient capacity to convey wastewater flows. The parallel and replacement sewers would be a combination of 10 and 12 inch diameter pipes.			
PROJECT FINANCING		PROJECT BUDGET	
Fund A Loan	\$906,446	RD Fee %	Actual %
HB 303 Reallocation	19,811	Administrative Expenses	\$0
-	-	Legal Expenses	-
-	-	Land, Easements	-
-	-	Relocation Expense & Payments	-
-	-	Planning	-
-	-	Eng - Design / Const	9.1% 10.7% 89,200
-	-	Eng - Insp	5.9% 0.3% 2,500
-	-	Eng - Other	-
-	-	Construction	794,557
-	-	Equipment	-
-	-	Contingency	40,000
-	-	Other	-
TOTAL	\$926,257	TOTAL	\$926,257
REPAYMENT	Rate	2.75%	Est. Annual Payment \$61,039
	Term	20 Years	1st Payment 6 Mo. after first draw
PROFESSIONAL SERVICES	Engineer	Banks Engineering Inc.	
	Bond Counsel	Dinsmore & Shohl, LLP	
PROJECT SCHEDULE	Bid Opening	May-19	
	Construction Start	Aug-19	
	Construction Stop	May-20	
DEBT PER CUSTOMER	Existing	\$1,815	
(water & sewer combined)	Proposed	\$1,634	
OTHER DEBT	See Attached		
OTHER STATE-FUNDED PROJECTS LAST 5 YRS	See Attached		
RESIDENTIAL RATES		<u>Users</u>	<u>Avg. Bill</u>
	Current	14,053	\$22.49 (for 4,000 gallons)
	Additional	0	\$22.49 (for 4,000 gallons)
REGIONAL COORDINATION	This project is consistent with regional planning recommendations.		
CASHFLOW	Cash Flow Before Debt Service	Debt Service	Cash Flow After Debt Service
			Coverage Ratio
Audited 2016	3,745,270	4,050,386	(305,116) 0.9
Audited 2017	4,387,065	4,086,663	300,402 1.1
Audited 2018	3,618,626	4,019,442	(400,816) 0.9
Projected 2019	4,434,704	2,931,229	1,503,475 1.5
Projected 2020	4,968,836	2,919,110	2,049,727 1.7
Projected 2021	4,801,615	3,013,714	1,787,901 1.6
Projected 2022	4,631,070	3,013,307	1,617,763 1.5
Projected 2023	4,457,134	3,008,625	1,448,509 1.5

Reviewer: Michael Dant
Date: August 6, 2019
Loan Number: A15-090 Increase

**KENTUCKY INFRASTRUCTURE AUTHORITY
WASTEWATER REVOLVING LOAN FUND (FUND A)
CITY OF NICHOLASVILLE, JESSAMINE COUNTY
PROJECT REVIEW
SX21113027**

I. PROJECT DESCRIPTION

The City of Nicholasville is requesting a Fund A loan increase in the amount of \$565,466 for the Orchard SSO Relief and Brittany Lift Station Elimination project. The project was originally approved on April 2, 2015 in the amount of \$340,980.

The purpose of the project, as originally approved, was to provide sufficient capacity to convey wastewater flows downstream of, and in, the Orchard area of Nicholasville to improve surface water quality while also reducing the incidence and duration of wet weather overflows from seven existing manholes. The increase is needed to fund a change in scope due to a completed sanitary sewer overflow (SSO) project that reduced the capacity of the sewer line into which this project was originally planned to flow.

The City of Nicholasville experiences several recurring sanitary sewer overflows (SSOs) in the vicinity of Lake Mingo Park northeast of downtown. The sanitary sewer system in that area receives flow from the Brittney Heights Lift Station (BHLS), which serves several residential subdivisions including the Orchard Subdivision. Studies have shown that increasing system capacity downstream of the SSOs, per the original design, would likely cause new SSOs in the downtown area. Therefore the current project scope involves elimination of the Brittney Heights Lift Station with a new gravity sewer and upsizing a portion of the existing sewer system to divert the BHLS flow to the 30-inch Town Fork Interceptor downstream of downtown Nicholasville. The new gravity sewers will include capacity for potential new development along the route.

The project consists of the installation of approximately 5,000 linear feet of 10-inch through 12-inch gravity sewers and related appurtenances. The project also includes the elimination of the existing BHLS, and modifications to the East Jessamine Middle School Lift Station to handle the diverted flows.

The Nicholasville Sewer Department currently serves approximately 11,319 customers in Jessamine County.

II. PROJECT BUDGET

	<u>Total</u>
Engineering Fees - Design	\$ 79,200
Engineering Fees - Construction	10,000
Engineering Fees - Inspection	2,500
Construction	794,557
Contingency	40,000
Total	\$ 926,257

III. PROJECT FUNDING

	<u>Amount</u>	<u>%</u>
Fund A Loan	\$ 906,446	98%
HB 303 Reallocation	19,811	2%
Total	\$ 926,257	100%

IV. KIA DEBT SERVICE

Construction Loan	\$ 906,446
Less: Principal Forgiveness	0
Amortized Loan Amount	\$ 906,446
Interest Rate	2.75%
Loan Term (Years)	20
Estimated Annual Debt Service	\$ 59,226
Administrative Fee (0.20%)	1,813
Total Estimated Annual Debt Service	\$ 61,039

V. PROJECT SCHEDULE

Bid Opening	May 9, 2019
Construction Start	August 2019
Construction Stop	May 2020

VI. CUSTOMER COMPOSITION AND RATE STRUCTURE

A) Customers

	<u>Current</u>
Residential	10473
Commercial	818
Industrial	28
Total	11,319

B) Rates

SEWER	INSIDE CITY		OUTSIDE CITY	
	Current	Prior	Current	Prior
Date of Last Rate Increase	07/01/09	07/01/08	07/01/09	07/01/08
Minimum	\$4.25	\$4.25	\$6.35	\$6.35
Volume charge per 1,000 gallons	4.56	4.28	6.84	6.42
Cost for 4,000 gallons	\$22.49	\$21.37	\$33.71	\$32.03
Increase %	5.2%		5.2%	
Affordability Index (Rate/MHI)	0.6%	0.5%	0.8%	0.8%
WATER				
	Inside City		Outside City	
	Current	Prior	Current	Prior
Date of Last Rate Increase	08/01/18	07/01/13		07/01/13
Fixed (based on water meter size)				
3/4 in	\$4.42	\$4.25	\$6.60	\$6.35
First 10,000 Gallons, per 1,000	4.43	4.13	6.48	6.11
All Over 10,000 Gallons, per 1,000	4.29	4.00	6.28	5.91
Cost for 4,000 gallons	\$22.14	\$20.77	\$32.52	\$30.79
Increase %	6.6%		5.6%	
Affordability Index (Rate/MHI)	0.6%	0.6%	0.9%	0.8%

VII. DEMOGRAPHICS

Based on current Census data from the American Community Survey 5-Year Estimate 2013-2017, the Utility's service area population was 29,116 with a Median Household Income (MHI) of \$47,964. The median household income for the Commonwealth is \$46,535. The project will retain the original interest rate of 2.75%.

Year	Population		County		County Unemployment	
	City	% Change	County	% Change	Date	Rate
1980	10,400		26,146		June 2005	5.3%
1990	13,603	30.8%	30,508	16.7%	June 2010	8.5%
2000	19,680	44.7%	39,041	28.0%	June 2015	4.6%
2010	28,015	42.4%	48,586	24.4%	June 2018	4.2%
Current	29,547	5.5%	51,667	6.3%		
Cumulative %		184.1%		97.6%		

VIII. 2014 CAPITALIZATION GRANT EQUIVALENCIES

- 1) Green Project Reserve - This project does not qualify for Green Project Reserve (GPR) funding.
- 2) Additional Subsidization – This project does not qualify for additional subsidization.

IX. FINANCIAL ANALYSIS

Financial information was obtained from the audited financial statements for the years ended June 30, 2013 through June 30, 2018 (2016-2018 presented). The non-cash impact of GASB 68, Accounting and Financial Reporting for Pensions, has been removed from fiscal 2016-2018 operating expenses and GASB 75, Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions, has been removed from 2018 operating expenses. Percentage references in the History section below are based on whole dollar amounts and not the rounded amounts presented.

HISTORY

The City of Nicholasville accounts for sewer operations as a part of its Utilities Fund. The utilities fund encompasses water, sewer, and electricity. Certain categories of revenue and expense are combined between these activities thus preventing a completely independent analysis of the sewer system alone. For this reason the entire utility fund was analyzed and projected while separating out information for the sewer system where practical.

Combined Revenues increased six percent from \$24.2 Million in 2016 to \$25.7 million in 2018. Expenses, not including depreciation, increased 7.6% from \$20.7 million in 2016 to \$22.3 million in 2018.

Cash flow before debt service available for debt service decreased 3.4% from \$3.7 million in 2016 to \$3.6 million in 2018.

The debt coverage ratio was 0.9 in 2016, 1.1 in 2017, and 0.9 in 2018.

The financial statements between 2013 and 2018 were reviewed extensively to determine the areas (water, sewer, or electric) that were contributing to the subpar debt coverage ratios. Between 2013 and 2018 the average yearly change in the net operating income (revenue minus expenses) generated by the individual funds was: electric 10% decrease, water 3.4% decrease, sewer 1.5% increase.

Electric had the biggest impact on the overall fund. Not only because it showed the largest decline but also because its revenues and expenses are much larger than that of water and sewer combined. 2018 Electric revenue was \$16.1 million compared to \$8.8 million for water and sewer combined. Of all expenses, not including depreciation, electric directly accounted for 69%. The purchase of electric alone was 63% of all expenses.

Analysis suggested that in recent years the electric purchase cost fluctuations were not being fully reimbursed through the city's system of rate adjustment. Projecting this trend into the future produced poor financial results.

Despite the above, the city was able to maintain current ratios of 1.1 or higher. Debt to equity of 0.8 or higher. Months of operating expenses in unrestricted cash of 9.6 in 2018.

PROJECTIONS

Projections are based on the following assumptions:

- 1) Revenues are projected at 0% growth through 2023, except:
 - A water rate increase of 6.4% was put into place during the 2019 FY.
 - Electric Revenues were adjusted based on a revised rate schedule proposed to go into effect during FY 2020.
- 2) Expenses were projected to increase 2% each year, except:
 - Water Purchases were projected to increase at 0.4% each year based on a very small amount of water purchases that are subject to possible rate increases without the normal wholesale rate recovery process.
 - Electric Purchase Costs:
 - Electric purchases costs for FY 2019 were adjusted based on overpayment refunds received.
 - FY 2020 purchase costs were revised downward reflecting

reduced rates from Kentucky Utilities.

- The electric purchase costs from 2020 to 2023 are projected to be flat. This is based upon the City's proposal to review the electric net operating income each year and True-Up costs not recovered during the past year. Those costs would be recovered in the rate adjustments for the coming year.

3) The debt coverage ratio is 1.6 in FY 2021 when principal and interest repayments begin.

Based on the pro forma assumptions, the utility shows adequate cash flow to repay the KIA Fund A loan.

REPLACEMENT RESERVE

The Utility maintains a "Repair and Replacement fund" to make major repairs and replacements and to pay the cost of construction of additions, extensions and improvements. Based on this the original project was approved without a replacement reserve requirement. During the increase analysis, it was determined that the account averaged \$2,444,641 or 3.2% of property, plant, and equipment between 2016 and 2018. Based on this, the original credit review recommendation of no replacement reserve requirement is continued.

X. DEBT OBLIGATIONS

	<u>Outstanding</u>	<u>Maturity</u>
KIA - C02-02	\$1,400,457	2023
KIA - A06-07	\$6,948,527	2028
KIA - F07-08	\$5,892,114	2030
KIA - A08-06	\$4,151,120	2031
KIA - F13-022	\$436,243	2035
KIA - F115-066 (i/a/o \$416,120)	\$0	TBD
KIA - F17-001 (i/a/o \$553,000)	\$0	TBD
A15-090 - Requesting increase (original amount \$340,890)	\$27,840	TBD
General Obligation Bonds	\$6,538,262	2031
General Obligation Note	\$106,145	2023
 Total	 <u>\$25,500,708</u>	

XI. CONTACTS

Legal Applicant	
Entity Name	City of Nicholasville
Authorized Official	Peter Sutherland (Mayor)
County	Jessamine
Email	pete.sutherland@nicholasville.org
Phone	(859) 885-1121
Address	P.O. Box 450 Nicholasville, KY 40356

Project Administrator	
Name	Robert A. Amato
Organization	City of Nicholasville
Email	bob.amato@nicholasville.org
Phone	(859) 885-9473
Address	601 N Main St. Nicholasville, KY 40340

Consulting Engineer	
PE Name	John B. Steinmetz
Firm Name	Banks Engineering Inc.
Email	jsteinmetz@banksengineering.net
Phone	(859) 881-0020
Address	1211 Jessamine Station Pike Nicholasville, KY 40356

XII. RECOMMENDATIONS

KIA staff recommends approval of the loan with the standard conditions and the following special condition:

1. By October 1, 2019, the city passes a revised rate schedule providing adequate revenue to produce a minimum of a 1.0 debt coverage ratio.
2. By October 1, 2019, the City passes a resolution to review the electric each year and true-up costs not recovered during the past year.

**CITY OF NICHOLASVILLE
FINANCIAL SUMMARY (JUNE YEAR END)**

	<u>Audited 2016</u>	<u>Audited 2017</u>	<u>Audited 2018</u>	<u>Projected 2019</u>	<u>Projected 2020</u>	<u>Projected 2021</u>	<u>Projected 2022</u>	<u>Projected 2023</u>
Balance Sheet								
Assets								
Current Assets	7,884,080	6,925,704	6,896,024	7,241,466	7,601,611	7,959,192	8,282,744	8,572,446
Other Assets	82,988,511	81,455,116	85,726,660	84,651,696	84,900,523	83,436,498	81,836,363	80,100,824
Total	90,872,591	88,380,820	92,622,684	91,893,162	92,502,134	91,395,690	90,119,107	88,673,270
Liabilities & Equity								
Current Liabilities	6,431,153	6,426,416	5,675,707	5,743,878	5,915,166	6,041,388	6,167,216	5,934,263
Long Term Liabilities	34,437,514	34,337,952	34,927,203	33,272,411	32,273,811	29,850,262	27,363,886	25,174,662
Total Liabilities	40,868,667	40,764,368	40,602,910	39,016,289	38,188,976	35,891,651	33,531,102	31,108,926
Net Assets	50,003,924	47,616,452	52,019,774	52,876,873	54,313,158	55,504,039	56,588,005	57,564,345
Cash Flow								
Revenues	24,183,693	25,366,117	25,669,651	26,001,495	25,632,754	25,632,754	25,632,754	25,632,754
Operating Expenses	20,704,790	21,210,027	22,280,646	21,796,412	20,893,539	21,060,760	21,231,305	21,405,241
Other Income	266,367	230,975	229,621	229,621	229,621	229,621	229,621	229,621
Cash Flow Before Debt Service	3,745,270	4,387,065	3,618,626	4,434,704	4,968,836	4,801,615	4,631,070	4,457,134
Debt Service								
Existing Debt Service	4,050,386	4,086,663	4,019,442	2,931,229	2,919,110	2,952,675	2,952,268	2,947,586
Proposed KIA Loan	0	0	0	0	0	61,039	61,039	61,039
Total Debt Service	4,050,386	4,086,663	4,019,442	2,931,229	2,919,110	3,013,714	3,013,307	3,008,625
Cash Flow After Debt Service	(305,116)	300,402	(400,816)	1,503,475	2,049,727	1,787,901	1,617,763	1,448,509
Ratios								
Current Ratio	1.2	1.1	1.2	1.3	1.3	1.3	1.3	1.4
Debt to Equity	0.8	0.9	0.8	0.7	0.7	0.6	0.6	0.5
Days Sales in Accounts Receivable	50.2	47.5	49.3	49.3	49.3	49.3	49.3	49.3
Months Operating Expenses in Unrestricted Cash	12.0	10.9	9.6	10.4	11.4	12.2	12.9	13.4
Debt Coverage Ratio	0.9	1.1	0.9	1.5	1.7	1.6	1.5	1.5

EXECUTIVE SUMMARY		Reviewer	Ashley Adams	
KENTUCKY INFRASTRUCTURE AUTHORITY		Date	July 31, 2019	
FUND A, FEDERALLY ASSISTED WASTEWATER		KIA Loan Number	A19-028 (Increase)	
REVOLVING LOAN FUND		WRIS Number	SX21111101	
BORROWER	LOUISVILLE & JEFFERSON COUNTY METROPOLITAN SEWER DISTRICT JEFFERSON COUNTY			
BRIEF DESCRIPTION				
This is a director level loan increase request in the amount of \$2.2 million (10%) of the original loan amount. MSD has requested the loan increase due to bids coming in higher than originally estimated.				
Original Description: This project will rehabilitate and expand the Hite Creek Water Quality Treatment Center (WQTC). The expansion will increase the WQTC from 6.0 MGD to 9.0 MGD average daily flow and 24 MGD wet weather flow. The increase in capacity will eliminate sanitary sewer overflows upstream of the facility and allow for future growth needs.				
PROJECT FINANCING		PROJECT BUDGET		
Fund A Loan	\$24,200,000	Administrative Expenses	\$150,300	
Local Funds	4,981,788	Planning	160,765	
		Eng - Design / Const	2,973,034	
		Eng - Insp	984,820	
		Construction	23,869,685	
		Contingency	330,315	
		Other	712,869	
TOTAL	\$4,981,788	TOTAL	\$29,181,788	
REPAYMENT	Rate	2.00%	Est. Annual Payment	\$1,522,451
	Term	20 Years	1st Payment	6 Mo. after first draw
PROFESSIONAL SERVICES	Engineer	Louisville MSD		
	Bond Counsel	Dinsmore & Shohl, LLP		
PROJECT SCHEDULE	Bid Opening	Jun-19		
	Construction Start	Sep-19		
	Construction Stop	Nov-21		
DEBT PER CUSTOMER	Existing	\$8,967		
	Proposed	\$8,288		
OTHER DEBT	See Attached			
OTHER STATE-FUNDED PROJECTS LAST 5 YRS	See Attached			
RESIDENTIAL RATES		Users	Avg. Bill	
	Current	258,237	\$45.82 (for 4,000 gallons)	
	Additional	0	\$45.82 (for 4,000 gallons)	
REGIONAL COORDINATION	This project is consistent with regional planning recommendations.			
CASHFLOW (in thousands)	Cash Flow Before Debt Service	Debt Service	Cash Flow After Debt Service	Coverage Ratio
Audited 2016	174,026	115,735	58,291	1.5
Audited 2017	186,270	122,034	64,236	1.5
Audited 2018	201,878	124,787	77,091	1.6
Projected 2019	217,067	135,346	81,721	1.6
Projected 2020	233,413	140,424	92,989	1.7
Projected 2021	251,000	145,613	105,387	1.7
Projected 2022	269,918	151,884	118,034	1.8
Projected 2023	290,264	156,993	133,271	1.8

Reviewer: Ashley Adams
Date: July 31, 2019
Loan Number: A19-028 Increase

**KENTUCKY INFRASTRUCTURE AUTHORITY
WASTEWATER REVOLVING LOAN FUND (FUND A)
LOUISVILLE AND JEFFERSON COUNTY
METROPOLITAN SEWER DISTRICT
PROJECT REVIEW
SX21111101**

I. PROJECT DESCRIPTION

The Louisville and Jefferson County Metropolitan Sewer District (MSD) is requesting an increase to loan A19-028 in the amount of \$2,200,000 for the Hite Creek Water Quality Treatment Center project due to bids coming in higher than estimated. The loan was originally approved for \$22,000,000 on December 11, 2018 and the increase will bring the new loan total to \$24,200,000.

Rehabilitation and expansion of Hite Creek (HC) Water Quality Treatment Center (WQTC) will consist of an expansion of the WQTC from 6.0 MGD to 9.0 MGD average daily flow and 24.0 MGD wet weather flow. The increase in capacity will eliminate SSOs upstream of the facility and allow for future growth demands. Rehabilitation of aging infrastructure will include the replacement of bar screens, existing ultraviolet (UV) system, and sludge holding tank blowers. The addition of aeration capacity/nutrient removal, aeration tank blower expansion and new tertiary disc filtration will increase treatment capacity to allow for future needs with the plant expecting to exceed the 6.0 MGD treatment capacity by 2021.

This project will also provide the first regional plant with the ability to dewater sludge on-site, eliminating over 400 truckloads of sludge being trucked to Morris Forman Treatment Center on the other side of the county. The rehabilitation of the original clarifiers for centrate equalization will also be an upgrade associated with the dewatering process. The project includes a treated effluent recycle system to supply non-potable water throughout the plant for general water use. The inclusion of this system prevents (backflow-prevented) potable water use for the same demands. Plant effluent will be supplied to continuous water uses like spray bars and polymer make-up water and periodic water uses like clean-up water. Following the project, potable water use will be limited to the administration building potable water demands. This feature will help with water efficiency and help plan for sustainable infrastructure.

In April 2009 (amended 2014), MSD entered into a Consent Decree with the Kentucky Environmental and Public Protection Cabinet (KEPPC) and the U.S. Environmental Protection Agency (EPA) to eliminate sewer overflows in its service area. The agreement sets forth requirements for MSD to design and implement projects in their Long-Term Control Plan estimated at over \$979 million by December 31, 2020. A

Sanitary Sewer Discharge Plan was due by December 31, 2008 which was completed and includes schedules and deadlines for capital projects to be completed by the end of 2024. To date, MSD has complied with all submittals and report requirements contained in the Amended Consent Decree.

II. PROJECT BUDGET

	<u>Total</u>
Administrative Expenses	\$ 150,300
Planning	160,765
Engineering Fees - Design	1,522,140
Engineering Fees - Construction	1,450,894
Engineering Fees - Inspection	984,820
Construction	23,869,685
Contingency	330,315
Other	712,869
Total	\$ 29,181,788

III. PROJECT FUNDING

	<u>Amount</u>	<u>%</u>
Fund A Loan	\$ 24,200,000	83%
Local Funds	4,981,788	17%
Total	\$ 29,181,788	100%

IV. KIA DEBT SERVICE

Construction Loan	\$24,200,000
Less: Principal Forgiveness	<u>0</u>
Amortized Loan Amount	\$24,200,000
Interest Rate	2.00%
Loan Term (Years)	<u>20</u>
Estimated Annual Debt Service	\$ 1,474,051
Administrative Fee (0.20%)	<u>48,400</u>
Total Estimated Annual Debt Service	\$ 1,522,451

V. PROJECT SCHEDULE

Bid Opening	June 2019
Construction Start	September 2019
Construction Stop	November 2021

VI. CUSTOMER COMPOSITION AND RATE STRUCTURE

A) Customers

	<u>Current</u>
Residential	235,324
Commercial	22,483
Industrial	430
Total	258,237

B) Rates

	<u>Current</u>	<u>Prior</u>
Date of Last Rate Increase	08/01/18	08/01/17
Minimum	\$15.75	\$14.73
Per 1,000 Gallons	4.30	4.02
Consent Decree Surcharge	12.87	12.04
Cost for 4,000 gallons	\$45.82	\$42.85
Increase %	6.9%	
Affordability Index (Rate/MHI)	1.2%	

MSD anticipates another 6.9% increase in 2019 but it has not been approved as of this analysis. Rates would be effective August 1, 2019.

VII. DEMOGRAPHICS

Based on current Census data from the American Community Survey 5-Year Estimate 2013-2017, the Utility's service area population was 732,531 with a Median Household Income (MHI) of \$53,919. The median household income for the Commonwealth is \$46,565. The project will retain the original loan's 2.0% interest rate which was based on the Utility being a regional service provider and having a Consent Decree with the EPA.

Year	Population		County	% Change	County Unemployment	
	City	% Change			Date	Rate
1980	298,451		685,004		June 2005	6.3%
1990	269,063	-9.8%	664,937	-2.9%	June 2010	9.9%
2000	256,231	-4.8%	693,604	4.3%	June 2015	5.0%
2010*	597,337	133.1%	741,096	6.8%	June 2018	4.6%
Current	1,269,550	112.5%				
Cumulative %		325.4%				

* Census data includes all Louisville Metro (est. 2003) starting in 2010

VIII. 2018 CAPITALIZATION GRANT EQUIVALENCIES

- 1) Green Project Reserve - This project does not qualify for Green Project Reserve (GPR) funding.
- 2) Additional Subsidization – This project does not qualify for additional subsidization.

IX. FINANCIAL ANALYSIS

Financial information was obtained from the audited financial statements for the years ended June 30, 2016 through June 30, 2018 from the combined wastewater and stormwater funds. The non-cash impact of GASB 68, Accounting and Financial Reporting for Pensions, has been removed from fiscal 2016-2018 operating expenses and GASB 75, Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions, has been removed from 2018 operating expenses. Percentage references in the History section below are based on whole dollar amounts and not the rounded amounts presented.

HISTORY

Total revenues increased 14.7% from \$243 million in 2016 to \$279 million in 2018. MSD's board can approve rate increases up to 7% without needed approval from Louisville Metro Council which they have done each audited year observed (2016-18) driving the annual increases in revenue. Wastewater service charges totaled \$210.6 million in 2018 while stormwater service charges totaled \$63.8 million. Operating expenses increased 7.6% during the same time period from \$87 million to \$94 million. Expense increases were attributed mostly to increased labor expense as well as various weather events (flooding) that occurred during the audited period observed. The debt coverage ratio for 2016-2018 was 1.5, 1.5, and 1.6 respectively (includes only net operating income).

The 1993 Sewer and Drainage System Revenue Bond Resolution requires MSD to provide available revenues sufficient to pay 110% of each year's aggregate net debt service on revenue bonds and 100% of operating expenses. Each year MSD's audit contains a Comparative Schedule of Debt Service Coverage which includes net operating income as well as other sources of revenue including investment income and current period payments of property owner assessments. When factoring in those additional revenue streams, MSD's debt coverage ratio from 2016-2018 was 1.9, 1.8, and 1.9 respectively. Moody's Investors Service affirmed an Aa3 rating for MSD on June 27, 2018 for outstanding senior revenue bonds with a stable outlook. S&P Global affirmed an AA rating and stable outlook on April 24, 2018.

The 2018 balance sheet reflects a current ratio of 1.1, a debt to equity ratio of 3.7, 34.4 days sales in accounts receivable, and 6.4 months operating expenses in unrestricted cash.

PROJECTIONS

Projections are based on the following assumptions:

- 1) Revenues will increase 6.9% each forecasted year due to rate increases anticipated from MSD's Board.
- 2) Expenses will increase 4% for inflation and expected increases in general operational expenses for pending projects.
- 3) The forecast includes debt service for both KIA Loan A19-015 and A19-028 (total of \$28,070,000).
- 4) Debt service coverage is 1.8 in 2023 when full principal and interest repayments begin.

Based on the pro forma assumptions, the utility shows adequate cash flow to repay the KIA Fund A loan.

REPLACEMENT RESERVE

MSD maintains Debt Reserve Accounts equal to the maximum annual debt service requirements on its senior lien obligations (currently \$152 million). No additional replacement reserves will be required for this loan.

X. DEBT OBLIGATIONS

Amounts in thousands

	<u>Outstanding</u>	<u>Maturity</u>
<u>Senior Debt</u>		
2009B Series Revenue Bonds	\$ 6,640	2022
2009A Series Revenue Bonds	52,975	2023
2009C Series Revenue Bonds	180,000	2040
2010A Series Revenue Bonds	330,000	2043
2011A Series Revenue Bonds	250,565	2034
2013A Series Revenue Bonds	115,790	2036
2013B Series Revenue Bonds	115,550	2038
2013C Series Revenue Bonds	99,500	2044
2014A Series Revenue Bonds	79,850	2045
2015A Series Revenue Bonds	173,735	2046
2015B Series Revenue Bonds	76,685	2038
2016A Series Revenue Bonds	149,760	2047
2016B Series Revenue Bonds	28,095	2036
2016C Series Revenue Bonds	67,685	2023
2017A Series Revenue Bonds	175,000	2048
2017B Series Revenue Bonds	34,520	2025
2018A Series Revenue Bonds	60,380	2038

<u>Subordinated Debt</u>	<u>Outstanding</u>	<u>Maturity</u>
BAN Series 2018A	\$ 226,340	2019
KIA Loan (A209-41 ARRA)	1,871	2032
Total	\$ 2,224,941	

XI. CONTACTS

Legal Applicant	
Entity Name	Louisville & Jefferson County Metropolitan Sewer District
Authorized Official	Tony Parrott (Executive Director)
County	Jefferson
Email	tony.parrott@louisvillemsd.org
Phone	502-540-6533
Address	PO Box 740011 Louisville, KY 40201

Applicant Contact	
Name	Stephanie Laughlin
Organization	Louisville MSD
Email	stephanie.laughlin@louisvillemsd.org
Phone	502-540-6955
Address	700 W Liberty St Louisville, KY 40203

Project Administrator	
Name	Tony Harover
Organization	Louisville MSD
Email	tony.harover@louisvillemsd.org
Phone	502-540-6619
Address	700 W Liberty St Louisville, KY 40203

XII. RECOMMENDATIONS

KIA staff recommends approval of the loan with the standard conditions.

**LOUISVILLE & JEFFERSON COUNTY METROPOLITAN SEWER DISTRICT
FINANCIAL SUMMARY (JUNE YEAR END)**

DOLLARS IN THOUSANDS

	<u>Audited</u> <u>2016</u>	<u>Audited</u> <u>2017</u>	<u>Audited</u> <u>2018</u>	<u>Projected</u> <u>2019</u>	<u>Projected</u> <u>2020</u>	<u>Projected</u> <u>2021</u>	<u>Projected</u> <u>2022</u>	<u>Projected</u> <u>2023</u>
Balance Sheet								
Assets								
Current Assets	124,049	125,214	139,927	149,867	161,066	173,605	187,608	203,235
Other Assets	2,775,732	2,934,908	3,164,908	3,123,570	3,143,341	3,169,850	3,193,707	3,231,277
Total	2,899,781	3,060,122	3,304,835	3,273,437	3,304,407	3,343,455	3,381,315	3,434,512
Liabilities & Equity								
Current Liabilities	102,606	99,204	125,320	138,589	141,936	145,855	148,817	150,217
Long Term Liabilities	2,196,595	2,292,430	2,470,841	2,289,182	2,248,997	2,206,193	2,147,792	2,089,392
Total Liabilities	2,299,201	2,391,634	2,596,161	2,427,771	2,390,933	2,352,048	2,296,609	2,239,608
Net Assets	600,580	668,488	708,674	845,666	913,474	991,407	1,084,706	1,194,904
Cash Flow								
Revenues	243,290	259,634	279,149	298,090	318,338	339,983	363,121	387,856
Operating Expenses	87,155	87,637	93,800	97,552	101,454	105,512	109,732	114,121
Other Income	17,891	14,273	16,529	16,529	16,529	16,529	16,529	16,529
Cash Flow Before Debt Service	174,026	186,270	201,878	217,067	233,413	251,000	269,918	290,264
Debt Service								
Existing Debt Service	115,735	122,034	124,787	135,346	140,424	145,613	150,880	155,228
Proposed KIA Loans (A19-015, A19-028)	0	0	0	0	0	0	1,004	1,765
Total Debt Service	115,735	122,034	124,787	135,346	140,424	145,613	151,884	156,993
Cash Flow After Debt Service	58,291	64,236	77,091	81,721	92,989	105,387	118,034	133,271
Ratios								
Current Ratio	1.2	1.3	1.1	1.1	1.1	1.2	1.3	1.4
Debt to Equity	3.8	3.6	3.7	2.9	2.6	2.4	2.1	1.9
Days Sales in Accounts Receivable	40.1	33.0	34.4	34.4	34.4	34.4	34.4	34.3
Months Operating Expenses in Unrestricted Cash	9.6	5.8	6.4	7.2	8.0	8.9	9.9	10.9
Debt Coverage Ratio	1.5	1.5	1.6	1.6	1.7	1.7	1.8	1.8

EXECUTIVE SUMMARY KENTUCKY INFRASTRUCTURE AUTHORITY FUND B, INFRASTRUCTURE		Reviewer	Ashley Adams		
		Date	August 6, 2019		
		KIA Loan Number	B19-007		
		WRIS Number	WX21083021		
REVOLVING LOAN FUND			SX21083047		
			SX21083061		
			SX21083055		
BORROWER		CITY OF MAYFIELD GRAVES COUNTY			
BRIEF DESCRIPTION					
This loan will fund three separate sewer projects and a drinking water project. Project SX21083055 will construct a new wet well and pump station adjacent to the existing 10th Street wet well and pump station. The purpose of the project is to alleviate the I/I from three manholes in the immediate vicinity of the existing wet well. Project SX21083061 will install a bar screen at the Todd Lift Station in order to alleviate issues due to increased garbage and medical waste. Project SX21083047 was the purchase of a sewer cleaning truck in April 2018. Project WX21083021 funded water line extensions of approximately 4,000 linear feet to provide water and fire services to the Wildwood Subdivision in the Douthitt Road area; this project took place in 2016-2017 and is complete.					
PROJECT FINANCING		PROJECT BUDGET		RD Fee %	Actual %
Fund B Loan	\$2,221,117	Eng - Design / Const			130,092
		Eng - Insp			64,040
		Construction			1,454,485
		Equipment			390,000
		Contingency			182,500
TOTAL	\$2,221,117	TOTAL			\$2,221,117
REPAYMENT	Rate	0.50%	Est. Annual Payment		\$121,282
	Term	20 Years	1st Payment	6 Mo. after first draw	
PROFESSIONAL SERVICES	Engineer	Water Management Services			
	Bond Counsel	Dinsmore & Shohl, LLP			
		SX21083055	SX21083061	SX21083047	WX21083021
PROJECT SCHEDULE	Bid Opening	Nov-19	Nov-19	Apr-18	Nov-16
	Construction Start	Dec-20	Dec-19	Complete	Mar-17
	Construction Stop	Aug-20	Feb-20		Oct-17
DEBT PER CUSTOMER	Existing	\$529			
	Proposed	\$918			
OTHER DEBT	See Attached				
OTHER STATE-FUNDED PROJECTS LAST 5 YRS	See Attached				
RESIDENTIAL RATES		<u>Users</u>	<u>Avg. Bill</u>		
	Current - Water	4,975	\$17.33 (for 4,000 gallons)		
	Current - Sewer	4,875	\$22.01 (for 4,000 gallons)		
REGIONAL COORDINATION	This project is consistent with regional planning recommendations.				
CASHFLOW	Cash Flow Before Debt Service	Debt Service	Cash Flow After Debt Service		Coverage Ratio
Audited 2016	1,031,961	51,219	980,742		20.1
Audited 2017	1,140,373	333,491	806,882		3.4
Audited 2018	1,236,192	185,820	1,050,372		6.7
Projected 2019	1,315,257	91,407	1,223,850		14.4
Projected 2020	1,417,481	157,472	1,260,009		9.0
Projected 2021	1,516,898	239,840	1,277,058		6.3
Projected 2022	1,449,639	300,436	1,149,203		4.8
Projected 2023	1,378,536	300,622	1,077,914		4.6

Reviewer: Ashley Adams
Date: August 6, 2019
Loan Number: B19-007

**KENTUCKY INFRASTRUCTURE AUTHORITY
INFRASTRUCTURE REVOLVING LOAN FUND (FUND B)
CITY OF MAYFIELD, GRAVES COUNTY
PROJECT REVIEW
SX21083055, SX21083061, SX21083047
WX21083021**

I. PROJECT DESCRIPTIONS

The City of Mayfield is requesting a Fund B loan in the amount of \$2,221,117 for the following four projects, two of which are already complete:

Existing 10th St. Wetwell and Force Main Project (SX21083055):

This project is to construct a new wet well and pump station, adjacent to the existing 10th St. wet well and pump station. The existing wet well will be rehabilitated with the pumps removed, and flow into the new wet well in order to prevent the relocation of four upstream gravity sewer lines that feed into the existing wet well. Additionally, a new force main (4" or 6") will be constructed to replace the existing 4" asbestos cement force main that currently flows away from the existing wet well. This new line will follow the alignment of the existing line. This is a change from the original project profile, which proposed a much larger 15" force main with a different alignment leaving the new pump station.

The purpose of the project is to alleviate the I/I from three manholes in the immediate vicinity of the existing wet well. The project scope has been reduced from the original project profile to eliminate the effort to consolidate flows from three existing package treatment plants. The smaller force main leaving the new wet well does not allow for adequate capacity for additional flows from the package plants. However, that consolidation is still part of the long term plans for Mayfield sewer service. Further engineering work will be necessary to complete that component.

Bar Screen for Todd Lift Station Project (SX21083061):

This project will replace the bar screen at the Todd lift station which frequently experiences issues due to an increase in garbage and medical waste.

Combination Sewer Cleaning Truck (SX21083047):

Reimbursement for the purchase of a sewer cleaning truck. This truck will help alleviate debris that builds up within sewer lines that restrict flow capacity. This will eliminate safety issues that workers encounter by limiting the confined space entries required for maintenance operations. The system has already purchased the truck.

Water Line Extension to Wildwood Subdivision (WX21083021):

This project, which has already been completed, ran approximately 3,300 linear feet of 6 inch water line to provide water and fire service to the unserved Wildwood Subdivision from Douthitt Road across the 121 bypass. Another 6 inch water line (approximately 1,000 LF) was installed from Douthitt Road across the 121 bypass to provide water and fire services to a commercial location.

Mayfield Electric and Water System serves nearly 5,000 water and sewer customers in the City of Mayfield and surrounding Graves County. Their operations also include electric and broadband.

II. PROJECT BUDGET

	<u>Total</u>
Engineering Fees - Design / Const.	\$ 130,092
Engineering Fees - Inspection	64,040
Construction	1,454,485
Equipment	390,000
Contingency	182,500
Total	\$ 2,221,117

III. PROJECT FUNDING

	<u>Amount</u>	<u>%</u>
Fund B Loan	\$ 2,221,117	100%
Total	\$ 2,221,117	100%

IV. KIA DEBT SERVICE

Amortized Loan Amount	\$ 2,221,117
Interest Rate	0.50%
Loan Term (Years)	20
Estimated Annual Debt Service	\$ 116,840
Administrative Fee (0.20%)	4,442
Total Estimated Annual Debt Service	\$ 121,282

V. PROJECT SCHEDULE

	SX21083055	SX21083061	SX21083047	WX21083021
Bid Opening	Nov. 2019	Nov. 2019	April 2018	Nov. 2016
Construction Start	Dec. 2020	Dec. 2019	N/A	March 2017
Construction Stop	Aug. 2020	Feb. 2020	N/A	Oct. 2017

VI. RATE STRUCTURE

A. Customers

	Water	Sewer
Residential	4,316	4,200
Commercial	659	675
Total	4,975	4,875

B. Rates

Water	Inside City			Outside City		
	Future	Current	Prior	Future	Current	Prior
Date of Last Rate Increase	01/01/20	01/01/19	01/01/18	01/01/20	01/01/19	01/01/18
Minimum	\$10.12	\$9.55	\$9.01	\$14.25	\$13.44	\$12.68
Next 2,000 Gallons/1,000	4.12	3.89	3.67	6.18	5.83	5.50
Cost for 4,000 gallons	\$18.37	\$17.33	\$16.35	\$26.61	\$25.10	\$23.68
Increase %	6.0%	6.0%		6.0%	6.0%	
Affordability Index (Rate/MHI)	0.8%	0.8%		1.2%	1.2%	

Sewer	Inside City			Outside City		
	Future	Current	Prior	Future	Current	Prior
Date of Last Rate Increase	01/01/20	01/01/19	01/01/18	09/01/20	09/01/19	09/01/18
Minimum (2,000 gallons)	\$11.45	\$11.23	\$11.01	\$17.02	\$15.48	\$14.08
Next 2,000 Gallons/1,000	5.72	5.61	5.50	8.51	7.74	7.04
Cost for 4,000 gallons	\$22.89	\$22.45	\$22.01	\$34.05	\$30.97	\$28.16
Increase %	2.0%	2.0%		9.9%	10.0%	
Affordability Index (Rate/MHI)	1.1%	1.0%		1.6%	1.4%	

VII. DEMOGRAPHICS

Based on current Census data from the American Community Survey 5-Year Estimate 2012-2016, the Utility's service area population for drinking water was 10,709 and 10,472 for waste water with a Median Household Income (MHI) of \$26,755 and \$26,297, respectively. The median household income for the Commonwealth is \$44,811. The projects will qualify for a 0.50% interest rate based on MHI.

Year	Population		County Unemployment			
	City	% Change	County	% Change	Date	Rate
1980	10,705		34,049		June 2005	10.7%
1990	9,935	-7.2%	33,550	-1.5%	June 2010	9.2%
2000	10,349	4.2%	37,028	10.4%	June 2015	6.2%
2010	10,024	-3.1%	37,121	0.3%	June 2018	5.7%
Current	9,936	-0.9%	37,259	0.4%		
Cumulative %		-7.2%		9.4%		

VIII. FINANCIAL ANALYSIS

Financial information was obtained from the audited financial statements for the water and sewer funds for the years ended June 30, 2016 through June 30, 2018. The non-cash impact of GASB 68, Accounting and Financial Reporting for Pensions, has been removed from fiscal 2016-2018 operating expenses and GASB 75, Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions, has been removed from 2018 operating expenses. Percentage references in the History section below are based on whole dollar amounts and not the rounded amounts presented.

HISTORY

Combined water and sewer revenues increased 10% from \$3.7 million in 2016 to \$4 million in 2018. Historically, water and sewer revenues average about the same each year with sewer contributing slightly more during the observed time period. Combined operating expenses increased 6% from \$2.7 million in 2016 to \$2.9 million in 2018. Increases in operating expenses are mostly attributed to General and Administrative expenses which includes salaries and benefits.

The 2018 balance sheet reflects a current ratio of 2.1, a debt to equity ratio of 1.2, and 2.8 months operating expenses in unrestricted cash. Days sales in accounts receivable information was not available for the utility as accounts receivable is reported only in the electric fund and the focus of this analysis was on water and sewer, specifically.

PROJECTIONS

Projections are based on the following assumptions:

- 1) Water revenues will increase around 6% through 2021 while the majority (96%) of sewer revenues will increase 2% based on prior approved rate increases.
- 2) Expenses will increase 2% yearly for inflation.
- 3) Debt service coverage is 4.8 in 2022 when full principal and interest repayments begin.

Based on the pro forma assumptions, the utility shows adequate cash flow to repay the KIA Fund B loan.

REPLACEMENT RESERVE

The replacement reserve will be 5% (\$112,000 total) of the final amount borrowed (prior to principal forgiveness, if any) to be funded annually (\$5,600 yearly) each December 1 for 20 years and maintained for the life of the loan.

IX. DEBT OBLIGATIONS

	<u>Outstanding</u>	<u>Maturity</u>
KIA Loan (A209-13)	\$ 297,422	2031
FNB Bank	284,555	2033
KIA Loan (C16-001, i/a/o \$1,410,530)	1,323,585	2038
KIA Loan (B17-013, i/a/o \$849,000)	728,073	TBD
Total	\$ 2,633,635	

X. CONTACTS

Legal Applicant	
Entity Name	City of Mayfield
Authorized Official	Kathy S. O'Nan (Mayor)
County	Graves
Email	konan@mayfieldky.gov
Phone	270-251-6251
Address	301 East Broadway Mayfield, KY 42066

Applicant Contact

Name	Marty Ivey
Organization	Mayfield Electric and Water Systems
Email	gensupt@mewsbb.com
Phone	270-247-4661
Address	301 East Broadway Mayfield, KY 42066

Project Administrator

Name	Kevin Leonard
Organization	Mayfield Electric and Water Systems
Email	kleonard@mewsbb.com
Phone	270-247-4661
Address	301 East Broadway Mayfield, KY 42066

Consulting Engineer

PE Name	Steven Jones
Firm Name	Water Management Services
Email	sjones@wmsengineers.com
Phone	615-366-6088
Address	2 International Plaza, Suite 1 Nashville, TN, 37217

XI. RECOMMENDATIONS

KIA staff recommends approval of the loan with the standard conditions.

CITY OF MAYFIELD
FINANCIAL SUMMARY (JUNE YEAR END)

	Audited <u>2016</u>	Audited <u>2017</u>	Audited <u>2018</u>	Projected <u>2019</u>	Projected <u>2020</u>	Projected <u>2021</u>	Projected <u>2022</u>
Balance Sheet							
Assets							
Current Assets	1,096,572	1,183,261	1,597,262	1,821,727	1,947,728	2,075,434	2,190,354
Other Assets	10,961,053	12,569,717	14,370,857	14,668,624	16,458,352	17,152,866	17,729,860
Total	12,057,625	13,752,978	15,968,119	16,490,351	18,406,080	19,228,299	19,920,214
Liabilities & Equity							
Current Liabilities	1,168,137	1,042,948	760,399	866,868	881,195	895,880	910,835
Long Term Liabilities	3,410,310	4,818,188	7,840,952	6,098,526	7,080,290	6,949,110	6,815,476
Total Liabilities	4,578,447	5,861,136	8,601,351	6,965,395	7,961,485	7,844,990	7,726,310
Net Assets	7,479,178	7,891,842	7,366,768	9,524,956	10,444,595	11,383,309	12,193,904
Cash Flow							
Revenues	3,733,669	3,937,140	4,094,329	4,255,319	4,424,545	4,592,304	4,592,304
Operating Expenses	2,688,188	2,786,880	2,852,438	2,931,776	2,998,778	3,067,120	3,134,379
Other Income (expense)	(13,520)	(9,887)	(5,699)	(8,286)	(8,286)	(8,286)	(8,286)
Cash Flow Before Debt Service	1,031,961	1,140,373	1,236,192	1,315,257	1,417,481	1,516,898	1,449,639
Debt Service							
Existing Debt Service	51,219	333,491	185,820	91,407	157,472	179,199	179,154
Proposed KIA Loan	0	0	0	0	0	60,641	121,282
Total Debt Service	51,219	333,491	185,820	91,407	157,472	239,840	300,436
Cash Flow After Debt Service	980,742	806,882	1,050,372	1,223,850	1,260,009	1,277,058	1,149,203
Ratios							
Current Ratio	0.9	1.1	2.1	2.1	2.2	2.3	2.4
Debt to Equity	0.6	0.7	1.2	0.7	0.8	0.7	0.6
Months Operating Expenses in Unrestricted Cash	1.1	1.7	2.8	3.2	3.6	4.0	4.3
Debt Coverage Ratio	20.1	3.4	6.7	14.4	9.0	6.3	4.8

EXECUTIVE SUMMARY		Reviewer	Meili Sun	
KENTUCKY INFRASTRUCTURE AUTHORITY		Date	August 6, 2019	
FUND F, FEDERALLY ASSISTED DRINKING WATER		KIA Loan Number	F19-025	
REVOLVING LOAN FUND		WRIS Number	WX21003021	
BORROWER		ALLEN COUNTY WATER DISTRICT ALLEN COUNTY		
BRIEF DESCRIPTION				
The new 500,000 gallon elevated tank will replace the existing Lambert Road ground storage tank to address the short fill cycles and the lack of adequate storage capacity in this part of the Allen County Water District ("the District") distribution system. In addition to the new elevated tank, approximately 9,000 LF of 8-inch PVC water line will be run along Bowling Green Road to transport water pumped via the Halfway Booster Station to the Walker Chapel Pressure Zone. The Halfway Booster Station will have some internal piping switched out for installation of a new master meter to aid in the District's water loss program.				
PROJECT FINANCING		PROJECT BUDGET		
Fund F Loan	\$2,450,000	RD Fee %	Actual %	
				3,760
		Legal Expenses		150,000
		Eng - Design / Const	7.6%	6.9%
		Eng - Insp	4.5%	4.1%
		Eng - Other		32,056
		Construction		1,978,400
		Contingency		196,784
TOTAL	\$2,450,000	TOTAL		\$2,450,000
REPAYMENT	Rate	2.00%	Est. Annual Payment	\$155,357
	Term	20 Years	1st Payment	6 Mo. after first draw
PROFESSIONAL SERVICES	Engineer	Bluegrass Engineering, PLLC		
	Bond Counsel	Dinsmore & Shohl, LLP		
PROJECT SCHEDULE	Bid Opening	Aug-19		
	Construction Start	Oct-19		
	Construction Stop	Aug-20		
DEBT PER CUSTOMER	Existing	\$846		
	Proposed	\$1,229		
OTHER DEBT	See Attached			
RESIDENTIAL RATES		<u>Users</u>	<u>Avg. Bill</u>	
	Current	5,520	\$42.03	(for 4,000 gallons)
	Additional	0	\$42.03	(for 4,000 gallons)
REGIONAL COORDINATION	This project is consistent with regional planning recommendations.			
CASHFLOW	Cash Flow Before Debt Service	Debt Service	Cash Flow After Debt Service	Coverage Ratio
Audited 2016	668,932	343,740	325,192	1.9
Audited 2017	700,338	342,090	358,248	2.0
Audited 2018	269,244	343,740	(74,496)	0.8
Projected 2019	482,864	339,548	143,316	1.4
Projected 2020	455,757	340,989	114,768	1.3
Projected 2021	583,030	413,063	169,968	1.4
Projected 2022	554,827	490,963	63,864	1.1
Projected 2023	526,060	461,546	64,514	1.1

Reviewer: Meili Sun
Date: August 6, 2019
Loan Number: F19-025

**KENTUCKY INFRASTRUCTURE AUTHORITY
DRINKING WATER STATE REVOLVING FUND (FUND F)
ALLEN COUNTY WATER DISTRICT, ALLEN COUNTY
PROJECT REVIEW
WX21003021**

I. PROJECT DESCRIPTION

The Allen County Water District (“District”) is requesting a Fund F loan in the amount of \$2,450,000 to fund the US 231 Elevated Water Tank project. The purpose of this project is to increase storage and improve water quality for the existing customers in a high growth area of Allen County.

This project will replace the existing Lambert Road ground storage with a 500,000 gallon elevated tank to address the short fill cycles and the lack of adequate storage in this part of the ACWD distribution system. The existing Lambert Road storage tank will be removed from operation and ultimately be decommissioned. In addition to the new elevated tank, approximately 9,000 LF of 8 inch PVC water line will be run along Bowling Green Road to transport water pumped via the Halfway Booster Station to the Walker Chapel Pressure Zone. The Halfway Booster Station will have some internal piping switched out for installation of a new master meter to aid in the District’s water loss program.

The District is a Kentucky Public Service Commission regulated utility, purchasing 100% of its water supply from the City of Glasgow and the City of Scottsville to serve approximately 5,500 retail customers within Allen County and providing wholesale water to the City of Scottsville.

II. PROJECT BUDGET

	<u>Total</u>
Legal Expenses	\$ 3,760
Engineering Fees – Design	105,000
Engineering Fees – Construction	45,000
Engineering Fees – Inspection	89,000
Engineering Fees – Other	32,056
Construction	1,978,400
Contingency	196,784
Total	\$ 2,450,000

III. PROJECT FUNDING

	Amount	%
KIA Fund F Loan	\$ 2,450,000	100%

IV. KIA DEBT SERVICE

Construction Loan	\$ 2,450,000
Principal Forgiveness	0
Amortized Loan Amount	\$ 2,450,000
Interest Rate	2.00%
Loan Term (Years)	20
Estimated Annual Debt Service	\$ 149,232
Administrative Fee (0.25%)	6,125
Annual Debt Service	\$ 155,357

V. PROJECT SCHEDULE

Bid Opening	August 2019
Construction Start	October 2019
Construction Stop	August 2020

VI. CUSTOMER COMPOSITION AND RATE STRUCTURE

A) Customers

Customers	Current
Residential	5,239
Commercial	281
Industrial	
Total	5,520

B) Rates

	Current	Prior
Date of Last Rate Increase	10/05/11	07/01/09
Minimum 2,000 Gallons	\$19.29	\$17.47
Next 3,000 Gallons	7.58	6.86
Next 5,000 Gallons	6.42	5.81
Cost for 4,000 gallons	\$42.03	\$38.05
Increase %	10.5%	
Affordability Index (Rate/MHI)	1.2%	1.1%

VII. DEMOGRAPHICS

Based on current Census data from the American Community Survey 5-Year Estimate 2012-2016, the Utility's service area population was 13,508 with a Median Household Income (MHI) of \$43,202. The median household income for the Commonwealth is \$44,811. The project will qualify for a 2.00% interest rate with its median household income above 80% but below 100% of the state MHI.

Year	Population		County Unemployment	
	County	% Change	Date	Rate
1980	14,128		June 2005	6.8%
1990	14,628	3.5%	June 2010	12.3%
2000	17,800	21.7%	June 2015	5.2%
2010	19,956	12.1%	June 2018	4.2%
Current	20,421	2.3%		
Cumulative %		44.5%		

VIII. 2018 CAPITALIZATION GRANT EQUIVALENCIES

- 1) Green Project Reserve - The Drinking Water capitalization grant does not contain a "green" requirement.
- 2) Additional Subsidization – This project does not qualify for additional subsidization.

IX. FINANCIAL ANALYSIS

Financial information was obtained from the audited financial statements for the years ended January 1, 2016 through December 31, 2018. In 2018, the District spent approximately \$245,000 in repair and maintenance work for the Highway 98 tank. As this is a non-recurring expense, the amount has been deducted from the operating expenses to provide a more realistic projection. The non-cash impact of GASB 68 – Accounting and Financial Reporting for Pensions has been removed from the operating expenses. GASB 75 – Other Postemployment Benefits is not applicable to the District's financial reporting. Percentage references in the History section below are based on whole dollar amounts and not the rounded amounts presented.

HISTORY

Water revenues decreased 4.4% from \$2.61 million in 2016 to \$2.50 million in 2018 due to an exceptionally wet year and the District's efforts to conserve water consumption. Operating expenses increased 13.3% from \$2.08 million to \$2.36 million during the same period as a result of increased Transmission and Distribution costs for the Highway 98 tank repair and maintenance. The debt coverage ratio was 1.9, 2.0 and 0.8 for 2016, 2017, and 2018 respectively.

The balance sheet reflects a current ratio of 7.3, debt to equity ratio of 0.4, 35.2 days sales in accounts receivable, and 1.0 months of operating expenses in unrestricted cash.

PROJECTIONS

Projections are based on the following assumptions:

- 1) The metered water sales will go up 7% in 2021 as required by the special condition assigned to this loan.
- 2) Expenses will increase 2% each year for inflation.
- 3) Debt service coverage is 1.4 in 2021 when principal and interest repayments begin.

Based on the pro forma assumptions, the utility shows adequate cash flow to repay the KIA Fund F loan.

REPLACEMENT RESERVE

The replacement reserve will be 5% (\$122,000 total) of the final amount borrowed to be funded annually (\$6,100 yearly) each December 1 for 20 years and maintained for the life of the loan.

X. DEBT OBLIGATIONS

	<u>Outstanding</u>	<u>Maturity</u>
Water Revenue Bonds Series 2006	\$ 1,407,000	2046
Water Revenue Bonds Series 2012	749,000	2052
KY Rural Water Finance Corp Loan	100,000	2022
KY Rural Water Finance Corp Loan	<u>2,415,000</u>	2038
Total	\$ 4,671,000	

XI. CONTACTS

Legal Applicant	
Name	Allen County Water District
Address	PO Box 58 Scottsville, KY 42164
County	Allen
Authorized Official	Wayne Jackson, Chairman
Phone	(270) 622-3040
Email	wjackson@nctc.com

Project Contact - Applicant	
Name	Josh Reynolds
Organization	Allen County Water District
Address	PO Box 58 Scottsville, KY 42164
Phone	(270) 622-3040
Email	joshreynoldsacwd@outlook.com

Project Administrator / Consulting Engineer	
Name	Matthew Ray Curtis
Organization	Bluegrass Engineering, PLLC
Address	222 East Main Street, Suite 1 Georgetown, KY 40324
Phone	(502) 370-6551
Email	mcurtis@bluegrassengineering.net

XII. RECOMMENDATIONS

KIA staff recommends approval of the loan with the standard conditions and one special condition:

1. The District shall pass a resolution by September 1, 2019 to increase water rates. The new rates shall reflect a 7% increase or \$160,000 additional revenues, effective January 1, 2021.

**ALLEN COUNTY WATER DISTRICT
FINANCIAL SUMMARY (DECEMBER YEAR END)**

	<u>Audited</u> <u>2016</u>	<u>Audited</u> <u>2017</u>	<u>Audited</u> <u>2018</u>	<u>Projected</u> <u>2019</u>	<u>Projected</u> <u>2020</u>	<u>Projected</u> <u>2021</u>	<u>Projected</u> <u>2022</u>	<u>Projected</u> <u>2023</u>
Balance Sheet								
Assets								
Current Assets	4,978,056	4,444,278	3,755,404	3,784,067	3,807,021	3,841,014	3,853,787	3,866,690
Other Assets	13,490,707	13,823,464	14,024,929	13,622,500	15,647,232	15,210,974	14,689,833	14,169,213
Total	18,468,763	18,267,742	17,780,333	17,406,567	19,454,253	19,051,989	18,543,621	18,035,903
Liabilities & Equity								
Current Liabilities	439,307	430,932	511,724	520,201	584,451	653,701	631,701	644,801
Long Term Liabilities	5,193,875	5,009,046	4,923,566	4,674,352	6,890,602	6,589,102	6,311,102	6,021,602
Total Liabilities	5,633,182	5,439,978	5,435,290	5,194,553	7,475,053	7,242,803	6,942,803	6,666,403
Net Assets	12,835,581	12,827,764	12,345,043	12,212,014	11,979,200	11,809,186	11,600,818	11,369,500
Cash Flow								
Revenues	2,613,861	2,518,345	2,496,876	2,496,876	2,496,876	2,657,899	2,657,899	2,657,899
Operating Expenses	2,079,954	1,912,877	2,358,288	2,144,668	2,171,775	2,205,525	2,233,728	2,262,495
Other Income	135,025	94,870	130,656	130,656	130,656	130,656	130,656	130,656
Cash Flow Before Debt Service	668,932	700,338	269,244	482,864	455,757	583,030	554,827	526,060
Debt Service								
Existing Debt Service	343,740	342,090	343,740	339,548	340,989	335,384	335,606	306,189
Proposed KIA Loan	0	0	0	0	0	77,679	155,357	155,357
Total Debt Service	343,740	342,090	343,740	339,548	340,989	413,063	490,963	461,546
Cash Flow After Debt Service	325,192	358,248	(74,496)	143,316	114,768	169,968	63,864	64,514
Ratios								
Current Ratio	11.3	10.3	7.3	7.3	6.5	5.9	6.1	6.0
Debt to Equity	0.4	0.4	0.4	0.4	0.6	0.6	0.6	0.6
Days Sales in Accounts Receivable	47.1	37.0	35.2	35.2	35.2	33.0	33.0	33.0
Months Operating Expenses in Unrestricted Cash	2.1	4.0	1.0	1.3	1.4	1.6	1.6	1.7
Debt Coverage Ratio	1.9	2.0	0.8	1.4	1.3	1.4	1.1	1.1

NEW BOND ISSUE REPORT

Name of Bond Issue:	Kentucky Housing Corporation Tax-Exempt Conduit Multifamily Housing Revenue Bonds (Ashland Portfolio Project), Series 2019
Purpose of Issue:	The bonds will be used to finance the acquisition, rehabilitation and equipping of the Ashland Portfolio Project consisting of two separate projects financed to be known as Brucecrest Apartments and Gla-low Apartments. Brucecrest Apartments consist of two sites located at 1709 Clements Drive, Ashland, KY 41101 (Bruce Apartments) and 215 Carl Perkins Drive, Ashland, KY 41101 (Hillcrest Apartments). The Gla-Low Apartments project is located at 1200 Stella Drive, Ashland, KY 41102 (Gla-low Apartments). The Ashland Portfolio Project will cause the rehabilitation of four hundred and sixty-two units of existing multifamily residential rental housing located at the aforementioned sites. The Kentucky Housing Corporation has conducted a public hearing concerning the proposed project on June 25, 2019 following the delivery of notice to the public on June 18, 2019.
Name of Project:	Ashland Portfolio Project
Date of Sale:	October 15, 2019
Date of Issuance:	October 22, 2019
Anticipated Ratings:	Standard & Poor's (A-1+)
Anticipated Net Proceeds:	\$34,000,000
Cost of Issuance:	See Exhibit A attached (costs of issuance paid from owner equity)
Debt Service Reserve Fund:	\$0, but a \$2,914,966 operating reserve will be funded from equity
Total Project Cost:	\$95,850,634
Net Interest Rate:	1.75%
Term:	36 months
Average Debt Service:	\$595,000
Gross Debt Service:	\$1,785,000 (with a balloon payment due at maturity)
First Call Date:	October 2021
Premium at First Call:	No premium
Method of Sale:	Public Offering
Bond Counsel:	Dinsmore & Shohl LLP
Underwriter:	Stifel, Nicolaus & Company, Inc.
Underwriter Counsel:	Tiber Hudson LLC
Financial Advisor:	N/A
Trustee:	The Huntington National Bank
Developer:	Wabuck Development Company

Exhibit A

Project Funding Sources:

Tax-Exempt Bonds	\$ 32,500,000
FHA Mortgage	11,282,994
National Housing Trust Funds	2,700,000
Affordable Housing Trust Funds	500,000
HOME Funds	750,000
Seller's Loan	21,280,000
GP Contribution	600,000
Future Designs - Donated Material	87,142
Cash Flow During Construction	775,000
Return of IOD & Working Capital	344,160
Equity from Sale of Tax Credits	20,851,338
Deferred Developer Fee	<u>4,180,000</u>
TOTAL	\$ 95,850,634

Costs of Issuance:

KHC Admin Fee	\$ 10,000
RCM Underwriting & Placement Fee	243,750
Underwriter Counsel	50,000
Bond Counsel	55,000
KHC Issuer Counsel	32,500
KHC Issuer Fee	162,500
KHC Annual Fee	40,625
Bond Clearance	4,000
Trustee Fee	10,000
Rating Agency	10,500
Misc Bond Costs	<u>5,000</u>
TOTAL	\$ 623,875

Ashland Bond Portfolio - Project Narrative

The Ashland Bond Portfolio is made up of 3 projects, all located in Ashland, Kentucky. There is a total of 462 units in these developments that are serving mixed populations. Bruce Apartments and Hillcrest Apartments serve families with Glalow Apartments having 60 of its 152 units serving elderly/disabled (the remaining units serve families).

This portfolio is made up of existing HUD projects with the earliest being placed in service in 1969 and the other two being placed in service in 1970 and 1972. There has not been any substantial rehabilitation done on these projects since their placed in-service dates. This portfolio will be an acquisition/rehabilitation in an attempt to bring them up to marketable standards, making necessary repairs to maintain the projects as affordable housing serving the same populations.

Each of the three projects require significant rehabilitation to preserve the life of the developments. There are no proposed improvements that will modify the existing structures. Each project will include replacements such as: cabinets and countertops, flooring, doors, windows, appliances, and electrical and plumbing fixtures. Increasing energy efficiency and water conservation are proposed to reduce utility consumption. Exterior improvements will include improving accessibility and repairing stairs/railing. The architects have performed a walk-through of the property and the scope is being finalized with the Capital Needs Assessments.

Bruce Apartments is located at 1709 Clements Drive and contains 160 units of family designated one two and three bedroom apartments.

Glawow Apartments is located at 1200 Stella Drive and contains 152 units of mixed population one two and three bedroom apartments.

Hillcrest Apartments is located at 215 Carl Perkins Drive and contains 150 units of family designated two and three bedroom apartments.

All three of these developments have existing HAP contracts. Bruce Apartments and Hillcrest Apartments have Project Base Section 8 rental assistance on all of their units. Glalow Apartments has Project Base Section 8 on the 60 units (of its 152 units) which serves elderly/disabled.

Wabuck Development

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August 1, 2019

Meet Our Staff

Garry D. Watkins

President

Garry graduated from Western Kentucky University in 1975 with a Bachelor of Science degree in Accounting. He achieved his Certified Public Accountant license in 1977 from the state of Kentucky and went on to found the firm known as Watkins , Buckles, Travis & Sloan, CPAs. Garry practiced public accounting for 20 years, founding Wabuck Development Company in 1980 as an affiliate company. In 1997, he decided to devote his full-time efforts to real estate development and has brought Wabuck Development Company to its status as one of the top 50 developers of affordable housing in the nation. Garry has extensive knowledge and creativity in the development of affordable housing and its financial structure. He served on the Advisory Council for Federal Home Loan Bank of Cincinnati for 11 years, with 2 of those years acting as Chairman. He has also been named to the Kentucky Affordable Housing Hall of Fame by the US Department of Housing and Urban Development. His long history in developing collaborative partnerships, to assure the excellence and success of Wabuck's developments, establishes this organization as a leader in the affordable housing industry.

Anthony D. Elmore

Chief Operating Officer/VP of Construction

Anthony is responsible for overseeing the day to day operations of Wabuck Development Company and Wabuck's construction affiliate, Clayton Watkins Construction (CWC). Since 1998, he has worked in all areas of development and construction with Wabuck and CWC. He is primarily responsible for Wabuck's real estate due diligence, coordinating all aspects of project design, overseeing the construction and budgets of the developments, and new development opportunities. Anthony is also very involved in legislative efforts to promote affordable housing programs. He currently serves on the board of the Kentucky Affordable Housing Coalition. Anthony graduated from Western Kentucky University in 2002 with a B.S. in Civil Engineering Technology and Construction Management. *Email Anthony*

Tracey Glasscock

Vice-President

Tracey graduated from Brescia University in 2009 with a Bachelor of Science degree in Accounting and is currently preparing to sit for her Certified Public Accounting license from the state of Kentucky. Tracey has a long history in the construction industry, having worked for a local Owensboro, Kentucky single family housing developer for 7 years and Clayton Watkins Construction Company for 15 years in the multi-family arena. Tracey has been with Wabuck Development Company for approximately 15 years working directly with the development's collaborative planning, financial analysis and funding application process to help assure our development's success. Tracey's expertise in the construction and development process help assure that Wabuck Development Company stays at the top of its peer group. *Email Tracey*

Angela Clark

Administrative Assistant

Angela has been with Wabuck since August 2012. Before joining Wabuck, Angela worked for a local dentist practice for 14 years. She graduated from Elizabethtown Community College in 1997 with an Associate Degree in Office Administration. She assists Garry in

day to day tasks and is responsible for coordinating partnership closings and amassing the many documents required to successfully develop our projects. *Email Angela*

April Bowman

Development Officer

April comes to Wabuck bringing a strong financial banking background with a heavy emphasis on real estate and the closing process. She served 21 years in the banking industry having fulfilled roles including loan officer, loan processor, branch manager and business development. April's long history in finance and closing strengthens Wabuck's staff bringing expertise to our closing processes. She will work directly with our development team, leading new development efforts inside and outside of Kentucky. April's expertise and organizational skills will help assure that Wabuck Development has the ability to develop multiple projects and handle closing deadlines with ease. *Email April*

Scott Arndell

Financial Analyst

Scott joined Wabuck in 2017 and is responsible for providing financial and analytical decision support. Using his accounting and finance background, he provides underwriting support through financial modeling, analysis, and risk assessment. Prior to joining Wabuck, Scott was the Chief Financial Officer for Twin Lakes Regional Medical Center, a 75 bed acute care hospital, for nearly two decades and before that worked with Garry at the accounting firm for nine years providing accounting, auditing, tax, and consulting services to a wide array of clients. He has held a Certified Public Accounting license from the State of Kentucky since 1993 and graduated from Western Kentucky University in 1991 with a Bachelor of Science in Accounting. *Email Scott*

Abbey Gibson

Development Officer

Abbey joined Wabuck in 2019 to assist in all aspects of the development process. She has prior experience in public accounting. She is a 2019 graduate of the University of Kentucky and majored in Accounting and Management in the Gatton College of Business. *Email Abbey*

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NEW BOND ISSUE REPORT

Name of Bond Issue:	Kentucky Housing Corporation Tax-Exempt Conduit Multifamily Housing Revenue Bonds (Chapel House Project), Series 2019
Purpose of Issue:	The bonds will be used to finance the acquisition, rehabilitation and equipping of a multifamily residential rental facility containing 203 units located at 945 South 5 th St, Louisville, Kentucky. The Kentucky Housing Corporation has conducted a public hearing concerning the proposed project on May 30, 2019 following the delivery of notice to the public on May 15, 2019.
Name of Project:	Chapel House Project
Date of Sale:	December 15, 2019
Date of Issuance:	December 22, 2019
Anticipated Ratings:	Moody's Investor Service – MIG-1
Anticipated Net Proceeds:	\$14,000,000
Cost of Issuance:	\$235,325 (costs of issuance paid from equity)
Bond Discount:	\$0
Debt Service Reserve Fund:	None
Insurance Premium:	None
Total Project Cost:	\$26,257,708
Net Interest Rate:	1.35%
Term:	23 months
Average Debt Service:	\$182,250
Gross Debt Service:	\$349,313
First Call Date:	Non-callable, mandatory tender 12/1/2021, maturity 12/1/2022
Premium at First Call:	No premium
Method of Sale:	Public Offering
Bond Counsel:	Ice Miller LLP
Underwriter:	The Sturges Company
Underwriter Counsel:	Squire Patton Boggs, LLP
Financial Advisor:	N/A
Trustee:	The Huntington National Bank
Developer:	Christian Care Communities, Inc.

Exhibit A

Project Funding Sources:

Equity Investment	\$ 8,295,691
First Mortgage	7,000,000
Seller Note	3,606,644
Assumed HUD Cap. Adv.	3,450,000
KHC HOME	1,000,000
HOME Match	75,000
KHC AHTF	1,325,000
Assumed Rep Res. Acct.	50,445
Louisville HOME	500,000
Louisville AHTF, Note A	465,564
Louisville AHTF, Forgive.	465,564
Gap	<u>23,800</u>
TOTAL	\$ 26,257,708

Costs of Issuance:

Bond Counsel	\$ 40,000
Issuer Counsel	13,500
Underwriter Counsel	30,000
Issuer Fee	60,125
Underwriter Fee	70,000
Trustee Fee	7,500
Rating Agency	9,200
Printing/Misc	<u>5,000</u>
TOTAL	\$ 235,325

Christian Care Communities

Christian Care Communities, Inc. (“CCC”) is Kentucky’s largest faith based nonprofit provider of affordable senior retirement living and long-term care. CCC consists of senior care facilities in 10 communities in Kentucky that provide services to older adults. Operations are in Louisville, Bowling Green, Corbin, Grayson, Hopkinsville, Lexington, Midway, Nicholasville, Owensboro, and Taylorsville. Senior care services provided include independent living, assisted living, skilled nursing, short-term rehabilitation, long-term care and adult day care. The Obligated Group consists of 4 skilled nursing health centers, 2 assisted living/personal care facilities, 6 entry fee independent living facilities, and 2 adult day care centers. In aggregate, the Obligated Group offers 387 skilled nursing beds, 128 personal care/AL beds and 185 entry fee independent living units. The CCC non-obligated group members include Homeplace at Midway (24 skilled nursing beds & 24 assisted living beds) and all HUD housing facilities.

The organization’s charter was created by an act of the Kentucky General Assembly in 1872. Since 1974, the mission and top priorities have included serving low- and middle-income elders in need of post-acute care or affordable housing. .



Mary Lynn Spalding, BS
Chair, The Broadhurst Group
President/CEO, Christian Care Communities

Spalding joined Christian Care Communities in 2009. She has held regional and national corporate positions with both for profit and non-profit healthcare providers. Her experience ranges over a thirty-year period of time in both the acute and post-acute health care settings. Prior to joining Christian Care Communities, she was a Vice President with a large for-profit nursing home provider and the Chief Executive Officer for Kentucky's largest non-profit home health, home infusion, and durable medical equipment provider. Spalding has experience in all aspects of post-acute care to include; business development, operational improvement, receivable management, divestitures and acquisitions. During her tenure with Christian Care Communities, Spalding has held a variety of positions to include; Vice President of Innovation and Growth as well as Chief Operating Officer. Spalding is a licensed nursing home administrator and a member of the Leading Age Kentucky Board of Directors as well as chair of the Legislative Regulatory Committee for Leading Age. She is a registered Kentucky lobbyist and enjoys advocacy work. Spalding is an advocate for Alzheimer/Dementia Care and continues to be actively engaged in the organization's field operations. She has a very patient husband, two wonderful adult sons, two amazing grandchildren and is an elder with Mt. Tabor Presbyterian Church.



John Dadds, CPA
Secretary / Treasurer, The Broadhurst Group
Vice President of Finance / CFO

Dadds joined The Broadhurst Group and Christian Care Communities in 2014 bringing more than 30 years of health-care related accounting experience, particularly in the areas of management and fiscal responsibility. Prior to joining the Broadhurst Group and Christian Care, Mr. Dadds has held senior leadership positions in finance and operations. John's experience includes home care pharmacy operations, insurance and medical equipment. John had a 17-year career as Chief Financial Officer for SpectraCare, Inc., a regional home healthcare company where he joined during the start-up phase and was instrumental in their growth. His responsibilities have included overseeing financial and operating divisions with annual revenues approximating \$70 million. John graduated from the University of Kentucky in 1981 and joined PricewaterhouseCoopers where he became an Audit Manager specializing in healthcare. His knowledge of mergers & acquisitions, banking and private equity financing make him a valuable resource to our team as we position for future growth.

The 
Broadhurst
 Group

The Broadhurst Group is a not-for-profit, Kentucky-based affiliate corporation of Christian Care Communities. It provides management services for Christian Care's statewide network of affordable senior living retirement communities and older adult services, as well as management and consulting services for other owners or sponsors. It is named in memory of our founder, Reverend William Broadhurst.

We manage operations located in Bowling Green, Corbin, Grayson, Hopkinsville, Louisville, Midway, Nicholasville, Owensboro and Taylorsville.

NEW BOND ISSUE REPORT

Name of Bond Issue:	Kentucky Housing Corporation Tax-Exempt Conduit Multifamily Housing Revenue Bonds (City View Park Project), Series 2019
Purpose of Issue:	The bonds will be used to finance the acquisition, rehabilitation, and equipping of the City View Park Project, a five hundred and three unit property located at (i) 1001 Place Jaune, Louisville, Kentucky 40203, (ii) 1279 Place Noir, Louisville, Kentucky 40203 and (iii) 625 S. 10th St., Louisville, Kentucky 40203 and to be owned by HC Russell Neighborhood LP (the "Borrower"). The Kentucky Housing Corporation has conducted a public hearing concerning the proposed project on November 16, 2018 following the delivery of notice to the public on December 4, 2018. The Bonds, if approved, will be the sole obligations of the Borrower.
Name of Project:	City View Park Project
Date of Sale:	September 6, 2019
Date of Issuance:	September 13, 2019
Anticipated Ratings:	Standard & Poor's (A-1+)
Anticipated Net Proceeds:	\$34,000,000
Cost of Issuance:	See Exhibit A attached (costs of issuance paid from owner equity)
Debt Service Reserve Fund:	\$0, but a \$2,914,966 operating reserve will be funded from equity
Insurance Premium:	N/A
Total Project Cost:	\$129,068,795
Net Interest Rate:	1.75%
Term:	36 months
Average Debt Service:	\$595,000
Gross Debt Service:	\$1,785,000 (with a balloon payment due at maturity)
First Call Date:	September 2021
Premium at First Call:	No premium
Method of Sale:	Public Offering
Bond Counsel:	Dinsmore & Shohl LLP
Underwriter:	Stifel, Nicolaus & Company, Inc.
Underwriter Counsel:	Tiber Hudson LLC
Financial Advisor:	N/A
Trustee:	The Huntington National Bank
Developer:	Telesis Louisville

Exhibit A

Project Funding Sources:

Tax-Exempt Bonds	\$ 34,000,000
Permanent Loan	30,171,788
LAHTF Loan	2,000,000
City HOME Loan	800,000
Existing Replacement Reserves	1,812,791
Interim Income	1,751,593
Syndication Proceeds	19,928,842
Assumption of Subordinated Debt	36,703,781
Deferred Developer Fee	<u>1,900,000</u>
TOTAL	\$ 129,068,795

Costs of Issuance:

Origination Fee	\$ 150,750
KHC Counsel	21,177
KHC Financing Fee	52,942
KHC Application Fee & Expenses	7,500
KHC Admin Fee	5,000
Bond Counsel	95,000
Trustee Counsel	5,000
Placement Agent Counsel	45,000
Borrowers Counsel	51,000
Trustee Fee	6,500
Rating Agency	5,500
TEFRA/Publication/Print	5,000
Cost of Issuance Contingency	<u>99,000</u>
TOTAL	\$ 549,369



MATTHEW G. BEVIN
Governor

Commonwealth of Kentucky
FINANCE AND ADMINISTRATION CABINET
Office of Financial Management
702 Capital Avenue
Suite 76
Frankfort, Kentucky 40601
(502) 564-2924
(502) 564-7416 Facsimile

WILLIAM M. LANDRUM III
Secretary

RYAN BARROW
Executive Director

August 13, 2019

The Honorable Senator Rick Girdler, Co-Chair
The Honorable Representative Walker Thomas, Co-Chair
Capital Projects and Bond Oversight Committee
Legislative Research Commission
Capitol Annex Building
Frankfort, Kentucky 40601

Dear Senator Girdler and Representative Thomas:

Listed below is information regarding various projects and reports that will be presented to the Capital Projects and Bond Oversight Committee (“CPBO”) at the August 27, 2019, meeting.

The Kentucky Infrastructure Authority (“KIA”) will present the following loans for the Committee’s approval:

Fund A Loan

City of Nicholasville (Increase)	\$906,446
Louisville and Jefferson County Metropolitan (Director Increase)	\$24,200,000

Fund B Loan

City of Mayfield	\$2,221,117
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Fund F Loan

Allen County Water District	\$2,450,000
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The Office of Financial Management will present four (4) new bond issue report for the Committee’s approval:

Kentucky Housing Corporation Tax-Exempt Conduit Multifamily Housing Revenue Bonds (Ashland Portfolio Project), Series 2019	\$34,000,000+
--	---------------

Kentucky Housing Corporation Tax-Exempt Conduit Multifamily Housing Revenue Bonds (Chapel House Project), Series 2019	\$14,000,000+
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Senator Girdler
Representative Thomas
August 13, 2019
Page 2

Kentucky Housing Corporation Tax-Exempt Conduit Multifamily Housing Revenue Bonds (City View Park Project), Series 2019	\$34,000,000+
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Kentucky Housing Corporation Tax-Exempt Conduit Multifamily Housing Revenue Bonds (Winterwood II Portfolio Project), Series 2019	\$17,000,000+
--	---------------

The Office of Financial Management will present one (1) informational item for the Committee's review:

Kentucky Asset/Liability Commission General Fund Tax and Revenue Anticipation Notes, 2019 Series A dated July 10, 2019	\$400,000,000
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The School Facilities Construction Commission is submitting the following additional information for the Committee's approval:

Bracken County	\$1,165,000*
Breathitt County	\$1,500,000*
Casey County	\$1,990,000*
Floyd County	\$1,280,000*
Harrison County	\$3,605,000*
Walton Verona Independent	\$1,510,000*
Williamstown Independent	\$1,060,000*

+Not to Exceed
*Estimated

An OFM staff member will attend the CPBO meeting to answer any questions regarding this information. Please contact me if there are any questions or should your staff require additional information.

Sincerely,

Ryan Barrow
Executive Director

Attachments



TELESIS
CORPORATION

Background of the Firm

Telesis Corporation plans, finances, and builds urban communities that are livable, beautiful, and safe. Since our founding, in 1985, Telesis has planned or structured a complex mix of over \$2.8 billion in public and private financing for the planning and regeneration of neighborhoods with more than 17,000 units of housing and a diversity of commercial and civic uses. Based in Washington, DC, our work has taken us to neighborhoods from New York to San Francisco, Chicago to Miami, and many communities in between.

We focus on large-scale neighborhood transformations with a mix of uses, including rental, homeownership, commercial, and community facilities. Our experience encompasses a mix of leveraged financing tools and sources, including RAD, HOPEVI, Low Income Housing Tax Credits, New Markets Tax Credits, other local and federal subsidies, and private debt and equity.

Our expertise lies in bringing together public and private partners—housing agencies and banks; resident corporations and local community leaders; federal and municipal agencies; and a range of private and public investors—to strengthen the physical, social, and economic fabric of neighborhoods. By doing so, we're able to secure the organizational, civic and financial support required to make

neighborhood developments successful. Our goal is constant: neighborhoods that offer sound opportunities for investment and conditions conducive to family life.

Telesis believes that physical and community development are inseparable. In all of our neighborhoods, we address the diverse elements of an investment-worthy community and undertake comprehensive revitalization— from affordable homeownership opportunities to mixed-income rental opportunities; from world-class architecture to world-class landscape design; from learning centers to employment centers; from community policing to community daycare. This breadth of approach to development assures public and private investors positive financial and social returns. And it assures residents of a good place to live and continued affordability.

Telesis builds equitable, sustainable communities that spark the reemergence of neighborhoods and cities. We view the existing infrastructure and neighborhood resources as foundations to build upon and as sources of energy for renewal. Cities have always been the locus of innovation and vivid human and civic experience. At Telesis, our goal is to preserve and enhance urban life by nurturing the essence of cities: their neighborhoods. We are a team of creative professionals motivated by a singular commitment: to build strong communities as the bedrock of vibrant cities.

EXPERIENCE

Financial Expertise



Telesis has worked closely with global and local banks, public and private agencies, and different levels of government to assemble financing for over 17,000 units of housing and a diversity of commercial, civic, and community activities. To meet the special needs of each neighborhood, our work has involved a complex mix of financing, including:

- Private mortgage financing
- Private institutional equity
- Subordinate financing
- Loan guarantees
- Credit enhancement
- Homebuyer secondary mortgage assistance
- Tax credits (LIHTC, Historic Rehabilitation, New Markets)
- Public investment and foundation grants
- Tax-exempt bonds
- Mortgage insurance

Each community confronts a different set of financing opportunities and constraints. Telesis specializes in identifying the needs of the projects and the availability of funds from public and private sources to meet those specific needs. Telesis obtains the appropriate funds and maximizes the value received for each budgeted dollar. Private financial partners include J.P. Morgan Chase, Fannie Mae, U.S. Bank, PNC, Morgan Stanley, Capital One, and Enterprise Community Investments, among others.

Tax Credits

Telesis has developed more than 2,500 units of tax-credit assisted housing in partnership with residents, housing agencies, nonprofits, and investors. We have been awarded over \$200 million in LIHTCs. Within the last five years,

Telesis has been secured 9% LIHTC allocations in Arlington, VA; Pittsburgh, PA; Bradenton, FL; Baltimore, MD, and Washington, DC. We have expertise with federal and state Historic Rehabilitation Tax Credits, and combining 4% LIHTCs with tax-exempt bond financing. Moreover, Telesis has substantial experience using New Markets Tax Credits (NMTCs). Through our CDE, Telesis has been awarded multiple NMTC allocations totaling \$135 million, which have been used for projects covering a mix of residential, commercial, civic and institutional uses.

Federal, State, and Local Programs

Telesis has collaborated extensively with housing authorities to redevelop public housing into mixed-finance communities. We actively participated in the HOPEVI program, both as developer and as consultant to public housing authorities, serving as master planner for nine HOPEVI applications and developer or program manager for six. These efforts for 15 projects secured over \$377 million in HOPEVI awards and leveraged more than \$1 billion in other investments. In addition to HOPEVI, Telesis has participated actively in federal programs such as RAD, NSP2, CDBG, HOME, and Section 8. Specializing in leveraging public funding with private investment, Telesis has been able to successfully combine federal programs with additional local and state gap financing tools, such as tax-increment financing, tax credits, and Affordable Housing Program grants from Federal Home Loan Banks.

EXPERIENCE

Highlights of Our Approach



Quality Design

Excellence in site and building design is essential to the creation of safe, livable environments. Our projects are known for high-quality architectural and landscape design. For example, Ellen Wilson Townhomes in Washington, DC, was awarded the prestigious Urban Design award by the American Institute of Architects, the Urban Land Institute's Award of Excellence, and the Congress for New Urbanism's Charter Award. The architects and planners with whom we work are carefully selected as collaborators and are nationally known for their creativity.

Sustainable Development

All Telesis communities are designed to meet or exceed green building certifications, such as Enterprise Green Communities, Energy Star, LEED, and EarthCraft. Bass Circle Apartments in Washington, DC, for example, exceeded Enterprise Green Communities requirements and incorporated a site design that represents the region's first large-scale application of low-impact development (LID) measures for revitalized housing. Bass Circle was awarded Best Large Affordable Housing Project by HAND.

Mixed-Income Neighborhoods

We focus on reducing concentrated poverty and creating mixed-income communities. In Baltimore, we created a redevelopment strategy for the Barclay neighborhood that includes the scattered-site development of hundreds of parcels into mixed-income housing, with both rental and homeownership opportunities. The redevelopment effort, now over two-thirds complete, also introduced vital community amenities and commercial amenities.

Family Self Sufficiency

Working with residents, Telesis has incorporated family programs as a key component of community revitalization since its first neighborhood transformation in 1985. Telesis believes that providing opportunities for work, education, and recreation is an integral part of the community revitalization process.

MBE/WBE Participation

Telesis, a woman-owned business, is committed to working with minority- and women-owned businesses. All of our projects have met and exceeded goals for MBE/WBE contracts. In many cases, Telesis has provided training and organizational assistance to help create local business enterprises.

Section 3 Goals

Telesis is an experienced supporter of Section 3 efforts. We always hire residents in the communities where we work. Telesis has designed and overseen highly successful resident-training and apprenticeship programs, in particular, construction-training programs.

Market Analysis

Commissioning a market analysis is a fundamental starting point for all of our development projects, as is a Taking Stock report, which examines community and supportive service attributes not normally considered in traditional market analyses.

KEY TELESIS PERSONNEL

- **Marilyn Melkonian, President**

Marilyn Melkonian founded Telesis Corporation in 1985. She has over 30 years of experience in housing policy, real estate development, and finance. She brings her knowledge and expertise to the various boards on which she serves, including the Eisenhower Foundation, Brookings, and the National Housing Trust, which she founded in 1986 and chairs. Former positions include Deputy Assistant Secretary for Housing at HUD, under President Carter, General Counsel for Lucasfilm, and counsel to the architecture firm of John Carl Warnecke & Associates. She practiced law for 15 years in New York and DC and is a graduate of Princeton University and Stanford Law School.

- **Laura Lazarus, Chief Operating Officer**

Laura recently returned to Telesis after serving as Executive Director of Lantern Community Services, a supportive housing nonprofit, and Chief Program Officer at Lenox Hill Neighborhood House, a New York-based settlement house serving 20,000 people annually. Laura has a longstanding commitment to high-impact projects that bring change to low-income and distressed communities. While at Telesis, Laura led the redevelopment East Hills in Pittsburgh and laid the foundation for the Barclay regeneration in Baltimore. In 2007, she served as Deputy Commissioner of New York's Department of Housing Preservation and Development. Laura serves as Vice Chair of Women in Housing and Finance in New York. Laura earned her A.B. from Princeton and her J.D. from Georgetown.

- **Bertrand Mason, Director of Development**

Bert has extensive experience in commercial and residential development and finance. His development experience includes single-family and multifamily housing; rental and homeownership; office, retail, and mixed-use complexes; and new construction and substantial rehabilitation. He has arranged debt and equity financing utilizing private and public sources, FHA insurance, Fannie Mae and Freddie Mac credit enhancements, private offerings, and a variety of public subsidies and tax credits. Bert's work as an attorney has included private practice, as a partner in a large law firm, and public service, as executive assistant to the Federal Housing Commissioner and general counsel of the California Department of Housing and Community Development.

- **Catherine Stokes, Director of Telesis Baltimore**

Catherine has 15 years of real estate and community development experience. She has extensive experience working with community partners and leads multidisciplinary teams of design, finance, and construction professionals on mixed-income and mixed-finance redevelopment projects. Previously, Catherine worked at the New York City Department of Housing Preservation and Development. From 2003 to 2005, she was a Presidential Management Fellow with the Treasury Department's Community Development Financial Institutions Fund. Catherine is a graduate of the University of Notre Dame and received her Master of City Planning from MIT.

- **Kevin Smith, Director of Preservation and Acquisitions**

Kevin has more than 30 years of real estate management and development experience. At Telesis, he focuses on preservation of affordable housing in existing Telesis communities and expansion of Telesis' portfolio through real estate acquisitions. He has worked on complex multifamily

transactions with nonprofit and for-profit firms. Prior to Telesis, Kevin was the Director of Asset Management for a national syndicator that placed over \$1 billion in LIHTC equity. Previously, he held Director of Special Asset Management roles with two national syndicators. Kevin's underlying experience is in property operations, and he holds CPM and HCCP certifications.

- **Juanita Waddell Priddy, Construction Consultant**

Juanita has nearly four decades of experience in development and management. She has held leadership positions with the Northwestern Regional Housing Authority, Marshall Blackwell Group, and MB Corporation. In her work as a consultant, working with numerous firms across the country, she has supervised the development of dozens of LIHTC properties across the country. Juanita specializes in the acquisition, development, and substantial renovation of tax-credit properties and developments receiving Section 8 or other rental assistance or subsidized financing.

- **David Godschalk, General Counsel**

David has 15 years of experience in housing and government finance, including at HUD, where he led investigations into program compliance and civil rights matters at several housing authorities. David spent seven years in private practice at Hawkins, Delafield & Wood and Vinson & Elkins, where his practice encompassed affordable housing and public finance, including the first bond issuance backed by public housing operating grant funds, and related securities law. He earned his J.D. from the University of North Carolina and has a Master in Public Administration from Harvard.

- **Reshma Holla, Senior Project Manager**

Reshma oversees the development and preservation of affordable/mixed-income housing. In addition to managing several development efforts, she focuses on broader community revitalization, including the creation of supportive commercial and civic uses. Prior to joining Telesis, Reshma worked as a consultant at the real estate advisory services firm RCLCO. She is a graduate of the University of Pennsylvania and is certified by the National Development Council as a Housing Development Finance Professional. Reshma is a member of the Executive Committee for the Young Leaders in Affordable Housing, serving as chair of its Philanthropy and Service Committee. She is also an active member of ULI Washington Young Leader's Group and her neighborhood's Economic Development Committee.

- **Pamela Lee, Project Manager**

Pam manages design, predevelopment, and construction for a pipeline of mixed-use multifamily projects. Prior to Telesis, Pam was a housing finance advisor at FHA, where she worked on housing finance reform with the White House, energy-efficiency policies, and a multiagency initiative to increase access to credit. Pam was a founding member of the Urban Institute's Housing Finance Policy Center, and was a development fellow at the Cambridge Housing Authority and an editor at Random House. Pam holds a Master in Urban Planning from Harvard University and a B.A. from Cornell University.

NEW BOND ISSUE REPORT

Name of Bond Issue: Kentucky Housing Corporation Tax-Exempt Conduit Multifamily Housing Revenue Bonds (Winterwood Portfolio II Project), Series 2019

Purpose of Issue: The bonds will be used to finance the acquisition, rehabilitation and equipping of the properties listed in Exhibit A. The properties are currently financed by the United States Department of Agriculture, Rural Development and utilized as rural affordable housing. The rehabilitation of the units will not displace any existing tenant and will improve the quality of housing for the residents. All state and local officials have been notified about the upcoming project. The Kentucky Housing Corporation has conducted a public hearing concerning the proposed project on June 25, 2019 following the delivery of notice to the public on or prior to June 18, 2019.

Name of Project: Winterwood Portfolio II Project

Date of Sale: October 24, 2019

Date of Issuance: October 31, 2019

Anticipated Ratings: Standard & Poor's (A-1+)

Anticipated Net Proceeds: \$17,000,000

Cost of Issuance: See Exhibit B attached (costs of issuance paid from owner equity)

Debt Service Reserve Fund: \$0, but a \$1,845,088 operating reserve will be funded from equity

Insurance Premium: N/A

Total Project Cost: \$47,220,768

Net Interest Rate: 1.75%

Term: 36 months

Average Debt Service: \$297,500

Gross Debt Service: \$892,500

First Call Date: October 2021

Premium at First Call: No premium

Method of Sale: Public Offering

Bond Counsel: Dinsmore & Shohl LLP

Underwriter: Stifel, Nicolaus & Company, Inc.

Underwriter Counsel: Tiber Hudson LLC

Financial Advisor: N/A

Trustee: The Huntington National Bank

Developer: Winterwood Development, LLC

Exhibit A

	<u>Borrower Name</u>	<u>Project Location</u>	<u>Amount of Bonds</u>
1	Bardstown Place, LLC	210 Bourbon Ct., Bardstown, KY 40004	\$1,162,000
2	Columbia Place, LLC	305 Trabue St., Columbia, KY 42728	\$1,342,000
3	Cumberland Place Apartments, LLC	101 Cumberland Ct., Monticello, KY 42633	\$1,162,000
4	Elkton Place, LLC	609 S. Main St., Elkton, KY 42220	\$1,112,000
5	Elmwood Place, LLC	100 Elm Street, Eminence, KY 40019	\$402,000
6	Glades II Place, LLC	192 Glades Rd, Berea, KY 40403	\$1,062,000
7	Shelby House Apartments, LLC	101 Willowood Dr., Shelbyville, KY 40065	\$1,142,000
8	Shelby Heights, LLC	70 and 201 Willowood Dr., Shelbyville, KY 40065	\$1,172,000
9	Pembroke Senior Place, LLC	113 E. Cherry St., Pembroke, KY 42266	\$702,000
10	Poplar Place Apartments, LLC	51 Mastin Dr., Cumberland, KY 40823	\$1,862,000
11	Rosedale Place, LLC	45 Rosedale Ct, Dawson Springs, KY 42408	\$1,652,000
12	Silver Creek Heights, LLC	100 Miracle St., Berea, KY 40403	\$1,762,000
13	Town Branch Heights, LLC	70 Crawford St., Mt. Vernon, KY 40456	\$993,000
14	Wells Hill Place, LLC	939 Liberty Rd, West Liberty, KY 41472	\$1,473,000

Exhibit B

Project Funding Sources:

Tax-Exempt Bonds	\$ 14,766,000
LIHTC Equity	8,173,007
HOME Loan	1,000,000
538 Program Loan	2,052,000
Direct 515 Program Loan	11,417,000
Assumed 515 Loan	7,512,017
Assumed 515 Loan - 2nd	1,123,910
Investment Income	258,408
Reserves	47,200
Deferred Developer Fee	<u>871,226</u>
TOTAL	\$ 47,220,768

Costs of Issuance:

Underwriter Fee & Expenses	\$ 100,980
Underwriter Counsel	89,999
Bond Counsel & Expenses	81,500
KHC Issuer Fee	36,918
KHC Issuer Counsel	14,766
Trustee Fee	7,994
Trustee Legal Fee	7,000
Rebate Analysis/Dissemination Fee	9,002
Advisor Fee	18,001
Rating Agency Fee	4,494
Annual Issuer Fee	38,390
Other (TEFRA, etc.)	<u>7,000</u>
TOTAL	\$ 416,044



Winterwood Inc. was founded in 1979 with 115 units under management. Over the past 40 years we have grown to manage more than 9,000 units in Kentucky, Tennessee, West Virginia and Indiana. The dedication to safe and affordable housing along with our passion for hard work has made us the outstanding Management and Development Company we are today.

Property Types under Management

- HUD Insured
- Conventional financed
- Rural Development 515
- Public Housing
- BMIR
- 221 d(4)
- LIHTC financed properties under IRS Code 42

Achievements and Recognition

HUD, Lifetime Achievement Award, 2008

CAHEC, Outstanding Property Management Company, 2009

2015, 2016, 2017 & 2018 *Best Places to Work in Kentucky*

Management Statistics

225 Properties Managed

1395 Elderly Units Managed

7247 Family Units Managed

3855 Rental Assisted Units Managed

22 year average length of management for properties

98% retention rate of properties

90% of reviews rated 'Above Average' by Government standards

94% average occupancy rate.



Areas of Expertise

Accounting

Two Certified Public Accountants on the Accounting Team
Process monthly financial statements for in excess of 200 entities
Prepare financial statements for RD and HUD and Housing Agencies that are mirrored after those agency's required reports
Maintain a full receivable and payable system for all properties under management
Complete the budgets each year for 200+ entities

Affordable Housing Development

Bond Transactions: 19 Properties 891 Units	\$73,400,000.00
USDA MPR Transaction: 12 Properties 332 Units	\$8,400,000.00
Tax Credit Transactions: 16 Properties 498 Units	\$52,000,000.00
Total Development in the past 9 Years:	\$134,000,000.00
Total Development Units in the past 9 Years:	1,721

Property Maintenance and REAC Prep

Over 700 Inspections completed
Over 300 REAC Inspections completed
Maintaining a 90% + Average on all Inspection Scores
Train 150 Techs yearly to maintain Properties

Compliance

In the last year 78 file reviews of which 68 received a Superior rating. That indicates no file findings. The remaining 10 scored an Above Average.

15,950 files were reviewed and approved

Monitor HOME, Tax Credit, HUD, PHA, Smal, AHTF, Risk Sharing, Tax Exempt Bonds and Rural Development property types.

Created a central location/process for all managers to locate forms, income/rent limits, manuals, processes and procedures.

Conduct training's for various types of affordable housing across a vast portfolio.



Human Resources

Excellence in processes and procedures in accordance with governmental laws and partner with Third Party Administrators to meet these requirements.

Employee Benefits, Payroll and Taxes, Employee Relations and Recruiting for 365 employees in KY, IN, WV and TN.

IT/TRAINING

Established a learning management program which fosters fun, fast paced courses designed for our employees' personal growth and professional development.

Provide one-on-one mentoring and training to equip every employee with the skills and knowledge to conduct business in a fair, effective manner which enables us to give our residents the quality housing they deserve while protecting our owners investments.

Created an immense library of standard operating procedures, forms and valuable learning tools for our employees to access and refer to as needed

Migrating projects, data bases and business tools to a Google cloud platform for continuous work flow, flexibility and security of our information for employees and clients

Winterwood Development, LLC.

Winterwood Development has over 60 years combined experience in Low Income Housing. With a mission of providing affordable safe housing for those in need.

Managing Member

Carol Worsham

Education

Degree in Accounting © Courses in Managing Housing for the Elderly by NCHM

Courses in Accounting for Managing Agents by NCHM The following Institute of Real Estate

Management courses:

o Marketing & Leasing Multi Family Properties o Investment Real Estate - Financial Tools & Property Management Plan - IREM model

- Various HUD and RD seminars on subsidized housing

Certified Professional Compliance designation by The Spectrum Companies Housing Credit Certification

Professional designation as awarded from Theo Pro Compliance & Consulting, Inc. Spectrum Seminar, HUD, and Kentucky Housing Corporation on Fair

Housing and Equal Opportunity training sessions

- Member and former President of the Board of Directors for the Kentucky

Affordable Housing Association Member of the Kentucky Governor's Housing Policy Advisory Committee

Professional Experience

President since 1980 for Winterwood, Inc., which today operates approximately 9000 affordable and conventional multifamily housing units Responsible for the entire oversight of each property with hands on financial planning and execution to maximize the potential of each

development @ Collaborates and networks with community housing advocates to assist in the preservation of affordable housing Began property management career in 1978

Winterwood Development, LLC.

Member

Fred Worsham III, (859) 977-6929 fworsham@winterwoodonline.com

Education

- University of Kentucky
- Certified Occupancy Specialist - 2007 (current) Spectrum Seminar Courses on FmHA/USDA Rural Development Various Kentucky Housing Conference seminars and courses Licensed Real Estate Agent

Professional Experience

. Worked for Winterwood since 2000 in every aspect of the company (Administrative, Accounting, Field, Human Resources, etc.) Director of Corporate Operations from 2009 until 2010. Now serves as an Asset Manager Currently oversees the financial and physical aspects of a large portfolio of properties

Member

Zach Worsham (859) 276-5388 zworsham@winterwoodonline.com

Education

University of Kentucky Certified Occupancy Specialist - 2007 (current) Spectrum Seminar Courses on FmHA/USDA Rural

Development

- Various Kentucky Housing Conference seminars and courses

Professional Experience

Worked for Winterwood since 2010 Chief Operating Officer

Currently oversees the financial and physical aspects of a large portfolio of properties

Winterwood Development, LLC.

WWW

WANAONE

Member

Fred Worsham Jr. (859)276-5388

Education

University of Kentucky Certified Paramedic

General Contractor License

- Various Kentucky Housing Conference seminars and courses

Professional Experience

- . Worked for Winterwood since 1981 . General Contractor on \$60,000,000.00 in projects
- Oversees all aspects of Construction

Member

Emily Johnson Business Owner

Education University of Nevada Las Vegas Various Kentucky Housing Conference seminars and courses
Business Owner

-

Professional Experience

- Has worked for Winterwood since 2019
Business Owner . Philanthropist



MATTHEW G. BEVIN
Governor

Commonwealth of Kentucky
FINANCE AND ADMINISTRATION CABINET
Office of Financial Management
702 Capital Avenue
Suite 76
Frankfort, Kentucky 40601
(502) 564-2924
(502) 564-7416 Facsimile

WILLIAM M. LANDRUM III
Secretary

RYAN BARROW
Executive Director

July 10, 2019

William M. Landrum III
Secretary
Finance and Administration Cabinet
Executive Director
Kentucky Asset/Liability Commission
702 Capital Annex
Frankfort, KY 40601

Dear Secretary Landrum:

Pursuant to KRS 42.420, the Office of Financial Management is required to review and approve the issuance of debt by all state agencies. The attached constitutes the review and approval of the \$400,000,000 Kentucky Asset/Liability Commission General Fund Tax and Revenue Anticipation Notes, 2019 Series A dated July 10, 2019.

Sincerely,

A handwritten signature in blue ink, appearing to read "Ryan Barrow".

Ryan Barrow
Executive Director
Office of Financial Management

Attachments

OFM APPROVAL PURSUANT TO KRS 42.420

KENTUCKY ASSET/LIABILITY COMMISSION

**\$400,000,000 GENERAL FUND TAX AND REVENUE ANTICIPATION NOTES,
2019 SERIES A**

DESCRIPTION:

The 2019 Series A Notes are being issued to finance cash flow requirements of the General Fund for the fiscal year ending June 30, 2020 in anticipation of General Fund taxes and revenues to be collected during fiscal year 2020.

PRICING DATE: June 25, 2019

CLOSING DATE: July 10, 2019

FINAL MATURITY: June 25, 2020

RATINGS: Moody's: MIG 1
Fitch: F1+

COUPON: 3.00%

YIELD: 1.40%

PRICE: 101.513

METHOD OF SALE: Negotiated

UNDERWRITER: J.P. Morgan

BENCHMARK: 1.25% (1-Year MMD AAA GO as of 6/25/2019)

REDEMPTION PROVISIONS:

The notes are not subject to redemption prior to their maturity.

SECURITY FOR THE NOTES:

The Notes are direct obligations of the General Fund of the Commonwealth and are payable from taxes and revenues collected by the Commonwealth. The Commonwealth is required to deposit collected taxes and revenues in amounts sufficient to pay the Notes and interest thereon into the General Fund. Revenues to be deposited to the General Fund shall be pledged for the repayment of the Notes so long as any Notes remain outstanding. The lien on and security interest in taxes and revenues are prior and superior to any other lien or security interest created by law or otherwise.

Repayment of the Notes is not subject to appropriation of funds by the General Assembly, but solely from the taxes and revenues pledged thereto.

SOURCES AND USES OF FUNDS:

SOURCES OF FUNDS:

Note Amount	\$	400,000,000
Net Original Issue Premium		<u>6,052,000</u>
TOTAL USES	\$	406,052,000

USES OF FUNDS:

Deposit to the Proceeds Fund	\$	405,348,360
Costs of Issuance*		<u>703,640</u>
TOTAL USES	\$	406,052,000

*Includes underwriters discount, legal fees, rating fees, printing and miscellaneous costs.

UNDERWRITER'S DISCOUNT:

		<u>Amount</u>
Average Takedown	\$	380,000.00
Aggregate Underwriting Expenses		17,000.00
Underwriter's Counsel		<u>40,000.00</u>
TOTAL	\$	\$437,000.00

PROFESSIONAL SERVICES:

Pursuant to KRS Chapter 45, the Issuer is providing information on all costs associated, either directly or indirectly, with this Note issuance. Costs are actual or estimated as of the date of closing of the issue.

<u>Firm</u>	<u>Service</u>		<u>Fee</u>
Kutak Rock LLP	Bond Counsel	\$	40,000.00
	Transcript Fee		1,350.00
ImageMaster	Printer & RoadShow		990.00
Zions Bank Corporate Trust	Trustee		300.00
Compass Municipal Advisors	Bid Agent		39,000.00
Moody's	Rating Service		53,000.00
Fitch Ratings	Rating Service		27,000.00
OFM	Financial Advisor		100,000.00
	Contingency/Misc.		<u>5,000.00</u>
TOTAL		\$	266,640.00

In the opinion of Kutak Rock LLP, Bond Counsel, under existing laws, regulations, rulings and judicial decisions and assuming the accuracy of certain representations and continuing compliance with certain covenants, interest on the Notes is excluded from gross income for federal income tax purposes and is not a specific preference item for purposes of the federal alternative minimum tax. Bond Counsel also is of the opinion that, under existing laws of the Commonwealth of Kentucky, interest on the Notes is excluded from the gross income of the recipients thereof for Kentucky income tax purposes and the Notes are exempt from ad valorem taxes by the Commonwealth of Kentucky and all political subdivisions thereof. See "TAX MATTERS" for a full description of the tax treatment of interest on the Notes.

\$400,000,000

**KENTUCKY ASSET/LIABILITY COMMISSION
GENERAL FUND TAX AND REVENUE ANTICIPATION NOTES, 2019 SERIES A**

Dated: Date of Delivery

Due: June 25, 2020

Interest Rate: 3.000%

Priced to Yield: 1.400%

CUSIP No.: 491189FY7*

The Kentucky Asset/Liability Commission (the "Commission") is issuing its General Fund Tax and Revenue Anticipation Notes, 2019 Series A (the "Notes") to finance General Fund cash flow requirements of the Commonwealth of Kentucky (the "Commonwealth") for the fiscal year ending June 30, 2020 ("Fiscal Year 2020"). The Notes are issuable only in fully registered form, without coupons, initially in denominations of \$100,000 and any integral multiple of \$5,000 above \$100,000. When issued the Notes will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"), which will act as securities depository for the Notes. Purchasers will not receive certificates representing their ownership interest in the Notes purchased. Accordingly, principal of and interest on the Notes will be paid by Zions Bancorporation, National Association, Pittsburgh, Pennsylvania, as Trustee, Registrar and Paying Agent (in such capacities, the "Trustee," "Registrar" and "Paying Agent"), directly to DTC or Cede & Co., its nominee. DTC will, in turn, remit or direct its nominee to remit such principal and interest to the DTC Participants (as defined herein) for subsequent distribution to the Beneficial Owners (as defined herein) of the Notes. See Exhibit D – BOOK-ENTRY-ONLY SYSTEM herein.

The Notes will bear interest at the annual rate shown above, computed on the basis of a 360-day year and 30-day months, accrued from the date of delivery. Principal of and interest on the Notes are payable at maturity. See "THE NOTES – General Provisions.

The Notes are not subject to redemption prior to their maturity.

The Notes are direct obligations of the General Fund of the Commonwealth and are payable from taxes and certain revenues collected by the Commonwealth during Fiscal Year 2020. The Notes are issued pursuant to a Trust Indenture dated as of July 1, 2019 between the Commission and the Trustee (the "Indenture"). As provided in the Indenture and under Kentucky law, taxes and revenues in amounts sufficient to pay the Notes and interest thereon are required to be deposited into the General Fund, which shall be held by the Finance and Administration Cabinet of the Commonwealth (the "Finance and Administration Cabinet") for the benefit of the Holders of the Notes. The Notes are secured under the Indenture. The holders of the Notes have a priority lien on all taxes and revenues required to be deposited into the General Fund. The Notes are special limited obligations of the Commission and are payable solely from the taxes and revenues pledged thereto. See "SECURITY FOR THE NOTES" herein.

The Notes are also secured by certain other funds and accounts pledged therefor and described herein. See "EXHIBIT B - SUMMARY OF CERTAIN PROVISIONS OF THE 2019 RESOLUTION AND THE INDENTURE" herein for a description of such funds and accounts.

The Notes are offered when, as and if issued and received by the Underwriter, subject to prior sale, to withdrawal or modification of the offer without notice and to the approval of legality by Kutak Rock LLP, Bond Counsel. Certain legal matters will be passed on for the Underwriter by its counsel, Dinsmore & Shohl LLP, Covington, Kentucky. It is expected that the Notes in definitive form will be available for delivery in New York, New York, on or about July 10, 2019.

J.P. MORGAN

Dated: June 25, 2019.

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School Facilities Construction Commission

Finance and Administration Cabinet

700 Louisville Rd

Carriage House

Frankfort, Kentucky 40601

(502) 564-5582

(888) 979-6152 Fax

www.sfcc.ky.gov

MATT BEVIN

Governor

MR. WILLIAM LANDRUM III

Secretary

DAVID PRATER

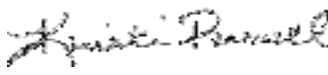
Chairman

CHELSEY BIZZLE

Executive Director

MEMORANDUM

TO: Ryan Barrow
Office of Financial Management

FROM: Kristi Russell, SFCC 

DATE: August 12, 2019

SUBJECT: Capital Projects and Bond Oversight Committee (CPBO)

The following information is submitted for consideration by CPBO at their next meeting tentatively scheduled for August 27, 2019:

Bracken County- \$1,165,000 estimated – Refunding of the 2010 bonds is planned. State estimated annual debt service is \$24,543 and local is \$99,383. No tax increase is necessary to finance this project.

Breathitt County- \$1,500,000 estimated – Middle School renovations. State estimated annual debt service is \$64,915 and local is \$41,012. A recallable nickel was levied in 2017 and is necessary to finance this project.

Casey County- \$1,990,000 estimated – Middle School renovations. State estimated annual debt service is \$7,990 and local is \$138,003. No tax increase is necessary to finance this project.

Floyd County- \$1,280,000 estimated – Refunding of the 2008 bonds is planned. State estimated annual debt service is \$100,514 and local is \$64,982. No tax increase is necessary to finance this project.

Harrison County- \$3,605,000 estimated – Elementary School and Central Office renovations. State estimated annual debt service is \$171,078 and local is \$25,980. No tax increase is necessary to finance this project.

Walton Verona Independent- \$1,510,000 estimated – Refunding of the 2009 bonds is planned. State estimated annual debt service is \$12,798 and local is \$150,340. No tax increase is necessary to finance this project.

Williamstown Independent- \$1,060,000 estimated – Refunding of the 2009 bonds is planned. State estimated annual debt service is \$4,157 and local is \$111,197. No tax increase is necessary to finance this project.

If you or the Committee needs any additional information please feel free to contact me.



Memo

To: KSFCC
From: Lincoln Theinert
Subject: Bond Payee Disclosure Form –Bracken County School District Series 2019
Date: August 07, 2019
cc: File

Please find enclosed a Bond Payee Disclosure Form and Plan of Financing for the Bracken County School District. Please process this issue at the next meeting of the Capital Projects and Bond Oversight Committee.

If you should have any questions or require any additional information, please do not hesitate to contact our office.

BOND PAYEE DISCLOSURE FORM

Par Amount:	\$ 1,165,000
Issue Name:	Bracken County School District Finance Corporation School Building Refunding Revenue Bonds, Series 2019
Purpose:	Refinance Series 2010
Projected Sale Date of Bond:	24-Oct-19
First Call Date:	11/1/19 @ 100
Method of Sale:	Competitive Bids
Place/time of sale:	SFCC, 267 Capitol Annex, Frankfort, Ky. / 11:00 A.M.
Bond Rating:	Moodys: "A1"
Bond Counsel:	Steptoe & Johnson, Louisville, KY
Fiscal Agent:	Ross, Sinclair & Associates, Lexington, Kentucky
Date received by SFCC:	<div style="border: 1px solid black; width: 80px; height: 20px; display: inline-block;"></div> <i>To be filled in by SFCC</i>
Date scheduled for Committee review:	<div style="border: 1px solid black; width: 80px; height: 20px; display: inline-block;"></div> <i>To be filled in by SFCC</i>

Month Day Year

Estimated par amount of Bonds:
 % Share of total Bonds:
 Estimated average annual debt service:
 Estimated debt service reserve:

SFCC Portion	Local Portion	Total
\$ 230,723	\$ 934,277	\$ 1,165,000
19.80%	80.20%	
\$ 24,543	\$ 99,383	\$ 123,926
\$ 0	\$ 0	\$ 0

Estimated Cost of Issuance:

Fiscal Agent, Bond Counsel, Advertisements, Printing, Etc.
 Special Tax Counsel
 Number verifications
 Bond Rating
 Underwriter's Discount
 Bank Fee
 Total Cost of Issuance:

\$ 2,505	\$ 10,145	\$ 12,650
\$ 0	\$ 0	\$ 0
\$ 396	\$ 1,604	\$ 2,000
\$ 1,683	\$ 6,817	\$ 8,500
\$ 4,614	\$ 18,686	\$ 23,300
\$ 693	\$ 2,807	\$ 3,500
\$ 9,892	\$ 40,058	\$ 49,950

Anticipated Interest Rates:

5 Years 1.900% 10 Years 2.100% 15 Years:
 20 Years: N/A

Note: No Local Tax increase is required.

Bracken County School District

Projected Plan of Refinancing

Date of Report: August 07, 2019

Prior Bonds Call Reports

2010 Call Report..... 1

2019 Series Refunding Bonds

Total Savings Report..... 2

BRACKEN COUNTY SCHOOL DISTRICT FINANCE CORPORATION
SCHOOL BUILDING REVENUE BONDS, SERIES 2010

Debt Service To Maturity And To Call

Part 1 of 2

Date	Refunded Bonds	Refunded Interest	D/S To Call	Principal	Coupon	Interest	Refunded D/S
02/15/2020	1,125,000.00	1,661.24	1,126,661.24	-	-	-	-
08/01/2020	-	-	-	-	-	21,358.75	21,358.75
02/01/2021	-	-	-	185,000.00	3.625%	21,358.75	206,358.75
08/01/2021	-	-	-	-	-	18,005.63	18,005.63
02/01/2022	-	-	-	190,000.00	3.625%	18,005.63	208,005.63
08/01/2022	-	-	-	-	-	14,561.88	14,561.88
02/01/2023	-	-	-	200,000.00	3.850%	14,561.88	214,561.88
08/01/2023	-	-	-	-	-	10,711.88	10,711.88
02/01/2024	-	-	-	205,000.00	3.850%	10,711.88	215,711.88
08/01/2024	-	-	-	-	-	6,765.63	6,765.63
02/01/2025	-	-	-	215,000.00	3.875%	6,765.63	221,765.63
08/01/2025	-	-	-	-	-	2,600.00	2,600.00
02/01/2026	-	-	-	25,000.00	4.000%	2,600.00	27,600.00
08/01/2026	-	-	-	-	-	2,100.00	2,100.00
02/01/2027	-	-	-	25,000.00	4.000%	2,100.00	27,100.00
08/01/2027	-	-	-	-	-	1,600.00	1,600.00
02/01/2028	-	-	-	25,000.00	4.000%	1,600.00	26,600.00
08/01/2028	-	-	-	-	-	1,100.00	1,100.00
02/01/2029	-	-	-	25,000.00	4.000%	1,100.00	26,100.00
08/01/2029	-	-	-	-	-	600.00	600.00
02/01/2030	-	-	-	30,000.00	4.000%	600.00	30,600.00
Total	\$1,125,000.00	\$1,661.24	\$1,126,661.24	\$1,125,000.00	-	\$158,807.54	\$1,283,807.54

BRACKEN COUNTY SCHOOL DISTRICT FINANCE CORPORATION
SCHOOL BUILDING REFUNDING REVENUE BONDS, SERIES 2020

Debt Service Comparison

Date	Total P+I	Net New D/S	Old Net D/S	Savings
06/30/2020	-	(4,688.76)	-	4,688.76
06/30/2021	224,928.64	224,928.64	227,717.50	2,788.86
06/30/2022	222,250.00	222,250.00	226,011.26	3,761.26
06/30/2023	223,765.00	223,765.00	229,123.76	5,358.76
06/30/2024	220,195.00	220,195.00	226,423.76	6,228.76
06/30/2025	226,415.00	226,415.00	228,531.26	2,116.26
06/30/2026	27,235.00	27,235.00	30,200.00	2,965.00
06/30/2027	26,760.00	26,760.00	29,200.00	2,440.00
06/30/2028	21,285.00	21,285.00	28,200.00	6,915.00
06/30/2029	20,905.00	20,905.00	27,200.00	6,295.00
06/30/2030	25,525.00	25,525.00	31,200.00	5,675.00
Total	\$1,239,263.64	\$1,234,574.88	\$1,283,807.54	\$49,232.66

PV Analysis Summary (Net to Net)

Gross PV Debt Service Savings	38,619.62
Net PV Cashflow Savings (@ 2.718%(AIC))	38,619.62
Contingency or Rounding Amount	4,688.76
Net Present Value Benefit	\$43,308.38
Net PV Benefit / \$1,125,000 Refunded Principal	3.850%
Net PV Benefit / \$1,165,000 Refunding Principal	3.717%

Refunding Bond Information

Refunding Dated Date	2/15/2020
Refunding Delivery Date	2/15/2020



August 6, 2019

One Riverfront Plaza
401 West Main Street,
Suite 2110
Louisville, KY
40202

502/491-3939
fax: 502/491-9979

School Facilities Construction Commission
Attn: Chelsey Bizzle Executive Director
Carriage House
Frankfort, KY 40601

INVESTMENT
BANKING

FINANCIAL
ADVISORY

PUBLIC
FINANCE

BROKERAGE
SERVICES

RE: \$1,500,000 Breathitt County School District Finance Corporation
School Building Revenue Bonds, Series of 2019

Dear Ms. Bizzle:

Please find enclosed a Bond Payee Disclosure Form and Plan of Financing related to the above-referenced series of Bonds. The Bonds will be used to finance renovations to Sebastian MS to convert it into an elementary school.

We would like to go ahead and submit the plan to Bond Oversight so that we will be ready to proceed with the bond sale in the coming months. The Bonds will be funded with local and SFCC funds.

Please process this bond disclosure form for review by the Bond Oversight Committee at their next meeting. Should you have any questions or require any additional information, please contact our office.

Cincinnati, OH

Lexington, KY

Owensboro, KY

Columbus, OH

Indianapolis, IN

Columbia, SC

Brentwood, TN

Pittsburgh, PA

St. Petersburg, FL

Alameda, CA

Sincerely,

Dwight G. Salsbury

Enclosures

ROSS, SINCLAIRE & ASSOCIATES, LLC



BOND PAYEE DISCLOSURE FORM

Par Amount:	\$1,500,000
Issue Name:	Breathitt County School District Finance Corporation School Building Revenue Bonds, Series of 2019
Purpose:	Renovate Sebastian MS to convert into an elementary school
Projected Sale Date of Bonds:	Mid November 2019
First Call Date:	8 Years at par
Method of Sale:	Competitive Bids
Place/time of sale:	Parity/SFCC, Frankfort, Ky. / TBD
Bond Rating:	Moody's: "Aa3"
Bond Counsel:	Step toe and Johnson, Louisville, KY
Fiscal Agent:	Ross, Sinclair & Associates LLC, Louisville, Kentucky
Date received by SFCC:	/ / To be filled in by SFCC
Date scheduled for Committee review:	/ / To be filled in by SFCC

Month Day Year

SFCC Portion	Local Portion	Total
\$908,810	\$591,190	\$1,500,000
60.59%	39.41%	100.00%
\$64,915	\$41,012	\$105,927
\$0	\$0	\$0

\$9,694	\$6,306	\$16,000
\$0	\$0	\$0
\$0	\$0	\$0
\$4,847	\$3,153	\$8,000
\$18,176	\$11,824	\$30,000
\$0	\$0	\$0
\$32,717	\$21,283	\$54,000

5 Years: 2.650% 10 Years: 3.350% 15 Years: 3.700%
 20 Years: 3.850%

Estimated par amount of Bonds:
 % Share of total Bonds:
 Estimated average annual debt service:
 Estimated debt service reserve:

Estimated Cost of Issuance:

Fiscal Agent, Bond Counsel, Advertisements, Printing, Etc)
 Special Tax Counsel
 Number verifications
 Bond Rating & Bank Fee
 Underwriter's Discount
 Credit Enhancement
 Total Cost of Issuance:

Anticipated Interest Rates:

Notes: The District levied a recallable Nickel in Summer 2017

Breathitt County School District

Plan of Financing -- Projected Series 2019

Date of Report: 8/6/2019

Local Bond Payments Outstanding	1
Summary of Funds for Bond Payments	2
Projected Series 2019	3
Disclosures	4



Ross, Sinclair & Associates, LLC

Breathitt County School District -- Local Bond Debt

Fiscal Year End	Series 2007-Ref	Series 2012-REF	Series 2013-REF*	KISTA 2014	Series 2014	Series 2015 Energy	Series 2015-REF	Series 2015	Series 2016-REF	Total Local Payments
2019	6,935	12,748	29,835	4,700	36,150	11,380	615,550	23,485	42,928	783,711
2020	6,720	11,735	29,513	11,095	35,550	13,526	611,663	23,175	40,927	783,903
2021	6,505	10,722	29,190	11,095	39,725	9,679	616,100	22,865	43,927	789,808
2022	11,290	109,710	163,868	11,095	38,675	9,917		47,168	141,827	533,548
2023	10,860	106,267	155,643	11,095	37,625	9,106		51,005	142,728	524,328
2024	10,430	107,822	157,525	11,094	36,575	12,222		49,765	138,529	523,962
2025			204,300	11,095	35,525	13,726		48,525	134,328	447,500
2026				11,095		18,527		47,285	305,128	382,035
2027				11,095		25,933		46,045	292,429	375,501
2028				11,094		44,586		44,805	286,027	386,512
2029				11,094		40,900		48,488		100,482
2030				11,094		40,439		47,093		98,626
2031				11,094		33,012		45,698		89,804
2032				11,095		13,728				24,823
2033				11,095		37,121				48,216
2034				11,095		42,440				53,534
2035				11,094		39,237				39,237
Totals	52,740	359,004	769,873	104,552	259,825	415,479	1,843,313	545,400	1,568,776	5,985,528

Issue	Original Amount	Project Description
-------	-----------------	---------------------

2007 REF Series	\$2,690,000	Refinanced Prior Series 97 Bonds and Prior 2004 KADD COPS (Improvements to LBJ ES and Sebastian MS)
2012 REF Series	\$765,000	Refinanced Prior Series 2004 Bonds which were issued to finance renovations at Sebastian Middle School
2013 REF Series	\$765,000	Refinanced Prior Series 2005 Bonds which were issued to finance renovations at LBJ Elementary School
2014 KISTA	\$213,648	Energy Improvements (Restricted Fund Portion Only)
2014 Series	\$295,000	Boiler replacement at Breathitt HS and Roof replacement on ATC
2015 Energy	\$7,990,000	Energy Improvements (Restricted Fund Portion Only)
2015 REF Series	\$2,150,000	Refinanced Prior Series 2005 Bonds which were issued to finance renovations at Breathitt HS
2015 Series	\$530,000	Water Treatment plants at Marie Roberts ES and Highland Turner ES
2016 REF Series	\$2,350,000	Refinanced Prior Series 2008 Bonds which financed an addition and renovations to Sebastian ES

**BREATHITT COUNTY SCHOOL DISTRICT
SUMMARY OF FUNDS AVAILABLE**

FYE	LOCAL NICKEL	RECALLABLE NICKEL	CAPITAL OUTLAY @ 80%	FSPK	Equal FSPK	TOTAL LOCAL FUNDS	LESS CURRENT PAYMENTS	LOCAL FUNDS AVAILABLE	SFCC OFFERS	TOTAL FUNDS AVAILABLE
2020	200,000	200,000	126,720	460,528	115,132	1,102,380	(783,903)	318,477	16,229	334,705
2021	200,000	200,000	126,720	460,528	115,132	1,102,380	(789,808)	312,572	64,915	377,487
2022	200,000	200,000	126,720	460,528	115,132	1,102,380	(533,548)	568,832	64,915	633,747
2023	200,000	200,000	126,720	460,528	115,132	1,102,380	(524,328)	578,052	64,915	642,967
2024	200,000	200,000	126,720	460,528	115,132	1,102,380	(523,962)	578,418	64,915	643,333
2025	200,000	200,000	126,720	460,528	115,132	1,102,380	(447,500)	654,880	64,915	719,795
2026	200,000	200,000	126,720	460,528	115,132	1,102,380	(382,035)	720,345	64,915	785,260
2027	200,000	200,000	126,720	460,528	115,132	1,102,380	(375,501)	726,879	64,915	791,794
2028	200,000	200,000	126,720	460,528	115,132	1,102,380	(386,512)	715,868	64,915	780,783
2029	200,000	200,000	126,720	460,528	115,132	1,102,380	(100,482)	1,001,898	64,915	1,066,813
2030	200,000	200,000	126,720	460,528	115,132	1,102,380	(98,626)	1,003,754	64,915	1,068,669
2031	200,000	200,000	126,720	460,528	115,132	1,102,380	(89,804)	1,012,576	64,915	1,077,491
2032	200,000	200,000	126,720	460,528	115,132	1,102,380	(24,823)	1,077,557	64,915	1,142,472
2033	200,000	200,000	126,720	460,528	115,132	1,102,380	(48,216)	1,054,164	64,915	1,119,079
2034	200,000	200,000	126,720	460,528	115,132	1,102,380	(53,534)	1,048,846	64,915	1,113,761
2035	200,000	200,000	126,720	460,528	115,132	1,102,380	(39,237)	1,063,143	64,915	1,128,058
2036	200,000	200,000	126,720	460,528	115,132	1,102,380	0	1,102,380	64,915	1,167,295
2037	200,000	200,000	126,720	460,528	115,132	1,102,380	0	1,102,380	64,915	1,167,295
2038	200,000	200,000	126,720	460,528	115,132	1,102,380	0	1,102,380	64,915	1,167,295
2039	200,000	200,000	126,720	460,528	0	987,248	0	987,248	64,915	1,052,163
2040	200,000	200,000	126,720	460,528	0	987,248	0	987,248	48,686	1,035,934

Notes: Information based on SEEK 2018-2019 Final Information
FSPK equalization shown through FY2038 per 2018 Legislative budget

**BREATHITT COUNTY SCHOOL DISTRICT
PROJECTED SERIES 2019**

FY June 30	Principal Payment	Coupon	Interest Payments	Total Payments	SFCC Portion	Local Portion	Current Payments	Projected		Total Funds Available	Funds Available For Future Projects
								All Local Payments	Outstanding		
2020	0		24,713	24,713	16,229	8,484	783,903	792,387	1,102,380	309,993	
2021	55,000	2.050%	48,861	103,861	64,915	38,946	789,808	828,754	1,102,380	273,626	
2022	55,000	2.150%	47,706	102,706	64,915	37,791	533,548	571,339	1,102,380	531,041	
2023	60,000	2.300%	46,425	106,425	64,915	41,510	524,328	565,838	1,102,380	536,542	
2024	60,000	2.450%	45,000	105,000	64,915	40,085	523,962	564,047	1,102,380	538,333	
2025	60,000	2.650%	43,470	103,470	64,915	38,555	447,500	486,055	1,102,380	616,325	
2026	65,000	2.850%	41,749	106,749	64,915	41,834	382,035	423,868	1,102,380	678,512	
2027	65,000	3.050%	39,831	104,831	64,915	39,916	375,501	415,417	1,102,380	686,963	
2028	65,000	3.150%	37,816	102,816	64,915	37,901	386,512	424,413	1,102,380	677,967	
2029	70,000	3.200%	35,673	105,673	64,915	40,758	100,482	141,239	1,102,380	961,141	
2030	70,000	3.350%	33,380	103,380	64,915	38,465	98,626	137,091	1,102,380	965,289	
2031	75,000	3.350%	30,951	105,951	64,915	41,036	89,804	130,840	1,102,380	971,540	
2032	75,000	3.550%	28,364	103,364	64,915	38,449	24,823	63,271	1,102,380	1,039,109	
2033	80,000	3.550%	25,613	105,613	64,915	40,698	48,216	88,913	1,102,380	1,013,467	
2034	80,000	3.600%	22,753	102,753	64,915	37,838	53,534	91,372	1,102,380	1,011,008	
2035	85,000	3.650%	19,761	104,761	64,915	39,846	39,237	79,083	1,102,380	1,023,297	
2036	90,000	3.700%	16,545	106,545	64,915	41,630	0	41,630	1,102,380	1,060,750	
2037	90,000	3.700%	13,215	103,215	64,915	38,300	0	38,300	1,102,380	1,064,080	
2038	95,000	3.850%	9,721	104,721	64,915	39,806	0	39,806	1,102,380	1,062,574	
2039	100,000	3.850%	5,968	105,968	64,915	41,053	0	41,053	987,248	946,196	
2040	105,000	3.850%	2,021	107,021	48,686	58,335	0	58,335	987,248	928,913	
Totals	1,500,000		619,535	2,119,535	1,298,300	821,235	5,201,818	6,023,053		16,896,663	

Based on a bond issue dated 12/1/19 with interest payments starting on 6/1/20.

Municipal Advisor Disclosure of Conflicts of Interest and Other Information Ross, Sinclair and Associates, LLC ("RSA")

Introduction

RSA is a registered municipal advisory firm registered with the Securities and Exchange Commission (the "SEC") and the Municipal Securities Rulemaking Board (the "MSRB"). In accordance with MSRB rules, this disclosure statement is provided by RSA to each client prior to the execution of its advisory agreement with written disclosures of any material conflicts of interest and legal or disciplinary events that are required to be disclosed with respect to providing financial advisory services pursuant to MSRB Rule G-42(b) and (c) (ii).

RSA employs a number of resources, which we have outlined below to identify and subsequently manage actual or potential conflicts of interest in addition to disclosing actual and potential conflicts of interest.

- Code of Ethics
- Policies and Procedures
- Supervisory Structure
- Disclosure

General Conflict of Interest Disclosures

As a registered municipal advisory firm registered with the "SEC" and the "MSRB", our disciplinary events are required to be disclosed on our forms MA and MA-1 filed with the SEC. To review the disclosures on these forms, you may access them electronically via the SEC's Electronic Data Gathering, Analysis, and Retrieval System (EDGAR) at: <https://www.sec.gov/cgi-bin/browse-edgar?company=ROSS%2C+SINCLAIRE+%26+ASSOCIATES%2C+LLC&owner=exclude&action=getcompany>

RSA is a registered Broker Dealer with the Financial Industry Regulatory Authority ("FINRA") and a registered Investment Advisory Firm with the Securities and Exchange Commission (the "SEC") that engages in other securities related activities to service its clients. Such securities related activities, which may include but are not limited to the buying and selling of new issue and secondary market securities, may include the securities offering of the client to which RSA is serving as Municipal Advisor.

Upon request, RSA may provide sponsorships and donations to various municipal organizations to which you may be a member.

To our knowledge, following reasonable inquiry, we are not aware of any actual or potential conflicts of interest that could reasonably be anticipated to impair our ability to provide advice to or on behalf of the client in accordance with the applicable standards of conduct of MSRB Rule G-42.

Memo

To: KSFCC
From: Lincoln Theinert
Subject: Bond Payee Disclosure Form –Casey County School District Series 2019
Date: August 07, 2019
cc: File

Please find enclosed a Bond Payee Disclosure Form and Plan of Financing for the Casey County School District. Please process this issue at the next meeting of the Capital Projects and Bond Oversight Committee.

If you should have any questions or require any additional information, please do not hesitate to contact our office.

BOND PAYEE DISCLOSURE FORM

Par Amount: **\$ 1,990,000**
 Issue Name: Casey County School District Finance Corporation School Building Revenue Bonds, Series 2019
 Purpose: Improvements at Casey County Middle School
 Projected Sale Date of Bond: 24-Oct-19
 First Call Date: 10/1/26 @ 100
 Method of Sale: Competitive Bids
 Place/time of sale: Parity/SFCC
 Bond Rating: Moody's: "A1"
 Bond Counsel: Steptoe & Johnson, Louisville, KY
 Fiscal Agent: Ross, Sinclair & Associates, Lexington, Kentucky
 Date received by SFCC: *To be filled in by SFCC*
 Date scheduled for Committee review: *To be filled in by SFCC*
Month Day Year

Estimated par amount of Bonds:
 % Share of total Bonds:
 Estimated average annual debt service:
 Estimated debt service reserve:

SFCC Portion	Local Portion	Total
\$ 108,910	\$ 1,881,090	\$ 1,990,000
5.47%	94.53%	
\$ 7,990	\$ 138,003	\$ 145,993
\$ 0	\$ 0	\$ 0

Estimated Cost of Issuance:

Fiscal Agent, Bond Counsel, Advertisements, Printing, Etc.
 Special Tax Counsel
 Number verifications
 Bond Rating
 Underwriter's Discount
 Bank Fee
 Total Cost of Issuance:

\$ 1,144	\$ 19,756	\$ 20,900
\$ 0	\$ 0	\$ 0
\$ 0	\$ 0	\$ 0
\$ 465	\$ 8,035	\$ 8,500
\$ 2,178	\$ 37,622	\$ 39,800
\$ 192	\$ 3,308	\$ 3,500
\$ 3,979	\$ 68,721	\$ 72,700

Anticipated Interest Rates:

5 Years: 3.000% 10 Years: 3.500% 15 Years: 3.950
 20 Years: 4.000%

Note: No Local Tax increase is required.

CASEY COUNTY SCHOOL DISTRICT

Plan of Financing

Date of Report: 8/7/2019

Local Bond Payments Outstanding	1
Summary of Funds for Bond Payments	2
Projected Bond Issue.....	3

**CASEY COUNTY SCHOOL DISTRICT
OUTSTANDING NET LOCAL DEBT SERVICE**

	A	B	C	D	E	F	G
	100% SFCC						
FYE	Series 2010-REF	Series 2012-REF	Series 2012	Series 2015-REF	Series 2016	Total	
2020	\$77,547	\$339,945		\$15,287	\$174,731		\$607,510
2021	\$77,167	\$342,345		\$13,386	\$175,639		\$608,537
2022		\$429,444		\$11,287	\$166,309		\$607,040
2023		\$429,546		\$8,988	\$171,691		\$610,225
2024		\$429,103		\$11,437	\$166,974		\$607,514
2025				\$32,968	\$375,070		\$408,038
2026				\$28,200	\$380,308		\$408,509
2027				\$10,088	\$399,583		\$409,671
2028					\$407,649		\$407,649
2029					\$410,398		\$410,398
2030					\$408,950		\$408,950
2031					\$407,293		\$407,293
2032					\$409,700		\$409,700
2033					\$408,356		\$408,356
2034					\$410,090		\$410,090
2035					\$408,327		\$408,327
2036					\$412,128		\$412,128
2037					\$408,996		\$408,996
2038					\$0		\$0
Totals:	\$154,714	\$1,970,383	\$0	\$131,642	\$6,102,192		\$8,358,931

CASEY COUNTY SCHOOL DISTRICT SUMMARY OF FUNDS AVAILABLE

A	B	C	D	E	F	G	H	I	J	K	L
FYE	Local Nickel	Additional Local	Capital Outlay @ 80%	FSPK	Additional FSPK	Total Local Funds	Less Current Payments	Local Funds Available	2016 SFCC Offer	Total Funds Available	
2020	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$607,510)	\$415,813		\$415,813	
2021	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$608,537)	\$414,786	\$7,990	\$422,776	
2022	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$607,040)	\$416,283	\$7,990	\$424,273	
2023	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$610,225)	\$413,098	\$7,990	\$421,088	
2024	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$607,514)	\$415,809	\$7,990	\$423,799	
2025	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$408,038)	\$615,285	\$7,990	\$623,275	
2026	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$408,509)	\$614,814	\$7,990	\$622,804	
2027	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$409,671)	\$613,652	\$7,990	\$621,642	
2028	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$407,649)	\$615,674	\$7,990	\$623,664	
2029	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$410,398)	\$612,925	\$7,990	\$620,915	
2030	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$408,950)	\$614,373	\$7,990	\$622,363	
2031	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$407,293)	\$616,030	\$7,990	\$624,020	
2032	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$409,700)	\$613,623	\$7,990	\$621,613	
2033	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$408,356)	\$614,967	\$7,990	\$622,957	
2034	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$410,090)	\$613,233	\$7,990	\$621,223	
2035	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$408,327)	\$614,996	\$7,990	\$622,986	
2036	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$412,128)	\$611,195	\$7,990	\$619,185	
2037	\$353,491		\$164,720	\$505,112		\$1,023,323	(\$408,996)	\$614,327	\$7,990	\$622,317	
2038	\$353,491		\$164,720	\$505,112		\$1,023,323	\$0	\$1,023,323	\$7,990	\$1,031,313	
2039	\$353,491		\$164,720	\$505,112		\$1,023,323	\$0	\$1,023,323	\$7,990	\$1,031,313	
2040	\$353,491		\$164,720	\$505,112		\$1,023,323	\$0	\$1,023,323	\$7,990	\$1,031,313	
Totals:	\$7,423,311	\$0	\$3,459,120	\$10,607,352	\$0	\$21,489,783	(\$8,358,931)	\$13,130,852	\$159,800	\$13,290,652	

NOTES: Data based on assessments of \$687,267,766 and ADA of 2,071.783 per KDE SEEK Website (FY 2019-20)

CASEY COUNTY SCHOOL DISTRICT PROJECTED BONDING POTENTIAL

A	B	C	D	E	F	G	H	I	J	K
Current Payments	FY June 30	Principal Payment	Coupon	Interest Payments	Total Payments	SFCC Portion	Local Portion	Projected All Local Payments Outstanding	Local Funds Available	Funds Available For Future Projects
		----- Estimated New Bond Issue -----								
\$608,537	2021	\$30,000	3.000%	\$401,188	\$101,633	\$7,990	\$93,643	\$702,179	\$1,023,323	\$321,144
\$607,040	2022	\$30,000	3.000%	\$402,438	\$100,793	\$7,990	\$92,803	\$699,842	\$1,023,323	\$323,481
\$610,225	2023	\$30,000	3.000%	\$403,538	\$99,953	\$7,990	\$91,963	\$702,187	\$1,023,323	\$321,136
\$607,514	2024	\$35,000	3.000%	\$399,488	\$104,113	\$7,990	\$96,123	\$703,636	\$1,023,323	\$319,687
\$408,038	2025	\$90,000	3.000%	\$400,438	\$158,133	\$7,990	\$150,143	\$558,181	\$1,023,323	\$465,142
\$408,509	2026	\$90,000	3.500%	\$601,238	\$155,613	\$7,990	\$147,623	\$556,131	\$1,023,323	\$467,192
\$409,671	2027	\$95,000	3.500%	\$599,163	\$158,093	\$7,990	\$150,103	\$559,773	\$1,023,323	\$463,550
\$407,649	2028	\$100,000	3.500%	\$601,738	\$159,768	\$7,990	\$151,778	\$559,426	\$1,023,323	\$463,897
\$410,398	2029	\$100,000	3.500%	\$603,788	\$156,268	\$7,990	\$148,278	\$558,675	\$1,023,323	\$464,648
\$408,950	2030	\$105,000	3.500%	\$600,313	\$157,768	\$7,990	\$149,778	\$558,728	\$1,023,323	\$464,595
\$407,293	2031	\$110,000	3.750%	\$601,488	\$158,830	\$7,990	\$150,840	\$558,133	\$1,023,323	\$465,190
\$409,700	2032	\$115,000	3.800%	\$601,113	\$159,650	\$7,990	\$151,660	\$561,360	\$1,023,323	\$461,963
\$408,356	2033	\$115,000	3.800%	\$599,963	\$155,280	\$7,990	\$147,290	\$555,646	\$1,023,323	\$467,677
\$410,090	2034	\$120,000	3.800%	\$603,243	\$155,910	\$7,990	\$147,920	\$558,010	\$1,023,323	\$465,313
\$408,327	2035	\$125,000	3.950%	\$600,763	\$156,350	\$7,990	\$148,360	\$556,687	\$1,023,323	\$466,636
\$412,128	2036	\$130,000	4.000%	\$602,000	\$156,600	\$7,990	\$148,610	\$560,738	\$1,023,323	\$462,585
\$408,996	2037	\$135,000	4.000%	\$597,200	\$156,660	\$7,990	\$148,670	\$557,666	\$1,023,323	\$465,657
	2038	\$140,000	4.000%	\$601,800	\$156,530	\$7,990	\$148,540	\$148,540	\$1,023,323	\$874,783
	2039	\$145,000	4.000%	\$600,400	\$156,210	\$7,990	\$148,220	\$148,220	\$1,023,323	\$875,103
	2040	\$150,000	4.000%	\$603,200	\$155,700	\$7,990	\$147,710	\$147,710	\$1,023,323	\$875,613
\$7,751,421	Totals:	\$1,990,000		\$11,024,493	\$2,919,850	\$159,800	\$2,760,050	\$10,511,471	\$20,466,460	\$9,954,989

Memo

To: KSFCC
From: Lincoln Theinert
Subject: Bond Payee Disclosure Form –Floyd County School District Series 2019
Date: August 05, 2019
cc: File

Please find enclosed a Bond Payee Disclosure Form and Plan of Financing for the Floyd County School District. Please process this issue at the next meeting of the Capital Projects and Bond Oversight Committee.

If you should have any questions or require any additional information, please do not hesitate to contact our office.

BOND PAYEE DISCLOSURE FORM

Par Amount:	\$ 1,280,000
Issue Name:	Floyd County School District Finance Corporation School Building Refunding Revenue Bonds, Series 2019
Purpose:	Refinance Series 2008
Projected Sale Date of Bond:	24-Oct-19
First Call Date:	Callable Anytime
Method of Sale:	Competitive Bids
Place/time of sale:	SFCC, 267 Capitol Annex, Frankfort, Ky. / 11:00 A.M.
Bond Rating:	Moodys: "A1"
Bond Counsel:	Steptoe & Johnson, Louisville, KY
Fiscal Agent:	Ross, Sinclair & Associates, Lexington, Kentucky
Date received by SFCC:	<input type="text"/> To be filled in by SFCC
Date scheduled for Committee review:	<input type="text"/> To be filled in by SFCC
	Month Day Year

Estimated par amount of Bonds:
 % Share of total Bonds:
 Estimated average annual debt service:
 Estimated debt service reserve:

SFCC Portion	Local Portion	Total
\$ 777,411	\$ 502,589	\$ 1,280,000
60.74%	39.26%	
\$ 100,514	\$ 64,982	\$ 165,496
\$ 0	\$ 0	\$ 0

Estimated Cost of Issuance:

Fiscal Agent, Bond Counsel, Advertisements, Printing, Etc.
 Special Tax Counsel
 Number verifications
 Bond Rating
 Underwriter's Discount
 Bank Fee
 Total Cost of Issuance:

\$ 8,381	\$ 5,419	\$ 13,800
\$ 0	\$ 0	\$ 0
\$ 1,215	\$ 785	\$ 2,000
\$ 5,162	\$ 3,338	\$ 8,500
\$ 15,548	\$ 10,052	\$ 25,600
\$ 2,126	\$ 1,374	\$ 3,500
\$ 32,433	\$ 20,967	\$ 53,400

Anticipated Interest Rates:

5 Years 2.00% 10 Years 2.60% 15 Years:
 20 Years: N/A

Note: No Local Tax increase is required.

FLOYD COUNTY SCHOOL DISTRICT FINANCE CORPORATION
SCHOOL BUILDING REVENUE BONDS, SERIES 2008

Debt Service To Maturity And To Call

Part 1 of 2

Date	Refunded Bonds	Refunded Interest	D/S To Call	Principal	Coupon	Interest	Refunded DIS
10/02/2019	1,235,000.00	126.60	1,235,126.60	-	-	-	-
04/01/2020	-	-	-	115,000.00	3.550%	22,788.75	137,788.75
10/01/2020	-	-	-	-	-	20,747.50	20,747.50
04/01/2021	-	-	-	125,000.00	3.550%	20,747.50	145,747.50
10/01/2021	-	-	-	-	-	18,528.75	18,528.75
04/01/2022	-	-	-	125,000.00	3.650%	18,528.75	143,528.75
10/01/2022	-	-	-	-	-	16,247.50	16,247.50
04/01/2023	-	-	-	130,000.00	3.650%	16,247.50	146,247.50
10/01/2023	-	-	-	-	-	13,875.00	13,875.00
04/01/2024	-	-	-	135,000.00	3.750%	13,875.00	148,875.00
10/01/2024	-	-	-	-	-	11,343.75	11,343.75
04/01/2025	-	-	-	145,000.00	3.750%	11,343.75	156,343.75
10/01/2025	-	-	-	-	-	8,625.00	8,625.00
04/01/2026	-	-	-	145,000.00	3.750%	8,625.00	153,625.00
10/01/2026	-	-	-	-	-	5,906.25	5,906.25
04/01/2027	-	-	-	155,000.00	3.750%	5,906.25	160,906.25
10/01/2027	-	-	-	-	-	3,000.00	3,000.00
04/01/2028	-	-	-	160,000.00	3.750%	3,000.00	163,000.00
Total	\$1,235,000.00	\$126.60	\$1,235,126.60	\$1,235,000.00	-	\$219,336.25	\$1,454,336.25

FLOYD COUNTY SCHOOL DISTRICT FINANCE CORPORATION
SCHOOL BUILDING REFUNDING REVENUE BONDS, SERIES 2016
PROJECTED REFINANCING OF 2008

Debt Service Comparison

Date	Total P+I	Net New D/S	Old Net D/S	Savings
06/30/2020	132,621.99	128,398.59	137,788.75	9,390.16
06/30/2021	163,465.00	163,465.00	166,495.00	3,030.00
06/30/2022	156,085.00	156,085.00	162,057.50	5,972.50
06/30/2023	158,790.00	158,790.00	162,495.00	3,705.00
06/30/2024	156,270.00	156,270.00	162,750.00	6,480.00
06/30/2025	163,470.00	163,470.00	167,687.50	4,217.50
06/30/2026	155,320.00	155,320.00	162,250.00	6,930.00
06/30/2027	162,130.00	162,130.00	166,812.50	4,682.50
06/30/2028	158,565.00	158,565.00	166,000.00	7,435.00
Total	\$1,406,716.99	\$1,402,493.59	\$1,454,336.25	\$51,842.66

PV Analysis Summary (Net to Net)

Gross PV Debt Service Savings	42,140.88
Net PV Cashflow Savings @ 2.862%(AIC)	42,140.88
Contingency or Rounding Amount	4,223.40
Net Present Value Benefit	\$46,364.28
Net PV Benefit / \$1,235,000 Refunded Principal	3.754%
Net PV Benefit / \$1,280,000 Refunding Principal	3.622%

Refunding Bond Information

Refunding Dated Date	10/02/2019
Refunding Delivery Date	10/02/2019

Memo

To: KSFCC
From: Lincoln Theinert
Subject: Bond Payee Disclosure Form –Harrison County School District Series 2019
Date: August 07, 2019
cc: File

Please find enclosed a Bond Payee Disclosure Form and Plan of Financing for the Harrison County School District. Please process this issue at the next meeting of the Capital Projects and Bond Oversight Committee.

If you should have any questions or require any additional information, please do not hesitate to contact our office.

BOND PAYEE DISCLOSURE FORM

Par Amount: **\$ 3,605,000**
 Issue Name: Harrison County School District Finance Corporation School Building Revenue Bonds, Series 2019
 Purpose: Improvements at Southside Elementary and Central Office Roof Replacement
 Projected Sale Date of Bond: 24-Oct-19
 First Call Date: 10/1/26 @ 100
 Method of Sale: Competitive Bids
 Place/time of sale: Parity/SFCC
 Bond Rating: Moodys: "A1"
 Bond Counsel: Steptoe & Johnson, Louisville, KY
 Fiscal Agent: Ross, Sinclair & Associates, Lexington, Kentucky
 Date received by SFCC: *To be filled in by SFCC*
 Date scheduled for Committee review: *To be filled in by SFCC*
Month Day Year

Estimated par amount of Bonds:
 % Share of total Bonds:
 Estimated average annual debt service:
 Estimated debt service reserve:

SFCC Portion	Local Portion	Total
\$ 3,129,719	\$ 475,281	\$ 3,605,000
86.82%	13.18%	
\$ 171,078	\$ 25,980	\$ 197,058
\$ 0	\$ 0	\$ 0

Estimated Cost of Issuance:

Fiscal Agent, Bond Counsel, Advertisements, Printing, Etc.
 Special Tax Counsel
 Number verifications
 Bond Rating
 Underwriter's Discount
 Bank Fee
 Total Cost of Issuance:

\$ 23,805	\$ 3,615	\$ 27,420
\$ 0	\$ 0	\$ 0
\$ 0	\$ 0	\$ 0
\$ 8,248	\$ 1,252	\$ 9,500
\$ 62,594	\$ 9,506	\$ 72,100
\$ 3,039	\$ 461	\$ 3,500
\$ 97,685	\$ 14,835	\$ 112,520

Anticipated Interest Rates:

5 Years: 2.000% 10 Years: 3.250% 15 Years: 3.500%
 20 Years: 3.750%

Note: No Local Tax increase is required.

HARRISON COUNTY SCHOOL DISTRICT

Plan of Financing

Date of Report: 8/7/2019

Local Bond Payments Outstanding	1
Summary of Funds for Bond Payments	2
Projected Bond Issue	3

**HARRISON COUNTY SCHOOL DISTRICT
OUTSTANDING NET LOCAL DEBT SERVICE**

FYE	A	B	C	D	E	F	G	H	I
	Series 2008-REF	Series 2010-REF	Series 2012-REF*	Series 2012	Series 2013	Series 2016	Series 2016-REF*	Series & Gen. Fund 2018	Total
2019	\$119,025	\$134,880	\$68,398		\$198,440		\$379,915		\$900,658
2020		\$131,630	\$69,049		\$321,540		\$382,415		\$904,633
2021		\$133,380	\$69,599		\$317,140		\$384,715		\$904,834
2022			\$65,098		\$337,740		\$381,814		\$784,652
2023			\$65,403		\$337,840		\$378,815		\$782,058
2024			\$61,071		\$342,215		\$374,715		\$778,001
2025					\$346,365		\$382,516		\$728,881
2026					\$350,290		\$379,015		\$729,305
2027					\$348,990		\$385,414		\$734,404
2028					\$346,580		\$386,517		\$733,097
2029					\$353,750				\$353,750
2030					\$354,600				\$354,600
2031					\$355,150				\$355,150
2032					\$355,400				\$355,400
2033					\$355,350				\$355,350
Totals:	\$119,025	\$399,890	\$398,619		\$5,021,390		\$3,815,849		\$9,754,773

2008 REF- originally issued to complete improvements at HCMS and HVAC at East, West, North & South Elementary

2010 REF- originally issued to complete improvements at HCHS and West & North Elementary

2012 REF- originally issued to improvements at HCHS, South, North & East Elementary

2012- issued to complete improvements at HCMS

2013- issued to complete improvements at HCHS

2016- issued to complete improvements at HCHS

2016 REF- originally issued to complete improvements at HCHS

2018- issued to complete improvements at HCHS

HARRISON COUNTY SCHOOL DISTRICT SUMMARY OF FUNDS AVAILABLE

A	B	C	D	E	F	G	H	I	J	K	L
FYE	Local Nickel	Capital Outlay @ 80%	FSPK	Total Local Funds	Less Current Payments	Local Funds Available	2010 SFCC Offer	2012 SFCC Offer	2014 SFCC Offer	2016 SFCC Offer	Total Funds Available
2019	\$542,718	\$205,665	\$529,312	\$1,277,695	(\$900,658)	\$377,037					\$377,037
2020	\$554,973	\$205,600	\$516,717	\$1,277,290	(\$904,633)	\$372,657					\$372,657
2021	\$554,973	\$205,600	\$516,717	\$1,277,290	(\$904,834)	\$372,456	\$37,528	\$42,837	\$63,317	\$29,086	\$545,224
2022	\$554,973	\$205,600	\$516,717	\$1,277,290	(\$784,652)	\$492,638	\$35,478	\$42,837	\$63,317	\$29,086	\$663,356
2023	\$554,973	\$205,600	\$516,717	\$1,277,290	(\$782,058)	\$495,232	\$33,578	\$42,837	\$63,317	\$29,086	\$664,049
2024	\$554,973	\$205,600	\$516,717	\$1,277,290	(\$778,001)	\$499,289	\$37,041	\$42,837	\$63,317	\$29,086	\$671,570
2025	\$554,973	\$205,600	\$516,717	\$1,277,290	(\$728,881)	\$548,409	\$35,504	\$42,837	\$63,317	\$29,086	\$719,153
2026	\$554,973	\$205,600	\$516,717	\$1,277,290	(\$729,305)	\$547,985	\$39,113	\$42,837	\$63,317	\$29,086	\$722,338
2027	\$554,973	\$205,600	\$516,717	\$1,277,290	(\$734,404)	\$542,886	\$37,711	\$42,837	\$63,317	\$29,086	\$715,836
2028	\$554,973	\$205,600	\$516,717	\$1,277,290	(\$733,097)	\$544,193	\$36,459	\$42,837	\$63,317	\$29,086	\$715,892
2029	\$554,973	\$205,600	\$516,717	\$1,277,290	(\$353,750)	\$923,540	\$35,614	\$42,837	\$63,317	\$29,086	\$1,094,394
2030	\$554,973	\$205,600	\$516,717	\$1,277,290	(\$354,600)	\$922,690	\$34,919	\$42,837	\$63,317	\$29,086	\$1,092,848
2031	\$554,973	\$205,600	\$516,717	\$1,277,290	(\$355,150)	\$922,140	\$34,373	\$42,837	\$63,317	\$29,086	\$1,091,753
2032	\$554,973	\$205,600	\$516,717	\$1,277,290	(\$355,400)	\$921,890	\$33,986	\$42,837	\$63,317	\$29,086	\$1,091,116
2033	\$554,973	\$205,600	\$516,717	\$1,277,290	(\$355,350)	\$921,940	\$36,470	\$42,837	\$63,317	\$29,086	\$1,093,650
2034	\$554,973	\$205,600	\$516,717	\$1,277,290	\$0	\$1,277,290	\$37,570	\$42,837	\$63,317	\$29,086	\$1,450,100
2035	\$554,973	\$205,600	\$516,717	\$1,277,290	\$0	\$1,277,290	\$35,938	\$42,837	\$63,317	\$29,086	\$1,448,468
2036	\$554,973	\$205,600	\$516,717	\$1,277,290		\$1,277,290	\$34,461	\$42,837	\$63,317	\$29,086	\$1,446,991
2037	\$554,973	\$205,600	\$516,717	\$1,277,290		\$1,277,290	\$36,341	\$42,837	\$63,317	\$29,086	\$1,448,871
2038	\$554,973	\$205,600	\$516,717	\$1,277,290		\$1,277,290	\$34,135	\$42,837	\$63,317	\$29,086	\$1,446,664
2039	\$554,973	\$205,600	\$516,717	\$1,277,290		\$1,277,290	\$36,778	\$42,837	\$63,317	\$29,086	\$1,449,308
2040	\$554,973	\$205,600	\$516,717	\$1,277,290		\$1,277,290	\$34,578	\$42,837	\$63,317	\$29,086	\$1,447,108
Totals:	\$12,197,151	\$4,523,265	\$11,380,369	\$28,100,785	(\$9,754,773)	\$18,346,012	\$717,576	\$856,740	\$1,266,340	\$581,716	\$21,768,384

NOTES: Data based on assessments of \$1,085,435,980 and ADA of 2,570.816 per KDE SEEK Website (FY 2018-19)
Data based on assessments of \$1,109,946,115 and ADA of 2,570.000 per KDE SEEK Website (FY 2019-20)

HARRISON COUNTY SCHOOL DISTRICT PROJECTED BOND ISSUE

A	B	C	D	E	F	G	H	I	J	K
Current Payments	FY June 30	Principal Payment	Coupon	Interest Payments	Total Payments	SFCC Portion	General Fund Portion	Projected All Local Payments Outstanding	Local Funds Available	Funds Available For Future Projects
----- Estimated New Bond Issue -----										
\$904,834	2021	\$55,000	2.000%	\$34,040	\$185,605	\$172,768	\$12,837	\$904,834	\$1,277,695	\$372,862
\$784,652	2022	\$60,000	2.000%	\$32,190	\$189,065	\$170,717	\$18,348	\$784,652	\$1,277,290	\$492,638
\$782,058	2023	\$60,000	2.000%	\$30,290	\$187,385	\$168,818	\$18,567	\$782,058	\$1,277,290	\$495,232
\$778,001	2024	\$60,000	2.000%	\$28,390	\$185,705	\$172,281	\$13,424	\$778,001	\$1,277,290	\$499,289
\$728,881	2025	\$65,000	2.000%	\$26,490	\$189,025	\$170,744	\$18,281	\$728,881	\$1,277,290	\$548,409
\$729,305	2026	\$65,000	2.500%	\$24,290	\$187,205	\$174,353	\$12,852	\$729,305	\$1,277,290	\$547,985
\$734,404	2027	\$65,000	2.500%	\$21,728	\$185,385	\$172,950	\$12,435	\$734,404	\$1,277,290	\$542,886
\$733,097	2028	\$70,000	3.000%	\$19,015	\$188,273	\$171,699	\$16,574	\$733,097	\$1,277,290	\$544,193
\$353,750	2029	\$210,000	3.000%	\$17,090	\$325,998	\$170,854	\$155,144	\$353,750	\$1,277,290	\$923,540
\$354,600	2030	\$220,000	3.250%	\$16,040	\$328,648	\$170,158	\$158,489	\$354,600	\$1,277,290	\$922,690
\$355,150	2031	\$225,000	3.250%	\$14,915	\$325,948	\$169,613	\$156,334	\$355,150	\$1,277,290	\$922,140
\$355,400	2032	\$235,000	3.500%	\$13,715	\$328,073	\$169,226	\$158,846	\$355,400	\$1,277,290	\$921,890
\$355,350	2033	\$245,000	3.500%	\$12,515	\$329,848	\$171,710	\$158,137	\$355,350	\$1,277,290	\$921,940
	2034	\$250,000	3.500%	\$11,275	\$325,660	\$172,810	\$152,850	\$0	\$1,277,290	\$1,277,290
	2035	\$260,000	3.500%	\$9,915	\$326,285	\$171,178	\$155,107	\$0	\$1,277,290	\$1,277,290
	2036	\$270,000	3.500%	\$8,430	\$326,535	\$169,701	\$156,834	\$0	\$1,277,290	\$1,277,290
	2037	\$280,000	3.500%	\$6,833	\$326,410	\$171,581	\$154,829	\$0	\$1,277,290	\$1,277,290
	2038	\$290,000	3.750%	\$5,000	\$325,490	\$169,374	\$156,116	\$0	\$1,277,290	\$1,277,290
	2039	\$305,000	3.750%	\$3,000	\$329,180	\$172,018	\$157,162	\$0	\$1,277,290	\$1,277,290
	2040	\$315,000	3.750%	\$1,000	\$327,285	\$169,818	\$157,467	\$0	\$1,277,290	\$1,277,290
\$7,949,481	Totals:	\$3,605,000		\$336,160	\$3,941,160	\$3,422,372	\$1,843,166	\$7,949,481	\$25,546,205	\$17,596,724

Memo

To: KSFCC
From: Lincoln Theinert
Subject: Bond Payee Disclosure Form –Walton-Verona Independent School District Series 2019
Date: August 05, 2019
cc: File

Please find enclosed a Bond Payee Disclosure Form and Plan of Financing for the Walton Verona Independent School District. Please process this issue at the next meeting of the Capital Projects and Bond Oversight Committee.

If you should have any questions or require any additional information, please do not hesitate to contact our office.

BOND PAYEE DISCLOSURE FORM

Par Amount: **\$ 1,510,000**
 Issue Name: Walton Verona Independent School District Finance Corporation School Building Refunding Revenue Bonds, Series 201
 Purpose: Refinance Series 2009
 Projected Sale Date of Bonds: 24-Oct-19
 First Call Date: 11/1/19 @ 100
 Method of Sale: Competitive Bids
 Place/time of sale: SFCC, 267 Capitol Annex, Frankfort, Ky. / 11:00 A.M.
 Bond Rating: Moodys: "A1"
 Bond Counsel: Steptoe & Johnson, Louisville, KY
 Fiscal Agent: Ross, Sinclair & Associates, Lexington, Kentucky
 Date received by SFCC: *To be filled in by SFCC*
 Date scheduled for Committee review: *To be filled in by SFCC*

Month Day Year

Estimated par amount of Bonds:
 % Share of total Bonds:
 Estimated average annual debt service:
 Estimated debt service reserve:

SFCC Portion	Local Portion	Total
\$ 118,459	\$ 1,391,541	\$ 1,510,000
7.84%	92.16%	
\$ 12,798	\$ 150,340	\$ 163,138
\$ 0	\$ 0	\$ 0

Estimated Cost of Issuance:

Fiscal Agent, Bond Counsel, Advertisements, Printing, Etc.
 Special Tax Counsel
 Number verifications
 Bond Rating
 Underwriter's Discount
 Bank Fee
 Total Cost of Issuance:

\$ 1,023	\$ 12,017	\$ 13,040
\$ 0	\$ 0	\$ 0
\$ 157	\$ 1,843	\$ 2,000
\$ 667	\$ 7,833	\$ 8,500
\$ 2,369	\$ 27,831	\$ 30,200
\$ 275	\$ 3,225	\$ 3,500
\$ 4,490	\$ 52,750	\$ 57,240

Anticipated Interest Rates:

5 Years 2.00% 10 Years 2.60% 15 Years:
 20 Years: N/A

Note: No Local Tax increase is required.

Walton Verona Independent School District

Projected Plan of Refinancing

Date of Report: August 05, 2019

Prior Bonds Call Reports	
2009 Call Report.....	1
2019 Series Refunding Bonds	
Total Savings Report.....	2

WALTON-VERONA INDEPENDENT SCHOOL DISTRICT FINANCE CORPORATION
SCHOOL BUILDING REVENUE BONDS, SERIES 2009

Debt Service To Maturity And To Call

Part 1 of 2

Date	Refunded Bonds	Refunded Interest	D/S To Call	Principal	Coupon	Interest	Refunded D/S
09/01/2019	-	-	-	-	-	-	-
11/01/2019	1,440,000.00	28,391.88	1,468,391.88	-	3.700%	28,391.88	28,391.88
05/01/2020	-	-	-	-	-	28,391.88	28,391.88
11/01/2020	-	-	-	145,000.00	3.700%	28,391.88	173,391.88
05/01/2021	-	-	-	-	-	25,709.38	25,709.38
11/01/2021	-	-	-	150,000.00	3.875%	25,709.38	175,709.38
05/01/2022	-	-	-	-	-	22,803.13	22,803.13
11/01/2022	-	-	-	155,000.00	3.875%	22,803.13	177,803.13
05/01/2023	-	-	-	-	-	19,800.00	19,800.00
11/01/2023	-	-	-	165,000.00	4.000%	19,800.00	184,800.00
05/01/2024	-	-	-	-	-	16,500.00	16,500.00
11/01/2024	-	-	-	215,000.00	4.000%	16,500.00	231,500.00
05/01/2025	-	-	-	-	-	12,200.00	12,200.00
11/01/2025	-	-	-	15,000.00	4.000%	12,200.00	27,200.00
05/01/2026	-	-	-	-	-	11,900.00	11,900.00
11/01/2026	-	-	-	30,000.00	4.000%	11,900.00	41,900.00
05/01/2027	-	-	-	-	-	11,300.00	11,300.00
11/01/2027	-	-	-	185,000.00	4.000%	11,300.00	196,300.00
05/01/2028	-	-	-	-	-	7,600.00	7,600.00
11/01/2028	-	-	-	185,000.00	4.000%	7,600.00	192,600.00
05/01/2029	-	-	-	-	-	3,900.00	3,900.00
11/01/2029	-	-	-	195,000.00	4.000%	3,900.00	198,900.00
Total	\$1,440,000.00	\$28,391.88	\$1,468,391.88	\$1,440,000.00	-	\$348,600.66	\$1,788,600.66

WALTON-VERONA INDEPENDENT SCHOOL DISTRICT FINANCE CORPORATION

SCHOOL BUILDING REFUNDING REVENUE BONDS, SERIES 2017

PROJECTED REFINANCING OF SERIES 2009

Debt Service Comparison

Date	Total P+I	Existing D/S	Net New D/S	Old Net D/S	Savings
06/30/2020	52,221.67	142,590.00	194,811.67	199,373.76	4,562.09
06/30/2021	191,845.00	-	191,845.00	199,101.26	7,256.26
06/30/2022	194,082.50	-	194,082.50	198,512.51	4,430.01
06/30/2023	191,030.00	-	191,030.00	197,603.13	6,573.13
06/30/2024	192,680.00	-	192,680.00	201,300.00	8,620.00
06/30/2025	238,340.00	-	238,340.00	243,700.00	5,360.00
06/30/2026	30,520.00	-	30,520.00	39,100.00	8,580.00
06/30/2027	44,980.00	-	44,980.00	53,200.00	8,220.00
06/30/2028	197,215.00	-	197,215.00	203,900.00	6,685.00
06/30/2029	187,470.00	-	187,470.00	196,500.00	9,030.00
06/30/2030	192,565.00	-	192,565.00	198,900.00	6,335.00
Total	\$1,712,949.17	\$142,590.00	\$1,855,539.17	\$1,931,190.66	\$75,651.49

PV Analysis Summary (Net to Net)

Gross PV Debt Service Savings	63,556.16
Net PV Cashflow Savings @ 3.024%(AIC)	63,556.16
Contingency or Rounding Amount	3,409.26
Net Present Value Benefit	\$66,965.42
Net PV Benefit / \$1,440,000 Refunded Principal	4.650%
Net PV Benefit / \$1,510,000 Refunding Principal	4.435%

Refunding Bond Information

Refunding Dated Date	9/01/2019
Refunding Delivery Date	9/01/2019

Memo

To: KSFCC
From: Bryan Skinner
Subject: Bond Payee Disclosure Form –Williamstown Independent School District Series 2019
Date: August 05, 2019
cc: File

Please find enclosed a Bond Payee Disclosure Form and Plan of Financing for the Williamstown Independent School District. Please process this issue at the next meeting of the Capital Projects and Bond Oversight Committee.

If you should have any questions or require any additional information, please do not hesitate to contact our office.

BOND PAYEE DISCLOSURE FORM

Par Amount:	\$ 1,060,000
Issue Name:	Williamstown Ind School District Finance Corp. School Building Refunding Rev Bonds, Series 2019
Purpose:	Refinance Series 2009
Projected Sale Date of Bonds:	23-Oct-19
First Call Date:	12/1/27 @ 100
Method of Sale:	Competitive Bids
Place/time of sale:	SFCC, 267 Capitol Annex, Frankfort, Ky. / 11:00 A.M.
Bond Rating:	Moodys: "A1"
Bond Counsel:	Step toe & Johnson, Louisville, KY
Fiscal Agent:	Ross, Sinclair & Associates, Lexington, Kentucky
Date received by SFCC:	<input style="width: 80px; height: 20px;" type="text"/> To be filled in by SFCC
Date scheduled for Committee review:	<input style="width: 80px; height: 20px;" type="text"/> To be filled in by SFCC

Month Day Year

	SFCC Portion	Local Portion	Total
Estimated par amount of Bonds:	\$ 36,595	\$ 1,023,405	\$ 1,060,000
% Share of total Bonds:	3.60%	96.40%	
Estimated average annual debt service:	\$ 4,157	\$ 111,197	\$ 115,354
Estimated debt service reserve:	\$ 0	\$ 0	\$ 0

Estimated Cost of Issuance:

Fiscal Agent, Bond Counsel, Advertisements, Printing, Etc.	\$ 418	\$ 11,182	\$ 11,600
Special Tax Counsel	\$ 0	\$ 0	\$ 0
Number verifications	\$ 72	\$ 1,928	\$ 2,000
Bond Rating	\$ 306	\$ 8,194	\$ 8,500
Underwriter's Discount	\$ 382	\$ 10,218	\$ 10,600
Bank Fee	\$ 126	\$ 3,374	\$ 3,500
Total Cost of Issuance:	\$ 1,305	\$ 34,895	\$ 36,200

Anticipated Interest Rates:

5 Years 2.300% 10 Years 2.900 15 Years:
20 Years: N/A

Note: No Local Tax increase is required.

Williamstown Independent School District

Projected Plan of Refinancing

Date of Report: August 05, 2019



Prior Bonds Call Reports

2009 Call Report..... 1

2019 Series Refunding Bonds

Total Savings Report..... 2

WILLIAMSTOWN INDEPENDENT SCHOOL DISTRICT FINANCE CORPORATION
SCHOOL BUILDING REVENUE BONDS, SERIES 2009

Debt Service To Maturity And To Call

Date	Refunded Bonds	Refunded Interest	D/S To Call	Principal	Coupon	Interest	Refunded D/S
12/01/2019	1,005,000.00	20,741.88	1,025,741.88	-	3.300%	20,741.88	20,741.88
12/01/2020	-	-	-	40,000.00	4.000%	41,483.76	81,483.76
12/01/2021	-	-	-	45,000.00	4.000%	39,883.76	84,883.76
12/01/2022	-	-	-	40,000.00	4.000%	38,083.76	78,083.76
12/01/2023	-	-	-	45,000.00	4.000%	36,483.76	81,483.76
12/01/2024	-	-	-	45,000.00	4.000%	34,683.76	79,683.76
12/01/2025	-	-	-	45,000.00	4.125%	32,883.76	77,883.76
12/01/2026	-	-	-	165,000.00	4.125%	31,027.50	196,027.50
12/01/2027	-	-	-	185,000.00	4.125%	24,221.26	209,221.26
12/01/2028	-	-	-	195,000.00	4.200%	16,590.00	211,590.00
12/01/2029	-	-	-	200,000.00	4.200%	8,400.00	208,400.00
Total	\$1,005,000.00	\$20,741.88	\$1,025,741.88	\$1,005,000.00	-	\$324,483.20	\$1,329,483.20

Yield Statistics

Base date for Avg. Life & Avg. Coupon Calculation	10/24/2019
Average Life	7.381 Years
Average Coupon	4.1519658%
Weighted Average Maturity (Par Basis)	7.381 Years
Weighted Average Maturity (Original Price Basis)	7.381 Years

Refunding Bond Information

Refunding Dated Date	10/24/2019
Refunding Delivery Date	10/24/2019

WILLIAMSTOWN INDEPENDENT SCHOOL DISTRICT FINANCE CORPORATION

SCHOOL BUILDING REFUNDING REVENUE BONDS, SERIES 2019

DRAFT Refinance Series 2009 Bonds

Debt Service Comparison

Date	Total P+I	Existing D/S	Net New D/S	Old Net D/S	Savings
06/30/2020	36,836.56	40,660.00	77,496.56	82,143.76	4,647.20
06/30/2021	77,322.50	-	77,322.50	80,683.76	3,361.26
06/30/2022	76,235.00	-	76,235.00	83,983.76	7,748.76
06/30/2023	70,167.50	-	70,167.50	77,283.76	7,116.26
06/30/2024	74,062.50	-	74,062.50	80,583.76	6,521.26
06/30/2025	72,870.00	-	72,870.00	78,783.76	5,913.76
06/30/2026	71,645.00	-	71,645.00	76,955.63	5,310.63
06/30/2027	188,857.50	-	188,857.50	192,624.38	3,766.88
06/30/2028	199,146.25	-	199,146.25	205,405.63	6,259.38
06/30/2029	203,775.00	-	203,775.00	207,495.00	3,720.00
06/30/2030	197,973.75	-	197,973.75	204,200.00	6,226.25
Total	\$1,268,891.56	\$40,660.00	\$1,309,551.56	\$1,370,143.20	\$60,591.64

PV Analysis Summary (Net to Net)

Gross PV Debt Service Savings	50,922.28
Net PV Cashflow Savings @ 3.294%(AIC)	50,922.28
Contingency or Rounding Amount	2,427.53
Net Present Value Benefit	\$53,349.81
Net PV Benefit / \$1,005,000 Refunded Principal	5.308%
Net PV Benefit / \$1,060,000 Refunding Principal	5.033%

Refunding Bond Information

Refunding Dated Date	10/24/2019
Refunding Delivery Date	10/24/2019

WILLIAMSTOWN ISD DRAFT RE | SINGLE PURPOSE | 8/ 5/2019 | 2:35 PM