

NEW ISSUE - FULL BOOK ENTRY

See "Rating" herein

In the opinion of Nabors, Giblin & Nickerson, P.A., Tampa, Florida ("Bond Counsel"), under existing statutes, regulations, rulings and court decisions and subject to the conditions described herein under "TAX MATTERS," interest on the Series 2024 Bonds is (a) excludable from gross income of the owners thereof for federal income tax purposes except as otherwise described herein under the caption "TAX MATTERS," and (b) not an item of tax preference for purposes of the federal alternative minimum tax; provided, however, with respect to certain corporations, interest on the Series 2024 Bonds is taken into account in determining the annual adjusted financial statement income for the purpose of computing the alternative minimum tax imposed on such corporations. Such interest, however, may be subject to other federal income tax consequences referred to herein under "TAX MATTERS." See "TAX MATTERS" herein for a general discussion of Bond Counsel's opinion and other tax considerations.



\$36,000,000*
CITY OF BRADENTON, FLORIDA
CAPITAL IMPROVEMENT NON-AD VALOREM
REVENUE AND REFUNDING BONDS, SERIES 2024

Dated: Date of Delivery

Due: September 1, as shown on the inside cover

The City of Bradenton, Florida Capital Improvement Non-Ad Valorem Revenue and Refunding Bonds, Series 2024 (the "Series 2024 Bonds") shall be issued by the City of Bradenton, Florida (the "City") as fully registered bonds in the name of Cede & Co., as registered owner and securities depository nominee of The Depository Trust Company, New York, New York ("DTC"). Individual purchases of beneficial interests in the Series 2024 Bonds will be made in book-entry form only in denominations of \$5,000 or any integral multiple thereof. Purchasers of beneficial interests in the Series 2024 Bonds ("Beneficial Owners") will not receive physical delivery of certificates. Transfers of beneficial interests in the Series 2024 Bonds will be effected through the DTC book-entry system as described herein. Interest on the Series 2024 Bonds is payable on March 1, 2025 and semiannually on each September 1 and March 1 thereafter. Principal of the Series 2024 Bonds is payable on September 1 of the years and in the amounts set forth on the inside cover page. As long as Cede & Co. is the registered owner as nominee of DTC, payment of principal of and interest with respect to the Series 2024 Bonds will be made directly to such registered owner which, in turn, is to remit such payments to Participants (as defined herein) for subsequent disbursement to the Beneficial Owners. U.S. Bank Trust Company, National Association will serve as the initial Registrar and Paying Agent for the Series 2024 Bonds. See "DESCRIPTION OF THE SERIES 2024 BONDS - Book-Entry-Only System" herein.

The Series 2024 Bonds are being issued pursuant to the Constitution and laws of the State of Florida, particularly Chapter 166, Part II, Florida Statutes, and other applicable provisions of law (collectively, the "Act"), and Resolution No. 24-46 adopted by the City Council on May 22, 2024 (the "Resolution") for the purpose of providing funds, together with other legally available moneys, to (i) finance the cost of certain capital improvements in and for the City, including a new police station and a new fire station, as more particularly described herein (collectively, the "Project"), (ii) redeem all or a portion of the outstanding City of Bradenton, Florida Community Redevelopment Agency Increment Tax Revenue Bonds, Series 2011 (Downtown Redevelopment Area Riverwalk Project) and (iii) pay certain costs of issuance of the Series 2024 Bonds. See "THE PROJECT" herein.

Certain of the Series 2024 Bonds are subject to optional and mandatory sinking fund redemption prior to maturity as provided herein. See "DESCRIPTION OF THE SERIES 2024 BONDS - Redemption Provisions" herein.

The Series 2024 Bonds are payable from the Non-Ad Valorem Revenues budgeted and appropriated for purposes of payment of the debt service on the Series 2024 Bonds in the manner and to the extent provided in the Resolution and until applied in accordance with the provisions of the Resolution. "Non-Ad Valorem Revenues" means all Governmental Funds Revenues other than revenues generated from ad valorem taxation on real or personal property, and which are legally available to make the payments required under the terms of the Resolution, but only after provision has been made by the City (from any source of Governmental Funds Revenues) for the payment of all essential or legally mandated services. "Governmental Funds Revenues" means total revenues of the City derived from any source whatsoever and that are allocated to and accounted for in the Governmental Funds (as defined in the Resolution) as shown in the Annual Audit (as defined in the Resolution). The City has covenanted and agreed in the Resolution to appropriate in its annual budget, by amendment, if necessary, from Non-Ad Valorem Revenues, amounts sufficient to pay the principal of and interest on the Series 2024 Bonds when due in the manner and to the extent provided in the Resolution.

THE SERIES 2024 BONDS SHALL NOT BE OR CONSTITUTE GENERAL OBLIGATIONS OR INDEBTEDNESS OF THE CITY, THE STATE OF FLORIDA (THE "STATE") OR ANY POLITICAL SUBDIVISION THEREOF AS "BONDS" WITHIN THE MEANING OF ANY CONSTITUTIONAL OR STATUTORY PROVISION, BUT SHALL BE SPECIAL OBLIGATIONS OF THE CITY, PAYABLE SOLELY FROM AMOUNTS BUDGETED AND APPROPRIATED BY THE CITY FROM NON-AD VALOREM REVENUES IN ACCORDANCE WITH THE RESOLUTION. NO HOLDER OF ANY SERIES 2024 BOND SHALL EVER HAVE THE RIGHT TO COMPEL THE EXERCISE OF ANY AD VALOREM TAXING POWER TO PAY SUCH SERIES 2024 BOND, OR BE ENTITLED TO PAYMENT OF SUCH SERIES 2024 BOND FROM ANY MONEYS OF THE CITY, THE STATE OR ANY POLITICAL SUBDIVISION THEREOF, EXCEPT FROM THE NON-AD VALOREM REVENUES, IN THE MANNER AND TO THE EXTENT PROVIDED IN THE RESOLUTION.

This cover page contains certain information for quick reference only. It is not, nor is it intended to be, a summary of the issue. Investors must read the entire Official Statement to obtain information essential to the making of an informed investment decision.

The Series 2024 Bonds are offered when, as and if issued and received by the Underwriter, subject to the approval as to legality by Nabors, Giblin & Nickerson, P.A., Tampa, Florida, Bond Counsel and certain other conditions. Certain legal matters will be passed on for the City by Blalock Walters, P.A., Bradenton, Florida, City Attorney and certain disclosure matters will be passed upon by Nabors, Giblin & Nickerson, P.A., Tampa, Florida, as Disclosure Counsel to the City. Certain legal matters will be passed upon for the Underwriter by its Counsel, Nelson Mullins Riley & Scarborough LLP, Orlando, Florida. PFM Financial Advisors LLC, Orlando, Florida, is acting as Financial Advisor to the City. It is expected that settlement for the Series 2024 Bonds will occur through the facilities of DTC in New York, New York on or about August 1, 2024.

Raymond James

Dated: July __, 2024

* Preliminary, subject to change.

This Preliminary Official Statement and the information contained herein are subject to completion or amendment. Under no circumstances shall this Preliminary Official Statement constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Series 2024 Bonds in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration, qualification or filing under the securities laws of any such jurisdiction. This Preliminary Official shall be deemed "final" by the City as of its date for purposes of Rule 15c2-12(b)(1) promulgated by the Securities and Exchange Commission, except for certain permitted omissions.

**MATURITIES, PRINCIPAL AMOUNTS, INTEREST RATES, YIELDS, PRICES
AND INITIAL CUSIP NUMBERS**

**\$36,000,000⁽¹⁾
CITY OF BRADENTON, FLORIDA
CAPITAL IMPROVEMENT NON-AD VALOREM REVENUE
AND REFUNDING BONDS, SERIES 2024**

\$13,530,000⁽¹⁾ Serial Series 2024 Bonds

Maturity⁽¹⁾ September 1	Principal Amount⁽¹⁾	Interest Rate	Yield	Price	Initial CUSIP Numbers⁽²⁾
2025	\$185,000				
2026	210,000				
2027	220,000				
2028	235,000				
2029	245,000				
2030	260,000				
2031	275,000				
2032	285,000				
2033	300,000				
2034	315,000				
2035	330,000				
2036	350,000				
2037	365,000				
2038	380,000				
2039	1,410,000				
2040	1,475,000				
2041	1,555,000				
2042	1,630,000				
2043	1,710,000				
2044	1,795,000				

\$9,930,000⁽¹⁾ - _____% Term Series 2024 Bond Due September 1, 2049⁽¹⁾, Yield _____%,
Price _____, Initial CUSIP Number _____⁽²⁾

\$12,540,000⁽¹⁾ - _____% Term Series 2024 Bond Due September 1, 2054⁽¹⁾, Yield _____%,
Price _____, Initial CUSIP Number _____⁽²⁾

⁽¹⁾ Preliminary, subject to change.

⁽²⁾ The City is not responsible for the use of the CUSIP Numbers referenced herein, nor is any representation made by the City as to their correctness. The CUSIP Numbers provided herein are included solely for the convenience of the readers of this Official Statement.

CITY OF BRADENTON, FLORIDA

Mayor and Members of City Council

Gene Brown, Mayor
Marianne Barnebey, Vice Mayor
Pam Coachman
Josh Cramer
Jayne Kocher
Lisa Gonzalez Moore

City Administrator

Rob Perry

Chief Operating Officer

Lance Williams

City Attorney

Blalock Walters, P.A.
Bradenton, Florida

City Clerk

Tamara Melton

Bond Counsel and Disclosure Counsel

Nabors, Giblin & Nickerson, P.A.
Tampa, Florida

Financial Advisor

PFM Financial Advisors LLC
Orlando, Florida

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No dealer, broker, salesman or other person has been authorized by the City to give any information or to make any representations other than those contained in this Official Statement, and if given or made, such other information or representations must not be relied upon as having been authorized by the City. This Official Statement neither constitutes an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Series 2024 Bonds by any person in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale.

The information set forth herein has been furnished by the City, The Depository Trust Company (as to itself and its book-entry only system), and other sources which are believed to be reliable, but such information is not guaranteed as to accuracy or completeness by and is not to be construed as a representation of, the City. The information and expressions of opinion herein are subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create the implication that there has been no change in the affairs of the City since the date hereof.

THE SERIES 2024 BONDS HAVE NOT BEEN REGISTERED WITH THE SECURITIES AND EXCHANGE COMMISSION UNDER THE SECURITIES ACT OF 1933, AS AMENDED, NOR HAS THE RESOLUTION BEEN QUALIFIED UNDER THE TRUST INDENTURE ACT OF 1939, AS AMENDED, IN RELIANCE UPON EXEMPTIONS CONTAINED IN SUCH ACTS. THE REGISTRATION OR QUALIFICATION OF THE SERIES 2024 BONDS IN ACCORDANCE WITH APPLICABLE PROVISIONS OF THE SECURITIES LAWS OF THE STATES, IF ANY, IN WHICH THE SERIES 2024 BONDS HAVE BEEN REGISTERED OR QUALIFIED AND THE EXEMPTION FROM REGISTRATION OR QUALIFICATION IN CERTAIN OTHER STATES CANNOT BE REGARDED AS A RECOMMENDATION THEREOF. NEITHER THESE STATES NOR ANY OF THEIR AGENCIES HAVE PASSED UPON THE MERITS OF THE SERIES 2024 BONDS OR THE ACCURACY OR COMPLETENESS OF THIS OFFICIAL STATEMENT. ANY REPRESENTATIONS TO THE CONTRARY MAY BE A CRIMINAL OFFENSE.

References herein to laws, rules, regulations, resolutions, agreements, reports and other documents do not purport to be comprehensive or definitive. All references to such documents are qualified in their entirety by reference to the particular document, the full text of which may contain qualifications of and exceptions to statements made herein. Where full texts have not been included as appendices to this Official Statement they may be obtained from the City as provided in the final paragraph under "INTRODUCTION" herein.

Any statements made in this Official Statement involving matters of opinion, forecasts or estimates, whether or not so expressly stated, are set forth as such and not as representations of fact, and no representation is made that any of the forecasts or estimates will be realized. The information and expressions of opinion herein are subject to change

without notice and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the City since the date hereof.

Certain statements included or incorporated by reference in this Official Statement constitute "forward-looking statements." Such statements generally are identifiable by the terminology used, such as "plan," "expect," "estimate," "anticipate," "intend," "project," "forecast," "budget" or other similar words. The achievement of certain results or other expectations contained in such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements described to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. The City does not plan to issue any updates or revisions to those forward-looking statements if or when its expectations or events, conditions or circumstances on which such statements are based occur.

THIS OFFICIAL STATEMENT IS BEING PROVIDED TO PROSPECTIVE PURCHASERS IN EITHER BOUND OR IN PRINTED FORMAT ("ORIGINAL BOUND FORMAT"), OR IN ELECTRONIC FORMAT ON THE FOLLOWING WEBSITE: WWW.MUNIOS.COM. THIS OFFICIAL STATEMENT MAY BE RELIED ON ONLY IF IT IS IN ITS ORIGINAL BOUND FORMAT, OR IF IT IS PRINTED OR SAVED IN FULL DIRECTLY FROM SUCH WEBSITE OR WWW.EMMA.MSRB.ORG.

References to website addresses presented herein are for informational purposes only and may be in the form of a hyperlink solely for the reader's convenience. Unless specified otherwise, such websites and the information or links contained therein are not incorporated into, and are not part of, this Official Statement for purposes of, and as that term is defined in, SEC Rule 15c2-12.

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**OFFICIAL STATEMENT
Relating To**

\$36,000,000*
CITY OF BRADENTON, FLORIDA
CAPITAL IMPROVEMENT NON-AD VALOREM REVENUE
AND REFUNDING BONDS, SERIES 2024

INTRODUCTION

General

This introduction is subject in all respects to the more complete information and definitions contained or incorporated in this Official Statement and should not be considered to be a complete statement of the facts material to making an informed investment decision. The offering by the City of Bradenton, Florida (the "City") of its \$36,000,000* Capital Improvement Non-Ad Valorem Revenue and Refunding Bonds, Series 2024 (the "Series 2024 Bonds") to potential investors is made only by means of the entire Official Statement, including the cover page, inside cover page and all appendices attached hereto.

Authority for the Series 2024 Bonds

The Series 2024 Bonds are being issued pursuant to Resolution No. 24-46 adopted by the City Council on May 22, 2024 (the "Resolution"). The Series 2024 Bonds are being issued under the authority of Chapter 166, Part II, Florida Statutes, the Charter of the City, and other applicable provisions of law. Capitalized terms used but not defined herein have the same meaning as ascribed in the Resolution unless the context would clearly indicate otherwise.

Purpose of the Series 2024 Bonds

The Series 2024 Bonds are being issued for the purposes of providing funds, together with other legally available moneys, to (i) finance the cost of certain capital improvements in and for the City, including a new police station and a new fire station, as more particularly described herein (collectively, the "Project"), (ii) redeem all or a portion of the outstanding City of Bradenton, Florida Community Redevelopment Agency Increment Tax Revenue Bonds, Series 2011 (Downtown Redevelopment Area Riverwalk Project) (the "Refunded Bonds") and (iii) pay certain costs of issuance of the Series 2024 Bonds. See "THE PROJECT" and "REFUNDING PLAN" herein.

* Preliminary, subject to change.

Continuing Disclosure

The City has agreed to provide certain annual financial information and operating data, including audited financial statements, and notice of the occurrence of certain enumerated events to the municipal marketplace. See "CONTINUING DISCLOSURE" herein.

Additional Information

This Official Statement speaks only as of its date and the information contained herein is subject to change. This Official Statement contains certain information concerning The Depository Trust Company (the "DTC") and its book-entry-only system of registration. Such information has been provided by DTC, and the City and the Underwriter do not certify as to the accuracy or sufficiency of the disclosure practices or content of information provided by DTC and are not responsible for the information provided by such parties.

Descriptions of certain terms and conditions of the Series 2024 Bonds are set forth in the Resolution, a copy of which is contained in "APPENDIX C - COPY OF RESOLUTION." The descriptions of the Series 2024 Bonds, the Resolution and the information from various reports and statements contained herein are not comprehensive or definitive. All references herein to such documents, reports and statements are qualified by the entire, actual content of such documents, reports and statements. Copies of such documents, reports and statements referred to herein that are not included in their entirety in this Official Statement may be obtained from Heidi Warnemunde, Assistant Finance Director, City of Bradenton, City Hall, 101 Old Main Street, Bradenton, Florida 34205.

THE CITY

The City, incorporated in 1903, is located on the west coast of Florida in Manatee County (the "County"), approximately forty miles south of Tampa. The City encompasses 14.35 square miles and has a population of approximately 56,961. The City provides a full range of services, including public safety (police and fire), planning and development, public works and utilities, including water, sewer, stormwater, solid waste and recycling services, as well as providing cultural and recreational facilities. For additional information concerning the City, see "APPENDIX A - General Information Regarding the City of Bradenton and Manatee County, Florida" attached hereto.

THE PROJECT

The Project includes certain capital improvements in and for the City, including a new police station and a new fire station. The police station, to be located at 6th Avenue West and U.S. 41, is designed to be 111,414 square feet, including a parking garage, and

is scheduled to be completed in the winter of 2025. The fire station, to be located at S.R. 64 and 22nd and 23rd Street East, is designed to be 15,685 square feet, and is scheduled to be completed in the summer of 2025.

REFUNDING PLAN

On the date of delivery of the Series 2024 Bonds, the City will deposit a sufficient amount of proceeds of the Series 2024 Bonds, along with other legally available funds of the City, with the paying agent for the Refunded Bonds in order to redeem the Refunded Bonds on such date.

DESCRIPTION OF THE SERIES 2024 BONDS

General

The Series 2024 Bonds are issuable only in the form of fully registered bonds in denominations of \$5,000 principal amount or any integral multiple thereof. The Series 2024 Bonds will be dated their date of delivery and will bear interest at the rates and will mature on the dates and in the amounts set forth on the inside cover page of this Official Statement. Interest on the Series 2024 Bonds is payable semiannually on each September 1 and March 1, commencing on March 1, 2025 (each an "Interest Date"). Principal of and interest on the Series 2024 Bonds will be payable in the manner described under "BOOK-ENTRY ONLY SYSTEM" herein. U.S. Bank Trust Company, National Association, a national banking association organized under the laws of the United States of America, will act as Paying Agent and Registrar for the Series 2024 Bonds (the "Paying Agent" or "Registrar").

Book-Entry-Only System

THE FOLLOWING INFORMATION CONCERNING DTC AND DTC'S BOOK-ENTRY ONLY SYSTEM HAS BEEN OBTAINED FROM SOURCES THAT THE CITY BELIEVES TO BE RELIABLE, BUT THE CITY TAKES NO RESPONSIBILITY FOR THE ACCURACY THEREOF.

DTC will act as securities depository for the Series 2024 Bonds. The Series 2024 Bonds will be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered bond certificate will be issued for each maturity of each Series of the Series 2024 Bonds, each in the aggregate principal amount of such maturity, and will be deposited with DTC.

DTC, the world's largest securities depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning

of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants (the "Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions, in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly (the "Indirect Participants" and together with the Direct Participants, "Participants"). DTC has a Standard & Poor's rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com.

Purchases of the Series 2024 Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for such Series 2024 Bonds on DTC's records. The ownership interest of each actual purchaser of each Series 2024 Bond ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Series 2024 Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of the Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in the Series 2024 Bonds, except in the event that use of the book-entry system for the Series 2024 Bonds is discontinued.

To facilitate subsequent transfers, all Series 2024 Bonds deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of Series 2024 Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Series 2024 Bonds; DTC's records

reflect only the identity of the Direct Participants to whose accounts such Series 2024 Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping an account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements made among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Series 2024 Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Series 2024 Bonds, such as defaults, and proposed amendments to the Series 2024 Bond documents. For example, Beneficial Owners of Series 2024 Bonds may wish to ascertain that the nominee holding the Series 2024 Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the Paying Agent and request that copies of notices be provided directly to them.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to the Series 2024 Bonds unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the City as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Series 2024 Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Distributions and payments on the Series 2024 Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts, upon DTC's receipt of funds and corresponding detail information from the City or the Paying Agent on the payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the Paying Agent or the City, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of distributions, and payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the City and/or the Paying Agent for the Series 2024 Bonds. Disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of the Direct and Indirect Participants.

DTC may discontinue providing its services as securities depository with respect to the Series 2024 Bonds at any time by giving reasonable notice to the City or its agent.

Under such circumstances, in the event that a successor securities depository is not obtained, Series 2024 Bonds are required to be printed and delivered.

The City may decide to discontinue use of the system of book-entry-only transfers through DTC (or a successor securities depository). In that event, Series 2024 Bonds will be printed and delivered to DTC.

Interchangeability, Negotiability and Transfer

So long as the Series 2024 Bonds are registered in the name of DTC or its nominee, the following paragraphs relating to registration, transfer and exchange of Series 2024 Bonds do not apply to the Series 2024 Bonds.

Series 2024 Bonds, upon surrender thereof at the office of the Registrar with a written instrument of transfer satisfactory to the Registrar, duly executed by the Holder thereof or his attorney duly authorized in writing, may, at the option of the Holder thereof, be exchanged for an equal aggregate principal amount of registered Series 2024 Bonds of the same maturity of any other authorized denominations.

The Series 2024 Bonds issued under the Resolution shall be and have all the qualities and incidents of negotiable instruments under the law merchant and the Uniform Commercial Code of the State, subject to the provisions for registration and transfer contained in the Resolution and in the Series 2024 Bonds. So long as any of the Series 2024 Bonds shall remain Outstanding, the City shall maintain and keep, at the office of the Registrar, books for the registration and transfer of the Series 2024 Bonds.

Each Series 2024 Bond shall be transferable only upon the books of the City, at the office of the Registrar, under such reasonable regulations as the City may prescribe, by the Holder thereof in person or by his attorney duly authorized in writing upon surrender thereof together with a written instrument of transfer satisfactory to the Registrar duly executed and guaranteed by the Holder or his duly authorized attorney. Upon the transfer of any such Series 2024 Bond, the City shall issue, and cause to be authenticated, in the name of the transferee a new Series 2024 Bond or Bonds of the same aggregate principal amount, interest rate, and maturity as the surrendered Series 2024 Bond. The City, the Registrar and any Paying Agent or fiduciary of the City may deem and treat the Person in whose name any Outstanding Series 2024 Bond shall be registered upon the books of the City as the absolute owner of such Series 2024 Bond, whether such Series 2024 Bond shall be overdue or not, for the purpose of receiving payment of, or on account of, the principal of, redemption premium, if any, and interest on such Series 2024 Bond and for all other purposes, and all such payments so made to any such Holder or upon his order shall be valid and effectual to satisfy and discharge the liability upon such Series 2024 Bond to the extent of the sum or sums so paid and neither the City nor the Registrar nor any Paying Agent or other fiduciary of the City shall be affected by any notice to the contrary.

In all cases in which the privilege of exchanging Series 2024 Bonds or transferring Series 2024 Bonds is exercised, the City shall execute and deliver Series 2024 Bonds and the Registrar shall authenticate such Bonds in accordance with the provisions of the Resolution. Execution of Series 2024 Bonds by the Mayor and City Clerk for purposes of exchanging, replacing or transferring Bonds may occur at the time of the original delivery of the Series 2024 Bonds. All Series 2024 Bonds surrendered in any such exchanges or transfers shall be held by the Registrar in safekeeping until directed by the City to be cancelled by the Registrar. For every such exchange or transfer of Series 2024 Bonds, the City or the Registrar may make a charge sufficient to reimburse it for any tax, fee, expense or other governmental charge required to be paid with respect to such exchange or transfer. The City and the Registrar shall not be obligated to make any such exchange or transfer of Series 2024 Bonds during the 15 days next preceding an Interest Date on the Series 2024 Bonds, or, in the case of any proposed redemption of Series 2024 Bonds, then, for the Series 2024 Bonds subject to redemption, during the 15 days next preceding the date of the first mailing of notice of such redemption and continuing until such redemption date.

Series 2024 Bonds Mutilated, Destroyed, Stolen or Lost

In case any Series 2024 Bond shall become mutilated, or be destroyed, stolen or lost, the City may, in its discretion, issue and deliver, and the Registrar shall authenticate, a new Series 2024 Bond of like tenor as the Series 2024 Bond so mutilated, destroyed, stolen or lost, in exchange and substitution for such mutilated Series 2024 Bond upon surrender and cancellation of such mutilated Series 2024 Bond or in lieu of and substitution for the Series 2024 Bond destroyed, stolen or lost, and upon the Holder furnishing the City and the Registrar proof of his ownership thereof and satisfactory indemnity and complying with such other reasonable regulations and conditions as the City or the Registrar may prescribe and paying such expenses as the City and the Registrar may incur. All Series 2024 Bonds so surrendered shall be cancelled by the Registrar. If any of the Series 2024 Bonds shall have matured or be about to mature, instead of issuing a substitute Series 2024 Bond, the City may pay the same or cause the Series 2024 Bond to be paid, upon being indemnified as aforesaid, and if such Series 2024 Bonds be lost, stolen or destroyed, without surrender thereof.

Redemption Provisions

Optional Redemption. The Series 2024 Bonds maturing on or prior to September 1, 20__ are not subject to redemption prior to maturity. The Series 2024 Bonds maturing on or after September 1, 20__ are subject to redemption prior to their respective dates of maturity on or after September 1, 20__ in whole or in part at any time, in any order of maturity selected by the City and by lot within a maturity at a redemption price of 100% of the principal amount of the Series 2024 Bonds to be redeemed, together with accrued interest to the date fixed for redemption, without premium.

Mandatory Redemption. The Series 2024 Bonds maturing on September 1, 20__ are subject to mandatory redemption in part prior to maturity by lot at a redemption price equal to the principal amount thereof, without premium, plus accrued interest to the redemption date, beginning on September 1, 20__ and on each September 1 thereafter in the years and in the principal amounts corresponding to the Amortization Installments as follows:

Year	Amortization Installments
*	\$

*Final Maturity.

The Series 2024 Bonds maturing on September 1, 20__ are subject to mandatory redemption in part prior to maturity by lot at a redemption price equal to the principal amount thereof, without premium, plus accrued interest to the redemption date, beginning on September 1, 20__ and on each September 1 thereafter in the years and in the principal amounts corresponding to the Amortization Installments as follows:

Year	Amortization Installments
*	\$

*Final Maturity.

Notice of Redemption. Notice of redemption, which shall specify the Series 2024 Bond or Series 2024 Bonds (or portions thereof) to be redeemed and the date and place for redemption, shall be given by the Registrar on behalf of the City, and (A) shall be filed with the Paying Agent of such Bonds, and (B) shall be mailed first class, postage prepaid, not less than 30 days nor more than 45 days prior to the redemption date to all Holders of Bonds to be redeemed at their addresses as they appear on the registration books kept by the Registrar as of the date of mailing of such notice. Failure to mail such notice to the Holders of the Series 2024 Bonds to be redeemed, or any defect therein, shall not affect the proceedings for redemption of Series 2024 Bonds as to which no such failure or defect has occurred. Failure of any Holder to receive any notice mailed as herein provided shall not affect the proceedings for redemption of such Holder's Series 2024 Bonds.

Each notice of redemption shall state: (1) the CUSIP numbers and any other distinguishing number or letter of all Series 2024 Bonds being redeemed, (2) the original issue date of such Series 2024 Bonds, (3) the maturity date and rate of interest borne by each Series 2024 Bond being redeemed, (4) the redemption date, (5) the Redemption Price, (6) the date on which such notice is mailed, (7) if less than all Outstanding Series 2024 Bonds are to be redeemed, the certificate number (and, in the case of a partial redemption

of any Series 2024 Bond, the principal amount) of each Series 2024 Bond to be redeemed, (8) that on such redemption date there shall become due and payable upon each Series 2024 Bond to be redeemed the Redemption Price thereof, or the Redemption Price of the specified portions of the principal thereof in the case of Series 2024 Bonds to be redeemed in part only, together with interest accrued thereon to the redemption date, and that from and after such date interest thereon shall cease to accrue and be payable, (9) that the Series 2024 Bonds to be redeemed, whether as a whole or in part, are to be surrendered for payment of the Redemption Price at the designated office of the Registrar at an address specified, (10) the name and telephone number of a person designated by the Registrar to be responsible for such redemption, (11) unless sufficient funds have been set aside by the City for such purpose prior to the mailing of the notice of redemption, that such redemption is conditioned upon the deposit of sufficient funds for such purpose on or prior to the date set for redemption, and (12) any other conditions that must be satisfied prior to such redemption.

The City may provide that a redemption may be contingent upon the occurrence of certain conditions and that if such conditions do not occur the notice of redemption will be rescinded, provided notice of rescission shall be mailed in the manner described above to all affected Series 2024 Bondholders not later than three business days prior to the date of redemption.

Notwithstanding the foregoing, so long as Cede & Co. or any subsequent securities depository is the registered owner of the Series 2024 Bonds, such notice of redemption shall only be sent to Cede & Co. or such subsequent securities depository. Notices are to be provided to the Beneficial Owners pursuant to arrangements established between the Participants and Beneficial Owners. See "DESCRIPTION OF THE SERIES 2024 BONDS - Book-Entry-Only System" herein. Upon the discontinuance of the book-entry-only registration system for the Series 2024 Bonds, the foregoing provisions shall apply with respect to the Beneficial Owners of the Series 2024 Bonds.

Selection of Series 2024 Bonds to be Redeemed. The Series 2024 Bonds shall be redeemed only in the principal amount of \$5,000 each and integral multiples thereof. The City shall, at least 35 days prior to the redemption date (unless a shorter time period shall be satisfactory to the Registrar) notify the Registrar of such redemption date and of the principal amount of Series 2024 Bonds to be redeemed. For purposes of any redemption of less than all of the Outstanding Series 2024 Bonds of a single maturity, the particular Series 2024 Bonds or portions of Series 2024 Bonds to be redeemed shall be selected not more than 45 days and not less than 35 days prior to the redemption date by the Registrar from the Outstanding Series 2024 Bonds of the maturity or maturities designated by the City by such method as the Registrar shall deem fair and appropriate and which may provide for the selection for redemption of Series 2024 Bonds or portions of Series 2024 Bonds in principal amounts of \$5,000 and integral multiples thereof. If less than all of a Term Series 2024 Bond is to be redeemed the aggregate principal amount to be redeemed

shall be allocated to the Amortization Installments on a pro-rata basis unless the City, in its discretion, designates a different allocation.

If less than all of the Outstanding Series 2024 Bonds of a single maturity are to be redeemed, the Registrar shall promptly notify the City and Paying Agent (if the Registrar is not the Paying Agent for such Series 2024 Bonds) in writing of the Series 2024 Bonds or portions of Series 2024 Bonds selected for redemption and, in the case of any Series 2024 Bond selected for partial redemption, the principal amount thereof to be redeemed.

Redemption of Series 2024 Bonds. Any Series 2024 Bond which is to be redeemed only in part shall be surrendered at any place of payment specified in the notice of redemption (with due endorsement by, or written instrument of transfer in form satisfactory to the Registrar duly executed by, the Holder thereof or his attorney duly authorized in writing) and the City shall execute and the Registrar shall authenticate and deliver to the Holder of such Series 2024 Bond, without service charge, a new Series 2024 Bond or Series 2024 Bonds, of any authorized denomination, as requested by such Holder in an aggregate principal amount equal to and in exchange for the unredeemed portion of the principal of the Series 2024 Bonds so surrendered.

Purchase in Lieu of Redemption

Notwithstanding anything in the Resolution to the contrary, at any time the Series 2024 Bonds are subject to optional redemption pursuant to the Resolution, all or a portion of the Series 2024 Bonds to be redeemed as specified in the notice of redemption, may be purchased by the Paying Agent, as trustee, at the direction of the City, on the date which would be the redemption date if such Series 2024 Bonds were redeemed rather than purchased in lieu thereof, at a purchase price equal to the Redemption Price which would have been applicable to such Series 2024 Bonds on the redemption date for the account of and at the direction of the City who shall give the Paying Agent, as trustee, notice at least ten (10) days prior to the scheduled redemption date accompanied by an opinion of Bond Counsel to the effect that such purchase will not adversely affect the exclusion from gross income for federal income tax purposes of interest on such Series 2024 Bonds. In the event the Paying Agent, as trustee, is so directed to purchase Series 2024 Bonds in lieu of optional redemption, no notice to the holders of the Series 2024 Bonds to be so purchased (other than the notice of redemption otherwise required under the Resolution) shall be required, and the Paying Agent, as trustee, shall be authorized to apply to such purchase the funds which would have been used to pay the Redemption Price for such Series 2024 Bonds if such Series 2024 Bonds had been redeemed rather than purchased. Each Series 2024 Bond so purchased shall not be canceled or discharged and shall be registered in the name of the City. Series 2024 Bonds to be purchased under the Resolution in the manner described above which are not delivered to the Paying Agent, as trustee, on the purchase date shall be deemed to have been so purchased and not optionally redeemed on the purchase date and shall cease to accrue interest as to the former holder thereof on the purchase date.

SECURITY FOR THE SERIES 2024 BONDS

Covenant to Budget and Appropriate

The Series 2024 Bonds are payable from the Non-Ad Valorem Revenues budgeted and appropriated for purposes of payment of the debt service on the Series 2024 Bonds in the manner and to the extent provided in the Resolution, and, until applied in accordance with the provisions of the Resolution. "Non-Ad Valorem Revenues" means all Governmental Funds Revenues other than revenues generated from ad valorem taxation on real or personal property, and which are legally available to make payments as required in the Resolution, but only after provision has been made by the City (from any Governmental Funds Revenues) for payment of all essential or legally mandated services. "Governmental Funds Revenues" means total revenues of the City derived from any source whatsoever and that are allocated to and accounted for in the Governmental Funds as shown in the Annual Audit.

The City, in the Resolution, has covenanted and agreed to appropriate in its annual budget, by amendment, if necessary, from Non-Ad Valorem Revenues amounts sufficient to (A) pay principal of and interest on the Series 2024 Bonds when due, and (B) pay all required deposits to the Rebate Fund, all in the manner and to the extent provided in the Resolution. Such covenant and agreement on the part of the City to budget and appropriate such amounts of Non-Ad Valorem Revenues shall be cumulative to the extent not paid, and shall continue until such Non-Ad Valorem Revenues or other legally available funds in amounts sufficient to make all such required payments shall have been budgeted, appropriated and actually paid. Notwithstanding this covenant of the City, the City does not covenant to maintain any services or programs, now provided or maintained by the City, which generate Non-Ad Valorem Revenues.

Such covenant to budget and appropriate does not create any lien upon or pledge of such Non-Ad Valorem Revenues, nor does it preclude the City from pledging in the future its Non-Ad Valorem Revenues, nor does it require the City to levy and collect any particular Non-Ad Valorem Revenues, nor does it give the Series 2024 Bondholders a prior claim on the Non-Ad Valorem Revenues as opposed to claims of general creditors of the City. Such covenant to budget and appropriate Non-Ad Valorem Revenues is subject in all respects to the payment of obligations secured by a pledge of such Non-Ad Valorem Revenues heretofore or hereafter entered into (including the payment of debt service on bonds and other debt instruments). However, the covenant to budget and appropriate for the purposes and in the manner stated in the Resolution shall have the effect of making available for the payment of the Series 2024 Bonds, in the manner described in the Resolution, Non-Ad Valorem Revenues and placing on the City a positive duty to appropriate and budget, by amendment, if necessary, amounts sufficient to meet its obligations in the Resolution; subject, however, in all respects to the restrictions of Section 166.241(2), Florida Statutes, which generally provide that the governing body of each municipality may only make appropriations for each fiscal year which, in any one year,

shall not exceed the amount to be received from taxation or other revenue sources; and subject, further, to the payment of services and programs which are for essential public purposes affecting the health, safety and welfare of the inhabitants of the City or which are legally mandated by applicable law.

The City has covenanted and agreed to transfer to the Paying Agent for the Series 2024 Bonds, solely from funds budgeted and appropriated as described in the Resolution, on or before the date designated for payment of any principal of or interest on the Series 2024 Bonds, sufficient moneys to pay such principal or interest. The Registrar and Paying Agent shall utilize such moneys for payment of the principal and interest on the Series 2024 Bonds when due.

Series 2024 Bonds Not General Obligations

THE SERIES 2024 BONDS SHALL NOT BE OR CONSTITUTE GENERAL OBLIGATIONS OR INDEBTEDNESS OF THE CITY, THE STATE OR ANY POLITICAL SUBDIVISION THEREOF AS "BONDS" WITHIN THE MEANING OF ANY CONSTITUTIONAL OR STATUTORY PROVISION, BUT SHALL BE SPECIAL OBLIGATIONS OF THE CITY, PAYABLE SOLELY FROM AMOUNTS BUDGETED AND APPROPRIATED BY THE CITY FROM NON-AD VALOREM REVENUES IN ACCORDANCE WITH THE RESOLUTION. NO HOLDER OF ANY SERIES 2024 BOND SHALL EVER HAVE THE RIGHT TO COMPEL THE EXERCISE OF ANY AD VALOREM TAXING POWER TO PAY SUCH SERIES 2024 BOND, OR BE ENTITLED TO PAYMENT OF SUCH SERIES 2024 BOND FROM ANY MONEYS OF THE CITY, THE STATE OR ANY POLITICAL SUBDIVISION THEREOF, EXCEPT FROM THE NON-AD VALOREM REVENUES IN THE MANNER AND TO THE EXTENT PROVIDED IN THE RESOLUTION.

Construction Fund

The City has covenanted and agreed in the Resolution to establish a separate fund, to be known as the "City of Bradenton, Florida Capital Improvement Revenue Bonds, Series 2024 Construction Fund," which shall be used only for payment of the Costs of the Project. Moneys in the Construction Fund, until applied in payment of any item of the Cost of the Project in the manner provided in the Resolution, shall be held in trust by the Issuer and shall be subject to a lien and charge in favor of the Holders of the Bonds and for the further security of such Holders. There shall be paid into the Construction Fund the amounts required to be so paid by the provisions of the Resolution or a Supplemental Resolution.

Notwithstanding any of the other provisions of the Resolution, to the extent that other moneys are not available therefor, amounts in the Construction Fund shall be applied to the payment of principal and interest on Series 2024 Bonds when due.

No Debt Service Reserve Fund

The Series 2024 Bonds are not secured by a debt service reserve fund.

Annual Budget

The City shall annually prepare and adopt, prior to the beginning of each Fiscal Year, an Annual Budget in accordance with applicable law.

If for any reason the City shall not have adopted the Annual Budget before the first day of any Fiscal Year, the preliminary budget for such year shall be deemed to be in effect for such Fiscal Year until the Annual Budget for such Fiscal Year is adopted.

The City shall also provide the Annual Budget and amendments thereto to any Holder or Holders of Series 2024 Bonds upon written request. The City shall be permitted to make a reasonable charge for furnishing such information to such Holder or Holders.

Annual Audit

The City shall, immediately after the close of each Fiscal Year, cause the books, records and accounts relating to the City to be properly audited by a recognized independent firm of certified public accountants, and shall require such accountants to complete their report of such Annual Audit in accordance with applicable law. Each Annual Audit shall be in conformity with generally accepted accounting principles as applied to governmental entities.

The City shall also provide the Annual Audit to any Holder or Holders of Series 2024 Bonds upon written request. The City shall be permitted to make a reasonable charge for furnishing such information to such Holder or Holders.

Anti-Dilution Test

During such time as the Series 2024 Bonds are Outstanding under the Resolution, the City agrees and covenants under the Resolution with the Series 2024 Bondholders that upon the issuance of any subsequent Debt, (A) Non-Ad Valorem Revenues shall cover projected Maximum Annual Debt Service on the Series 2024 Bonds and maximum annual debt service on Debt by at least 1.5 times; and (B) projected Maximum Annual Debt Service on the Series 2024 Bonds and maximum annual debt service for all Debt will not exceed twenty-five percent (25%) of Governmental Funds Revenues, exclusive of (i) ad valorem tax revenues restricted to payment of debt service on any Debt and (ii) any proceeds of the Series 2024 Bonds or Debt. The calculations required by clauses (A) and (B) above shall be determined using the average of actual receipts for the prior two Fiscal Years based on the City's Annual Audits.

For the purposes of the Resolution, Debt means at any date (without duplication) all of the following to the extent that they are guaranteed or secured by or payable in whole or in part from any Non-Ad Valorem Revenues: (A) all obligations of the City for borrowed money or evidenced by bonds, debentures, notes or other similar instruments; (B) all obligations of the City to pay the deferred purchase price of property or services, except trade accounts payable under normal trade terms and which arise in the ordinary course of business; (C) all obligations of the City as lessee under capitalized leases; and (D) all indebtedness of other Persons to the extent guaranteed by, or secured by, Non-Ad Valorem Revenues of the City; provided, however, if with respect to any obligation contemplated in (A), (B) or (C) above, the City has covenanted to budget and appropriate sufficient Non-Ad Valorem Revenues to satisfy such obligations but has not secured such obligations with a lien on or pledge of any Non-Ad Valorem Revenues then, and with respect to any obligations contemplated in (D) above, such obligations shall not be considered "Debt" for purposes of the Resolution unless the City has actually used Non-Ad Valorem Revenues to satisfy such obligation during the immediately preceding Fiscal Year or reasonably expects to use Non-Ad Valorem Revenues to satisfy such obligation in the current or immediately succeeding Fiscal Year. After an obligation is considered "Debt" as a result of the provision described in the immediately preceding sentence, it shall continue to be considered "Debt" until the City has not used any Non-Ad Valorem Revenues to satisfy any portion of such obligation for two consecutive Fiscal Years.

For the purposes of the anti-dilution covenant contained in the Resolution and described above, maximum annual debt service on Debt means, with respect to Debt that bears interest at a fixed interest rate, the actual maximum annual debt service, and with respect to Debt which bears interest at a variable interest rate, maximum annual debt service on such Debt shall be determined assuming that interest accrues on such Debt at the current "Bond Buyer Revenue Bond Index" as published in *The Bond Buyer* no more than two weeks prior to any such calculation; provided, however, if any Debt, whether bearing interest at a fixed or variable interest rate, constitutes Balloon Indebtedness, as defined in the immediately following sentence, maximum annual debt service on such Debt shall be determined assuming such Debt is amortized from its date of issuance over 25 years on an approximately level debt service basis. For purposes of the foregoing sentence, "Balloon Indebtedness" means Debt, 25% or more of the original principal of which matures during any one Fiscal Year. In addition, with respect to debt service on any Debt which is subject to a Qualified Hedge Agreement, interest on such Debt during the term of such Qualified Hedge Agreement shall be deemed to be the Hedge Payments coming due during such period of time. With respect to debt service on any Debt with respect to which the City elects to receive or is otherwise entitled to receive direct subsidy payments from the United States Department of Treasury, when determining the interest on such Debt for any particular interest payment date the amount of the corresponding subsidy payment shall be deducted from the amount of interest which is due and payable with respect to such Debt on the interest payment date, but only to the extent that the City reasonably believes that it will be in receipt of such subsidy payment on or prior to such interest payment date.

See "APPENDIX C – Form of Resolution" hereto for the definition of the capitalized terms above.

Pursuant to the Resolution, "Debt Service" shall mean, at any time, the aggregate amount in the then applicable period of time of (1) interest required to be paid on the Outstanding Series 2024 Bonds during such period of time, except to the extent that such interest is to be paid from Series 2024 Bond proceeds, (2) principal of Outstanding Serial Series 2024 Bonds maturing in such period of time, and (3) the Amortization Installments with respect to Outstanding Term Series 2024 Bonds maturing in such period of time. For purposes of this definition, (A) if the Series 2024 Bonds have 25% or more of the aggregate principal amount coming due in any one year, Debt Service shall be determined on the Series 2024 Bonds during such period of time as if the principal of and interest on such Series 2024 Bonds were being paid from the date of incurrence thereof in substantially equal annual amounts over a period of 25 years, and (B) with respect to debt service on any Series 2024 Bonds which are subject to a Qualified Hedge Agreement, interest on such Series 2024 Bonds during the term of such Qualified Hedge Agreement shall be deemed to be the Hedge Payments coming due during such period of time.

Rebate Fund

The City has created and established pursuant to the Resolution a special fund to be known as the "City of Bradenton, Florida Capital Improvement Revenue Bonds, Series 2024 Rebate Fund." Moneys in the Rebate Fund are not subject to a lien and charge in favor of the holders of the Series 2024 Bonds.

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ESTIMATED SOURCES AND USES OF FUNDS

The proceeds to be received from the sale of the Series 2024 Bonds, together with other legally available funds, are expected to be applied as follows:

	Series 2024 Bonds
SOURCES OF FUNDS:	
Par Amount	\$
Plus/Less: Net Original Issue Discount/Premium	
Other Legally Available Funds ⁽¹⁾	\$
TOTAL SOURCES	\$
 USES OF FUNDS:	
Deposit to Project Account ⁽²⁾	\$
Redemption of Refunded Bonds ⁽³⁾	
Costs of Issuance ⁽⁴⁾	
TOTAL USES	\$

⁽¹⁾ Represents moneys on deposit in certain of the funds and accounts for the benefit of the Refunded Bonds.

⁽²⁾ To be applied to pay the Costs of the Project. See "THE PROJECT" herein.

⁽³⁾ To be applied to redeem the Refunded Bonds. See "REFUNDING PLAN" herein.

⁽⁴⁾ Includes Underwriter's discount, financial advisory fees, legal fees and expenses and other miscellaneous costs of issuance.

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DEBT SERVICE SCHEDULE FOR THE SERIES 2024 BONDS

Year Ending September 1	Principal	Interest	Total
2025	\$	\$	\$
2026			
2027			
2028			
2029			
2030			
2031			
2032			
2033			
2034			
2035			
2036			
2037			
2038			
2039			
2040			
2041			
2042			
2043			
2044			
2045			
2046			
2047			
2048			
2049			
2050			
2051			
2052			
2053			
2054			
Totals*			

*Totals may not add due to rounding.

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GENERAL INFORMATION REGARDING CERTAIN NON-AD VALOREM REVENUES

General

The City generally receives two primary sources of revenue, ad valorem tax revenues and non-ad valorem revenues. Pursuant to the Florida Constitution, ad valorem tax revenues may not be pledged for the payment of debt obligations of the City that have a maturity greater than one year without approval of the electorate of the City. *The ad valorem tax revenues of the City are not pledged as security for the payment of the Series 2024 Bonds, and the City is not obligated to budget and appropriate ad valorem tax revenues for the payment of the Series 2024 Bonds. Currently the City does not have any debt outstanding that is secured by ad valorem tax revenues.*

Non-ad valorem revenues of the City may be pledged or applied, subject to certain limitations disclosed herein, for the payment of debt obligations of the City. Such non-ad valorem revenues include a broad category of revenues, including, but not limited to, certain taxes, revenues received from the State, investment income and income produced from certain services and facilities of the City, as described below. Not all non-ad valorem revenues of the City constitute Non-Ad Valorem Revenues pursuant to the Resolution. For purposes of the Resolution and the City's obligations with respect to the Series 2024 Bonds, under the City's current financial classification system Non-Ad Valorem Revenues generally include all revenues of the City that are deposited or allocated to the governmental funds of the City (the "Governmental Funds"), other than revenues generated from ad valorem taxation on real or personal property, which are legally available to make the payments required under the Resolution.

As more fully described above under "SECURITY FOR THE SERIES 2024 BONDS," the City has covenanted and agreed in the Resolution, subject to certain restrictions and limitations, to appropriate in its annual budget, by amendment if necessary, from Non-Ad Valorem Revenues, amounts sufficient to pay principal of, redemption premium, if any, and interest on the Series 2024 Bonds when due, in the manner and to the extent provided in the Resolution and described herein. The holders of the Series 2024 Bonds do not have a lien on any specific Non-Ad Valorem Revenues of the City. The City may in the future specifically pledge Non-Ad Valorem Revenues to secure additional debt issued by the City. The City's covenant and agreement to appropriate Non-Ad Valorem Revenues to pay the Series 2024 Bonds is subject to the payment of any such debt obligations that are secured by a pledge of or lien on all or any portion of Non-Ad Valorem Revenues. Currently, the City has no such debt obligations outstanding but could, subject to certain conditions, issue such debt obligations in the future.

The City utilizes fund accounting to demonstrate and ensure compliance with legal, legislative, contractual, and other finance-related provisions. All of the City's funds may

be divided into two categories: governmental and proprietary (also referred to as enterprise and internal service funds). The Non-Ad Valorem Revenues that may be legally available to pay debt service on the Series 2024 Bonds will be accounted for within the City's Governmental Funds, the largest operating fund of which is the General Fund.

Other Obligations Payable from Non-Ad Valorem Revenues

After issuance of the Series 2024 Bonds, the City will, in addition to its obligations related to the Series 2024 Bonds, also have outstanding the indebtedness referenced in the table below, which is secured either by a pledge of specific Non-Ad Valorem Revenues or a covenant to budget and appropriate Non-Ad Valorem Revenues on the same basis as the Resolution securing the Series 2024 Bonds:

Non-Ad Valorem Revenue Debt	Date of Origination	Original Loan Amount	Principal Balance ⁽¹⁾	Final Maturity	Pledge of Security
Promissory Note (Bank of America, N.A.), Series 2004 ⁽²⁾	12/16/2004	\$6,000,000	\$316,743	12/16/2024	Covenant to Budget and Appropriate Non-Ad Valorem Revenues
Promissory Note, Series 2005A (Central Community Redevelopment Agency) ⁽²⁾	05/27/2005	1,000,000	0	02/01/2025	Pledge of Tax Increment Revenues and Covenant to Budget Non-Ad Valorem Revenues
Special Obligation Revenue Refunding Bond, Series 2012 ⁽³⁾	02/07/2012	7,500,000	3,561,140	02/01/2027	Pledge of Tourist Development Tax Revenues and Half-Cent Sales Tax Revenues
Special Obligation Revenue Refunding Bonds, Series 2016	07/14/2016	14,280,000	10,680,000	09/01/2037	Pledge of Retained Spring Training Franchise Sales Tax Revenues and Covenant to Budget Non-Ad Valorem Revenues
Government Obligation Contract (Sweepers)	10/29/2020	410,520	190,281	06/01/2025	Appropriated lease payments from Non-Ad Valorem Revenues
Florida Municipal Loan Council Revenue Bonds, Series 2018A (City of Bradenton Series)	08/23/2018	7,595,000	6,685,000	10/01/2043	Covenant to Budget and Appropriate Non-Ad Valorem Revenues

Source: City of Bradenton Finance Department.

⁽¹⁾ As of April 1, 2024.

⁽²⁾ Subject to a swap agreement with Bank of America, N.A., as described in more detail below.

⁽³⁾ The Series 2012 Bonds are anticipated to be refinanced in 2027, as the City will be receiving annual interlocal payments from the County through 2032.

In addition to the indebtedness described above, the City has ten outstanding State Revolving Fund Loans which are primarily secured by net water, sewer and stormwater revenues, and which also contain a backup covenant to budget and appropriate Non-Ad Valorem Revenues of the City. As of April 1, 2024, the outstanding aggregate principal amount of the State Revolving Fund Loans is \$12,852,158. The City has also provided a backup covenant to budget and appropriate Non-Ad Valorem Revenues with respect to the Refunded Bonds, which are primarily secured with a pledge of the increment tax revenues that are derived within the applicable redevelopment area and deposited to a community redevelopment trust fund. As of April 1, 2024, the Refunded Bonds were outstanding in the principal amount of \$4,020,000. See "REFUNDING PLAN" herein. None of the revenues which are the primary payment sources for such debt constitute Governmental Funds Revenues as such term is defined in the Resolution. The City and certain environmental groups have entered into a Consent Decree (the "Consent Decree") relating to some alleged violations of the Clean Water Act by the City. The Consent Decree requires the City to make certain improvements to its wastewater system over the next several years and also provides for penalties for violations of the Consent Decree. In order to finance such required improvements and other planned improvements, the City expects to issue up to \$48.0* million in additional State Revolving Fund Loans, which while primarily secured by net water, sewer and stormwater revenues, will also contain a backup covenant to budget and appropriate Non-Ad Valorem Revenues of the City. In the event Non-Ad Valorem Revenues are used to pay any of the State Revolving Fund Loans, it could adversely impact the amount of Non-Ad Valorem Revenues available to pay the Series 2024 Bonds. However, the City has neither used, nor expects to use, the backup covenant to budget and appropriate Non-Ad Valorem Revenues to pay debt service; rather, the primary pledged revenue source has been, and is expected to continue to be, sufficient.

The City entered into interest rate swap agreements with Bank of America, N.A. (the "Counterparty") (the "Swap Agreements") in connection with the Promissory Note (Bank of America, N.A.), Series 2004 (the "Series 2004 Note") and Promissory Note, Series 2005A (Central Community Redevelopment Agency) (the "Series 2005A Note"). The City pays a fixed interest rate to the Counterparty, in exchange for the Counterparty paying to the City a variable rate of interest.

Under certain circumstances, the Swap Agreements are subject to early termination, in which event the City may be obligated to make a payment to the Counterparty or the City may be entitled to receive a payment from the Counterparty. Such circumstances include but are not limited to the credit rating of the City or of the Counterparty being downgraded below certain levels or the occurrence of certain events of default under the applicable Swap Agreements. The amount of any such potential termination payment under the applicable Swap Agreement would be calculated based on the then current interest rate market, the schedule of notional principal amounts under the remaining term

* Preliminary, subject to change.

of the applicable Swap Agreement at the time such termination payment became due, and other market-related factors that are beyond the control of the City. Such termination payments could have a material adverse effect on the City's ability to make a payment on the Series 2024 Bonds.

As of September 30, 2023, the Swap Agreements had a negative fair value of \$1,637.

The City is subject to the risk that the Counterparty could default on its obligations under the Swap Agreements. In such event, the City may be obligated to pay or may be entitled to receive a termination payment as described above.

Outstanding Indebtedness; Calculation of Anti-Dilution Test Compliance; Historical Pro Forma Debt Service Coverage

Set forth below for the City is a schedule showing debt service on other covenant to budget and appropriate-secured indebtedness or indebtedness secured by Non-Ad Valorem Revenues.

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City of Bradenton Combined Debt Service

Fiscal Year	Non-Ad Valorem Revenue Debt ⁽¹⁾⁽²⁾⁽³⁾
2024	\$2,510,568
2025	2,331,123
2026	1,997,981
2027	4,286,318
2028	1,494,175
2029	1,492,425
2030	1,490,450
2031	1,494,625
2032	1,494,866
2033	1,493,100
2034	1,491,869
2035	1,492,494
2036	1,493,756
2037	1,496,119
2038	485,219
2039	490,559
2040	485,300
2041	488,700
2042	486,400
2043	488,400
2044	489,600
TOTAL ⁽⁴⁾	\$29,474,046

⁽¹⁾ Consists of the Series 2004 Note, the Series 2005A Note, the Series 2012 Bonds, the City's Government Obligation Contract, dated October 29, 2020 (the "Sweepers Lease"), Special Obligation Revenue Refunding Bonds, Series 2016 (the "Series 2016 Bonds"), and the Florida Municipal Loan Council Revenue Bonds, Series 2018A (City of Bradenton Series) (the "Series 2018A Bonds").

⁽²⁾ The Series 2004 Note and the Series 2005 Note are subject to the Swap Agreements with Bank of America, N.A., as described above. The debt service numbers include hedge payments where applicable as provided by the Resolution.

⁽³⁾ The Series 2012 Bonds are anticipated to be refinanced in 2027, as the City will be receiving annual interlocal payments from the County through 2032.

⁽⁴⁾ Numbers may not add due to rounding.

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Set forth below is the calculation of anti-dilution test compliance with respect to the City as of September 30, 2023, taking into account the issuance of the Series 2024 Bonds and debt service as of the date hereof:

City of Bradenton Non-Ad Valorem Revenue Anti-Dilution Test

Revenues	FY 2022	FY 2023	Prior Two-Year Average
Governmental Funds Revenues	\$67,025,649	\$87,582,083	\$77,303,866
Less: Ad Valorem Revenues	(29,054,645)	(33,094,665)	(31,074,655)
Less: Restricted Funds	(8,140,853)	(7,520,550)	(7,830,702)
Available Non-Ad Valorem Revenues	\$29,830,151	\$46,966,868	\$38,398,510
Adjusted Non-Ad Valorem Revenues	\$29,830,151	\$46,966,868	\$38,398,510
Expenditures			
Essential or Legally Mandated Services			
General Government	\$36,657,445	\$40,484,632	\$38,571,039
Public Safety	11,959,668	16,671,736	14,315,702
Total Essential or Legally Mandated Services	\$48,617,113	\$57,156,368	\$52,886,741
Less: Ad-Valorem Revenues Available to pay Essential or Legally Mandated Services	(29,054,645)	(33,094,665)	(31,074,655)
Adjusted Essential or Legally Mandated Services	\$19,562,468	\$24,061,703	\$21,812,086
Net Non-Ad Valorem Revenues available for Debt Service	\$10,267,683	\$22,905,165	\$16,586,424

Test 1 - Net Non-Ad Valorem Revenues covers Projected Maximum Annual Debt Service by 1.50x

Net Non-Ad Valorem Revenues available for Debt Service	\$16,586,424
Projected Maximum Annual Debt Service ⁽¹⁾	6,286,568
Coverage	2.64x%

Test 2 - Projected MADS does not exceed 25% of Governmental Funds Revenues

Governmental Fund Revenues	\$77,303,866
Projected Maximum Annual Debt Service ⁽¹⁾	6,286,568
Percentage	8.1%

Source: City of Bradenton, Florida Finance Department.

⁽¹⁾ Includes debt service on the Series 2004 Note, the Series 2005A Note, the Series 2012 Bonds, the Sweepers Lease, the Series 2016 Bonds, the Series 2018A Bonds, and the Series 2024 Bonds. The debt service numbers include hedge payments where applicable as provided by the Resolution. In accordance with the Resolution, the debt service numbers do not include debt service on the State Revolving Loan Funds or the Refunded Bonds as the City has not used, nor does it expect to use, Non-Ad Valorem Revenues to pay debt service on such obligations. Assumes the Series 2024 Bonds are issued in the aggregate amount of \$36,000,000, with a true interest cost of 4.38% and a final maturity of September 1, 2054.

Historical Non-Ad Valorem Revenues

The following table sets forth, for the City's Fiscal Years ended September 30, 2018 through and including September 30, 2023, the Non-Ad Valorem Revenues accounted for in the City's Governmental Funds which may be legally available to pay all or a portion of the debt service on the Series 2024 Bonds, subject to the conditions and restrictions described herein. The amounts shown for Fiscal Years 2018-2023 are derived from audited financial statements. Certain of such revenues may hereinafter be specifically pledged to secure other indebtedness of the City. Any such debt would be payable from such specific revenue sources prior to payment of debt service on the Series 2024 Bonds or any other indebtedness that is similarly payable from a covenant of the City to budget and appropriate sufficient Non-Ad Valorem Revenues to pay debt service. Additionally, as noted previously and described under "SECURITY FOR THE SERIES 2024 BONDS," the City's covenant and agreement to appropriate Non-Ad Valorem Revenues to pay the Series 2024 Bonds is also subject to other conditions, including the payment of essential services related to the health, welfare and safety of the inhabitants of the City or which are mandated by applicable law, and the obligation of the City to have a balanced budget. Certain categories of Non-Ad Valorem Revenues may cease to exist altogether and new sources may come about from time to time.

Continued consistent receipt of Non-Ad Valorem Revenues is dependent upon a variety of factors, including continuing compliance with eligibility requirements and formulas specified under Florida law for the distribution of certain of such funds which take into consideration the ratio of residents in the City to total County residents. Greater growth in the unincorporated areas of the County or in other municipalities as compared to the City could have an adverse effect on certain non-ad valorem revenues. The amounts and availability of any of the Non-Ad Valorem Revenues to the City are also subject to change, including reduction or elimination by change of State law or changes in the facts or circumstances according to which certain of the Non-Ad Valorem Revenues are allocated. In addition, the amount of certain of the Non-Ad Valorem Revenues collected by the City is directly related to the general economy of the State and the County. Accordingly, adverse economic conditions could have a material adverse effect on the amount of Non-Ad Valorem Revenues collected by the City. The City has and may in the future specifically pledge certain of the Non-Ad Valorem Revenues or covenant to budget and appropriate Non-Ad Valorem Revenues of the City to its obligations. In the case of a specific pledge, such Non-Ad Valorem Revenues would be required to be applied to such obligations prior to paying the principal of and interest on the Series 2024 Bonds.

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City of Bradenton, Florida
Historical Legally Available Non-Ad Valorem Revenues

	FY 2019	FY 2020	FY 2021	FY 2022	FY 2023
Non-Ad Valorem Revenues:					
Utility Taxes	\$5,305,577	\$5,354,423	\$5,534,778	\$5,826,035	\$6,570,213
Public Service Taxes	1,920,599	2,074,756	2,208,418	2,347,903	2,772,648
Half-Cent Sales Tax	4,264,365	4,302,924	5,189,518	5,932,505	6,042,443
Infrastructure Sales Tax	4,034,413	4,249,882	5,250,318	6,073,600	6,123,539
Local Business Tax	184,906	190,812	181,556	167,236	171,577
Other Taxes	400,000	400,000	400,000	400,000	400,000
Intergovernmental Revenues	-	-	-	-	-
Special Assessments, Property Owners	133,677	122,059	311,943	648,977	703,813
Impact Fees	1,103,584	1,220,204	415,461	782,633	593,571
Franchise Fees	3,336,466	3,254,699	3,064,476	3,842,218	4,358,300
State Revenue Sharing, Unrestricted	4,185,236	3,960,356	4,567,543	5,151,670	5,300,415
Intergovernmental Grants	4,999,564	1,741,739	2,428,353	2,977,053	9,146,011
Licenses and Permits	1,985,367	1,513,016	1,597,118	1,275,165	1,713,584
Interest and Investment Earnings	3,148,306	2,272,240	82,046	(2,420,049)	4,820,417
Charges for Services	3,606,128	3,471,345	3,193,256	3,088,021	3,632,198
Fines and Forfeitures	128,473	126,744	132,201	112,580	125,229
Payments in Lieu of Taxes	78,440	80,914	76,329	75,642	95,038
Rents	916,431	732,215	750,184	833,430	996,572
Miscellaneous	319,921	4,463,075	625,157	810,385	910,350
Total Non-Ad Valorem Revenues	\$40,051,453	\$39,531,403	\$36,008,655	\$37,925,004	\$54,475,918

Note: Figures include all Governmental Funds; Excludes proprietary funds (enterprise and internal service funds) funds.
Source: City of Bradenton, Florida Finance Department. Derived from audited financial statements.

The following includes a general description of some of the sources of Non-Ad Valorem Revenues that are likely to be legally available to pay debt service on the Series 2024 Bonds.

Taxes

Utility Service Tax. The "Utility Service Tax" is imposed by the City pursuant to the Constitution of the State, Section 166.231, Florida Statutes, and Chapter 66, Article II of the City's Code of Ordinances, and other applicable provisions of law. State law authorizes any municipality in the State to levy the Utility Service Tax on the purchase within such municipality of electricity, metered natural gas, liquefied petroleum gas either metered or bottled, manufactured gas either metered or bottled, and water service. Services competitive with those enumerated in the previous sentence, as defined by ordinance, shall be taxed on a comparable basis at the same rates. The Utility Service Tax rate cannot exceed ten percent (10%) of the payments received by the seller of the taxable item from the purchaser for the purchase of such service. Fuel oil shall be taxed at a rate not to exceed 4 cents per gallon. The Utility Service Tax shall not be applied against any fuel adjustment charge. The term "fuel adjustment charge" means all increases in the cost of utility services

to the ultimate consumer resulting from an increase in the cost of fuel to the utility subsequent to October 1, 1973.

Pursuant to Ordinance No. 1139 enacted by the City on June 30, 1972, the City levies a utility service tax on the purchase of electricity, metered or bottled gas (natural, liquefied petroleum gas, or manufactured) or water service within the City limits at a rate of ten percent (10%) based upon the charge made by the seller thereof. The tax is not applied against any fuel adjustment charge.

The Utility Service Tax must be collected by the seller from purchasers at the time of sale and remitted to the City on a monthly basis. Taxes on most utility services are separately itemized on the bill rendered to customers, but separate disclosure is not required. A failure by a consumer to pay that portion of the bill attributable to the Utility Service Tax may result in a suspension of the service involved in the same fashion as the failure to pay that portion of the bill attributable to the particular utility service.

The amount of Utility Service Tax collected by the City may fluctuate as the price of taxable services fluctuates and a sustained increase in the price thereof may have an adverse effect on the amount of tax collected. The amount of Utility Service Tax revenues received by the City is also subject to increase or decrease due to legislative changes. The amount of the Utility Service Tax revenues collected within the City may be adversely affected by changes in population within the City. Such changes in population could decrease the number of purchasers of taxable services within the City.

Local Communications Services Tax. The Communications Services Tax Simplification Act, codified as Chapter 202, Florida Statutes, became effective October 1, 2001 (the "CSTA"). Pursuant to the CSTA, the structure and imposition of taxes on telecommunications and other communications services were significantly revised. Section 202.19, Florida Statutes, authorizes counties and municipalities to levy a local tax on communications services (the "Local Communications Services Tax") as defined in Section 202.11, Florida Statutes, and as of the same date, repealed Section 166.231(9), Florida Statutes, which had previously granted municipalities the authority to levy a utilities tax on the purchase of telecommunication services. Although the Local Communications Services Tax is levied locally, the Florida Department of Revenue ("FDOR") collects the tax on behalf of the local governments.

Pursuant to the CSTA, the City imposes a local communications services tax at a rate of 6.32% for all taxable sales of communications services charged to a service address within the City. The proceeds of said Local Communication Services Tax, less FDOR's cost of administration which may not exceed 1% of the total revenue generated, are deposited in the Local Communications Services Tax Clearing Trust Fund (the "CST Trust Fund") and distributed monthly to the appropriate jurisdiction.

"Communication services" under the CSTA are defined as the transmission, conveyance, or routing of voice, data, audio, video, or any other information or signals, including video services, to a point, or between or among points, by or through any electronic, radio, satellite, cable, optical, microwave, or other medium or method now in existence or hereafter devised, regardless of the protocol used for such transmission or conveyance. The term does not include:

- (a) Information services.
- (b) Installation or maintenance of wiring or equipment on a customer's premises.
- (c) The sale or rental of tangible personal property.
- (d) The sale of advertising, including, but not limited to, directory advertising.
- (e) Bad check charges.
- (f) Late payment charges.
- (g) Billing and collection services.
- (h) Internet access service, electronic mail service, electronic bulletin board service, or similar online computer services.

However, such services have historically been taxed if the charges for such services are not stated separately from the charges for communications services on a customer's bill.

The sale of communications services to the following are exempt from the Local Communications Services Tax: (i) the federal government or any instrumentality or agency thereof, or any entity that is exempt from state taxes under federal law, (ii) the State or any county, municipality or political subdivision of the State when payment is made directly to the dealer by the governmental entity, and (iii) any home for the aged, educational institution (which includes state tax-supported and nonprofit private schools, colleges and universities and nonprofit libraries, art galleries and museums, among others) or religious institutions (which includes, but is not limited to, organizations having an established physical place for worship at which nonprofit religious services and activities are regularly conducted) that is exempt from federal income tax under Section 501(c)(3) of the Code. In addition, the Local Communication Services Tax does not apply to any direct-to-home satellite service.

The CSTA provides that, to the extent that a provider of communications services is required to pay to a local taxing jurisdiction a tax, charge, or other fee under any franchise agreement or ordinance with respect to the services or revenues that are also subject to the Local Communications Services Tax, such provider is entitled to a credit against the amount of such Local Communications Services Tax payable to the State in the amount of

such tax, charge, or fee with respect to such service or revenues. The amount of such credit is deducted from the amount that such local taxing jurisdiction is entitled to receive under Section 202.18(3), Florida Statutes.

Under the CSTA, local governments must work with the FDOR to properly identify service addresses within each municipality and county. If a jurisdiction fails to provide the FDOR with accurate service address information, the local government risks losing tax proceeds that it should properly receive. The City believes it has provided the FDOR with all information that the FDOR has requested as of the date hereof and that such information is accurate.

Providers of communications services collect the Local Communications Services Tax and may deduct 0.75% as a collection fee (or 0.25% in the case of providers who do not employ an enhanced zip code database or a database that is either supplied or certified by the FDOR). The communications services providers remit the remaining proceeds to the FDOR for deposit into the CST Trust Fund. The FDOR then makes monthly distributions from the CST Trust Fund to local governments after deducting up to 1% of the total revenues generated as an administrative fee.

The amount of Local Communications Services Tax revenues received by the City is subject to increase or decrease due to (i) increases or decreases in the dollar volume of taxable sales within the City, (ii) legislative changes, and/or (iii) technological advances which could affect consumer preferences.

Local Business Tax. Section 205.032, Florida Statutes, authorizes counties to levy a business tax (formerly known as the "local occupational license tax") for the privilege of engaging in or managing any business, profession or occupation within their jurisdictions (the "Local Business Tax"). Section 205.042 extends authority to levy the Local Business Tax to municipalities.

Any Local Business Tax levied must be based on reasonable classifications, must be uniform throughout any class, and must comply with various additional limitations and adoption procedures contained in Sections 205.0315 and 205.0535, Florida Statutes. Under Chapter 66, Article IV of the City's Code of Ordinances, the City levies a Local Business Tax on various services.

The Florida Legislature has exempted certain individuals and activities from the Local Business Tax. In 2012, the Legislature considered legislation repealing the Local Business Tax, but this legislation failed to pass. It is possible that the Legislature may consider similar bills in the future or may consider bills providing for additional exemptions from or limitations on the Local Business Tax and that such bills may pass. The amount of Local Business Tax revenues received by the City is subject to further increase or decrease based on the number of persons choosing in any given year to engage in or manage any business, profession or occupation within its jurisdiction.

Other Non-Ad Valorem Taxes. The City receives proceeds of certain other non-ad valorem taxes including excise taxes on insurance premiums and a local fuel tax, the uses of which are limited. The proceeds of these other taxes generally are not legally available to pay debt service on the Series 2024 Bonds.

Intergovernmental Revenues

All revenues received by a local government unit from federal, state, and other local government sources in the form of grants, shared revenues, and payments in lieu of taxes are included in the intergovernmental revenues category. The category is further classified into eight subcategories: federal grants, federal payments in lieu of taxes ("PILOT"), state grants, state shared revenues, state PILOT, if any, local grants, local shared revenue, and local PILOT. If a particular grant is funded from separate intergovernmental sources, then the revenue is recorded proportionately. The largest of these sources is the "Local Government Half-Cent Sales Tax."

Local Government Half-Cent Sales Tax. Chapter 212, Florida Statutes, authorizes the levy and collection by the State of sales tax upon, among other things, the sales price of each item or article of tangible personal property sold at retail in the State, subject to certain exceptions and dealer allowances. In 1982, the Florida Legislature created the Local Government Half-Cent Sales Tax Program (the "Half-Cent Sales Tax Program"), which distributes a portion of the sales tax revenue and money from the State's General Revenue Fund to counties and municipalities that meet certain eligibility requirements. In 1982, when the Half-Cent Sales Tax Program was created, the general rate of sales tax in the State was increased from 4% to 5%, and one-half of the fifth cent was devoted to the Half-Cent Sales Tax Program, thus giving rise to the name "Half-Cent Sales Tax." Although the amount of sales tax revenue deposited into the Half-Cent Sales Tax Program is no longer one-half of the fifth cent of every dollar of the sales price of an item subject to sales tax, the name "Half-Cent Sales Tax" has continued to be utilized.

Section 212.20, Florida Statutes, provides for the distribution of sales tax revenues collected by the State. Over the years, the proportion of sales tax revenues deposited in the Local Government Half-Cent Sales Tax Clearing Trust Fund in the State Treasury (the "Sales Tax Trust Fund") has decreased from time to time. Prior to September 1, 2015, the percentage of sales tax proceeds deposited in the Sales Tax Trust Fund after certain required deposits to other State funds was 8.8854%. Commencing September 1, 2015, the percentage of sales tax proceeds deposited in the Sales Tax Trust Fund after certain required deposits to other State funds is 8.9744%. The general rate of sales tax in the State is now 6.00%. The sales tax proceeds deposited in the Sales Tax Trust Fund (the "Half-Cent Sales Tax Revenues") are earmarked for distribution to the governing body of each county and each participating municipality within a county pursuant to a statutory distribution formula described below. The Half-Cent Sales Tax Revenues are distributed from the Sales Tax Trust Fund on a monthly basis to participating units of local government in accordance with Chapter 218, Part VI, Florida Statutes.

To be eligible to participate in the Half-Cent Sales Tax Program, each municipality and county is required to comply with a variety of state-mandated requirements. The City has always complied with such requirements.

The Half-Cent Sales Tax Revenues collected within a county and deposited in the Sales Tax Trust Fund are distributed among the county and the eligible municipalities therein in accordance with the following formula:

$$\begin{array}{l} \text{County Share} \\ \text{(percentage of total} \\ \text{Half-Cent Sales} \\ \text{Tax Revenues)} \end{array} = \frac{\begin{array}{l} \text{unincorporated} \\ \text{area population} \\ \text{total county} \\ \text{population} \end{array} + \frac{\begin{array}{l} \text{2/3 incorporated} \\ \text{area population} \\ \text{2/3 incorporated} \\ \text{area population} \end{array}}{\begin{array}{l} \text{total county} \\ \text{population} \end{array}}$$

$$\begin{array}{l} \text{Each Municipality Share} \\ \text{(percentage of total} \\ \text{Half-Cent Sales Tax} \\ \text{Revenues)} \end{array} = \frac{\begin{array}{l} \text{municipality population} \\ \text{total county} \\ \text{population} \end{array} + \frac{\begin{array}{l} \text{2/3 incorporated} \\ \text{area population} \end{array}}{\begin{array}{l} \text{total county} \\ \text{population} \end{array}}$$

For purposes of the foregoing formula, "population" is based upon the latest official State estimate of population certified prior to the beginning of the local government Fiscal Year. Should any unincorporated area of the County become incorporated as a municipality, the share of the Half-Cent Sales Tax Revenues received by the City would be reduced. Should the City annex any area or should any area of the City de-annex from the City, the share of the Half-Cent Sales Tax Revenues received by the City would be respectively increased or decreased according to the foregoing formula.

Below are the estimated distribution percentages of the Half-Cent Sales Tax Revenues for the County, the City and the other municipalities within the County for the Fiscal Year ending September 30, 2024:

**Local Government
Half-Cent Sales Tax Distribution Percentages
for Fiscal Year Ending
September 30, 2024**

<u>County/Municipality</u>	<u>Distribution Percentage</u>
Bradenton	12.01%
Manatee County	83.51
Other Cities ⁽¹⁾	4.48

⁽¹⁾ Consists of five other cities.

Source: State of Florida Department of Revenue.

The amount of Half-Cent Sales Tax Revenues distributed to the City is subject to increase or decrease due to (1) more or less favorable economic conditions, (2) increases or decreases in the dollar volume of taxable sales within the County, (3) legislative changes relating to the half-cent sales tax program, which may include changes in the scope of taxable sales, changes in the tax rate and changes in the amount of sales tax revenue deposited into the sales tax trust fund, (4) the relative population of the City compared to the population of the unincorporated areas of the County and of the other municipalities therein, and (5) other factors which may be beyond the control of the City, including but not limited to, the increasing use of electronic commerce and other internet-related sales activity that could have a material adverse impact upon the amount of sales tax collected by the State and then distributed to the City.

Infrastructure Sales Surtax. Pursuant to Chapter 212, Florida Statutes, counties are authorized to levy a local discretionary sales surtax (also commonly known as the infrastructure sales surtax) of an additional one-half percent (1/2%) or one percent (1%) pursuant to an ordinance enacted by a majority of the members of the board of county commissioners and approved by referendum. Chapter 212, Florida Statutes, provides that the levy on such surtax may be extended upon approval of a majority of the electors of the County voting in a referendum on the discretionary sales surtax.

The infrastructure sales surtax revenues are amounts paid to the City pursuant to the one-half percent (0.5%) sales surtax imposed by the County on residents within the County ("Sales Surtax Revenues") and approved at a referendum held in November 2016. The Sales Surtax Revenues are to be distributed among the municipalities within the County pursuant to Section 218.62, Florida Statutes, as described below. Unless extended pursuant to another referendum, said sales surtax expires December 31, 2031. The City's Sales Surtax Revenues are restricted legally or by City Council policy for specific capital improvement projects, and thus may only be used with respect to certain capital projects.

Generally, the proceeds of the infrastructure sales surtax may only be expended to finance, plan and construct "infrastructure," which is defined as including fixed capital expenditures or fixed capital costs associated with the construction, reconstruction or improvement of public facilities which have a life expectancy of five or more years and any land acquisition, land improvement, design and engineering costs related thereto. Pursuant to Section 212.055(2)(e), Florida Statutes, as amended, counties receiving discretionary sales surtax proceeds may pledge such proceeds for the purpose of servicing new bond indebtedness incurred pursuant to law.

Section 212.055(2)(d), Florida Statutes, expressly states that neither the proceeds from the infrastructure sales surtax nor the interest accrued thereon shall be used for operational expenses of any infrastructure. Further restrictions prohibit counties from using the infrastructure sales surtax to replace or supplant user fees or to reduce ad valorem taxes. The surtax applies to all transactions in the County that are subject to State sales tax imposed on sales, use, rentals, admissions, and other transactions under Chapter 212,

Florida Statutes, and on communication services. The surtax does not apply to the sales amount of tangible personal property greater than \$5,000 or to long distance telephone service.

FDOR has the responsibility to administer, collect, and enforce the discretionary sales surtax. Pursuant to Section 212.054(4)(b), Florida Statutes, the proceeds of the County's discretionary sales surtax collections are transferred to the Discretionary Sales Surtax Clearing Trust Fund. A separate account in the trust fund is established for each county imposing such a surtax. FDOR is authorized to deduct up to 3% of the total revenue generated for all counties levying a surtax for administrative costs. The amount deducted for administrative costs is required to be used only for those costs solely and directly attributable to the surtax. The total administrative costs are prorated among those counties levying the surtax on the basis of the amount collected for a particular county to the total amount collected for all counties. Historically, FDOR has deducted less than 1.0% for administrative costs.

Pursuant to Section 212.15, Florida Statutes, vendors are required to remit sales tax receipts (including proceeds of any discretionary sales surtax) by the twentieth (20th) day of the month immediately following the month of collection. No statute prescribes a deadline for remitting surtax proceeds from FDOR to the local governing bodies. However, according to the accounting division of FDOR, FDOR consistently remits the surtax proceeds to such local governing bodies by the end of the month immediately following receipt by FDOR.

Pursuant to Chapter 212, Part I, Florida Statutes, the Sales Surtax Revenues are to be distributed by FDOR among the County and all of the municipalities within the County (collectively, the "Municipalities"), either (i) in accordance with the formula provided under Section 218.62, Florida Statutes, or (ii) pursuant to an interlocal agreement between the County and the governing bodies of the municipalities representing a majority of the population of the County. The County currently distributes the Sales Surtax Revenues to the Municipalities in accordance with the formula provided under Section 218.62, Florida Statutes.

The total amount of Sales Surtax Revenues collected within the County and distributed to the City is subject to increase or decrease due to increases or decreases in the dollar volume of taxable sales within the County, which, in turn, is subject to among other things, (i) legislative changes which may include or exclude from taxation sales of particular goods or services, and (ii) changes in the dollar volume of purchases in the County, which is affected by changes in population and economic conditions. The potential for increased use of electronic commerce and other internet-related sales activity could have a material adverse impact upon the amount of Sales Surtax Revenues collected by the County and distributed to the City.

The Sales Surtax Revenues received by the City are deposited into the City's Half-Cent Infrastructure Surtax Fund (a Governmental Fund of the City) used to account for the receipt, custody and expenditure of Sales Surtax Revenues. As such, a special public hearing would be required for the City's Sales Surtax Revenues to be available to pay debt service on the Series 2024 Bonds.

The infrastructure sales surtax, unless renewed, expires prior to the final maturity of the Series 2024 Bonds. There can be no assurance that the extension of the infrastructure sales surtax will be enacted and approved at referendum.

State Revenue Sharing Funds. A portion of the taxes levied and collected by the State is shared with local governments under provisions of Chapter 218.215, Florida Statutes. To be eligible for State Revenue Sharing Funds beyond the minimum entitlement, a local government must comply with a variety of state mandated requirements. The City has always complied with such requirements.

The amount distributed to any one municipality from the State Revenue Sharing Trust Fund for Municipalities (the "Revenue Sharing Trust Fund") is calculated using a formula consisting of the following equally weighted factors: an adjusted population factor, a sales tax collection factor, and a relative revenue-raising ability factor. The adjusted population factor means the proportion of the municipality's population to the total population of all eligible municipalities, as adjusted by certain statutorily set factors which are also based on the municipality's population. The sales tax collection factor means the proportion of the sales tax collected within a municipality to the total sales tax collected within all eligible municipalities, as determined by allocating sales tax collected within the county to the municipality on the basis of the proportion of the municipality's population to the total population of the county. The revenue-raising ability factor means the municipality's ability to raise revenue relative to other eligible municipalities in the State.

Each eligible municipality is entitled to receive minimum amounts of State Revenue Sharing Funds, known as the "guaranteed entitlement" and the "minimum entitlement." The guaranteed entitlement is correlated to amounts received by such municipality from certain taxes on cigarettes, roads and motor fuel in the State Fiscal Year 1971-1972. The minimum entitlement is intended to allow local governments to receive amounts necessary to meet certain specified obligations. The funds remaining in the Revenue Sharing Trust Fund after the distribution of the guaranteed entitlement and the minimum entitlement are referred to as "growth monies" that are further distributed to eligible municipalities (the "Growth Monies").

There are no restrictions on the use of the guaranteed entitlement, minimum entitlement or the Growth Monies; however, there are restrictions on the amount of funds that can be specifically pledged for indebtedness. A municipality is allowed to pledge the full amount of its guaranteed entitlement revenues. In addition, a municipality can assign, pledge, or set aside as a trust for the payment of principal or interest on bonds or any other

form of indebtedness an amount up to 50% of the State Revenue Sharing Funds (including Growth Monies) received by it in the prior State fiscal year.

Currently, the sources of revenues that are deposited into the Revenue Sharing Trust Fund for municipalities consist of certain State sales taxes and fuel taxes.

Mobile Home Licenses. Section 320.08, Florida Statutes, imposes an annual license tax in lieu of ad valorem taxes upon mobile homes which are not permanently affixed to real property. The annual license taxes are remitted by the Tax Collector to the State. Pursuant to Section 320.081 Florida Statutes, after deduction of a service charge for each license issued, the State remits to the City one-half of the balance of such taxes derived from licenses issued to mobile homes located within the City. The State remits such funds to the City on a periodic basis.

Alcoholic Beverage Licenses. Pursuant to Sections 561.14(6), 563.02, 564.02, 565.02(1), (4) and (5) and 565.03, Florida Statutes, the State levies license taxes on vendors, manufacturers and distributors of beer, wine and liquor. Section 561.342, Florida Statutes, requires that 38% of such taxes collected within the City be returned to the City. Distributions are made to the City on a monthly basis.

Permits and Fees

Franchise Fees. The City's Franchise Fees currently consist of all monies and fees received by the City as a result of franchises granted by the City to utility companies to be providers of its services within the City. The City currently has franchise agreements for electricity and gas. Presently, the City receives a majority of its Franchise Fee revenues from Florida Power & Light ("FP&L") pursuant to a 30-year franchise granted by the City to FP&L pursuant to Ordinance No. 2931 enacted by the City on April 27, 2011 (the "FP&L Agreement"). Additionally, the City receives gas Franchise Fee revenues from Peoples Gas System, a division of Tampa Electric Company, pursuant to Ordinance No. 2685 enacted by the City on January 31, 2003, that expires on January 30, 2033. This franchise automatically renews for successive six-month periods until a six-month notice is given that said franchise is terminated.

The FP&L Agreement is scheduled to terminate in April 26, 2041 prior to the final maturity of the Series 2024 Bonds. Although the City currently intends to take all action necessary to extend or renew the FP&L Agreement prior to its expiration, or to seek a new or additional franchisees for the provision of such services, there is no assurance that such franchises will be extended or renewed or that the City will be successful in seeking new or additional franchisees. There is also no guarantee that either of these services will continue to be provided by private entities in the future rather than by governmental entities, including the City, in which case no Franchise Fees would be received. Additionally, continued receipt of all of the Franchise Fees is dependent upon the continued

financial viability of the City's franchisees and the continued need by the City's citizens for the services provided.

Franchise fees received by the City are deposited to the credit of the General Fund and may be used for any lawful purpose.

Other Permits and Fees. The City receives revenues that are derived from charges imposed and collected with respect to a variety of permits and fees granted within the City, including but not limited to application, inspection and permit fees for site plan reviews, construction and renovation projects, landscaping, plumbing, electrical and other improvements.

The City also imposes special assessments for various capital projects and operations, the use of such fees are limited to the capital project and/or operations for which they were levied. None of the revenues received from special assessments will be available to pay debt service on the Series 2024 Bonds.

Charges for Services

Revenues resulting from the City's charges for services are reflected in this category and include those charges received from private individuals or other governmental units. The revenues received from these charges for services are typically used to support related services. The City generally divides these charges for services into four general categories: general government, public safety, culture and recreation and administrative.

Miscellaneous Revenues

This category includes a variety of revenues including recoveries, reimbursements and sales of assets.

Ad Valorem Taxes

The Series 2024 Bonds are secured by the City's covenant to budget and appropriate Non-Ad Valorem Revenues in the manner and to the extent provided in the Resolution, as described under "SECURITY FOR THE SERIES 2024 BONDS" herein, and are not payable from ad valorem taxation. However, the ability of the City to pay the Series 2024 Bonds is subject to a variety of factors, including the obligation of the City to provide governmental services and the provisions of Florida law which require the City to have a balanced budget. The holders of the Series 2024 Bonds do not have a lien on Non-Ad Valorem Revenues, other than the Pledged Revenues for the payment of debt service until such Non-Ad Valorem Revenues, if any, are deposited to the funds and accounts established under the Resolution.

Although the Series 2024 Bonds are not payable from ad valorem taxation, approximately 46% of governmental fund revenues which were collected by the City in

Fiscal Year 2023 were derived from ad valorem taxes. To the extent that the future collection of ad valorem tax revenues is adversely affected, a larger portion of Non-Ad Valorem Revenues would be required to balance the budget and provide governmental services. This could impact the City's ability to pay debt service on the Series 2024 Bonds.

The City is permitted by the Florida Constitution to levy ad valorem taxes at a rate of up to \$10 per \$1,000 of assessed valuation for general governmental expenditures. The City's General Fund ad valorem tax millage rate for the Fiscal Year ending September 30, 2024 is 5.7726 per \$1,000. The City is also permitted by the Florida Constitution to levy ad valorem taxes above the \$10 per \$1,000 limitation to pay debt service on general obligation long-term debt if approved by a voter referendum. The City currently does not have any general obligation debt outstanding.

Budget Process

The City begins the budget process each February for the ensuing Fiscal Year (October 1 to September 30) with the distribution of budget request forms and instructions to departments and division heads. City division heads and elected officers submit their proposed expenditures beginning in April for compilation no later than July 1 of each year and each submission is matched against available revenues. A balanced, proposed budget is presented to the City Council for review within 15 days of receipt of an assessed value certification from the County's Property Appraiser which is due by July 1. A tentative budget is thereupon adopted within 15 days.

Subsequent to public hearings, a final budget is adopted. The final budget for the Fiscal Year ending September 30, 2024 was adopted by the City Council on September 20, 2023. Final millage rates are adopted, usually by late September, and the County's Tax Collector prepares tax bills for mailing on or after November 1. Upon valid adoption, all expenditures in the budget constitute appropriations, and amendments to the budget can be made only in accordance with the provisions of Chapter 129, Florida Statutes, as amended, and such chapter provides that expenditures in excess of total fund budgets are unlawful.

Historical Revenues and Expenditures of Governmental Funds

The following table shows information regarding total revenues and expenditures within the Governmental Funds for the City's Fiscal Years ended September 30, 2018 through and including September 30, 2023. The amounts shown for Fiscal Years 2018-2023 are derived from audited financial statements. The table is not intended to represent revenues of the City which would necessarily be available to pay debt service on the Series 2024 Bonds. The table is intended to provide general historical information regarding the City's Governmental Funds, from which the City is obligated to budget and appropriate sufficient Non-Ad Valorem Revenues to pay debt service on the Series 2024 Bonds, subject

to the conditions set forth in the Resolution and described herein. See "SECURITY FOR THE SERIES 2024 BONDS" herein.

The table includes both Non-Ad Valorem Revenues, ad valorem property taxes and non-ad valorem revenues that are restricted or otherwise not available to pay debt service on the Series 2024 Bonds that are accounted for in the Governmental Funds of the City. As noted previously, the Series 2024 Bonds are only payable from Non-Ad Valorem Revenues budgeted and appropriated in accordance with the applicable provisions of the Resolution. While the Series 2024 Bonds are not secured by or payable from ad valorem property taxes, such taxes may be used to pay for expenditures allocable to the Governmental Funds. To the extent ad valorem taxes are negatively impacted, the City may be required to use more Non-Ad Valorem Revenues to pay for expenditures, including those for essential public purposes. Future legislative or constitutional changes adversely impacting ad valorem tax collections could require the City to use more Non-Ad Valorem Revenues for payment of expenditures.

The ability of the City to appropriate Non-Ad Valorem Revenues in sufficient amounts to pay the principal of and the interest on the Series 2024 Bonds is subject to a variety of factors, including the City's responsibility to provide for the payment of essential services relating to the health, welfare and safety of the inhabitants of the City or which are mandated by applicable law and the obligation of the City to have a balanced budget. No representation is being made by the City that any particular Non-Ad Valorem Revenue source will be available in future years, or if available, will be budgeted to pay debt service on the Series 2024 Bonds.

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City of Bradenton, Florida Historical Revenues and Expenditures

	Fiscal Year Ended September 30,				
	2019	2020	2021	2022	2023
Revenues					
Taxes	\$38,768,710	\$38,660,277	\$45,504,639	\$49,401,924	\$54,775,085
License and permits	1,985,367	1,513,016	1,597,118	1,275,165	1,713,584
Intergovernmental revenues	5,399,564	2,141,739	2,828,353	3,377,053	9,546,011
Impact fees	1,103,584	1,220,204	415,461	782,633	593,571
Shared revenues	4,185,236	3,960,356	4,567,543	5,151,670	5,300,415
Payments in lieu of taxes	78,440	80,914	76,329	75,642	95,038
Charges for services	3,606,128	3,471,345	3,193,256	3,088,021	3,632,198
Fines and forfeitures	128,473	126,744	132,201	112,580	125,229
Investment and investment earnings (losses)	3,148,306	2,272,240	174,046	(2,374,049)	4,831,917
Rents	916,431	732,215	750,184	833,430	996,572
Franchise fees	3,336,466	3,254,699	3,064,476	3,842,218	4,358,300
Miscellaneous	319,921	4,463,075	625,157	810,385	910,350
Special assessments, property owners	133,677	122,059	311,943	648,977	703,813
Total revenues	63,110,303	62,018,883	63,240,706	67,025,649	87,582,083
Expenditures					
Current					
General government	7,322,942	7,772,612	8,375,761	10,510,851	14,211,539
Public safety	26,582,774	27,307,537	28,658,938	28,922,260	31,320,531
Transportation	4,337,619	4,292,788	3,882,796	4,151,990	4,378,360
Economic environment	3,124,111	3,026,578	3,036,559	2,070,657	1,669,123
Culture and recreation	1,491,049	1,449,640	1,665,703	1,644,397	2,147,331
Debt service:					
Principal	2,034,137	1,245,300	2,001,955	1,158,689	1,222,474
Interest	1,064,806	989,152	1,004,019	848,542	802,297
Fees and expenditures	485	485	485	725	566
Capital Outlay	6,885,336	8,623,292	9,110,063	14,713,572	19,154,250
Total expenditures	52,843,259	54,707,384	57,736,279	64,021,683	74,906,471
Excess (deficiency) of revenues over (under) expenditures	10,267,044	7,311,499	5,504,427	3,003,966	12,675,612
Other Financing Sources (Uses)					
Transfers from other funds	9,273,981	3,969,751	14,577,361	6,042,934	7,022,958
Transfers to other funds	(9,800,152)	(4,244,357)	(16,026,977)	(6,698,096)	(7,519,682)
Sale of capital assets	116,667	741,563	239,415	-	143,242
Total other financing sources (uses)	(409,504)	466,957	(1,210,201)	(655,162)	(353,482)
Net change in fund balances	9,857,540	7,778,456	4,294,226	2,348,804	12,322,130
Fund balances, beginning	66,575,590	76,433,130	84,211,586	88,505,812	90,854,616
Fund balances, ending	<u>\$76,433,130</u>	<u>\$84,211,586</u>	<u>\$88,505,812</u>	<u>\$90,854,616</u>	<u>\$103,176,746</u>

Source: City of Bradenton, Florida Annual Comprehensive Financial Report for Fiscal Years ended September 30, 2019-23.

EMPLOYEE RETIREMENT SYSTEMS AND PENSION PLANS

Plan Descriptions

The City has two pension funds (one for firefighters and one for police officers) and also participates in two defined benefit pension plans for all other employees that are administered by the State, Department of Management Services, Division of Retirement. The fair value of the Police Pension Fund and Firefighters Pension Fund as of September 30, 2023 was \$86.0 million and \$67.6 million, respectively. See Note J in "APPENDIX B – ANNUAL COMPREHENSIVE FINANCIAL REPORT FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2023" hereto for information regarding the firefighters' and police officers' pension plans. The description that follows relates solely to the other employees' pension plans. The plans provide retirement, disability, or death benefits to retirees or their designated beneficiaries. Chapter 121, Florida Statutes, establishes the authority for benefit provisions. Changes to the law can only occur through an act of the Florida Legislature. The State issues a publicly available financial report that includes financial statements and required supplementary information for the plans. That report is available from the Florida Department of Management Services' website (www.dms.myflorida.com).

The Florida Retirement System ("FRS") Pension Plan is a cost-sharing, multiple-employer defined benefit pension plan with a Deferred Retirement Option Program ("DROP") available for eligible employees. The FRS was established and is administered in accordance with Chapter 121, Florida Statutes. Retirees receive a lifetime pension benefit with joint and survivor payment options. FRS membership is compulsory for employees filling regularly established positions in a state agency, county agency, state university, state college, or district school board, unless restricted from FRS membership under Sections 121.053 or 121.122, Florida Statutes, or allowed to participate in a defined contribution plan in lieu of FRS membership. Participation by cities, municipalities, special districts, charter schools, and metropolitan planning organizations is optional.

The Retiree Health Insurance Subsidy ("HIS") Program is a cost-sharing, multiple-employer defined benefit pension plan established and administered in accordance with Section 112.363, Florida Statutes. The benefit is a monthly payment to assist retirees of the state-administered retirement systems in paying their health insurance costs. To be eligible to receive a HIS benefit, a retiree under a state administered retirement system must provide proof of eligible health insurance coverage, which can include Medicare.

Benefits Provided

Benefits under the FRS Pension Plan are computed on the basis of age and/or years of service, average final compensation, and service credit. Credit for each year of service

is expressed as a percentage of the average final compensation. For members initially enrolled before July 1, 2011, the average final compensation is the average of the five highest fiscal years' earnings; for members initially enrolled on or after July 1, 2011, the average final compensation is the average of the eight highest fiscal years' earnings.

The total percentage value of the benefit received is determined by calculating the total value of all service, which is based on the retirement plan and/or class to which the member belonged when the service credit was earned.

Senate Bill 7024 increased the level of monthly benefits from \$5.00 multiplied by years of service to \$7.50, with an increased minimum of \$45 and maximum of \$225. This change applies to all years of service for both members currently in pay and members not yet in pay.

The contribution requirements of plan members and the employer are established and may be amended by the Florida Legislature. Employees are required to contribute 3.00% of their salary to the FRS Pension Plan. The employer's contribution rates as of September 30, 2023, were as follows:

	<u>FRS</u>	<u>HIS</u>
Regular Class	11.57%	2.00%
Special Risk Class	30.67	2.00
Senior Management Service Class	32.52	2.00
Elected Officials	56.68	2.00
DROP from FRS	19.13	2.00

The City's contributions for the year ended September 30, 2023, were \$1,973,132 to the FRS Pension Plan and \$306,837 to the HIS Program.

Pension Liabilities and Pension Expense

In its financial statements for the year ended September 30, 2023, the City reported a liability for its proportionate share of the net pension liability of the FRS Pension Plan and its proportionate share of the net pension liability of the HIS Program. The net pension liabilities were measured as of June 30, 2023. The City's proportions of the net pension liabilities were based on its share of contributions to the pension plans relative to the contributions of all participating entities, actuarially determined.

	<u>FRS</u>	<u>HIS</u>
Net Pension Liability Proportion at:	\$16,343,562	\$7,407,797
Current Measurement Date	0.041015961%	0.046644660%
Prior Measurement Date	0.039063199%	0.044492198%
Pension Expense	\$3,663,085	\$2,859,374

Deferred Outflows/Inflows of Resources Related to Pensions

At September 30, 2023, the City reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

Description	FRS		HIS	
	Deferred Outflows of Resources	Deferred Inflows of Resources	Deferred Outflows of Resources	Deferred Inflows of Resources
Difference Between Expected and Actual Experience	\$1,534,519	-	\$108,445	\$17,387
Changes of Assumptions	1,065,409	-	194,749	641,911
Net Difference between Projected and Actual Earnings on Pension Plan Investments	682,551	-	3,825	-
Changes of Proportion and Difference Between City Pension Plan Contributions and Proportionate Share of Contributions	887,971	\$30,194	325,438	43,206
City Pension Plan Contributions Subsequent to the Measurement Date	492,886	-	85,530	-
Total	\$4,663,336	\$30,194	\$717,987	\$702,504

Deferred outflows of resources related to employer contributions paid subsequent to the measurement date and prior to the employer's fiscal year-end will be recognized as a reduction of the net pension liability in the reporting period ending September 30, 2023. Other pension-related amounts reported as deferred outflows of resources and deferred inflows of resources will be recognized in pension expense as follows:

Fiscal Year Ending September 30	FRS Amount	HIS Amount
2024	\$564,264	\$(12,239)
2025	(223,559)	(7,421)
2026	3,385,842	(12,346)
2027	321,627	(24,216)
2028	92,082	(12,828)
Thereafter	-	(997)
Total	\$4,140,256	\$(70,047)

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Actuarial Assumptions

The total pension liability for each of the defined benefit plans was measured as of June 30, 2023. The total pension liability for the FRS Pension Plan and HIS Program was determined by an actuarial valuation dated July 1, 2022.

The individual entry age normal actuarial cost method was used for each plan, along with the following significant actuarial assumptions:

	<u>FRS</u>	<u>HIS</u>
Inflation	2.40%	2.40%
Salary Increases including inflation	3.25	3.25
Investment Rate of Return	6.70	3.65
Discount Rate	6.70	3.65

Mortality assumptions for FRS Pension Plan and HIS Plan were based on the PUB-2010 base table varying by member category and sex, projected generationally with Scale MP-2018.

For both plans, the actuarial assumptions were based on the results of an actuarial experience study for the period July 1, 2013 through June 30, 2018.

The long-term expected rate of return on pension plan investments was not based on historical returns, but instead is based on a forward-looking capital market economic model. The allocation policy's description of each asset class was used to map the target allocation to the asset classes shown below. Each asset class assumption is based on a consistent set of underlying assumptions and includes an adjustment for the inflation assumption. The target allocation and best estimates of arithmetic and geometric real rates of return for each major asset class are summarized in the following table:

<u>Asset Class</u>	<u>Target Allocation⁽¹⁾</u>	<u>Annual Arithmetic Return</u>	<u>Compound Annual (Geometric) Return</u>	<u>Standard Deviation</u>
Cash	1.0%	2.9%	2.9%	1.1%
Fixed Income	19.8	4.5	4.4	3.4
Global Equity	54.0	8.7	7.1	18.1
Real Estate	10.3	7.6	6.6	14.8
Private Equity	11.1	11.9	8.8	26.3
Strategic Investments	3.8	6.3	6.1	7.7
Assumed Inflation – Mean	-	-	2.4	1.4

⁽¹⁾ As Outlined in the Plan's Investment Policy.

Discount Rate. The discount rate used to measure the total pension liability for the FRS Pension Plan was 6.70%. The Plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore, the discount rate for calculating the total pension liability is equal to the long-term expected rate of return.

The discount rate used to measure the total pension liability for the HIS Pension Plan was 3.65%, which increased from 3.54%. In general, the discount rate for calculating the total pension liability is equal to the single rate equivalent to discounting at the long-term expected rate of return for benefit payments prior to the projected depletion date. Because the HIS benefit is essentially funded on a pay-as-you-go basis, the depletion date is considered to be immediate, and the single equivalent discount rate is equal to the municipal bond rate selected by the HIS Plan sponsor. The Bond Buyer General Obligation 20-Bond Municipal Bond Index was adopted as the applicable municipal bond index.

The following changes in actuarial assumptions occurred in 2023:

- HIS—The municipal bond index rate and the discount rate used to determine the total pension liability increased from 3.54% to 3.65%.

Sensitivity of the City's Proportionate Share of the Net Pension Liability to Changes in the Discount Rate. The following tables demonstrate the sensitivity of the net pension liability to changes in the discount rate. The sensitivity analysis shows the impact to the employer's proportionate share of the net pension liability if the discount rate was 1.00% higher or 1.00% lower than the current discount rate.

FRS

	1% Decrease (5.70%)	Current Discount Rate (6.70%)	1% Increase (7.70%)
City's Proportionate Share of the Net Pension Liability	<u>\$27,918,132</u>	<u>\$16,343,562</u>	<u>\$6,660,050</u>

HIS

	1% Decrease (2.65%)	Current Discount Rate (3.65%)	1% Increase (4.65%)
City's Proportionate Share of the Net Pension Liability	<u>\$8,451,140</u>	<u>\$7,407,797</u>	<u>\$6,542,935</u>

Pension Plan Fiduciary Net Position. Detailed information about the Plan's fiduciary net position is available in the separately issued FRS Pension Plan and Other State Administered Systems Annual Comprehensive Financial Report.

FRS - Defined Contribution Pension Plan

Pursuant to Chapter 121, Florida Statutes, the Florida Legislature created the Florida Retirement Investment Plan (the "FRS Investment Plan"), a defined contribution pension plan qualified under Section 401(a) of the Internal Revenue Code. The FRS Investment Plan is an alternative available to members of the FRS in lieu of the defined benefit plan. There is a uniform contribution rate covering both the defined benefit and defined contribution plans, depending on membership class. Required employer contributions made to the plan during the year ended September 30, 2023, totaled \$723,412.

OTHER POST EMPLOYMENT BENEFITS

Plan Description

The City's Retiree Health Care Plan (the "Plan") is a single employer defined benefit postemployment health care plan that covers eligible retired employees of the City. The Plan, which is administered by the City, allows employees who retire and meet retirement eligibility requirements under one of the City's retirement plans to continue health insurance coverage as a participant in the City's plan. For purposes of applying Paragraph 4 under GASB Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*, the Plan does not meet the requirements for an OPEB plan administered through a trust.

Benefits Provided

A retired employee and his or her spouse and eligible dependents are eligible to continue health insurance identical to active employees if they meet the eligibility for retirement under the applicable retirement plan. The retiree is responsible for paying the entire monthly premium for health coverage and that of any covered spouse or eligible dependents. Medicare is assumed to become primary upon attainment of age 65. This conforms to the minimum required of Florida governmental employers per Chapter 112.0801, Florida Statutes. The OPEB Plan does not issue a stand-alone report.

At September 30, 2023, the date of the latest actuarial valuation, plan participation consisted of:

Active Employees	176
Retirees and Beneficiaries Receiving Benefits	425
	<u>601</u>

Funding Policy

For the OPEB Plan, contribution requirements of the City are established and may be amended through action from the City Council. To-date, the City has followed a pay-

as-you-go funding policy, contributing only those amounts necessary to provide for its portion of current year benefit cost and expenses. There is no separate Trust fund or equivalent into which the City would make contributions to advance-fund the obligation. Therefore, ultimate subsidies which are provided over time are financed directly by general assets of the City, which are invested in very short-term fixed income instruments according to its current investment policy. The discount rate is based on the S&P Municipal 20 Year High Grade Rate Index. The discount rate is 4.63% as of the September 30, 2023, value of the index.

Total OPEB Liability

The City's total OPEB liability of \$16,986,347 was measured as of September 30, 2023. The actuarial valuation date was September 30, 2022.

Changes in the Total OPEB Liability

Total OPEB Liability, Beginning of Year	\$24,060,790
Service Cost	689,598
Interest on Total OPEB Liability	1,053,597
Changes of Benefit Terms	-
Difference between Expected and Actual Experience	724,342
Change of Assumptions and Other Inputs	(7,931,990)
Benefit Payments	(1,609,990)
Net Change in Total OPEB Liability	(7,074,443)
Total OPEB Liability, End of Year	\$16,986,347

Sensitivity of the Total OPEB Liability to Changes in the Discount Rate. The following table presents the total OPEB liability of the City as well as what the City's total OPEB liability would be if it were calculated using a discount rate that is one percentage point lower or one percentage point higher than the current rate:

	1% Decrease	Current Discount	1% Increase
	3.63%	Rate	5.63%
	3.63%	4.63%	5.63%
Total OPEB Liability	<u>\$18,587,718</u>	<u>\$16,986,347</u>	<u>\$15,630,363</u>

Sensitivity of the Total OPEB Liability to Changes in the Healthcare Cost Trend Rates. The following table presents the total OPEB liability of the City, as well as what the City's total OPEB liability would be if it were calculated using healthcare cost trend rates that are one percentage point lower or one percentage point higher than the current healthcare cost trend rates:

	1% Decrease	Current Healthcare Cost Trend Rate	1% Increase
Total OPEB Liability	<u>\$16,082,536</u>	<u>\$16,986,347</u>	<u>\$18,083,926</u>

OPEB Expense, Deferred Outflows and Deferred Inflows of Resources Related to OPEB. For the fiscal year ended September 30, 2023, the City recognized OPEB expense of \$465,470. At September 30, 2023, the City reported deferred outflows of resources and deferred inflows of resources related to OPEB from the following sources:

Description	Deferred Outflows of Resources	Deferred Inflows of Resources	Net Outflows of Resources
Changes in Assumptions and Other Inputs	\$630,272	\$669,356	\$(39,084)
Difference Between Expected and Actual Experience	2,758,561	12,522,550	(9,763,989)
Total	<u>\$3,388,833</u>	<u>\$13,191,906</u>	<u>\$(9,803,073)</u>

Amounts reported as deferred outflows and inflows of resources related to OPEB will be recognized in OPEB expense as follows:

Fiscal Year Ending September 30	Amount
2024	\$(1,277,725)
2025	(1,192,094)
2026	(1,402,427)
2027	(1,669,456)
2028	(1,836,943)
Thereafter	(2,424,428)
Total	<u>\$(9,803,073)</u>

Actuarial methods and assumptions include the following:

Actuarial valuation date:	September 30, 2022
Measurement Date:	September 30, 2023
Roll Forward Disclosure:	The total OPEB liability was rolled forward from the September 30, 2022 valuation date to the September 30, 2023 measurement date using standard actuarial techniques.
Actuarial Cost Method:	Entry Age Normal
Normal Inflation:	2.50%
Discount Rate:	4.63%

Projected Salary Increases:	<p><u>General Employees:</u> Salary increase rates used for Regular Class members in the July 1, 2022 actuarial valuation of the Florida Retirement System; 3.4% - 7.8%, including inflation.</p> <p><u>Police and Fire:</u> Salary increase rates based on those used in the respective October 1, 2022 actuarial valuations of the City's pension plans.</p>
Retirement Age:	Experience-based table of rates that are specific to the type of eligibility condition and employment class.
Mortality:	Mortality rates are the same as used in the July 1, 2022 actuarial valuation of the Florida Retirement System for non-K-12 Instructional Regular Class and Special Risk Class members. These rates were taken from adjusted Pub-2010 mortality tables published by the Society of Actuaries with generational mortality improvements using Scale MP-2018. Adjustments to referenced tables are based on the results of a statewide experience study covering the period 2013 through 2018.
Healthcare Cost Trend Rate:	Based on the Getzen Model, with trend rates starting at 6.50% for per capita costs and 56.4% for premiums (to reflect actual premiums) for the year beginning in 2023, followed by 6.25% for the year beginning in 2024 and gradually decreasing to an ultimate trend rate of 4.00%.
Aging Factors:	Based on the 2013 SOA Study "Health Care Costs - From Birth to Death."
Expenses:	Administrative expenses are included in the per capita health costs.

Changes of Assumptions reflect a change in the discount rate from 4.40% at the beginning of the measurement period to 4.63% as of September 30, 2023.

RISK FACTORS

The purchase of the Series 2024 Bonds involves a degree of risk, as is the case with all investments. Factors that could affect the City's ability to perform its obligations under the Resolution, including the timely payment of principal of and interest on the Series 2024 Bonds, include, but are not limited to, the following:

1. There is no assurance that any rating assigned to the Series 2024 Bonds by the rating agencies will continue for any given period of time or that it will not be lowered or withdrawn entirely by such rating agency, if in its judgment, circumstances warrant. A

downgrade change in or withdrawal of any rating may have an adverse effect on the market price of the Series 2024 Bonds.

2. In the event of a default in the payment of principal of and interest on the Series 2024 Bonds, the remedies of the owners of the Series 2024 Bonds are limited under the Resolution and may be further limited under Florida law.

3. The State is naturally susceptible to the effects of extreme weather events and natural disasters including floods, droughts, and hurricanes, which could result in negative economic impacts on communities including the City. Such effects can be exacerbated by a longer-term shift in the climate over several decades (commonly referred to as climate change, generally discussed below), including increasing global temperatures and rising sea levels. The occurrence of such extreme weather events could damage local infrastructure that provides essential services to the City. The economic impacts resulting from such extreme weather events could include a loss of revenue, interruption of service, and escalated recovery costs. The City is located on the west coast of Florida and the City has experienced damage from hurricanes in the past. Most recently, Hurricane Ian made landfall near Fort Myers Beach, Florida as a Category 4 hurricane on September 28, 2022, moved northeast through the State and the City experienced minor damage to residential, commercial and governmental property.

4. Numerous scientific studies on climate change show that, among other effects on the global ecosystem, sea levels may rise, extreme temperatures may become more common, and extreme weather events may become more frequent as a result of increasing global temperatures attributable to atmospheric pollution. Sea levels may continue to rise in the future due to the increasing temperature of the oceans causing thermal expansion and growing ocean volume from glaciers and ice caps melting into the ocean. The City is unable to predict whether sea level rise or other impacts of climate change will occur, when they may occur, and if any such events occur, whether they will have a material adverse effect on the business operations or financial condition of the City. Additionally, climate change concerns have led, and may continue to lead, to new laws and regulations at the federal and state levels (including but not limited to air, water, hazardous substances and waste regulations) that could have a material adverse effect on the operations and/or financial condition of the City. The City maintains, in the General Fund committed fund balance, not less than 10% of the total budgeted operating expenditures of the current Fiscal Year to be used as an Emergency and Disaster Reserve in accordance with the City's fund balance policy. The City has also received a State grant to complete a stormwater project on the east side of the City to address ongoing drainage issues in that part of the City.

5. Computer networks and systems used for data transmission and collection are vital to the efficient operations of the City. City systems provide support to departmental operations and constituent services by collecting and storing sensitive data, including intellectual property, security information, proprietary business process

information, information applying to suppliers and business partners, and personally identifiable information of customers, constituents and employees. The secure processing, maintenance and transmission of this information is critical to department operations and the provision of citizen services. Increasingly, governmental entities are being targeted by cyberattacks (including, but not limited to, hacking, viruses, malware and other attacks on computers and other sensitive digital networks and systems) seeking to obtain confidential data or disrupt critical services or to receive significant ransom payments. A rapidly changing cyber risk landscape may introduce new vulnerabilities and avenues that attackers/hackers can exploit in attempts to cause breaches or service disruptions. Employee error and/or malfeasance may also contribute to data loss or other system disruptions. Additionally, the City's computer networks and systems routinely interface and rely on third party systems that are also subject to the risks previously described. Any such breach could compromise networks and the confidentiality, integrity and availability of systems and the information stored there. The potential disruptions, access, modification, disclosure or destruction of data could result in interruption of the efficiency of City commerce, initiation of legal claims or proceedings, liability under laws that protect the privacy of personal information, regulatory penalties, disruptions in operations and the services provided, expenditures to repair and restore service and/or for ransom payments and the loss of confidence in City operations, ultimately adversely affecting City revenues.

The City has a comprehensive cyber security program that is built on in-depth policies that align with the National Institute of Standards and Technology cybersecurity framework. This approach ensures that the City has cyber security awareness organization-wide and practices it throughout the City's technology lifecycle. Some of the focus areas include perimeter defense, endpoint security, data protection, application security, and security awareness training, among others. The program is managed by the Information Technology Department, a team of cyber security professionals dedicated to these cyber security key functions who report to the City Administrator's office. The City operates in a "zero trust" model and applies its security controls accordingly. The City also applies cyber security practices in its procurement process and in the event of disaster, the City maintains cyber security insurance coverage.

6. The outbreak of the highly contagious COVID-19 pandemic in the United States in March 2020 generally had a disruptive financial impact on local, state and national economies around the country, including without limitation fueling inflation and creating supply chain issues. There can be no guarantee that State and/or local shut downs or closures similar to those implemented in 2020 will not happen in the future. It is possible the United States, including the State and the City, may experience increased COVID-19 cases, hospitalizations, and deaths as a result of current or future variants, or may experience a new viral pandemic, which could, in turn, impact State and local government finances. To date, the City has received approximately \$10.8 million in funds under the American Rescue Plan Act.

Prospective purchasers of the Series 2024 Bonds should review carefully all of the provisions of the Resolution the form of which is included in APPENDIX C attached to this Official Statement.

LITIGATION

There is not now pending any litigation restraining or enjoining the issuance or delivery of the Series 2024 Bonds or questioning or affecting the validity of the Series 2024 Bonds or the proceedings and authority under which they are to be issued. Neither the creation, organization or existence of the City, nor the title of the present Councilmembers or other officials of the City to their respective offices is being contested. There is no litigation pending which in any manner questions the right of the City to implement its plan of finance in accordance with the provisions of the Resolution, the City Charter, and the laws of the State.

The City experiences routine litigation and claims incidental to the conduct of its affairs and the operations of the City. The City is self-insured for general comprehensive liability, workers compensation, automobile liability, and certain risks associated with public officials' liability. These exposures and pending claims are defended by experienced defense counsel and, if necessary, are anticipated to be paid by the self-insurance fund, which is adequate for satisfying customary claims. In the opinion of the City Attorney, there are no lawsuits presently pending or threatened, which would impair the City's ability to perform its obligations, financial or otherwise, with respect to the Series 2024 Bonds.

LEGAL MATTERS

Certain legal matters in connection with the authorization and issuance of the Series 2024 Bonds are subject to the approval of Nabors, Giblin & Nickerson, P.A., Tampa, Florida, Bond Counsel. Certain legal matters with respect to the City will be passed upon by Blalock Walters, P.A., Bradenton, Florida, City Attorney and certain disclosure matters will be passed upon by Nabors, Giblin & Nickerson, P.A., Tampa, Florida, as Disclosure Counsel to the City. Certain legal matters will be passed upon for the Underwriter by its Counsel, Nelson Mullins Riley & Scarborough LLP, Orlando, Florida.

The proposed text of the legal opinion of Bond Counsel is set forth in APPENDIX D. The actual legal opinion may vary from that text if necessary to reflect facts and law on the date of delivery. The opinion will speak only as of its date, and subsequent distribution of it by recirculation of this Official Statement or otherwise shall create no implication that subsequent to the date of the opinion Bond Counsel has reviewed or expresses any opinion concerning any matters referenced in the opinion. Bond Counsel's opinion is based on existing law, which is subject to change. Such opinion is further based on factual representations made to Bond Counsel as of the date thereof. Bond Counsel

assumes no duty to update or supplement the opinion to reflect any facts or circumstances, including changes in law, that may thereafter occur or become effective.

The legal opinions to be delivered concurrently with the delivery of the Series 2024 Bonds express the professional judgment of the attorneys rendering the opinions regarding the legal issues expressly addressed therein. By rendering a legal opinion, the opinion giver does not become an insurer or guarantor of the result indicated by that expression of professional judgment, of the transaction on which the opinion is rendered, or of the future performance of the parties to the transaction, nor does the rendering of an opinion guarantee the outcome of any legal dispute that may arise out of the transaction.

TAX MATTERS

Opinion of Bond Counsel

In the opinion of Bond Counsel, the form of which is included as APPENDIX D attached hereto, the interest on the Series 2024 Bonds is excludable from gross income of the owners thereof for federal income tax purposes and is not a specific item of tax preference for federal income tax purposes under existing statutes, regulations, rulings and court decisions; provided, however, with respect to certain corporations, interest on the Series 2024 Bonds is taken into account in determining the annual adjusted financial statement income for the purpose of computing the alternative minimum tax imposed on such corporations. Failure by the City to comply subsequently to the issuance of the Series 2024 Bonds with certain requirements of the Internal Revenue Code of 1986, as amended (the "Code"), including but not limited to requirements regarding the use, expenditure and investment of Series 2024 Bond proceeds and the timely payment of certain investment earnings to the Treasury of the United States, may cause interest on the Series 2024 Bonds to become includable in gross income for federal income tax purposes retroactive to their date of issuance. The City has covenanted in the Resolution to comply with all provisions of the Code necessary to, among other things, maintain the exclusion from gross income of interest on the Series 2024 Bonds for purposes of federal income taxation. In rendering its opinion, Bond Counsel has assumed continuing compliance with such covenants.

Internal Revenue Code of 1986

The Code contains a number of provisions that apply to the Series 2024 Bonds, including, among other things, restrictions relating to the use or investment of the proceeds of the Series 2024 Bonds and the payment of certain arbitrage earnings in excess of the "yield" on the Series 2024 Bonds to the Treasury of the United States. Noncompliance with such provisions may result in interest on the Series 2024 Bonds being included in gross income for federal income tax purposes retroactive to their date of issuance.

Collateral Tax Consequences

Except as described above, Bond Counsel will express no opinion regarding the federal income tax consequences resulting from the ownership of, receipt or accrual of interest on, or disposition of, the Series 2024 Bonds. Prospective purchasers of the Series 2024 Bonds should be aware that the ownership of the Series 2024 Bonds may result in other collateral federal tax consequences. For example, ownership of the Series 2024 Bonds may result in collateral tax consequences to various types of corporations relating to (1) denial of interest deduction to purchase or carry such Series 2024 Bonds, (2) the branch profits tax, and (3) the inclusion of interest on the Series 2024 Bonds in passive income for certain Subchapter S corporations. In addition, the interest on the Series 2024 Bonds may be included in gross income by recipients of certain Social Security and Railroad Retirement benefits.

PURCHASE, OWNERSHIP, SALE OR DISPOSITION OF THE SERIES 2024 BONDS AND THE RECEIPT OR ACCRUAL OF THE INTEREST THEREON MAY HAVE ADVERSE FEDERAL TAX CONSEQUENCES FOR CERTAIN INDIVIDUAL AND CORPORATE BONDHOLDERS, INCLUDING, BUT NOT LIMITED TO, THE CONSEQUENCES DESCRIBED ABOVE. PROSPECTIVE SERIES 2024 BONDHOLDERS SHOULD CONSULT WITH THEIR TAX SPECIALISTS FOR INFORMATION IN THAT REGARD.

Other Tax Matters

Interest on the Series 2024 Bonds may be subject to state or local income taxation under applicable state or local laws in other jurisdictions. Purchasers of the Series 2024 Bonds should consult their own tax advisors as to the income tax status of interest on the Series 2024 Bonds in their particular state or local jurisdictions.

The Inflation Reduction Act, H.R. 5376 (the IRA), was passed by both houses of the U.S. Congress and was signed by the President on August 16, 2022. As enacted, the IRA includes a 15 percent alternative minimum tax to be imposed on the "adjusted financial statement income," as defined in the IRA, of certain corporations for tax years beginning after December 31, 2022. Interest on the Series 2024 Bonds will be included in the "adjusted financial statement income" of such corporations for purposes of computing the corporate alternative minimum tax. Prospective purchasers that could be subject to this minimum tax should consult with their own tax advisors regarding the potential tax consequences of owning the Series 2024 Bonds.

During prior years, legislative proposals have been introduced in Congress, and in some cases enacted, that altered certain federal tax consequences resulting from the ownership of obligations that are similar to the Series 2024 Bonds. In some cases, these proposals have contained provisions that altered these consequences on a retroactive basis. Such alteration of federal tax consequences may have affected the market value of

obligations similar to the Series 2024 Bonds. From time to time, legislative proposals are pending which could have an effect on both the federal tax consequences resulting from ownership of the Series 2024 Bonds and their market value. No assurance can be given that additional legislative proposals will not be introduced or enacted that would or might apply to, or have an adverse effect upon, the Series 2024 Bonds.

Tax Treatment of Original Issue Discount

Certain of the Series 2024 Bonds (the "Discount Bonds") may be offered and sold to the public at an original issue discount, which is the excess of the principal amount of the Discount Bonds over the initial offering price to the public, excluding bond houses, brokers or similar persons or organizations acting in the capacity of underwriters or wholesalers, at which initial offering price a substantial amount of the Discount Bonds of the same maturity was sold. Original issue discount represents interest which is excluded from gross income for federal income tax purposes to the same extent as interest on the Discount Bonds. Original issue discount will accrue over the term of a Discount Bond at a constant interest rate compounded semi-annually. An initial purchaser who acquires a Discount Bond at the initial offering price thereof to the public will be treated as receiving an amount of interest excludable from gross income for federal income tax purposes equal to the original issue discount accruing during the period such purchaser holds such Discount Bonds and will increase the adjusted basis in such Discount Bonds by the amount of such accruing discount for purposes of determining taxable gain or loss on the sale or other disposition of such Discount Bonds. The federal income tax consequences of the purchase, ownership and prepayment, sale or other disposition of Discount Bonds which are not purchased in the initial offering at the initial offering price may be determined according to rules which differ from those above. Owners of Discount Bonds should consult their own tax advisors with respect to the precise determination for federal income tax purposes of interest accrued upon sale, prepayment or other disposition of such Discount Bonds and with respect to the state and local tax consequences of owning and disposing of such Discount Bonds.

Tax Treatment of Bond Premium

Certain of the Series 2024 Bonds (the "Premium Bonds") may be offered and sold to the public at an initial offering price in excess of the principal amount of such Premium Bond, which excess constitutes to an initial purchaser amortizable bond premium which is not deductible from gross income for Federal income tax purposes. The amount of amortizable bond premium for a taxable year is determined actuarially on a constant interest rate basis over the term of the Premium Bonds which term ends on the earlier of the maturity or call date for each Premium Bond which minimizes the yield on said Premium Bonds to the purchaser. For purposes of determining gain or loss on the sale or other disposition of a Premium Bond, an initial purchaser who acquires such obligation in the initial offering to the public at the initial offering price is required to decrease such purchaser's adjusted basis in such Premium Bond annually by the amount of amortizable

bond premium for the taxable year. The amortization of bond premium may be taken into account as a reduction in the amount of tax-exempt income for purposes of determining various other tax consequences of owning such Premium Bonds. The federal income tax consequences of the purchase, ownership and sale or other disposition of Premium Bonds which are not purchased in the initial offering at the initial offering price may be determined according to rules which differ from those described above. Owners of the Premium Bonds are advised that they should consult with their own tax advisors with respect to the state and local tax consequences of owning such Premium Bonds.

ENFORCEABILITY OF REMEDIES

The remedies available to the owners of the Series 2024 Bonds upon a monetary or covenant default under the Resolution are in many respects based upon judicial actions which are often subject to discretion and delay. Under existing constitutional and statutory law and judicial decisions, the remedies specified by the Federal bankruptcy code, the Resolution and the Series 2024 Bonds may not be readily available or may be limited. The various legal opinions to be delivered concurrently with the delivery of the Series 2024 Bonds (including Bond Counsel's approving opinion) will be qualified as to the enforceability of the various legal instruments, by limitations imposed by general principles of equity, bankruptcy, reorganization, insolvency or other similar laws affecting the rights of creditors enacted before or after such delivery.

RATING

Moody's Ratings has assigned its municipal bond rating of "Aa1" with respect to the Series 2024 Bonds. The rating reflects only the views of said rating agency and an explanation of the significance of the rating may be obtained only from said rating agency at the following address: Moody's Ratings, 7 World Trade Center, 250 Greenwich Street, New York, New York 10007. There is no assurance that the rating will be retained for any given period of time or that the same will not be revised downward or withdrawn entirely by said rating agency if, in its judgment, circumstances so warrant. Any such downward revision or withdrawal of the rating may have an adverse effect on the market price of the Series 2024 Bonds. Neither the City nor the Underwriter has any obligation or duty to oppose any proposed downward revision or withdrawal of such rating.

UNDERWRITING

The Series 2024 Bonds are being purchased by Raymond James & Associates, Inc. (the "Underwriter"), at a purchase price of \$_____ (par amount of the Series 2024 Bonds of \$_____, less an Underwriter's discount of \$_____ and plus/less net original issue premium/discount of \$_____). The offer of the Underwriter to purchase the Series 2024 Bonds, as accepted by the City, provides for the Underwriter to

purchase all of the Series 2024 Bonds. The Series 2024 Bonds may be offered and sold to certain dealers and others at prices lower than such offering prices and such public offering prices may be changed, from time to time, by the Underwriter.

INVESTMENT POLICY OF THE CITY

Pursuant to the requirements of Section 218.415, Florida Statutes, the City adopted Resolution No. 55 on September 12, 2001, as amended from time to time, establishing the City's present written investment policy which applies to all funds held by or for the benefit of the City (except for City pension funds or any other monies invested under separate ordinance, resolution, policy or agreement). The policy was most recently updated in 2013.

The objectives of the investment policy, listed in order in order of importance, are:

1. Safety of capital;
2. Liquidity of assets; and
3. Investment income.

The investment policy limits the types of investments eligible for inclusion in the City's portfolio. The investment policy also establishes criteria for suitable financial institutions and broker-dealers with which the City will conduct business. Internal investment controls are provided in the policy as are bidding requirements.

To enhance safety, the investment policy requires the diversification of the portfolio to reduce the risk of loss resulting from over-concentration of assets in a specific class of security. The investment policy provides guidelines for diversification, setting forth suggested percentages for the various allowable investments. The policy also provides maturity and liquidity requirements for investments. The responsibility for the administration of the investment program is granted to the City's Finance Director.

The investment policy may be modified by the City Council from time to time. A copy of the investment policy of the City can be obtained directly from the City. See "MISCELLANEOUS" herein.

CONTINUING DISCLOSURE

The City has covenanted for the benefit of the Series 2024 Bondholders to provide certain financial information and operating data relating to the City and the Series 2024 Bonds in each year, and to provide notices of the occurrence of certain enumerated material events. The City has agreed to file annual financial information and operating data and the audited financial statements with each entity authorized and approved by the Securities and

Exchange Commission (the "SEC") to act as a repository (each a "Repository") for purposes of complying with Rule 15c2-12 adopted by the SEC under the Securities Exchange Act of 1934 (the "Rule"). Effective July 1, 2009, the sole Repository is the Municipal Securities Rulemaking Board. The City has agreed to file notices of certain enumerated material events, when and if they occur, with the Repository.

The specific nature of the financial information, operating data, and of the type of events which trigger a disclosure obligation, and other details of the undertaking are described in "APPENDIX E – Form of Disclosure Dissemination Agent Agreement" attached hereto. The Disclosure Dissemination Agent Agreement shall be executed by the City upon the issuance of the Series 2024 Bonds.

The City's obligations under the Disclosure Dissemination Agent Agreement shall only apply so long as the Series 2024 Bonds remain outstanding under the Resolution and shall also cease upon the termination of the continuing disclosure requirements of the Rule by legislative, judicial or administrative action. In the past five years, the City has not failed to comply, in any material respects, with its continuing disclosure undertakings.

FINANCIAL ADVISOR

PFM Financial Advisors LLC, Orlando, Florida (the "Financial Advisor") is employed as the Financial Advisor to the City in connection with the issuance of the Series 2024 Bonds. The Financial Advisor's fee for services rendered with respect to the sale of the Series 2024 Bonds is contingent upon the issuance and delivery of the Series 2024 Bonds. The Financial Advisor is not obligated to undertake, and has not undertaken to make, an independent verification or to assume responsibility for the accuracy, completeness, or fairness of the information in this Official Statement.

FINANCIAL STATEMENTS

The financial statements of the City as of and for the Fiscal Year ended September 30, 2023 included in the City's Annual Comprehensive Financial Report for the Fiscal Year ended September 30, 2023 attached to this Official Statement as APPENDIX B have been audited by Christopher, Smith, Leonard & Stanell, P.A., independent auditors, as stated in their report included in APPENDIX B. The Annual Comprehensive Financial Report, including such financial statements and auditor's report, has been included in this Official Statement as a public document and the consent of the City's auditors was not requested. The auditors have not performed any services related to, and therefore are not associated with, the preparation of the Official Statement. The Series 2024 Bonds are payable solely from the Pledged Revenues as described in the Resolution and under "SECURITY FOR THE SERIES 2024 BONDS" herein.

DISCLOSURE REQUIRED BY FLORIDA BLUE SKY REGULATIONS

Section 517.051, Florida Statutes, and the regulations promulgated thereunder require that the City make a full and fair disclosure of any bonds or other debt obligations that it has issued or guaranteed and that are or have been in default as to principal or interest at any time after December 31, 1975, unless the City believes in good faith that such information would not be considered material by a reasonable investor. The City is not and has not since December 31, 1975 been in default as to principal and interest on its bonds or other debt obligations for which the City was obligated to repay from its own revenues or funds. The City believes that payment defaults, if any, with respect to bonds or debt obligations that the City issued solely as a conduit issuer would not be considered material by a reasonable investor.

CONTINGENT FEES

The City has retained Bond Counsel, Disclosure Counsel and the Financial Advisor with respect to the authorization, sale, execution and delivery of the Series 2024 Bonds. Payment of the fees of Bond Counsel, Disclosure Counsel and the Financial Advisor and an underwriting discount to the Underwriter, including the fees of its counsel, are each contingent upon the issuance of the Series 2024 Bonds.

CERTIFICATE CONCERNING THE OFFICIAL STATEMENT

Concurrently with the sale of the Series 2024 Bonds, the Mayor and the City Administrator (or such other duly authorized City officials) will furnish a certificate to the effect that (1) they have reviewed the Official Statement and that to the best of their knowledge and belief the statements therein are true and correct; and (2) nothing has come to their attention which would lead them to believe that the Official Statement contains any untrue statement of a material fact or omits to state a material fact which should be included therein for the purpose for which the Official Statement is intended to be used, or which is necessary to make the statements contained therein, in light of the circumstances under which they were made, not misleading; provided, however, that such certification shall not include the information contained in the sections entitled "DESCRIPTION OF THE SERIES 2024 BONDS - Book-Entry-Only System" and "UNDERWRITING."

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MISCELLANEOUS

The references, excerpts and summaries of all documents referred to herein do not purport to be complete statements of the provisions of such documents and reference is directed to all such documents for full and complete statements of all matters of fact relating to the Series 2024 Bonds, the security for, and the sources for repayment for the Series 2024 Bonds, and the rights and obligations of the Holders thereof. Copies of such documents may be obtained from the City as provided in the last paragraph under "INTRODUCTION" herein.

[Signature page to follow]

CITY OF BRADENTON, FLORIDA

Attest:

By: _____
Mayor

By: _____
City Clerk

By: _____
City Administrator

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APPENDIX A

**GENERAL INFORMATION REGARDING THE CITY OF BRADENTON
AND MANATEE COUNTY, FLORIDA**

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APPENDIX A

GENERAL INFORMATION REGARDING THE CITY OF BRADENTON AND MANATEE COUNTY, FLORIDA

City of Bradenton

The City of Bradenton, Florida (the "City" or "Bradenton") is located on the west coast of Florida, approximately forty miles south of Tampa on the southern reaches of Tampa Bay and is comprised of 14.35 square miles. Bradenton is one of six incorporated cities (along with Anna Maria, Bradenton Beach, Holmes Beach, Longboat Key and Palmetto) and the county seat of Manatee County, Florida. Founded in the 1840s, the City was named for an early settler, Joseph Braden, who planted sugar and built a "castle" there in 1854, remnants of which survive. The community developed as a winter resort and shipping center for farm produce (citrus and winter vegetables) and was incorporated in 1903. In 1947, it merged with Manatee (founded in 1842), its neighbor to the east, to form the City of Bradenton. The City has a subtropical climate with mild winters and hot, humid summers. The average temperature ranges from 62°F in January to 83°F in August. The City provides a full range of services, including police, fire, planning and development, water, sewer, solid waste and recycling services, as well as providing cultural and recreational facilities, and serves as the southern home of Major League Baseball's Pittsburgh Pirates during spring training.

Government

The City operates under a charter adopted on May 19, 1903. It has a mayor-council government, with a mayor elected at large for a four-year term and a five-member city council elected by districts for two-year terms. The current mayor is Gene Brown, who took office in November 2020. The city council meets on the second and fourth Wednesday of each month at the Bradenton City Hall.

Transportation

Major highways serving the Bradenton area include U.S. Highways 19, 41 and 301, State Road 64 and Interstate 75. Rail transportation is provided by CSX Transportation. The Sarasota-Bradenton Airport, located midway between Sarasota and Bradenton on U.S. 41, has the nearest commercial air service, and Tampa International Airport is located approximately one hour's drive from the City. Port Manatee in northwest Manatee County offers port facilities handling approximately eight million tons of cargo each year, generating more than \$2.3 billion in annual economic impact for the local community and supporting more than 24,000 jobs. Manatee County Area Transit buses serve the City along with the cities/communities of Palmetto, Ellenton, Anna Maria, Holmes Beach, Bradenton Beach, Longboat Key, Tallevast and Samoset, with transfers to Sarasota and St. Petersburg. Free trolleys run north-south on Anna Maria Island, as well as to/from various points on the mainland. Amtrak charter buses run through downtown Bradenton outside the courthouse to Tampa Union Station and Venice.

Utilities

Florida Power and Light Company provides electric service to the Bradenton-Palmetto area. Communication service is supplied by Verizon and Bright House and telegram and wire services are available through Western Union. There are various liquefied petroleum gas and fuel oil companies serving the Bradenton area. Natural gas is supplied by TECO/People's Gas Systems.

Health Facilities

The Manatee County Health Department office and main clinic is located in the City and provides many services to residents. Manatee Memorial Hospital, located in the City, has a total of 319 acute-care beds. The hospital has a staff of approximately 1,650 employees, including 500 health care professionals. The hospital's facilities include an intensive care unit, coronary unit, diagnostic x-ray, including nuclear medicine, and clinical laboratory facilities. The Blake Medical Center is an award-winning tertiary hospital located in the City providing a wide range of medical specialties, including cardiology, emergency care, orthopedic care, physical therapy, rehabilitation, trauma and burn care and a comprehensive stroke center. Lakewood Ranch Medical Center, which opened in 2004, is an acute care hospital with 120 beds and employs more than 750 physicians. Lakewood Ranch Medical Center has an emergency services center, surgery center, sleep center, center for wound healing and hyperbaric medicine, orthopedic spine and joint center, and is adjacent to a medical office building which houses primary and specialty care physicians, the Lakewood Ranch Imaging Center, the Lakewood Ranch Blood Center and the Women's and Children's Center at Lakewood Ranch.

Educational Facilities

The public school system in the City is part of the School District of Manatee County. Students are housed in 53 schools, including nine middle schools, 31 elementary schools, seven high schools, three alternative education schools, two K-8, and one post-secondary school (operated at four school sites) which served approximately 54,924 students during the 2022-2023 school year.

Post-secondary and community service programs are provided by the Manatee Technical College and State College of Florida Manatee-Sarasota. The Technical College opened in 1963 and has continually expanded its physical plant and course offerings. With an enrollment of approximately 4,000 students, the Technical College offers specialized instruction to meet the employment demands of new industry locating in Manatee County. The State College of Florida Manatee-Sarasota is a fully accredited, state-supported, two-year institution with two full-service campuses in Bradenton and Venice and a Center for Innovation and Technology and Medical Technology and Simulation Center at Lakewood Ranch. The college serves 11,000 degree-seeking, credit students and another 14,000 are enrolled in noncredit classes in workforce, professional development and personal enrichment. Students may earn an associate in arts degree in preparation for transfer to a university, choose from among more than 20 associate in applied science and associate in

science degree programs, or choose from among eight bachelor in applied science or bachelor in science degree programs that include programs in engineering, nursing and other health professions.

Other City Facilities

The City has three fire stations and three police stations. Ten parks are located throughout the City offering amenities such as tennis courts and children's playgrounds.

Economy

The City has a tourism-based economy, mainly driven by health care, retail, construction and education. Some of the major employers in the city include Blake Medical Center, Tropicana Products, Bealls, IMG Academy, and the School District of Manatee County. Also important are food processing, manufacturing (including boats, boating equipment, contact lenses, and electrical equipment), agriculture (vegetables, flowers, livestock, and some citrus), seafood production, and shipping. The Bradenton region is a popular retirement area. South Florida Museum, Bishop Planetarium, and Parker Manatee Aquarium provide exhibits on regional history and nature, sky shows, and manatee viewing. Manatee Village Historical Park contains renovated historic buildings. Gamble Plantation State Historic Site at nearby Ellenton includes the Judah P. Benjamin Confederate Memorial and the Gamble Mansion (c. 1844), peninsular Florida’s last surviving antebellum home.

City of Bradenton Demographic and Economic Statistics Last Ten Fiscal Years

Fiscal Year	Population	Personal Income (in thousands)	Per Capita Personal Income	Unemployment Rate
2014	51,119	\$2,283,128	\$44,663	6.1%
2015	52,534	2,517,482	47,921	4.8
2016	53,771	2,696,024	50,139	4.7
2017	54,652	2,838,133	51,931	3.6
2018	56,157	3,034,050	54,028	3.2
2019	57,006	3,249,684	57,006	3.3
2020	58,584	3,402,617	58,081	6.0
2021	56,442	3,498,727	61,988	4.0
2022	56,923	3,949,090	69,376	2.7
2023	56,961	4,119,192	72,316	3.3

Source: City of Bradenton, Florida Annual Comprehensive Financial Report for the Year Ended September 30, 2023.

**City of Bradenton, Florida
Principal Employers
2023 and Nine Years Prior**

Employer	2023			2014		
	Employees	Rank	Percentage of Total County Employment	Employees	Rank	Percentage of Total County Employment
Manatee County School Board	6,864	1	3.55%	5,500	1	3.84%
Manatee Healthcare System	2,500	2	1.29	1,445	4	1.01
Manatee County Government	2,288	3	1.18	1,748	3	1.22
Publix	2,224	4	1.15	875	8	0.61
Beall's Inc.	1,857	5	0.96	1,924	2	1.34
Blake Medical Center	1,500	6	0.78	1,100	7	0.77
Manatee County Sheriff's Office	1,213	7	0.63	1,120	6	0.78
Tropicana Products, Inc	1,000	8	0.52	1,200	5	0.84
IMG Academy	800	9	0.41	564	9	0.39
State College of Florida, Manatee-Sarasota	710	10	0.37	-	-	-
City of Bradenton	-	-	-	504	10	0.35
Total	20,956		10.84%	15,980		11.17%
Total number of individuals employed within Manatee County	193,313			143,093		

Source: City of Bradenton, Florida Annual Comprehensive Financial Report for the Year Ended September 30, 2023.

Employment

Retail, health care, accommodation and food services and construction are the leading sources of employment in Manatee County. The following table shows employment for Manatee County by major industry group.

Average Annual Employment by Major Industry Group 2018-2022

Industry	Average Employment				
	2018	2019	2020	2021	2022
Accommodation and Food Services	14,895	15,707	13,765	14,916	15,738
Administrative and Waste Services	6,579	6,917	7,056	7,408	7,394
Agriculture, Forestry, Fishing & Hunting	4,019	3,652	3,609	3,079	2,565
Arts, Entertainment, and Recreation	4,436	4,645	3,181	3,214	3,564
Construction	10,615	11,371	11,203	11,076	11,561
Educational Services	8,545	9,344	8,967	8,429	8,778
Finance and Insurance	2,666	2,737	2,865	2,936	3,024
Health Care and Social Assistance	16,686	17,341	17,089	17,199	17,602
Information	1,116	1,120	1,149	1,215	1,439
Management of Companies and Enterprises	1,482	1,520	1,499	1,679	1,800
Manufacturing	8,308	8,751	8,273	8,642	8,899
Mining	0	0	0	0	9
Other Services, Ex. Public Admin	4,268	4,590	4,329	4,473	4,765
Professional and Technical Services	4,474	4,794	4,958	5,435	6,198
Public Administration	5,493	5,558	5,641	5,617	5,609
Real Estate and Rental and Leasing	2,617	2,694	2,743	3,006	3,172
Retail Trade	20,170	20,827	19,632	20,720	21,180
Transportation and Warehousing	3,947	4,588	4,919	5,025	5,276
Unclassified	66	102	68	76	281
Utilities	290	286	270	268	265
Wholesale Trade	3,583	3,888	3,743	4,134	4,568

Source: FloridaCommerce, Bureau of Workforce Statistics and Economic Research, Quarterly Census of Employment and Wages Program (QCEW).

**Labor Force, Employment Data and Unemployment Estimates
2014-2023**

The following table shows labor force and employment data for the City and Manatee County, as well as unemployment rates for the City, Manatee County, the State and the United States.

Year	Labor Force		Employment		City of Bradenton	Manatee County	Florida	United States
	City of Bradenton	Manatee County	City of Bradenton	Manatee County				
2014	24,204	160,276	22,734	150,831	6.1%	5.9%	6.5%	6.2%
2015	25,035	165,527	23,640	157,051	5.6	5.1	5.5	5.3
2016	25,536	171,148	24,304	163,281	4.8	4.6	4.9	4.9
2017	25,592	173,427	24,502	166,400	4.3	4.1	4.3	4.4
2018	25,969	176,903	25,039	170,710	3.6	3.5	3.6	3.9
2019	26,560	179,123	25,674	173,365	3.3	3.2	3.3	3.7
2020	25,814	175,309	23,756	162,762	8.0	7.2	8.2	8.1
2021	26,400	180,190	25,223	172,818	4.5	4.1	4.7	5.4
2022	27,157	185,845	26,324	180,356	3.1	3.0	3.0	3.6
2023	28,244	193,407	27,370	187,525	3.1	3.0	2.9	3.6

Source: FloridaCommerce, Bureau of Workforce Statistics and Economic Research, Local Area Unemployment Statistics (LAUS); U.S. Bureau of Labor Statistics, Unemployment Rate [UNRATENSA], retrieved from FRED, Federal Reserve Bank of St. Louis; <https://fred.stlouisfed.org>.

**City of Bradenton, Florida
Principal Property Taxpayers**

Taxpayer	Type of Business	2023 Assessed Valuation
Manatee Memorial Hospital LP	Hospital and Medical Services	\$108,196,278
Florida Power & Light Company	Utility	90,649,044
FLF CAB Delaware LLC (Carlton Arms)	Rental Property	80,080,972
HCA Health Services of Florida	Hospital and Medical Services	79,797,151
Tropicana Products Inc	Manufacturing	73,721,023
Tropicana Manufacturing Company Inc	Manufacturing	71,076,839
SW1 Aria Owner LLC	Rental Property	66,131,764
SAWF LLC	Rental Property	60,731,261
Shoreview Holding LLC	Rental Property	59,608,254
360 11th Street Owner LLC	Rental Property	52,853,927
TOTAL		\$742,846,513

Source: City of Bradenton, Florida, Annual Comprehensive Financial Report for the Fiscal Year Ended September 30, 2023.

Tax Data

The following table shows assessed property valuation and millage rates for the City.

City of Bradenton, Florida Property Tax Rates and Tax Levies Last Ten Fiscal Years

Fiscal Year	Total Millage	Total Tax Levy (\$000s)
2014	5.8976	\$14,467,802
2015	5.8976	15,561,420
2016	5.8976	16,760,394
2017	5.8976	18,158,777
2018	5.8976	19,884,485
2019	5.8976	21,514,086
2020	5.8976	23,202,842
2021	5.8976	24,986,579
2022	5.8976	26,696,164
2023	5.8351	30,270,441

Source: City of Bradenton, Florida, Annual Comprehensive Financial Report for the Fiscal Year Ended September 30, 2023.

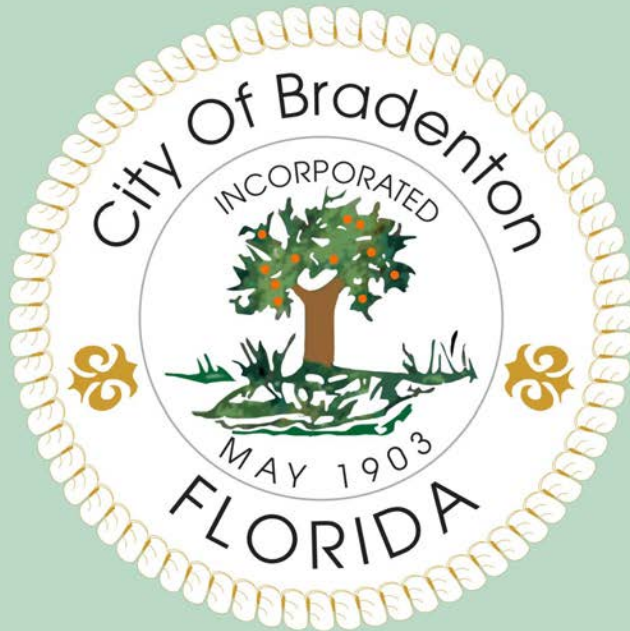
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APPENDIX B

**ANNUAL COMPREHENSIVE FINANCIAL REPORT
FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2023**

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City of Bradenton, Florida



Annual Comprehensive Financial Report for the
Year Ended September 30, 2023

Rob Perry
City Administrator

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INDEPENDENT AUDITOR'S REPORT

To the Honorable Mayor and Members of the City Council
City of Bradenton, Florida

Report on the Audit of the Financial Statements

Opinions

We have audited the accompanying financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the City of Bradenton, Florida (City) as of and for the year ended September 30, 2023, and the related notes to the financial statements, which collectively comprise the City's basic financial statements as listed in the table of contents.

In our opinion, based on our audit and the report of the other auditors, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the City, as of September 30, 2023, and the respective changes in financial position, and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

We did not audit the financial statements of the City of Bradenton Firefighters' Retirement System, which represent 33%, 34%, and 19%, respectively, of the assets, net position, and revenues of the aggregate remaining fund information as of September 30, 2023, and the respective changes in financial position for the year then ended. Those statements were audited by other auditors whose report has been furnished to us, and our opinion, insofar as it relates to the amounts included for the City of Bradenton Firefighters' Retirement System, is based solely on the report of the other auditors.

Basis for Opinions

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the City, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

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In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the City's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards and *Government Auditing Standards*, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the City's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the City's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and other required supplementary information as listed in the table of contents be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We and other auditors have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements.

We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Supplementary Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the City's basic financial statements. The accompanying combining and individual nonmajor fund financial statements and schedule of expenditures of federal awards as required by Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, are presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America by us and other auditors. In our opinion, based on our audit and the report of the other auditors, the combining and individual nonmajor fund financial statements and schedule of expenditures of federal awards are fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Other Information

Management is responsible for the other information included in the annual report. The other information comprises the introductory and statistical sections but does not include the basic financial statements and our auditor's report thereon. Our opinions on the basic financial statements do not cover the other information, and we do not express an opinion or any form of assurance thereon.

In connection with our audit of the basic financial statements, our responsibility is to read the other information and consider whether a material inconsistency exists between the other information and the basic financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected material misstatement of the other information exists, we are required to describe it in our report.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated March 15, 2024, on our consideration of the City's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the City's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the City's internal control over financial reporting and compliance.

*Christopher, Smith,
Leonard & Stanell, P.A.*

CHRISTOPHER, SMITH,
LEONARD & STANELL, P.A.

March 15, 2024
Bradenton, Florida

As the City Administrator of the City of Bradenton, I offer readers of our financial statements this narrative overview and analysis of our financial activities for the fiscal year ended September 30, 2023. I encourage readers to consider the information presented here in conjunction with additional information I have furnished in my transmittal letter on page 'i' of this report, and the City's financial statements beginning on page 21.

FINANCIAL HIGHLIGHTS

- The assets and deferred outflows of resources of the City exceeded its liabilities and deferred inflows of resources at the close of the most recent fiscal year by \$297,561,183 (net position). Of this amount, \$119,400,308 (unrestricted net position) may be used to meet the government's ongoing obligations to citizens and creditors.
- The government's total net position increased \$25,260,378, or 9.28% in comparison to the prior year.
- As of the close of the current fiscal year, the City's governmental funds reported combined ending fund balances of \$103,176,746, an increase of \$12,322,130 in comparison with the prior year.
- At the end of the current fiscal year, the unassigned fund balance for the General Fund was \$51,355,618, or 100.74% of total General Fund expenditures.
- Total governmental fund revenues increased \$20,556,434, or 30.67% in comparison to the prior year.
- Total governmental fund expenditures increased \$10,884,788, or 17.00% in comparison to the prior year.

OVERVIEW OF THE FINANCIAL STATEMENTS

This discussion and analysis is intended to serve as an introduction to the City's basic financial statements. The City's basic financial statements are comprised of three components: (1) government-wide financial statements, (2) fund financial statements, and (3) notes to the financial statements. This report also contains other supplementary information in addition to the basic financial statements.

Government-wide Financial Statements

The government-wide financial statements are designed to provide readers with a broad overview of the City's finances, in a manner similar to a private-sector business.

The Statement of Net Position presents information on all of the City's *assets*, *deferred outflows of resources*, *liabilities*, and *deferred inflows of resources* at the end of the fiscal year. The difference between assets and deferred outflows of resources and its liabilities and deferred inflows of resources is reported as *net position*. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the City is improving or deteriorating.

The Statement of Activities presents *revenues* and *expenses*, and shows how the government's net position changed during the most recent fiscal year. All *changes in net position* are reported in a manner similar to the approach used by a private-sector business in that revenues are recognized when earned or established criteria are satisfied, and expenses are reported when incurred. Accordingly, revenues are reported even when they may not

be collected for several months after the end of the accounting period, and expenses are recorded even though they may not have used cash during the current period.

Both of the government-wide financial statements distinguish functions of the City that are principally supported by taxes and intergovernmental revenues (*governmental activities*) from other functions that are intended to recover all or a significant portion of their costs through user fees and charges (*business-type activities*). The governmental activities of the City include general government, public safety, transportation, culture and recreation, and economic environment. The business-type activities of the City include the water-sewer utility, sanitation, the parking system and the public golf course (River Run Golf Links).

The financial statements also reflect the presentation of the City's *component unit*, the City of Bradenton Community Redevelopment Agency, composed of three Community Redevelopment Areas (CRAs). The Bradenton City Council acts as the decision-making Board for all the CRAs. The Bradenton Downtown Development Authority currently serves as an Advisory Board to the City Council for the City's Downtown and 14th Street CRAs. The Central Community Redevelopment Area has its own Advisory Board. The CRAs were created with a stated purpose to revitalize a specific area within the central core of Bradenton. These component units are blended component units that, for all practical purposes, are treated as part of the primary government and are included as special revenue funds.

The City's government-wide financial statements can be found on pages 21-22 of this report.

Fund Financial Statements

Unlike government-wide financial statements, the focus of fund financial statements is directed to *specific activities* of the City rather than the City as a whole. Except for the General Fund, a specific fund is established to satisfy managerial control over resources or to satisfy finance-related legal requirements. The City's fund financial statements are divided into three categories: (a) governmental funds, (b) proprietary funds, and (c) fiduciary funds.

Governmental Funds

Governmental fund financial statements consist of a Balance Sheet and a Statement of Revenues, Expenditures and Changes in Fund Balances. These statements are prepared using an accounting basis that is significantly different from that used to prepare the government-wide financial statements.

In general, these financial statements have a short-term emphasis and, for the most part, measure and account for cash and other assets that can easily be converted to cash. For example, amounts reported on the balance sheet include items such as cash and receivables collectible within a short period of time, but do not include capital assets such as land and buildings. Fund liabilities include amounts that are to be paid within a short period after the end of the fiscal year. The difference between a fund's total assets and deferred outflows of resources net of total liabilities and deferred inflows of resources is labeled as the *fund balance*, and generally indicates the amount that can be used to finance the next fiscal year's activities. The Statement of Revenues, Expenditures and Changes in Fund Balances for governmental funds reports only those revenues and expenditures that were collected or paid during the current period or very shortly after the end of the year.

City of Bradenton, Florida
Management's Discussion and Analysis
September 30, 2023

For the most part, balances and activities accounted for in the governmental funds are also reported in the governmental activities columns of the government-wide financial statements. Due to the difference in the accounting basis used to prepare fund financial statements and government-wide financial statements, there are often significant differences between the totals presented. For this reason there is an analysis after the Balance Sheet that reconciles the total fund balances to the amount of net position presented in the governmental activities column on the Statement of Net Position. There is also an analysis after the Statement of Revenues, Expenditures and Changes in Fund Balances that reconciles the total change in fund balances for all governmental funds to the change in net position as reported in the governmental activities column in the Statement of Activities.

The City presents, in separate columns, funds that are most significant to the City (*major funds*). All other governmental funds are aggregated and reported in a single column (*non-major funds*).

The City's governmental fund financial statements are presented on pages 23-28 of this report.

Proprietary Funds

Proprietary fund financial statements consist of a Statement of Net Position; Statement of Revenues, Expenses and Changes in Fund Net Position; and Statement of Cash Flows. These statements are prepared using an accounting basis that is similar to the basis used to prepare the government-wide financial statements. For financial reporting purposes, proprietary funds are grouped into *enterprise funds* and *internal service funds*.

Enterprise funds are used to report the same functions presented as business-type activities in the government-wide financial statements. The City uses enterprise funds to account for its water-sewer utility, sanitation, parking system and golf course functions. *Internal service funds* are an accounting device used to accumulate and allocate costs internally among the City's various functions. The City uses separate internal service funds to account for its self-insurance programs. Because all of these services predominantly benefit governmental rather than business-type functions, they have been included within governmental activities in the government-wide financial statements.

Proprietary fund financial statements provide the same type information as the government-wide financial statements, only in more detail. The proprietary fund financial statements provide separate information for the major enterprise funds, which are water-sewer, sanitation and parking. The City's golf course, the remaining non-major enterprise fund, is presented as such on the proprietary funds financial statements. All internal service funds are considered to be non-major funds and are combined into a single, aggregated presentation in the proprietary fund financial statements.

The proprietary fund financial statements can be found on pages 29-32 of this report.

Fiduciary Funds

Fiduciary fund financial statements consist of a Statement of Fiduciary Net Position and a Statement of Changes in Fiduciary Net Position. Assets held by the City for other parties either as a trustee or as an agent, and that cannot be used to finance the City's own operating programs, are reported in the *fiduciary funds*. Fiduciary funds are not reflected in the government-wide financial statements because the resources of those funds are not available to support the City's own programs. The accounting used for fiduciary funds is much like that used for proprietary funds. The City reports pension trust funds that present the results of two defined benefit pension plans.

The fiduciary fund financial statements can be found on pages 33-34 of this report.

City of Bradenton, Florida
Management's Discussion and Analysis
September 30, 2023

Notes to the Financial Statements

The notes provide additional information essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements can be found on pages 35-103 of this report.

Other Supplementary Information

In addition to the basic financial statements and accompanying notes, this report also presents certain required supplementary information. This information concerns the City's progress in funding its obligation to provide pension and other post-employment benefits to its employees. It also includes budget-to-actual information regarding the General Fund and major special revenue funds.

Required supplementary information can be found on pages 104-120 of this report.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

As noted earlier, net position may serve over time to be an indicator of a government's financial position. The City of Bradenton's assets and deferred outflows of resources exceeded liabilities and deferred inflows of resources by \$297,561,183 at the close of the 2023 fiscal year. The following schedule is a summary of the Statement of Net Position found on page 21 of this report.

	Net Position					
	Governmental Activities		Business-type Activities		Total	
	2023	2022	2023	2022	2023	2022
Assets						
Current and other assets	\$ 154,412,160	\$ 148,784,270	\$ 71,078,683	\$ 69,241,704	\$ 225,490,843	\$ 218,025,974
Internal balances	(2,180,504)	(557,977)	2,180,504	557,977	-	-
Capital assets, net depreciation	94,054,902	83,371,118	118,744,025	113,891,433	212,798,927	197,262,551
Total assets	<u>246,286,558</u>	<u>231,597,411</u>	<u>192,003,212</u>	<u>183,691,114</u>	<u>438,289,770</u>	<u>415,288,525</u>
Deferred Outflows of Resources						
Related to pensions	16,959,305	25,949,130	2,852,101	2,816,674	19,811,406	28,765,804
Outflow related to OPEB	2,577,546	2,746,044	811,287	885,329	3,388,833	3,631,373
Loss on debt refunding	614,998	655,998	-	-	614,998	655,998
Fair value of swap agreement	-	1,709	-	4,983	-	6,692
Total deferred outflows of resources	<u>20,151,849</u>	<u>29,352,881</u>	<u>3,663,388</u>	<u>3,706,986</u>	<u>23,815,237</u>	<u>33,059,867</u>
Liabilities						
Current and other liabilities	12,518,579	19,224,587	3,785,130	3,863,683	16,303,709	23,088,270
Long-term debt outstanding	76,764,245	85,087,828	37,490,134	38,996,866	114,254,379	124,084,694
Total liabilities	<u>89,282,824</u>	<u>104,312,415</u>	<u>41,275,264</u>	<u>42,860,549</u>	<u>130,558,088</u>	<u>147,172,964</u>
Deferred Inflows of Resources						
Related to pensions	3,881,471	3,699,431	388,330	483,819	4,269,801	4,183,250
Related to OPEB	10,033,764	5,674,920	3,158,142	1,829,603	13,191,906	7,504,523
Fair value of swap agreement	212	-	1,425	-	1,637	-
Lease-related inflows of resources	16,522,392	17,186,850	-	-	16,522,392	17,186,850
Total deferred inflows of resources	<u>30,437,839</u>	<u>26,561,201</u>	<u>3,547,897</u>	<u>2,313,422</u>	<u>33,985,736</u>	<u>28,874,623</u>
Net Position						
Net investment in capital assets	73,472,288	60,933,591	97,246,268	90,668,934	170,718,556	151,602,525
Restricted	7,442,319	8,323,816	-	-	7,442,319	8,323,816
Unrestricted	65,803,137	60,819,269	53,597,171	51,555,195	119,400,308	112,374,464
Total net position	<u>\$ 146,717,744</u>	<u>\$ 130,076,676</u>	<u>\$ 150,843,439</u>	<u>\$ 142,224,129</u>	<u>\$ 297,561,183</u>	<u>\$ 272,300,805</u>

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The City's overall financial position remains strong as the increase of \$25,260,378 in net position is evidence that the City has been able to maintain a solid financial base. The City remains true to its conservative principles and, with few exceptions, maintains a conservative fiscal approach stressing a pay-as-you-go strategy. Non-recurring revenues, such as those from the sale of property, are funneled back into capital assets and infrastructure. This strategy works well in all economic conditions.

A significant portion of the City's total net position (57.37%) reflect its *net investment in capital assets* (i.e., land, buildings, improvements, infrastructure and equipment) less any related debt used to acquire those assets that is still outstanding. The City uses these capital assets to provide services to citizens; consequently, these assets are not available to use for future spending. Although the City's investment in its capital assets is reported net of related debt, it should still be noted that the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities.

An additional portion of the City's net position (2.50%) represents resources that are subject to external restrictions on how they may be used. The remaining balance of *unrestricted net position*, \$119,400,308, may be used to meet the government's ongoing obligations to citizens and creditors.

A review of the comparative ratios of current unrestricted assets to current liabilities for the fiscal years 2023 and 2022 reveals that the City continues to maintain healthy ratios for both governmental and business-type activities. The City Council understands that the pressures of potential downturns in the economy along with the inherent risks associated with our close proximity to the Gulf of Mexico, and other natural disasters require that the current level of unrestricted fund balance should be maintained to help avoid the negative impacts of such risks.

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Governmental Activities

The following is a summary of the Statement of Activities found on page 22 of this report.

	Statement of Activities				Total	
	Governmental Activities		Business-type Activities		2023	2022
	2023	2022	2023	2022	2023	2022
Revenues						
Program Revenues:						
Charges for services	\$ 6,977,046	\$ 5,715,799	\$ 41,298,422	\$ 41,361,956	\$ 48,275,468	\$ 47,077,755
Operating grants and contributions	4,647,765	3,238,054	-	-	4,647,765	3,238,054
Capital grants and contributions	5,946,822	1,440,932	1,936,807	437,637	7,883,629	1,878,569
General Revenues:						
Property taxes	33,094,665	29,054,645	-	-	33,094,665	29,054,645
Other taxes	26,038,720	24,189,497	-	-	26,038,720	24,189,497
Other	10,882,296	3,425,222	2,680,404	(702,102)	13,562,700	2,723,120
Total Revenues	87,587,314	67,064,149	45,915,633	41,097,491	133,502,947	108,161,640
Expenses						
Governmental Activities						
General government	16,671,736	11,959,668	-	-	16,671,736	11,959,668
Public Safety	40,484,632	36,657,445	-	-	40,484,632	36,657,445
Transportation	5,576,005	5,136,974	-	-	5,576,005	5,136,974
Economic Environment	2,076,290	2,464,233	-	-	2,076,290	2,464,233
Culture and recreation	4,964,808	3,879,434	-	-	4,964,808	3,879,434
Interest on long-term debt	676,051	716,828	-	-	676,051	716,828
Business-type Activities						
Water-sewer	-	-	24,534,516	21,447,697	24,534,516	21,447,697
Sanitation	-	-	9,766,017	8,417,909	9,766,017	8,417,909
Other	-	-	3,492,514	3,224,928	3,492,514	3,224,928
Total Expenses	70,449,522	60,814,582	37,793,047	33,090,534	108,242,569	93,905,116
Change in net position before transfers	17,137,792	6,249,567	8,122,586	8,006,957	25,260,378	14,256,524
Transfers	(496,724)	(655,162)	496,724	655,162	-	-
Change in net position	16,641,068	5,594,405	8,619,310	8,662,119	25,260,378	14,256,524
Net position, beginning	130,076,676	124,482,271	142,224,129	133,562,010	272,300,805	258,044,281
Net position - end of year	\$ 146,717,744	\$ 130,076,676	\$ 150,843,439	\$ 142,224,129	\$ 297,561,183	\$ 272,300,805

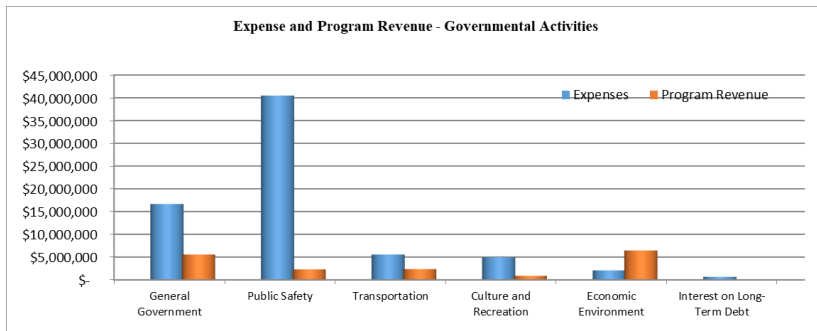
Governmental activities reported an increase in the City's net position of \$16,641,068. This increase represents 11.34% of the governmental activities year-end net position which compares to the \$5,594,405 increase in the governmental activities year-end net position in the prior year. The City received higher property tax revenues and infrastructure sales tax monies in fiscal year 2023 leading to a healthy increase in net position.

- General government expenses increased by \$4,712,068, and public safety expenses increased by \$3,827,187 largely due to rising personnel and operating costs. Economic Environment expenses decreased \$(387,943), from \$2,464,233 to \$2,076,290 due to decreased grant and operating expenditures. The City remains committed to providing the basic government services and the public safety expected by its citizens. The City consistently monitors the revenues and expenses with the goal of achieving the reasonable balance between the citizens' expectations and the City's ability to deliver those services in a fiscally responsible manner.

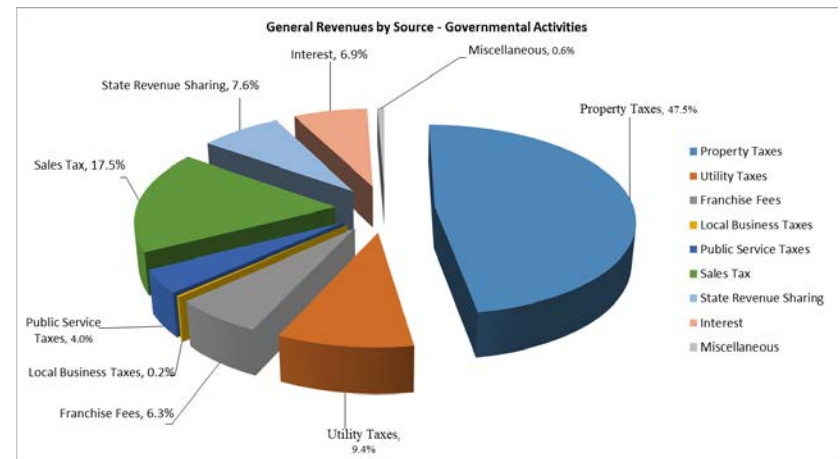
- Another item of note that appears to require constant monitoring is the general trend of increasing costs associated with other post-employment benefit and pension liabilities. The current year activity was a \$(7,074,443) decrease in the liability for other post-employment benefits and a \$(84,444) decrease in the liability for pensions. The City is working diligently to reduce the long-term negative impact associated with other post-employment benefit liabilities. Over the past few years, the City has implemented widespread changes to the employee and retiree benefit packages. The City will continue to consider changes to its benefit packages while taking into account their importance to the City's overall recruitment and retention goals. The City will need to determine if further changes may be necessary to reduce the long-term economic impacts on the City's financial position, as well as ensure the long-term viability of such plans and benefits.

Historically the decision as to the number and level of services to provide has been dependent on our citizens' *willingness* to pay for such services. The City recognizes that many of our decisions need to truly reflect our citizens' *ability* to pay for such services.

The following chart compares expenses with program revenues for the City's governmental activities. This chart particularly illustrates the City's commitment to the public safety of its citizens.



The following graph shows the composition of general revenues for the City's governmental activities:



Business-Type Activities

Business-type activities are designed as fee-based activities. Fees are implemented in such a way that they will completely cover the cost of operations without being supplemented from governmental sources.

The increase in net position for business-type activities totaled \$8,619,310 and \$8,662,119 for the fiscal years 2023 and 2022, respectively. This net change in position represents a 6.06% increase compared to the 6.49% increase in the prior year.

Included in the above numbers is a \$7,981,135 increase in the net position of the Water-Sewer Fund. Operating income of \$4,688,988 and capital contributions of \$1,936,807 accounted for most of the increase, net of transfers to other funds of \$255,500.

For the past several years the solid waste operations (Sanitation Fund) have produced an increase in net position. The \$796,841 increase in 2023 is greater than the \$672,944 increase for 2022. This increase is mainly due to an increase in interest and investment earnings during fiscal year 2023.

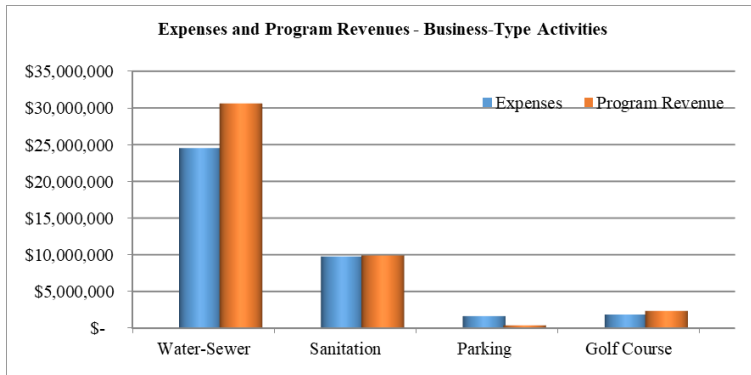
The Parking Fund's net position decreased \$(236,007) in 2023, compared to a decrease of \$(259,917) in 2022. In 2023, the net position was aided by transfers from other funds of \$929,625, whereas in 2022 the transfers from other funds was \$1,098,400. An operating loss of \$899,194, net interest expense of \$308,590, and a private sector capital contribution of \$25,000 account for the remaining 2023 change in net position of the Parking Fund. The 500-space City Centre parking structure opened to the public in fiscal year 2020.

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The City made the decision to allow free parking to help stimulate the business traffic in the downtown core. All City parking operations will continue to be evaluated.

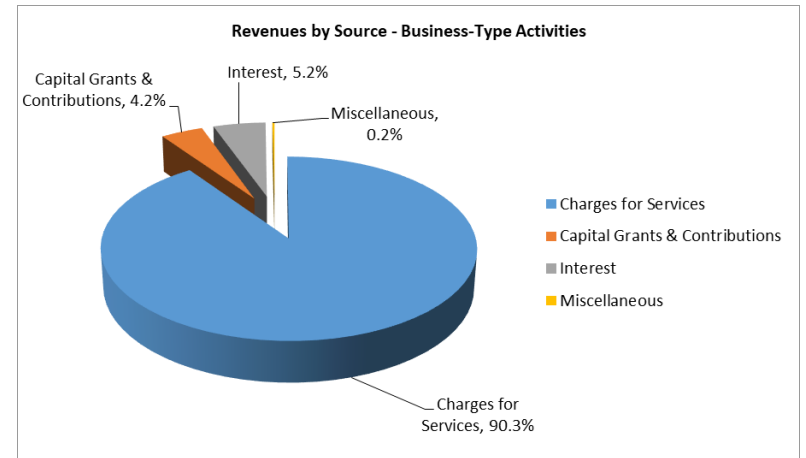
Almost since its inception in 1987 River Run Golf Links, the City's publicly owned golf course, had posted handsome financial returns that had been returned into the golf course in the form of capital improvements or financial reserves. It is these reserves that have allowed the golf course to weather a number of years of decreases in net position prior to 2021. An increase of \$605,060 this year that has been a result of a continued resurgence in the interest in golf to escape the confines of the pandemic. The number of rounds played in 2023 showed an increase of 4.56% over 2022 (68,640 rounds compared to 65,646). The City will continue to evaluate the short and long-term viability of River Run Golf Links as a municipal operation.

The following chart compares expenses with program revenues for the City's business-type activities:



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The following graph shows the composition of revenues for the City's business-type activities:



FINANCIAL ANALYSIS OF THE CITY'S FUNDS

As noted earlier, the City uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental Funds

The fund financial statements for the governmental funds are provided on pages 23-28. The focus of the City's governmental funds is to provide information on near-term inflows, outflows and balances of the spendable resources. Such information is useful in assessing the City's financing requirements. In particular, the fund information provided in accordance with GASB 54 will serve as a useful measure of a government's net resources available for spending at the end of the fiscal year.

At the end of the current fiscal year, the City's governmental funds reported combined ending fund balances of \$103,176,746, an increase of \$12,322,130. This is in comparison with the prior year's increase of \$2,348,804. The increase between the years is primarily a result of an increase in tax and grant revenues. Approximately 49.77% of the ending fund balance of \$103,176,746 constitutes the unassigned fund balance of \$51,355,618, which is available for spending at the City's discretion.

Another \$42,954,043 has been set aside by City Council as either committed or assigned fund balance. The remaining \$8,867,085 of the fund balance is either restricted or non-spendable, indicating that it is not available for new spending because it has previously been restricted for (1) advances due from other funds (2) bond retirement, or (3) inventories, grants and impact fees for future expenditures.

General Fund

During 2023, the General Fund's fund balance experienced a \$11,558,463 increase, which represents 22.67% of total General Fund expenditures. This increase is mainly the result of higher tax revenues.

Public safety expenditures increased \$2,436,219 primarily as a result of salary increases and promotions.

It should be noted that, consistent with previous years, most General Fund operations experienced low to moderate increases in expenditures while delivering the same high-quality services our citizens expect.

State Housing Initiatives Partnership Program (SHIPP) Fund

During 2023, the SHIPP Fund's fund balance increased \$127,584. This increase is primarily due to lien payment revenue. The funds received from the State are expended on housing projects.

Half Cent Infrastructure Surtax Fund

The Half Cent Infrastructure Surtax Fund's total revenues increased by \$435,855 during 2023. This is mainly due to higher tax revenues and higher interest and investment earnings. Overall the fund balance decreased \$(1,254,226) due to increased capital outlay expenditures.

American Rescue Plan Act Fund

In June of 2022 the City received the second tranche of \$5,395,919 in American Rescue Plan Act funds from the U.S. Treasury which brought the total received to \$10,791,837. Several projects continued during fiscal year 2023 incurring \$5,645,596 in expenditures.

General Fund - Budgetary Highlights

Operating a government the size of the City of Bradenton is a dynamic process. Budget amendments are approved throughout the year. Budget-to-actual statements and schedules are provided in the financial statements for the General Fund on pages 105 and 122-126. Budget data is provided for both the original adopted budget and the final budget for fiscal year 2023.

Budgeted Revenues: The City consistently takes a very conservative approach to budgeting revenues. An evaluation of the City's original budget reveals that very few significant adjustments were necessary. One noted exception is that the City has consistently waited for revenues such as forfeiture funds and unclaimed property funds to materialize before creating a budget, in keeping with the statutes that authorize such funds.

Budgeted Expenditures: Significant General Fund budget changes, followed by brief reasons for the changes, are shown below.

Landscape & Grounds	\$ 45,000	Tree Fund
Fleet	\$ 46,795	Purchase capital asset
Landscape & Grounds	\$ 105,000	Contractual service cost shortage
Landscape & Grounds	\$ 56,421	Purchase capital asset
Law Enforcement	\$ 58,963	Increase in expenditures covered by grant
Downtown Maintenance	\$ 78,618	Positions created for department
Law Enforcement	\$ 80,000	Additional fuel cost
Law Enforcement	\$ 86,000	Additional gear/uniform supply cost
Human Resources	\$ 103,265	Legal fees
Law Enforcement	\$ 114,839	purchase capital assets
Legal	\$ 130,000	Legal fees
Roads & Streets	\$ 160,000	Additional road improvement supply cost
Code Enforcement	\$ 170,000	Legal fees covered by code enforcement fines

Overall, the General Fund expenditures were under the final budget by \$4,816,328 or 8.63% of the total final budget of the General Fund.

Proprietary Funds

The fund financial statements for the City's proprietary funds provide essentially the same information found in the government-wide financial statements, but in greater detail.

Enterprise Funds: The City of Bradenton's enterprise funds are the Water and Sewer Fund, the Sanitation Fund, the Parking Fund, and the Golf Course Fund. These funds are defined as business-type activities because they

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most resemble a business operation. Revenues are generated primarily through charges for services and will closely follow what it costs to provide that service to the citizens.

At September 30, 2023, total net position amounted to \$150,259,353 for the enterprise funds compared to \$141,112,324 at the end of 2022. Net position changes are a result of operations of \$4,608,010, non-operating revenues and expenses of \$2,080,488, capital contributions of \$1,961,807 and net transfers from other funds of \$496,724.

A review of the water-sewer fund indicates that a solid rate base allowed for a (2.89)% decrease in operating revenues, with a 13.89% increase in operating expenses when compared to prior year. A resulting \$7,981,135 increase in net position for the Water and Sewer Fund is reflected for the 2023 fiscal year.

The Sanitation Fund accounts for the revenue associated with collection of solid waste for both residential and commercial customers. By continuously looking for operating efficiencies, the City has successfully stabilized the operating costs associated with solid waste but was impacted by inflation for the 2023 fiscal year. For the current year operating revenue increased \$290,068 or 3.02%. Operating expenses increased by \$1,276,244 or 15.31%, as compared to a 1.79% increase in 2022. The net result was operating income of \$284,850 and a change in net position of \$796,841. These results are compared to the operating income of \$1,271,026 and an increase in net position of \$672,944 in 2022.

The Parking Fund accounts for the revenue and expenses associated with the City's public parking operations. The City Centre parking structure has provided 'free' parking to encourage its use, and so no revenue was derived from the garage during the year. Operating revenue increased \$213,675 or 102.72% compared to the prior year. Operating expenses increased by \$398,841 or 43.26%. The net result was an operating loss of \$(899,194). Combined with transfers of \$929,625 from the general fund and CRA for costs associated with the City Centre Parking Structure, the change in net position was \$(236,007). These results are compared to the operating loss of \$(714,028) and a decrease in net position of \$(259,917) in 2022.

Internal Service Funds: Internal Service Funds are designed to recover the costs of general services provided to the other fund groups. The City uses internal service funds primarily to account for the self-insurance programs for property, medical and workers' compensation.

In 2023, the medical self-insurance program showed an increase in claims of \$493,319 or 6.16% compared to prior year. This year's results reflect a \$(1,422,178) decrease in net position compared to the \$(1,265,026) decrease in 2022. The City closely monitors its service utilization and will monitor the increase in claims closely. In recent years, efficiencies have been created, including the use of an employee telehealth program, which have provided cost savings to the plan.

The workers' compensation self-insurance program had an increase in claim costs of \$1,079,487 or 86.47% compared to prior year, while the estimated claims payable increased in the current year by \$459,895. Net position for workers' compensation decreased \$(117,950), compared to an increase of \$238,113 in the prior year. A decrease in costs can be attributed to an increased focus on safety training and proper use of personal protective equipment (PPE). Additionally, a single vehicle accident resulting in one employee's catastrophic injury in fiscal year 2021 and an injury that occurred in fiscal year 2022 contributed to the previous year's increased costs.

The property insurance program had a decrease in claim costs of \$(75,209) or (26.56)% compared to prior year. Net position for property insurance decreased \$(159,242) or (7.49)% compared to prior year. The City continues to be diligent in its efforts to maintain City property to meet safety standards.

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Overall, the net position for the internal service funds decreased from \$17,249,702 in 2022 to \$15,550,332 in 2023, or (9.85)%.

CAPITAL ASSETS

The City's investment in capital assets for its governmental and business-type activities as of September 30, 2023, amounts to \$212,636,660 (net of accumulated depreciation). This investment in capital assets includes land, buildings, improvements, machinery and equipment, and construction in progress. In previous years, the investment in capital had focused on planning and completing only those projects for essential services or enhanced business development. The additional half-cent sales tax approved by the City's residents in November 2016 is providing an estimated \$4,000,000 in annual revenue until 2031 that will, by law, be used for improvements to the City's infrastructure. This revenue is greatly enhancing the City's ability to fund capital projects.

Considerable investment in capital assets continues to be devoted to ensuring that the citizens of Bradenton's quality of life is both maintained and enhanced. The City's ongoing efforts to expand both the potable water Aquifer Storage and Recovery (ASR) and reclaimed water systems continue to reap results that improve the reliability of the City's overall water supply. This ASR program is working toward achieving a viable underground storage volume of 350 million gallons, adding 27% to the storage volume of the City's Evers Reservoir. At the end of fiscal year 2023, the City completed its second ASR storage system, thus achieving close to 400 million gallons of underground storage. At the end of fiscal year 2023, the City has over 550 million gallons of potable water stored underground in the ASR systems.

Multiple projects have been completed to expand the City's reclaimed water system, accounting for an increase in the beneficial use of this valuable resource by up to 5 million gallons per day. We continue to coordinate with our primary reuse customer, Braden River Utilities, to maximize the daily flow of reclaimed water to Lakewood Ranch and recently completed a project changing the disinfection process allowing the City to pump reclaimed water even during wet weather periods.

Over the past nine years, more than 11 miles of old cast-iron water mains have been replaced throughout the City to increase the reliability of the water distribution system. The replacements also include installation of all new service lines for homes and new fire hydrants and valves. In addition, a project to upgrade the City's 64 sewage lift stations is ongoing. The upgrades include providing improved electrical controls and a supervisory control and data acquisition (SCADA) system to allow for remote monitoring of the operations of all stations, pump replacements, relocation and rebuilding of older lift stations, to provide better assurance for uninterrupted wastewater collection and transmission for citizens.

A new project in design seeks to install an injection well at the Waste Water Treatment Plant (WWTP) for excess reclaimed water to serve as a fresh water barrier against salt water intrusion into the regional aquifer. This project will include construction of a fourth settling tank at the WWTP specifically for wet weather flows. A sister project to the injection well is the addition of a new wet-weather clarifier for the WWTP to allow the plant to handle the high level of wet weather flow that enters the plant. The new 150-foot diameter clarifier design was completed in fiscal year 2022 and is currently under construction to be completed in fiscal year 2025.

An annual sanitary sewer program to line old leaking sewers and brick manholes is continuing, with the intent to preserve the treatment capacity of our Waste Water Treatment Plant. This program was accelerated in 2021 and 2022 via the influx of roughly \$8M of American Rescue Plan Act funding that the City dedicated to the

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sewer/manhole lining program. By the end of fiscal year 2023, the City had lined over 700 manholes and roughly 30 miles of sewer pipe.

A City-Wide stormwater model was developed that will be the planning tool for new stormwater improvement projects. Several projects have already been completed based on the model. The next major project being pursued is cooperatively funded by the Southwest Florida Water Management District (SWFWMD) and will redirect stormwater from the southern half of the Village of the Arts away from Wares Creek and take it to the Manatee River. This multi-year project was advertised for construction in 2022 and construction will commence in 2023. The City was also fortunate to procure a Resiliency Grant from the State of Florida to complete a nearly \$3M stormwater project on the eastside that will address on-going drainage issues in a disadvantaged community. Design of this new project commenced in 2022 and should go to construction in late 2024. Lastly, an \$800K stormwater project along Riverview Blvd, which sits parallel to the Manatee River, is currently under construction. This project includes check valves that prohibit the inflow of water through storm drains from the Manatee River during rain events and high tide. This project is slated to be completed in fiscal year 2024.

We are also continuing our program to upgrade all existing street lights in the city to energy-efficient LED lamps. City staff are replacing the light fixtures whenever an existing fixture burns out. At the end of fiscal year 2023, 72% of the more than 2,800 city-maintained street lights have been upgraded to LED fixtures. In addition, the City is partnering with Florida Power & Light, who has mobilized and is currently working, to install new street lights along a one mile stretch of 48th St. Ct. E., north of Manatee Avenue. This segment of the street currently has no street lighting. Installation of the new lights is expected in 2024.

An expansion of the Riverwalk commenced construction in March 2021 to essentially double the size of the park and tie it on the east end to a redevelopment of the Mineral Springs Park. The expansion is being completed in four phases, the first of which, Riverwalk East at Mineral Springs was completed in August 2022 and a grand opening of the phase was held in September 2022. The phase includes an interactive water feature celebrating the original Mineral Spring, a living shoreline in place of a concrete seawall with oyster habitat restoration, a new pier and a connected boardwalk over the Manatee River, along with an observation tower and interactive online clickable experience of all of Riverwalk. The remaining three phases of the park expansion are scheduled to be completed in 2023. The City is also partnering with the Suncoast Rotary to construct a major upgrade to Lewis Park that will transform the park into a fully ADA accessible playground, with all new equipment and related amenities, and artificial turf surfacing under the new equipment. The grand opening is scheduled in fiscal year 2024.

In fiscal year 2023, the City continued the efforts of a project design on a replacement for Fire Station #2 on the eastside. This follows on the heels of the completion of the construction of the new Fire Station #3 on the westside. In addition, planning and design was completed on a project that will convert the city-owned Red Cross building, adjacent to the new Fire Station #3, into a Public Safety Operations Center (PSOC). The new PSOC building will serve as the City's operations center during emergency situations, and serve as a forward operating center for first-in teams to the high coastal hazard zones in western Bradenton and Manatee County. Due to the hurricane season, construction was suspended until December 2023 and is projected to be completed in late fiscal year 2024.

A project to construct new sidewalks at Manatee High School was completed in fiscal year 2023. This project was 100% funded by the Florida Department of Transportation (FDOT) under the Sidewalk to Schools Program. A second Sidewalk to Schools project has been approved by FDOT for new sidewalks for the Manatee Elementary School. This project is in the design phase and is currently awaiting final FDOT approval. Construction will begin in fiscal year 2024 to be completed in early fiscal year 2025. In addition, the City continues its efforts to replace damaged sidewalk panels. Additional sidewalk projects were planned for fiscal

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year 2023 on 17th and 18th Ave West and 13th Ave East. Finally, our enhanced paving program has successfully repaved over 40% of city roadways since 2012, with three miles completed in fiscal year 2023.

	Capital Assets (Net of Accumulated Depreciation)					
	Governmental Activities		Business-type Activities		Total	
	2023	2022	2023	2022	2023	2022
Land	\$ 10,441,519	\$ 10,441,519	\$ 6,683,887	\$ 6,683,887	\$ 17,125,406	\$ 17,125,406
Building	21,199,553	22,385,876	24,741,772	25,537,337	45,941,325	47,923,213
Infrastructure	20,919,143	20,261,403	52,105,997	43,750,571	73,025,140	64,011,974
Improvements	10,793,805	11,240,373	20,159,022	21,085,584	30,952,827	32,325,957
Machinery and Equipment	9,878,211	8,834,539	9,438,453	7,381,565	19,316,664	16,216,104
Construction in Progress	20,703,303	10,207,408	5,571,995	9,396,720	26,275,298	19,604,128
Total	\$ 93,935,534	\$ 83,371,118	\$ 118,701,126	\$ 113,835,664	\$ 212,636,660	\$ 197,206,782

For additional information regarding capital assets, please see Note G on pages 57 and 58 of this report.

DEBT ADMINISTRATION

At the end of the current fiscal year, the City had total bonded debt outstanding of \$40,780,780, with no general obligation debt. This is a \$3,082,397 decrease from the prior year. All City debt represents bonds secured solely by specified revenue sources.

	Bond Debt and Loans Payable					
	Governmental Activities		Business-type Activities		Total	
	2023	2022	2023	2022	2023	2022
Revenue bonds	\$ 19,587,109	\$ 20,840,463	\$ 7,003,329	\$ 7,224,384	\$ 26,590,438	\$ 28,064,847
Notes	95,376	187,020	14,094,966	15,611,310	14,190,342	15,798,330
Total bonds	\$ 19,682,485	\$ 21,027,483	\$ 21,098,295	\$ 22,835,694	\$ 40,780,780	\$ 43,863,177

The City continues to maintain a relatively low debt-to-assets ratio and far exceeds all required debt service coverage ratios. The City has been assigned an issuer rating of "AA" by Standard & Poor's and "Aa1" by Moody's.

Additional information concerning long-term debt can be found in Note I on pages 61-72 of this report.

ECONOMIC FACTORS AND YEAR 2024 BUDGET

Factors considered in preparing the City of Bradenton's budget for the 2024 fiscal year included the following items:

- The City experienced an increase in taxable assessed values of 13.03%. This increase in property values is estimated to generate more than \$4,700,000 in additional revenue.
- The property tax millage rate decreased to 5.7726 mills in 2024.
- Other Revenue Sources – It is anticipated the City's other large sources of revenue (sales tax, franchise fees, etc.) may remain relatively stable; however the City's financial leaders remain cautious about

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Management's Discussion and Analysis
September 30, 2023

long-term continued effects of the pandemic, namely supply chain and product availability issues, in addition to changes in legislation due to the current political climate and/or its related impacts to the economy. Ever increasing housing, food, and energy costs continue to contribute to inflationary pressures.

- Building Permit Fees – Building permit fees, which must be utilized to fund only building services, are projected to be slightly higher or consistent with the prior year. Bradenton continues to see growth in construction and development.
- The City's local unemployment rate increased slightly, going from 2.7% to 3.3%, but remains below the national unemployment rate of 3.8%.
- City population increased slightly to 56,961 from 56,923 in the prior year.
- Union contracts are in place through the following dates: AFSCME - 9/2025, Police - 9/2025, Fire - 9/2025.
- Sales Tax – A fifteen (15) year one-half cent sales tax was passed by the voters in November 2016. The increased tax has resulted in an estimated \$4,000,000 in additional revenues each year to be used for infrastructure-related items. Sales estimates have not seen the decreases that were initially forecast during the pandemic. Revenue levels are anticipated to remain similar to prior years.
- The City continues ongoing communication with the Manatee County Property Appraiser and closely monitors national, state and local economic indicators to determine any impact on its financial forecasts.

The City taxes its citizens in a manner that provides a balance of essential services with the quality of life they have come to expect. City Council continuously evaluates this balance, and takes into account the annual forecast of property valuations when setting the millage rate. This approach has resulted in a millage rate that has remained stable.

REQUESTS FOR INFORMATION

This financial report is designed to provide users with a general overview of the City of Bradenton's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the City of Bradenton, Department of Finance, Old Main Street, Bradenton, Florida 34205; or through the City's website at www.cityofbradenton.com.

CITY OF BRADENTON, FLORIDA
STATEMENT OF NET POSITION
September 30, 2023

	Primary Government		
	Governmental Activities	Business-Type Activities	Total
Assets			
Cash and investments	\$ 125,329,246	66,606,451	191,935,697
Receivables (net of allowance for uncollectibles)	5,948,665	4,460,216	10,408,881
Prepaid items	202,569	-	202,569
Due from other governments	4,707,851	-	4,707,851
Inventory	979,591	10,591	990,182
Internal balances	(2,180,504)	2,180,504	-
Lease interest receivables	242,174	-	242,174
Lease receivables	17,001,852	-	17,001,852
Capital assets:			
Nondepreciable capital assets	31,144,822	12,255,882	43,400,704
Depreciable capital assets, net	62,790,712	106,445,244	169,235,956
Right-to-use assets	119,368	42,899	162,267
Swap rate agreement asset	212	1,425	1,637
Total assets	246,286,558	192,003,212	438,289,770
Deferred Outflows of Resources			
Related to pension plan	16,959,305	2,852,101	19,811,406
Related to OPEB	2,577,546	811,287	3,388,833
Loss on refunding of debt	614,998	-	614,998
Total deferred outflows of resources	20,151,849	3,663,388	23,815,237
Liabilities			
Accounts payable and other current liabilities	\$ 2,942,587	1,443,166	4,385,753
Accrued payroll	1,695,714	331,900	2,027,614
Accrued interest payable	74,766	27,476	102,242
Interest payable-leases	-	158	158
Due to other governments	12,939	4,727	17,666
Unearned revenue	5,534,215	60	5,534,275
Noncurrent liabilities:			
Due within one year	2,258,358	1,977,643	4,236,001
Due in more than one year			
Net pension liability	42,184,105	12,588,220	54,772,325
Total OPEB liability	12,919,816	4,066,531	16,986,347
Revenue bonds payable	18,414,704	6,788,329	25,203,033
Notes payable	20,270	12,544,592	12,564,862
Estimated claims payable	1,558,221	-	1,558,221
Compensated absences	1,577,027	347,113	1,924,140
Lease liability	90,102	31,630	121,732
Customer deposits	-	1,123,719	1,123,719
Total liabilities	89,282,824	41,275,264	130,558,088
Deferred Inflows of Resources			
Related to pension plan	3,881,471	388,330	4,269,801
Related to OPEB	10,033,764	3,158,142	13,191,906
Fair value of swap agreement	212	1,425	1,637
Lease-related inflows of resources	16,522,392	-	16,522,392
Total deferred inflows of resources	30,437,839	3,547,897	33,985,736
Net Position			
Net investment in capital assets	73,472,288	97,246,268	170,718,556
Restricted for:			
Debt service	4,373	-	4,373
Grants	341,519	-	341,519
Impact fees	5,931,908	-	5,931,908
Public safety	800,245	-	800,245
Public works/transportation	364,274	-	364,274
Unrestricted	65,803,137	53,597,171	119,400,308
Total net position	146,717,744	150,843,439	297,561,183
Total liabilities, deferred inflows of resources and net position	\$ 266,438,407	195,666,600	462,105,007

The notes to the financial statements are an integral part of this statement.

CITY OF BRADENTON, FLORIDA
STATEMENT OF ACTIVITIES
For the Fiscal Year Ended September 30, 2023

Functions/Programs	Program Revenues				Net (Expenses) Revenue and Changes in Net Position		Total
	Expenses	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities	Business-type Activities	
Primary government							
Governmental activities							
General government	\$ 16,671,736	2,844,435	2,731,822	-	(11,095,479)	-	(11,095,479)
Public safety	40,484,632	1,330,048	487,071	640,092	(38,027,421)	-	(38,027,421)
Transportation	5,576,005	1,989,847	378,129	-	(3,208,029)	-	(3,208,029)
Economic environment	2,076,290	464,336	900,004	5,081,730	4,369,780	-	4,369,780
Culture and recreation	4,964,808	348,380	150,739	225,000	(4,240,689)	-	(4,240,689)
Interest on long-term debt	676,051	-	-	-	(676,051)	-	(676,051)
Total governmental activities	<u>70,449,522</u>	<u>6,977,046</u>	<u>4,647,765</u>	<u>5,946,822</u>	<u>(52,877,889)</u>	<u>-</u>	<u>(52,877,889)</u>
Business-type activities							
Water-sewer	24,534,516	28,680,804	-	1,936,807	-	6,083,095	6,083,095
Sanitation	9,766,017	9,888,117	-	-	-	122,100	122,100
Parking	1,632,750	379,550	-	-	-	(1,253,200)	(1,253,200)
Golf course	1,859,764	2,349,951	-	-	-	490,187	490,187
Total business-type activities	<u>37,793,047</u>	<u>41,298,422</u>	<u>-</u>	<u>1,936,807</u>	<u>-</u>	<u>5,442,182</u>	<u>5,442,182</u>
Total primary government	<u>\$ 108,242,569</u>	<u>48,275,468</u>	<u>4,647,765</u>	<u>7,883,629</u>	<u>(52,877,889)</u>	<u>5,442,182</u>	<u>(47,435,707)</u>
General revenues							
Property taxes					33,094,665	-	33,094,665
Utility taxes					6,570,213	-	6,570,213
Public service taxes					2,772,648	-	2,772,648
Half-cent sales taxes					6,042,443	-	6,042,443
Infrastructure sales tax					6,123,539	-	6,123,539
Local business taxes					171,577	-	171,577
Franchise fees					4,358,300	-	4,358,300
State revenue sharing, unrestricted					5,300,415	-	5,300,415
Unrestricted investment earnings					4,820,417	2,397,784	7,218,201
Gain on sale of capital assets					314,299	188,928	503,227
Miscellaneous					447,165	93,692	540,857
Transfers					(496,724)	496,724	-
Total general revenues and transfers					<u>69,518,957</u>	<u>3,177,128</u>	<u>72,696,085</u>
Change in net position					16,641,068	8,619,310	25,260,378
Net position, beginning					130,076,676	142,224,129	272,300,805
Net position, ending					<u>\$ 146,717,744</u>	<u>\$ 150,843,439</u>	<u>\$ 297,561,183</u>

The notes to the financial statements are an integral part of this statement.

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CITY OF BRADENTON, FLORIDA
BALANCE SHEET
GOVERNMENTAL FUNDS
September 30, 2023

	General Fund	State Housing Initiatives Partnership Program	Half Cent Infrastructure Surtax
Assets			
Cash and cash equivalents	\$ 69,942,327	1,255,973	4,383,164
Accounts receivable	2,790,164	1,425,753	-
Prepaid items	24,713	-	-
Other receivables	738,197	-	-
Due from other funds	1,026,878	-	-
Due from other governments	1,248,704	-	606,323
Inventory	979,591	-	-
Advances to other funds	419,664	-	-
Total assets	<u>\$ 77,170,238</u>	<u>2,681,726</u>	<u>4,989,487</u>
Liabilities, deferred inflows, and fund balances			
Liabilities			
Accounts payable	\$ 1,453,153	109	713,693
Accrued salaries, wages and benefits	1,679,438	-	-
Advances from other funds	-	-	-
Due to other funds	-	1,533	-
Due to other governments	12,939	-	-
Unearned revenues	428,611	910,420	-
Total liabilities	<u>3,574,141</u>	<u>912,062</u>	<u>713,693</u>
Deferred inflows of resources			
Unavailable revenue	2,688,673	1,425,753	-
Total deferred inflows of resources	<u>2,688,673</u>	<u>1,425,753</u>	<u>-</u>
Fund balances			
Non-spendable:			
Non-spendable prepaid items	24,713	-	-
Non-spendable inventory	979,591	-	-
Non-spendable advances to other funds	419,664	-	-
Restricted for:			
Debt service	-	-	-
Grants	-	343,911	-
Impact fee programs	-	-	-
Public safety	397,930	-	-
Public works/transportation	364,274	-	-
Committed to:			
Capital projects	-	-	4,275,794
Emergency and disaster reserve	5,083,557	-	-
Assigned:			
Special obligation debt services	9,660,425	-	-
Compensated absences	2,380,665	-	-
Red Light Safety Program	240,987	-	-
Unassigned	51,355,618	-	-
Total fund balances	<u>70,907,424</u>	<u>343,911</u>	<u>4,275,794</u>
Total liabilities, deferred inflows, and fund balances	<u>\$ 77,170,238</u>	<u>2,681,726</u>	<u>4,989,487</u>

The notes to the financial statements are an integral part of this statement.

CITY OF BRADENTON, FLORIDA
BALANCE SHEET
GOVERNMENTAL FUNDS
September 30, 2023

	American Rescue Plan Act	Other Nonmajor Governmental Funds	Total Governmental Funds
Assets			
Cash and cash equivalents	4,604,016	27,975,597	108,161,077
Accounts receivable	-	813,188	5,029,105
Prepaid items	-	798	25,511
Other receivables	-	1,793	739,990
Due from other funds	-	44,290	1,071,168
Due from other governments	-	2,852,824	4,707,851
Inventory	-	-	979,591
Advances to other funds	-	-	419,664
Total assets	<u>4,604,016</u>	<u>31,688,490</u>	<u>121,133,957</u>
Liabilities, deferred inflows, and fund balances			
Liabilities			
Accounts payable	126,256	633,101	2,926,312
Accrued salaries, wages and benefits	1,291	14,985	1,695,714
Advances from other funds	-	99,946	99,946
Due to other funds	-	2,985,771	2,987,304
Due to other governments	-	-	12,939
Unearned revenues	3,968,351	-	5,307,382
Total liabilities	<u>4,095,898</u>	<u>3,733,803</u>	<u>13,029,597</u>
Deferred inflows of resources			
Unavailable revenue	-	813,188	4,927,614
Total deferred inflows of resources	<u>-</u>	<u>813,188</u>	<u>4,927,614</u>
Fund balances			
Non-spendable:			
Non-spendable prepaid items	-	798	25,511
Non-spendable inventory	-	-	979,591
Non-spendable advances to other funds	-	-	419,664
Restricted for:			
Debt service	-	4,373	4,373
Grants	-	(2,392)	341,519
Impact fee programs	-	5,931,908	5,931,908
Public safety	-	402,315	800,245
Public works/transportation	-	-	364,274
Committed to:			
Capital projects	508,118	20,804,497	25,588,409
Emergency and disaster reserve	-	-	5,083,557
Assigned:			
Special obligation debt services	-	-	9,660,425
Compensated absences	-	-	2,380,665
Red Light Safety Program	-	-	240,987
Unassigned	-	-	51,355,618
Total fund balances	<u>508,118</u>	<u>27,141,499</u>	<u>103,176,746</u>
Total liabilities, deferred inflows, and fund balances	<u>4,604,016</u>	<u>31,688,490</u>	<u>121,133,957</u>

The notes to the financial statements are an integral part of this statement.

CITY OF BRADENTON, FLORIDA
STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
For the Fiscal Year Ended September 30, 2023

Reconciliation of Fund Balance to Net Position	
Total fund balances for governmental funds	\$ 103,176,746
Amounts reported for governmental activities in the statement of net position are different because:	
Lease assets used in governmental activities are not financial resources and therefore, are not reported in the governmental funds	
Lease interest receivables	242,174
Lease receivables	17,001,852
Right-to-use asset	119,368
Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the governmental funds.	
Cost	\$ 160,165,606
Less accumulated depreciation	<u>(66,230,072)</u>
	93,935,534
Deferred outflows of resources are not due and payable in the current period and therefore are not reported in the governmental funds. These deferred outflows of resources consist of pension related contributions, loss on refunding of debt and OPEB.	
	20,151,849
Other long-term assets are not available to pay for current period expenditures and, therefore, are not reported in the governmental funds:	
Long-term receivables and due from other governments	4,927,614
Internal service funds are used by management to charge the cost of self-insurance property insurance, medical and workers' compensation insurance funds. The assets and liabilities of internal service funds are included in governmental activities in the statement of net position.	
	14,966,246
Deferred inflows of resources are not available to pay for current expenditures and therefore are not reported in the governmental funds. These deferred inflows of resources consist of leases, pension and OPEB related items.	
	(30,437,627)
Long-term liabilities are not due and payable in the current period and, therefore, are not reported in the governmental funds:	
Notes payable	(95,376)
Revenue bonds payable, net	(19,587,109)
Total OPEB liability	(12,919,816)
Net pension liability	(42,184,105)
Compensated absences	(2,380,665)
Accrued interest payable	(74,766)
Lease liability	<u>(124,175)</u>
	<u>(77,366,012)</u>
Total net position of governmental activities	<u>\$ 146,717,744</u>

	General Fund	State Housing Initiatives Partnership Program	Half Cent Infrastructure Surtax
Revenues			
Taxes	\$ 44,758,606	-	6,123,539
Licenses and permits	1,713,584	-	-
Intergovernmental grants	575,091	14,587	-
Impact fees	-	-	-
Shared revenues	5,300,415	-	-
Payments in lieu of taxes	95,038	-	-
Charges for services	3,364,966	-	-
Fines and forfeitures	117,953	-	-
Interest and investment earnings (losses)	3,564,415	13,440	194,421
Rents	950,954	-	-
Franchise fees	4,358,300	-	-
Miscellaneous	751,755	-	-
Special assessments, property owners	551,384	114,144	-
Total revenues	<u>66,102,461</u>	<u>142,171</u>	<u>6,317,960</u>
Expenditures			
Current			
General government	11,463,326	-	-
Public safety	31,191,076	-	-
Transportation	4,378,360	-	-
Economic environment	-	14,587	-
Culture and recreation	2,147,331	-	-
Debt service			
Principal	-	-	-
Interest	-	-	-
Fees and expenditures	-	-	-
Capital outlay	1,798,713	-	7,572,186
Total expenditures	<u>50,978,806</u>	<u>14,587</u>	<u>7,572,186</u>
Excess (deficiency) of revenues over (under) expenditures	<u>15,123,655</u>	<u>127,584</u>	<u>(1,254,226)</u>
Other financing sources (uses)			
Transfers from other funds	1,537,184	-	-
Transfers to other funds	(5,245,618)	-	-
Leases under GASB 87	143,242	-	-
Total other financing sources (uses)	<u>(3,565,192)</u>	<u>-</u>	<u>-</u>
Net change in fund balances	11,558,463	127,584	(1,254,226)
Fund balances, beginning	<u>59,348,961</u>	<u>216,327</u>	<u>5,530,020</u>
Fund balances, ending	<u>\$ 70,907,424</u>	<u>343,911</u>	<u>4,275,794</u>

The notes to the financial statements are an integral part of this statement.

CITY OF BRADENTON, FLORIDA
STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
For the Fiscal Year Ended September 30, 2023

	American Rescue Plan Act	Other Nonmajor Governmental Funds	Total Governmental Funds
Revenues			
Taxes	-	3,892,940	54,775,085
Licenses and permits	-	-	1,713,584
Intergovernmental grants	5,645,596	3,310,737	9,546,011
Impact fees	-	593,571	593,571
Shared revenues	-	-	5,300,415
Payments in lieu of taxes	-	-	95,038
Charges for services	-	267,232	3,632,198
Fines and forfeitures	-	7,276	125,229
Interest and investment earnings (losses)	431,969	627,672	4,831,917
Rents	-	45,618	996,572
Franchise fees	-	-	4,358,300
Miscellaneous	-	158,595	910,350
Special assessments, property owners	-	38,285	703,813
Total revenues	<u>6,077,565</u>	<u>8,941,926</u>	<u>87,582,083</u>
Expenditures			
Current			
General government	-	2,748,213	14,211,539
Public safety	-	129,455	31,320,531
Transportation	-	-	4,378,360
Economic environment	112,535	1,542,001	1,669,123
Culture and recreation	-	-	2,147,331
Debt service			
Principal	-	1,222,474	1,222,474
Interest	-	802,297	802,297
Fees and expenditures	-	566	566
Capital outlay	5,533,061	4,250,290	19,154,250
Total expenditures	<u>5,645,596</u>	<u>10,695,296</u>	<u>74,906,471</u>
Excess (deficiency) of revenues over (under) expenditures	<u>431,969</u>	<u>(1,753,370)</u>	<u>12,675,612</u>
Other financing sources (uses)			
Transfers from other funds	-	5,485,774	7,022,958
Transfers to other funds	-	(2,274,064)	(7,519,682)
Leases under GASB 87	-	-	143,242
Total other financing sources (uses)	<u>-</u>	<u>3,211,710</u>	<u>(353,482)</u>
Net change in fund balances	431,969	1,458,340	12,322,130
Fund balances, beginning	76,149	25,683,159	90,854,616
Fund balances, ending	<u>508,118</u>	<u>27,141,499</u>	<u>103,176,746</u>

The notes to the financial statements are an integral part of this statement.

Reconciliation of the Change in Fund Balance to the Change in Net Position

Amounts reported for governmental activities in the statement of activities are different because:

Net change in fund balances, total governmental funds	\$	12,322,130
Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. This is the amount by which capital outlay additions exceeded depreciation in the current period:		
Capital outlay	\$	18,277,719
Capital outlay-lease assets		143,242
Amortization-lease assets		(23,874)
Less depreciation expense		<u>(5,771,241)</u>
The net effect of various miscellaneous transactions involving capital assets (i.e., sales, trade-ins and donations).		12,625,846
Net book value of capital assets disposed	<u>(1,942,062)</u>	<u>(1,942,062)</u>
The issuance of long-term debt (e.g. bonds, leases) provides current financial resources to governmental funds, while the repayment of the principal or long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. Also, governmental funds report the effect of premiums, discounts and similar items when debt is first issued or refunded, whereas these amounts are deferred and amortized in the statement of activities. This amount is the net effect of these differences in the treatment of long-term debt and related items.		
Principal repayments:		
Notes payable		91,644
Revenue bonds payable		1,130,830
Amortization of discounts/premiums and deferred outflows for loss on refunding		<u>81,524</u>
		1,303,998
Leases under GASB 87		(143,242)
Some revenues in the statement of activities do not provide current financial resources.		
Change in unavailable revenue		(334,284)
Change in lease interest receivables		81,493
Change in lease receivables		<u>(406,436)</u>
Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds (future use).		
Lease-related inflows of resources		664,458
Other Postemployment Benefits (OPEB) and related deferrals		747,611
Compensated absences		(181,706)
Accrued interest payable		4,288
Lease liability		19,067
Net pension asset/liability and related deferrals		<u>(6,948,442)</u>
		(5,694,724)
Internal service funds are used by management to charge the cost of medical, property and workers' compensation insurances. This is the change in net position allocated to governmental activities.		
		<u>(1,171,651)</u>
Change in net position of governmental activities	<u>\$</u>	<u>16,641,068</u>

CITY OF BRADENTON, FLORIDA
STATEMENT OF NET POSITION
PROPRIETARY FUNDS
September 30, 2023

	Business-type Activities-Enterprise Funds					Governmental Activities- Internal Service Funds
	Water and Sewer Fund	Sanitation Fund	Parking Fund	Golf Course Fund (Nonmajor)	Total	
Assets						
Current assets						
Cash and cash equivalents	\$ 55,550,207	9,423,537	89,572	1,543,135	66,606,451	17,168,169
Customer accounts receivable	3,287,601	1,141,012	-	-	4,428,613	-
Allowance for uncollectibles	(190,000)	-	-	-	(190,000)	-
Other receivables	200,700	639	8,459	11,805	221,603	179,570
Due from other funds	1,806,136	-	110,000	-	1,916,136	-
Prepaid items	-	-	-	-	-	177,058
Inventory	-	-	-	10,591	10,591	-
Total current assets	60,654,644	10,565,188	208,031	1,565,531	72,993,394	17,524,797
Noncurrent assets						
Swap rate agreement asset	-	-	1,425	-	1,425	-
Capital assets						
Land	3,630,184	-	1,097,797	1,955,906	6,683,887	-
Buildings	17,857,306	891,429	23,982,425	216,363	42,947,523	-
Machinery and equipment	12,836,328	11,100,371	229,448	610,176	24,776,323	-
Infrastructure	206,787,837	689,697	220,000	1,309,660	209,007,194	-
Construction work in progress	5,571,995	-	-	-	5,571,995	-
Less: accumulated depreciation	(156,517,006)	(7,144,784)	(4,631,017)	(1,992,989)	(170,285,796)	-
Total capital assets	90,166,644	5,536,713	20,898,653	2,099,116	118,701,126	-
Right-to-use assets	-	-	-	64,349	64,349	-
Less: accumulated amortization	-	-	-	(21,450)	(21,450)	-
Total lease assets	-	-	-	42,899	42,899	-
Total capital and lease assets	90,166,644	5,536,713	20,898,653	2,142,015	118,744,025	-
Total noncurrent assets	90,166,644	5,536,713	20,900,078	2,142,015	118,745,450	-
Total assets	150,821,288	16,101,901	21,108,109	3,707,546	191,738,844	17,524,797
Deferred outflows of resources						
Related to pension plans	1,829,650	753,385	53,813	215,253	2,852,101	-
Related to OPEB	513,747	214,852	4,744	77,944	811,287	-
Total deferred outflows of resources	2,343,397	968,237	58,557	293,197	3,663,388	-
Total assets and deferred outflows of resources	\$ 153,164,685	17,070,138	21,166,666	4,000,743	195,402,232	17,524,797

CITY OF BRADENTON, FLORIDA
STATEMENT OF NET POSITION
PROPRIETARY FUNDS
September 30, 2023

	Business-type Activities-Enterprise Funds					Governmental Activities- Internal Service Funds
	Water and Sewer Fund	Sanitation Fund	Parking Fund	Golf Course Fund (Nonmajor)	Total	
Liabilities and Net Position						
Current liabilities						
Accounts payable	\$ 1,026,213	398,167	5,317	18,196	1,447,893	16,275
Accrued payroll	202,585	76,251	2,224	50,840	331,900	-
Accrued interest payable	26,644	-	832	-	27,476	-
Interest payable-leases	-	-	-	158	158	-
Unearned revenues	-	-	60	-	60	226,833
Current portion of long-term liabilities	1,270,690	46,242	632,295	15,796	1,965,023	173,136
Short-term lease liability	-	-	-	12,620	12,620	-
Total current liabilities	2,526,132	520,660	640,728	97,610	3,785,130	416,244
Noncurrent liabilities						
Revenue bonds payable, net	-	-	6,788,329	-	6,788,329	-
Notes payable	12,438,006	-	106,586	-	12,544,592	-
Estimated payable for outstanding claims	-	-	-	-	-	1,558,221
Customer deposits	1,119,878	3,841	-	-	1,123,719	-
Total OPEB liability	2,575,130	1,076,934	23,781	390,686	4,066,531	-
Net pension liability	8,075,462	3,325,190	237,514	950,054	12,588,220	-
Compensated absences	237,620	80,398	1,632	27,463	347,113	-
Advances from other funds	-	319,718	-	-	319,718	-
Lease liability	-	-	-	31,630	31,630	-
Total long-term liabilities	24,446,096	4,806,081	7,157,842	1,399,833	37,809,852	1,558,221
Total liabilities	26,972,228	5,326,741	7,798,570	1,497,443	41,594,982	1,974,465
Deferred inflows of resources						
Related to pension plans	249,117	102,578	7,327	29,308	388,330	-
Related to OPEB	1,999,893	836,367	18,469	303,413	3,158,142	-
Fair value of swap agreement	-	-	1,425	-	1,425	-
Total deferred inflows of resources	2,249,010	938,945	27,221	332,721	3,547,897	-
Net Position						
Net investment in capital assets	76,239,407	5,536,713	13,372,382	2,097,766	97,246,268	-
Unrestricted	47,704,040	5,267,739	(31,507)	72,813	53,013,085	15,550,332
Total net position	123,943,447	10,804,452	13,340,875	2,170,579	150,259,353	15,550,332
Total liabilities, deferred inflows of resources and net position	\$ 153,164,685	17,070,138	21,166,666	4,000,743	195,402,232	17,524,797
Net position, above					\$ 150,259,353	
Adjustments to reflect consolidation of internal service fund activities related to enterprise funds					584,086	
Net position of business-type activities					\$ 150,843,439	

The notes to the financial statements are an integral part of this statement.

CITY OF BRADENTON, FLORIDA
STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION
PROPRIETARY FUNDS
For the Fiscal Year Ended September 30, 2023

	Business-type Activities-Enterprise Funds					Governmental Activities- Internal Service Funds
	Water and Sewer Fund	Sanitation Fund	Parking Fund	Golf Course Fund (Nonmajor)	Total	
Operating revenues						
Charges for services	\$ 28,699,438	9,895,617	421,697	2,350,362	41,367,114	12,991,954
Operating expenses						
Personal services	8,823,053	4,240,336	185,178	1,166,762	14,415,329	-
Contractual services	1,667,907	106,761	23,560	51,881	1,850,109	1,260,409
Supplies and materials	7,040,129	1,497,048	118,246	449,473	9,104,896	2,578,704
Repairs and maintenance	1,324,685	637,064	501,182	61,500	2,524,431	-
Utilities	1,154,095	1,922,303	4,952	16,531	3,097,881	-
Claims	-	-	-	-	-	11,039,360
Depreciation and amortization cost	4,000,581	1,207,255	487,773	70,849	5,766,458	-
Total operating expenses	24,010,450	9,610,767	1,320,891	1,816,996	36,759,104	14,878,473
Operating income (loss)	4,688,988	284,850	(899,194)	533,366	4,608,010	(1,886,519)
Non-operating revenues (expenses)						
Interest and investment earnings (losses)	1,809,787	497,018	17,152	73,827	2,397,784	187,149
Gain (loss) on disposition of assets	(19,336)	208,264	-	-	188,928	-
Interest expenses and fiscal charges	(179,611)	(15,890)	(308,590)	(2,133)	(506,224)	-
Total non-operating revenues (expenses)	1,610,840	689,392	(291,438)	71,694	2,080,488	187,149
Income (loss) before capital contributions and transfers	6,299,828	974,242	(1,190,632)	605,060	6,688,498	(1,699,370)
Capital contributions	1,936,807	-	25,000	-	1,961,807	-
Transfers from other funds	-	72,599	929,625	-	1,002,224	-
Transfers to other funds	(255,500)	(250,000)	-	-	(505,500)	-
Change in net position	7,981,135	796,841	(236,007)	605,060	9,147,029	(1,699,370)
Total net position, beginning	115,962,312	10,007,611	13,576,882	1,565,519	141,112,324	17,249,702
Total net position, ending	\$ 123,943,447	10,804,452	13,340,875	2,170,579	150,259,353	15,550,332
Change in net position, above				\$ 9,147,029		
Adjustment to reflect the consolidation of internal service fund activities related to enterprise funds				(527,719)		
Change in net position of business-type activities				\$ 8,619,310		

The notes to the financial statements are an integral part of this statement.

CITY OF BRADENTON, FLORIDA
STATEMENT OF CASH FLOWS
PROPRIETARY FUNDS
For the Fiscal Year Ended September 30, 2023

	Business-type Activities - Enterprise Funds					Governmental Activities - Internal Service Funds
	Water and Sewer Fund	Sanitation Fund	Parking Fund	Golf Course Fund (Nonmajor)	Total	
Cash flows from operating activities						
Receipts from customers and users	\$ 29,023,535	9,911,520	541,096	2,338,557	41,814,708	13,272,311
Payments to suppliers	(11,317,344)	(4,087,832)	(659,224)	(572,086)	(16,636,486)	(3,841,043)
Payments to employees	(8,012,638)	(3,546,358)	(92,145)	(1,136,592)	(12,787,733)	(10,591,879)
Net cash provided (used) by operating activities	9,693,553	2,277,330	(210,273)	629,879	12,390,489	(1,160,611)
Cash flows from non-capital financing activities						
Advances (to)/from other funds	-	(234,110)	-	-	(234,110)	-
Due from other funds	(1,806,136)	-	(105,700)	-	(1,911,836)	-
Transfers from other funds	(255,500)	72,599	929,625	-	1,002,224	-
Transfers to other funds	-	(250,000)	-	-	(505,500)	-
Net cash provided (used) by non-capital and related financing activities	(2,061,636)	(411,511)	823,925	-	(1,649,222)	-
Cash flow from capital and related financing activities						
Payments of lease obligations	-	-	-	(12,135)	(12,135)	-
Proceeds from sales of depreciable assets	8,824,498	208,264	-	-	9,032,762	-
Principal paid on capital debt	(1,115,520)	-	(605,824)	-	(1,721,344)	-
Interest paid on capital debt	(182,083)	(15,890)	(325,283)	(2,133)	(525,389)	-
Capital contributions	-	-	25,000	-	25,000	-
Grant capital contributions	1,936,807	-	-	-	1,936,807	-
Acquisition and construction of capital assets	(16,945,803)	(2,469,760)	(99,688)	(27,940)	(19,543,191)	-
Net cash (used) by capital related financing activities	(7,482,101)	(2,277,386)	(1,005,795)	(42,208)	(10,807,490)	-
Cash flows from investing activities						
Interest and investment earnings (losses)	1,809,787	497,018	17,152	73,827	2,397,784	187,149
Net cash provided (used) by investing activities	1,809,787	497,018	17,152	73,827	2,397,784	187,149
Net increase (decrease) in cash and cash equivalents	1,959,603	85,451	(374,991)	661,498	2,331,561	(973,462)
Cash and cash equivalents, October 1, 2022	53,590,604	9,338,086	464,563	881,637	64,274,890	18,141,631
Cash and cash equivalents, September 30, 2023	\$ 55,550,207	9,423,537	89,572	1,543,135	66,606,451	17,168,169
Reconciliation of operating income (loss) to net cash provided (used) by operating activities:						
Operating income (loss)	\$ 4,688,988	284,850	(899,194)	533,366	4,608,010	(1,886,519)
Adjustments to reconcile operating income (loss) to net cash provided (used) by operating activities:						
Depreciation expense	4,000,581	1,207,255	487,773	57,979	5,753,588	-
Amortization expense	-	-	-	12,870	12,870	-
(Increase) decrease:						
Accounts receivable	133,373	17,382	-	-	150,755	-
Prepaid expenses	28,982	-	-	-	28,982	(3,703)
Inventories and other current assets	-	-	-	1,880	1,880	-
Due from other funds	(127,617)	-	-	-	(127,617)	-
Due from other governments	329,972	(639)	120,179	(11,805)	437,707	264,379
Deferred outflows related to pension	9,048	(58,685)	(28,391)	42,601	(35,427)	-
Deferred outflows related to OPEB	64,368	3,394	3,244	3,036	74,042	-
Increase (decrease):						
Accounts payable	(159,510)	75,344	(11,284)	5,419	(90,031)	(10,641)
Accrued liabilities	26,140	19,869	(35)	26,127	72,101	-
Accrued compensated absences	(26,546)	(18,082)	(754)	(10,277)	(55,659)	-
Unearned revenues	-	-	(780)	-	(780)	15,978
Customer deposits	(11,631)	(840)	-	-	(12,471)	-
Estimated payable for outstanding claims	-	-	-	-	-	459,895
Total OPEB liability	(1,255,348)	(369,119)	(29,153)	(145,870)	(1,799,490)	-
Net pension liability	1,254,296	748,006	143,203	(6,526)	2,138,979	-
Deferred inflows related to pension	(66,716)	(16,750)	2,960	(14,983)	(95,489)	-
Deferred inflows related to OPEB	805,173	385,345	1,959	138,062	1,328,539	-
Total adjustments	5,004,565	1,992,480	688,921	96,513	7,782,479	725,908
Net cash provided (used) by operating activities	\$ 9,693,553	2,277,330	(210,273)	629,879	12,390,489	(1,160,611)
NONCASH CAPITAL ACTIVITIES						
Loss on disposal of capital assets	\$ 8,843,834	-	-	-	8,843,834	-
Borrowing under lease agreement	-	-	-	64,349	64,349	-
Change in fair value of interest rate swaps	-	-	6,408	-	6,408	-

The notes to the financial statements are an integral part of this statement.

CITY OF BRADENTON, FLORIDA
STATEMENT OF FIDUCIARY NET POSITION
FIDUCIARY FUNDS
September 30, 2023

	Pension Trust Funds
Assets	
Accounts receivable	\$ 109,926
Interest receivable	169,465
Investments, at fair value	
U.S. Government obligations	14,591,373
Domestic corporate bonds	6,253,660
Convertible preferred stock	280,298
Convertible bonds	2,948,310
Foreign stock	6,736,651
Municipal obligations	402,425
Domestic stocks	56,307,410
Mortgage backed	5,680,699
Collateralized mortgage backed	855,297
Foreign bonds	349,539
Mutual funds	34,233,063
Real estate investment trust	21,601,261
Money market fund	<u>3,315,162</u>
Total investments	<u>153,555,148</u>
Total assets	<u>153,834,539</u>
Liabilities	
Accounts payable	<u>125,676</u>
Total liabilities	<u>125,676</u>
Net position	
Restricted for pension benefits	<u>\$ 153,708,863</u>

The notes to the financial statements are an integral part of this statement.

CITY OF BRADENTON, FLORIDA
STATEMENT OF CHANGES IN FIDUCIARY NET POSITION
FIDUCIARY FUNDS
For the Fiscal Year Ended September 30, 2023

	Pension Trust Funds
Additions	
Contributions	
Employer	\$ 3,460,283
Plan members	1,200,440
State of Florida (from City's General Fund)	<u>1,263,837</u>
Total contributions	5,924,560
Investment earnings	
Interest and dividends	3,785,638
Net (decrease) increase in fair value of investments	<u>11,269,168</u>
Total investment earnings	15,054,806
Less investment expenses	<u>(526,837)</u>
Net investment earnings	<u>14,527,969</u>
Total additions, net	<u>20,452,529</u>
Deductions	
Benefits	10,333,441
Administrative expenses	<u>259,845</u>
Total deductions	<u>10,593,286</u>
Change in net position	9,859,243
Net position, beginning	<u>143,849,620</u>
Net position, ending	<u>\$ 153,708,863</u>

The notes to the financial statements are an integral part of this statement.

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the City of Bradenton, Florida (the “City”) have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to government units. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The more significant of the City's accounting policies are described below.

Reporting Entity

The City of Bradenton, Florida, was incorporated in 1903. It is located on the west coast of Florida, approximately midway down the state, and is comprised of 14.35 square miles with a population of 56,961. The current charter was authorized under Chapter 22219, Laws of Florida, Special Acts of 1943. The City is a municipal corporation and operates under a mayor-council form of government. It provides services to its residents in the form of law enforcement, fire and public safety, street maintenance, code enforcement, culture and recreation, water and sewer, sanitation, planning and zoning, and general administrative services.

This report includes all funds, departments, agencies, boards and commissions, and other organizational units that are administered by the mayor and/or controlled by, or dependent upon the City Council as set forth in the City Charter. The City, a primary government, has reviewed for inclusion all potential component units for which it may be financially accountable, and other organizations for which the nature and significance of their relationship with the City are such that exclusion would cause the City's financial statements to be misleading or incomplete. GASB Statement No. 61, *The Financial Reporting Entity: Omnibus, which amended GASB Statement No. 14*, has set forth criteria to be considered in determining financial accountability. This criteria includes appointing a voting majority of an organization's governing body and (1) the ability of the City to impose its will on that organization, or (2) the potential for the organization to provide specific financial benefits to or impose specific financial burdens on the City.

Blended Component Units: There is one (1) component unit which is legally separate from the City, but is so intertwined with the City that it is, in substance, the same as the City. It is reported as part of the City and blended into the appropriate funds. Resolution 15-17, adopted in June 2015, authorizes the City Council of the City of Bradenton to declare itself the Community Redevelopment Agency (CRA) for the City of Bradenton pursuant to the provisions of Florida Statute 163.357. The purpose of this entity is to revitalize targeted areas in the City, comprising the redevelopment areas set forth in Resolution 79-55, as amended and Resolution 93-62 and Resolution 00-39. The CRA reports three different funds in these financial statements, one for each area. The areas are described as follows:

a. **Bradenton Community Redevelopment Area (CRA)**

The Bradenton CRA is a dependent special district created pursuant to Florida Statute 163 and City of Bradenton Ordinance 2219 passed by the Bradenton City Council on May 28, 1980. The City provides funding on an annual basis to the CRA via ad valorem tax based on the 1980 base year.

b. **14th Street Community Redevelopment Area (CRA)**

The 14th Street CRA is a dependent special district created pursuant to Florida Statute 163 and City of Bradenton Ordinance 2504 passed by the Bradenton City Council on November 24, 1993. The City provides funding on an annual basis to the CRA via ad valorem tax based on the 1993 base year. The Downtown Development Authority (DDA) serves as an advisory board to both the Bradenton CRA and the 14th Street CRA. The DDA is an administrative unit only, with no assets, liabilities, equity, revenue or expenses/expenditures as of the year ended September 30, 2023.

c. **Central Community Redevelopment Area (CCRA)**

The Central CRA is a dependent special district created by the Community Redevelopment Act of 1969, Chapter 163 Part III, Florida Statutes, and City of Bradenton Ordinance 2628 passed by the Bradenton City Council on July 12, 2000. The Community Redevelopment Plan provides a framework for coordinating and facilitating public and private redevelopment of the Central Redevelopment District and adjacent areas. Seven community members serve as an advisory board to the CCRA.

The City of Bradenton Community Redevelopment Agency is, by GAAP definition, a component unit of the City, as the City exercises financial accountability over, and has a benefit/burden relationship with it. The members of the City Council serve as the Board for all component units of the City, and therefore serve as the Board for the CRA. The financial statements of each CRA area are also included as nonmajor special revenue funds in the City's Annual Comprehensive Financial Report.

There were no component units for which the CRA was financially accountable.

The Mayor and City Council are also responsible for appointing members to the boards of the following organizations. The City's accountability for these organizations does not extend beyond making the appointments, except as noted above.

Architectural Review Board	Construction Board of Rules and Appeals
Affordable Housing Advisory Board	Code Enforcement Board
Planning Commission	Bradenton Housing Authority
Merit Board	Police Pension Board
Tree and Land Preservation Board	Central Community Redevelopment Agency
Fire Pension Board	Nuisance Abatement Board
Grievance Board	

Government-wide and Fund Financial Statements

The government-wide financial statements (i.e., the Statement of Net Position and the Statement of Activities) report information on all of the non-fiduciary activities of the primary government and its component units. For the most part, the effect of interfund activity has been removed from these statements. *Governmental activities*, which normally are supported by taxes and intergovernmental revenues, are reported separately from *business-type activities*, which rely to a significant extent on fees and charges for support.

The Statement of Activities demonstrates the degree to which the direct expenses of a given function or segment is offset by program revenues. Direct expenses are those that are clearly identifiable with a specific function or segment. Program revenues include: (1) charges to customers or applicants who purchase, use or directly benefit from goods, services or privileges provided by a given function or segment, and (2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as general revenues.

Separate financial statements are provided for governmental funds, proprietary funds and fiduciary funds, even though the latter are excluded from the government-wide financial statements. Major individual governmental funds and major individual enterprise funds are reported as separate columns in the fund financial statements.

Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*, as are the proprietary fund, and fiduciary fund financial statements. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flow. Property taxes, grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

Governmental fund financial statements are reported using the *current financial resources measurement focus* and the *modified accrual basis of accounting*. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be *available* when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the government considered property taxes and other revenue sources as available if they were collected within 60 days after fiscal year-end. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures, as well as expenditures related to the net pension liability, compensated absences, claims and judgments, and other postemployment benefits (OPEB), are recorded only when payment is due.

Property taxes, sales taxes, franchise taxes, licenses, and interest associated with the current fiscal period are all considered to be susceptible to accrual and so have been recognized as revenues of the current fiscal period. Only the portion of special assessments receivable due within the current fiscal period is considered to be susceptible to accrual as revenue of the current period. All other revenue items are considered to be measurable and available only when cash is received by the City.

The City reports the following major governmental funds:

- a. The *General Fund* is the City's primary operating fund. It accounts for all financial resources of the general government, except those required to be accounted for in another fund.
- b. The *State Housing Initiatives Partnership Program (SHIPP) Fund* is used to account for the receipt, custody and expenditures of State Housing Initiatives Partnership grant funds.
- c. The *Half Cent Infrastructure Surtax Fund* is used to account for the receipt, custody and expenditures of the Half Cent Infrastructure Surtax adopted by the voters in November of 2016.
- d. The *American Rescue Plan Act Fund* is used to account for the receipt, custody and expenditures of the funds received from the U.S. Treasury as part of the American Rescue Plan Act.

The City reports the following major proprietary funds:

- a. The *Water and Sewer Fund* is used to account for the activities of the City's water and wastewater utility. The City operates the water and sewer treatment plants, sewage pumping stations and collection system, the storm water runoff system, and the water distribution system.
- b. The *Sanitation Fund* is used to account for the activities of the City's solid waste collection.
- c. The *Parking Fund* is used to account for the activities of the City's public parking function.

Additionally, the City reports the following fund types:

- a. *Internal service funds* account for the property insurance, medical self-insurance, and workers' compensation self-insurance provided to other departments on a cost reimbursement basis.
- b. The *pension trust funds* account for the activities of the City's fire and police pension trust funds, which accumulate resources for pension benefit payments to qualified fire and police pension employees.

As a general rule, the effect of interfund activity has been eliminated from the government-wide financial statements. Exceptions to this general rule are Payments in Lieu of Taxes, and other charges between the City's water and sewer function and various other functions of the City. Elimination of these charges would distort the direct costs and program revenues reported for the various functions concerned.

Amounts reported as program revenues include: (1) charges to customers or applicants for goods, services, or privileges provided, (2) operating grants and contributions, and (3) capital grants and contributions, including special assessments. Internally dedicated resources are reported as general revenues rather than as program revenues. Likewise, general revenues include all taxes.

Proprietary funds distinguish operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenues of the water/sewer, parking and sanitation enterprise funds and of the City's internal service funds are charges to customers for sales and services. The water/sewer fund also recognizes as operating revenue the portion of tap fees intended to recover the cost of connecting new customers to the system. Operating expenses for enterprise funds and internal service funds include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

When both restricted and unrestricted resources are available for use, it is the City's policy to use restricted resources first, then unrestricted resources as they are needed.

Assets, Liabilities and Net Position or Equity

a. Deposits and investments

The City's cash and cash equivalents are considered to be cash on hand, demand deposits, and short-term investments with original maturities of three months or less from the date of acquisition.

The City maintains a pool of cash and investments in which each fund participates on a dollar equivalent and transaction basis. The balance of the pooled cash is reflected in the balance sheet or statement of net position, and each fund's portion of the pooled investments is reflected in each respective fund's balance sheet or statement of net position as "cash and cash equivalents." Interest is distributed monthly based upon an average monthly balance. The investments of the police and fire pension trust funds are held by an investment banker selected by the respective individual pension board's Investment Committee.

State statutes authorize the City to invest its surplus public funds in the Local Government Surplus Funds Trust Fund, obligations of the U.S. Treasury, agencies and instrumentalities of the U.S. Government and interest-bearing time deposits with banks and/or savings and loans who qualify as authorized depositories under Florida law or according to the City's established investment policy statement. In addition to state statutes, the City is also authorized to invest surplus funds in accordance with the City of Bradenton Investment Policy Statement. The pension trust funds are also authorized to invest in corporate stocks, bonds and commercial paper subject to certain restrictions.

The State Board of Administration Pooled Trust Fund (LGIP) operates in accordance with the appropriate state laws and regulations. Securities traded on a national or international exchange are valued at the last reported sales quote at current exchange rates. Investments that do not have an established market are reported at estimated fair value, based on market indicators regarded as measures of equity or fixed income performance results. The City does not have a significant amount of investments valued at other-than-quoted market prices. Amortization of premium and accretion of

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

discount on investments purchased are not recorded over the term of the investment. The effect of this policy on the financial statements of the various funds is not significant. The reported value of the pool is the same as the fair value of the pool shares.

The Florida Municipal Investment Trust (FMIvT) is an authorized investment under section 218.415(15), Florida Statutes, for units of local government in the State of Florida. It was created to offer diversified and professionally managed portfolios for the investment of the assets of participating municipalities. The Trustees of the Trust are designated as having official custody of the funds, which are invested by the purchase of shares of beneficial interest in the Trust. The Trust operates as a fiduciary trust fund under governmental accounting rules that require the Trust to prepare a series of financial statements. The FMIvT is a Local Government Investment Pool (LGIP) and, therefore, considered an external investment pool for GASB reporting purposes. The City's investment is the FMIvT portfolio, not the individual securities held within each portfolio.

b. Receivables and payables

Activity between funds that are representative of lending/borrowing arrangements outstanding at the end of the fiscal year are referred to as either "due to/from other funds" (i.e., the current portion of interfund loans) or "advances to/from other funds" (i.e., the non-current portion of interfund loans). All other outstanding balances between funds are reported as "due to/from other funds." Any residual balances outstanding between governmental activities and business-type activities are reported in the government-wide financial statements as "internal balances." Customer accounts (trade) receivables in the Water and Sewer Fund are shown net of an allowance for uncollectibles of \$190,000.

c. Inventories and prepaid items

All inventories are valued at cost (using average cost) in governmental-type funds and the lower of cost (average cost) or net realizable value in business-type funds. Inventories of governmental funds are recorded as expenditures when consumed rather than when purchased.

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items in both government-wide and fund financial statements. The cost of prepaid items is recorded as expenditures/expenses when consumed rather than when purchased.

d. Restricted assets

The City had no restricted assets as of September 30, 2023.

e. Capital assets

Capital assets, which include property, buildings, improvements, equipment, and infrastructure assets (i.e., roads, bridges, sidewalks and similar items) are reported in the applicable governmental or business-type activities columns in the government-wide financial statements. Capital assets are defined by the City as assets with an initial, individual cost of more than \$5,000 (amount not rounded) and an estimated useful life in excess of two (2) years. Such assets are recorded at historical cost, or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of the donation.

The cost of normal maintenance and repairs that do not add to the value of the assets or materially extend assets' lives are not capitalized.

Property, plants and equipment of the primary government, as well as the component units, are depreciated using the straight-line method over the following estimated lives:

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Buildings and improvements	20 - 50 years
Improvements other than buildings	20 - 50 years
Equipment	2 - 35 years
Infrastructure	50 - 75 years

f. Compensated absences

Accumulated unpaid vacation pay and the benefits associated with it are accrued when incurred in all proprietary fund types. In governmental fund types, the cost of vacation pay is recognized when payments are made to employees or when matured, as a result of employee resignation or retirement. The general fund is the primary fund utilized to liquidate the liability for compensated absences.

All vacation pay is accrued when incurred in the government-wide financial statements. Sick leave is not recorded in the financial statements because sick leave is not vested.

g. Long-term obligations

In the government-wide financial statements and proprietary fund types in the fund financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities, business-type activities or proprietary fund type statement of net position. Bond premiums and discounts are deferred and amortized over the life of the bonds using the straight-line method. Bonds payable are reported net of the applicable bond premium or discount. Bond issuance costs are expensed in the period incurred.

In the fund financial statements, governmental fund types recognize bond premiums and discounts, as well as bond issuance costs, during the period incurred. The face amount of debt issued and premiums are reported as other financing sources while discounts on debt issuances are reported as other financing uses. Issuance costs, whether or not withheld from actual debt proceeds received, are reported as debt service expenditures.

h. Fund equity

Fund equity at the governmental fund financial reporting level is classified as "fund balance." Fund equity for all other reporting is classified as "net position."

Fund Balance: Generally, fund balance represents the balance of assets and deferred outflows of resources, less liabilities and deferred inflows of resources under the current financial resources measurement focus of accounting. In the fund financial statements, governmental funds report fund balance classifications that comprise a hierarchy based primarily on the extent to which the City is bound to honor constraints on the specific purposes for which amounts in those funds can be spent. Fund balances are classified as follows:

- *Non-spendable:* Fund balances are reported as "non-spendable" when amounts cannot be spent because they are either: (a) not in spendable form (i.e., items that are not expected to be converted to cash) or (b) legally or contractually required to be maintained intact.
- *Restricted:* Fund balances are reported as "restricted" when there are limitations imposed on their use either through the enabling legislation adopted by the City or through external restrictions imposed by creditors, grantors, or laws or regulations of other governments.
- *Committed:* Fund balances are reported as "committed" when they can be used for only specific purposes pursuant to constraints imposed by formal action of the City Council through the adoption of a resolution. Only the City Council may modify or rescind the commitment, also through a resolution.

- *Assigned:* Fund balances are reported as “assigned” when amounts are constrained by the City’s intent to be used for specific purposes, but are neither restricted nor committed. The City Council has adopted a fund balance policy that has authorized the City Administrator to assign fund balances.
- *Unassigned:* Fund balances are reported as “unassigned” as the residual amount when the balances do not meet any of the above criterion. The City reports positive unassigned fund balances only in the General Fund. Negative unassigned fund balances may be reported in the other funds.

Emergency and Disaster Reserve: The City maintains in the General Fund’s committed fund balance not less than 10% of the total budgeted operating expenditures of the current fiscal year to be used for an Emergency and Disaster Reserve in accordance with the fund balance policy adopted by the City Council. This balance is needed to prepare for events including, but not limited to revenue declines (whether anticipated or unforeseen), unanticipated expenditures, and/ or unfunded mandates that exceed 5% of the General Fund operating expenditures. If these revenues are utilized for the above purposes, the City should attempt to replenish this reserve as soon as economically feasible. The balance is \$5,083,557 as of September 30, 2023.

Net Position: Net position represents the difference between the assets, deferred outflows of resources, liabilities, and deferred inflows of resources. In the Statement of Net Position, the net investment in capital assets consists of capital assets net of accumulated depreciation, reduced by the outstanding balances of any borrowings used for the acquisition, construction or improvement of those assets. Net investment in capital assets excludes unspent debt proceeds. Net positions are reported as restricted when there are limitations imposed on their use either through enabling legislation or through external restrictions imposed by creditors, grantors, laws or regulations. All net positions not reported as net investment in capital assets and restricted net position, are reported as unrestricted net position.

Flow Assumption: The City spends “restricted” amounts first when both restricted and unrestricted fund balances are available, unless there are legal documents or contracts that prohibit doing so. Additionally, the City would first use “committed” fund balance, followed by “assigned” fund balance and then “unassigned” fund balance when expenditures are incurred for purposes for which amounts in any of the unrestricted fund balance classifications could be used.

i. Deferred outflows / inflows of resources

In addition to assets, the Statement of Net Position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net assets that applies to a future period(s) and so will not be recognized as an outflow of resources (expense / expenditure) until then. The City has the following items that qualify for reporting in this category: a) the loss on debt refunding and b) the City’s pension and OPEB plans, discussed below.

In addition to liabilities, the statement of net position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net assets that applies to future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The City has the following items, which arise only under a modified accrual basis of accounting that qualify for reporting in this category: a) lease related inflows of resources b) pension and OPEB plans which are reported only in the statement of net position and c) the offset of the fair value of the City’s swap agreement. As certain swap agreements qualify as effective hedges, the change in the fair value occurs each year, and the asset and the deferred inflow are adjusted. On the balance sheet, the governmental funds report unavailable revenues from long-term receivable transactions as deferred inflows of resources. Those amounts are deferred and will be recognized as an inflow of resources in the period in which the amounts become available.

Pension Plan and OPEB Adjustments: These deferred items are recognized and measured in financial statements prepared using the economic resources measurement focus and the accrual basis of accounting. The deferral is for changes in the net pension liability that are not included in pension expense, as well as total OPEB liability not included in OPEB expense, and must be amortized in a systematic and rational manner over a closed period depending on cause beginning with the current period. These causes may include changes of future economic and demographic assumptions or other inputs, differences between expected and actual experience with regard to economic or demographic factors, and differences between projected and actual earnings on pension plan investments.

Employer contributions subsequent to the measurement date of the net pension liability are required to be reported as deferred outflows of resources.

j. Deficit fund equity

For the year ending September 30, 2023, the Community Development Program Fund had a deficit fund balance of \$2,392.

k. Accounting estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America, as applied to governmental units, requires management to make estimates and assumptions that affect the reported amounts of assets, deferred outflows, deferred inflows and liabilities, and disclosure of contingent assets and liabilities, at the date of the financial statements, and the reported amounts of revenues and expenditures/expenses during the reporting period. Actual results could differ from the estimates.

l. Implementation of new accounting standard

Effective October 1, 2022, the City adopted new accounting guidance by implementing the provisions of Governmental Accounting Standards Board (GASB) Statement No. 96, *Subscription-Based Information Technology Arrangements* (GASB No. 96), which requires recognition of certain subscription-based information technology arrangements as assets and liabilities in the governmental or business-type activities columns in the government-wide financial statements activities, and in the proprietary fund type statement of net position. Management determined that there were no material arrangements that would require recognition under GASB No. 96.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

NOTE B – STEWARDSHIP, COMPLIANCE AND ACCOUNTABILITY

Budgetary Information

The appropriated budget is the expenditure authority created by the Appropriation Resolution, which is entered into by City Council along with related estimated revenues for all funds.

Each fund's appropriated budget is prepared on a detailed line-item basis. Revenues are budgeted by source. Expenditures are budgeted by fund, by department, and by character (personal services, operating expenditures, capital outlay, debt service, and grants and aid). The legal level of control is the total fund appropriation. Expenditures may not exceed appropriations at this level. All budgetary revisions at this level are subject to final review by Bradenton's City Council. Within the control levels, management may transfer appropriations without formal Council approval. Revisions to the budget are made throughout the year. The City follows these procedures in establishing the budgetary data reflected in the financial statements:

- a. Prior to October 1, the City Administrator submits a proposed operating budget for the fiscal year commencing October 1. The operating budget includes proposed expenditures and the means of financing them, by fund.
- b. Prior to October 1, public hearings are conducted by the City to obtain taxpayer comments.
- c. Prior to October 1, a budget is legally enacted through passage of a resolution which restricts total expenditures by fund.

Budgets for governmental funds are adopted on a basis consistent with accounting principles generally accepted in the United States of America, on the modified accrual basis. The budgets for proprietary fund operations are adopted on a basis consistent with accounting principles generally accepted in the United States of America except that they exclude depreciation and the results of capitalizing interest income and expense relative to construction projects on tax-exempt borrowings. Separate budgets are also adopted to control payment of revenue bond principal and interest and capital outlay for proprietary funds on a non-GAAP basis. Appropriations lapse at year end. Formal budgetary integration is employed as a management control device during the year for all funds. The presented budgetary information has been amended in a legally permissible manner.

NOTE C – DEPOSITS AND INVESTMENTS

Deposits

At September 30, 2023, the City's cash-in-bank was fully insured by Federal Depository Insurance and the multiple financial collateral pool required by Sections 280.07 and 280.08, Florida Statutes. Hence, there is no custodial credit risk for the deposits of the City and/or its component units.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

City Pooled Investments

As of September 30, 2023, the City (excluding the police and fire pension funds) had the following investments:

Investment Type	Total	Less than 1 Year	Years 1-5	Years 6-10	Years More Than 10	Average Rating
U.S. Government securities	\$ 21,748,289	5,847,433	15,217,841	683,015	-	AAA-AA+
FMlvt	9,750,752	9,750,752	-	-	-	AA+/S3-AAAF/S1-S2
FLClass	3,907,707	3,907,707	-	-	-	AAAim
Corporate bonds	30,525,486	6,581,184	22,292,673	1,435,813	215,816	A-BAA1
Municipal bonds	518,048	323,180	-	194,868	-	AA
Mortgage backed	5,340,086	1,637	92,291	1,796,096	3,450,062	AAA
Securitized	3,030,624	927,933	2,067,791	34,900	-	AA
Collateralized mortgage obligations	1,092,351	-	1,031,030	61,321	-	AAA
Asset backed securities	702,456	215,340	487,116	-	-	AA1
State investment pool	67,137,232	67,137,232	-	-	-	AAAim
Money market fund	29,747,813	29,747,813	-	-	-	NR
Total fair value	<u>\$ 173,500,844</u>	<u>124,440,211</u>	<u>41,188,742</u>	<u>4,206,013</u>	<u>3,665,878</u>	
Reconciliation to Financial Statements						
Pooled investments, above			\$ 173,500,844			
Pooled cash			3,719,823			
Nonpooled cash and cash on hand			14,715,030			
			<u>\$ 191,935,697</u>			
Statement of Net Position						
Cash and investments			\$ 191,935,697			
			<u>\$ 191,935,697</u>			

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The City's investment performance is measured and compared to the Barclay's Aggregate Intermediate Bond Index and ranked against an appropriate peer group of fixed-income managers over rolling three to five-year periods. By mirroring the Barclay's Aggregate Intermediate Bond Index, the portfolio is being measured against a relatively short-term conservative index. The City has no formal interest rate policy. The City uses the weighted average maturity method (WAM) for its FMlvt 0-2 Year High Quality Bond (Modified Duration of 0.32 and WAM of 0.80), the 1-3 Year High Quality Bond (Modified Duration of 1.51 and WAM of 1.60), and the Intermediate High Quality Bond Fund (Modified Duration of 4.22 and WAM of 4.90).

Concentration of credit risk is the risk of loss attributable to the quantity of the City's investment in a single issuer. The City investment pools have no concentration of credit risk.

Credit risk results from potential default of investments that are not financially sound.

The City invests funds throughout the year with the Local Government Surplus Funds Trust Fund (SBA), an investment pool administered by the State Board of Administration under regulatory oversight of the State of Florida. Throughout the year and as of September 30, 2023, the SBA contained certain floating and adjustable-rate securities which were indexed based on the prime rate and/or one- and three-month LIBOR rates. The SBA Fund A met the criteria to be "2A-7 Like" as defined in GASB 31 and the City held \$67,137,232 in the SBA at September 30, 2023. Furthermore, the City's investment policy limits its domestic corporate bond issues with an investment grade rating (within top four rating classifications with the lowest rating not below Baa3/BBB- by Moody's or Standard & Poor's), obligations of the United States Government or any agency or instrument thereof and to repurchase agreements fully collateralized by such United States Government obligations, and provided that such investment company or investment trust takes delivery of such collateral either directly or through an authorized custodian. Funds held with the SBA are recognized at amortized cost.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

The City invests funds through the Florida Surplus Asset Fund Trust (FL SAFE) which is a local government investment pool (LGIP) trust fund, organized under Florida Statutes 163-01, et seq, to be a Stable Net Asset Value investment pool. As such a LGIP trust, FL SAFE pools and invests the funds of its Florida local government participants within the Investment Policy, established by the FL SAFE Board, and limitation set forth in the Indenture of Trust. FL SAFE is overseen by a Board of Trustees comprised of Florida local government officials, who are themselves participants in FL SAFE as the investment officer or designee for their own local government. The primary objectives of FL SAFE are to provide safety, liquidity, transparency and yield for Florida government entities. The fund includes a liquid money market like investment, called the "FL SAFE Fund" and one or more Term Series portfolios, as may be established from time to time, each of which has a fixed duration. The Fund has received and maintained a AAAM rating since 2007 from Standard and Poor's ("S&P"). According to S&P's rating criteria, the AAAM rating signifies excellent safety of invested principal and a superior capacity to maintain a \$1.00 per share net asset value. Funds held with the FL SAFE are recognized at net asset value.

FMIVT investment guidelines state that each fund will seek to maintain a bond fund credit rating from a nationally recognized statistical rating organization of AAA. Funds having an AAA bond fund credit rating are composed of a preponderance of assets that carry the highest credit ratings from a NRSRO. Funds having an AA bond fund credit rating are composed of a large percentage of assets that carry the highest credit rating from a NRSRO. The funds may invest in corporate bonds issued by any corporation in the United States of America with at least an A rating and collateralized mortgage obligations having a rating of AAA. The City invested in the FMIVT 0-2 Year High Quality Bond, the 1-3 Year High Quality Bond, and the Intermediate HQ Bond Fund. At September 30, 2023, Fitch rated the portfolio investments as AAAf/S1, AAAf/S2, and AAAf/S3, respectively. Funds held with FMIVT are recognized at fair value based on the FMIVT portfolio, not the individual securities held within each FMIVT portfolio.

The City also invests funds through the Florida Cooperative Liquid Assets Securities System (FLCLASS). FLCLASS follows Financial Accounting Standards Board (FASB) Accounting Standards Topic (ASC) 820 Fair Value Measurement and Disclosure for financial reporting purposes. FLCLASS does not meet all of the specific criteria outlined in GASB 79 Paragraph 4 therefore the City measures its investments at fair value as provided in Paragraph 11 of GASB Statement 31, as amended. FLCLASS is rated by S&P Global Ratings and the current rating is AAAM.

The dollar weighted average days to maturity (WAM) of FLCLASS at September 30, 2023 is 43 days. Next interest rate reset dates for floating rate securities are used in the calculation of the WAM. The weighted average life (WAL) of FLCLASS at September 30, 2023 is 71 days.

Rate of return – For the year ended September 30, 2023 the annual money-weighted rate of return on the City's investments, net of City's investment expense, was 2.70 percent. The money-weighted rate of return express investment performance, net of investment expense, adjusted for the changing amounts actually invested.

Custodial credit risk investments is the risk that, in the event of the failure of the counterparty, the City will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. The City investment pool does not hold investments or collateral securities that have a custodial credit risk exposure.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Fair Value Measurements - The City categorizes its fair value measurements within fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation of inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are inputs other than quoted market prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted market prices for similar assets or liabilities in active markets, primarily fixed income prices provided by a vendor or broker/dealer; and Level 3 inputs are significant unobservable inputs.

The City has the following recurring fair value measurements as of September 30, 2023:

Investment Type	Fair Value	Level 1	Level 2	Level 3
U.S. Government securities	\$ 21,748,289	-	21,748,289	-
FMIVT	9,750,752	-	9,750,752	-
FLClass	3,907,707	-	3,907,707	-
Corporate bonds	30,525,486	-	30,525,486	-
Municipal bonds	518,048	-	518,048	-
Mortgage backed	5,340,086	-	5,340,086	-
Securitized	3,030,624	-	3,030,624	-
Collateralized mortgage obligations	1,092,351	-	1,092,351	-
Money market funds	10,924,930	10,924,930	-	-
Asset backed securities	702,456	-	702,456	-
Total investments by fair value level	<u>87,540,729</u>	<u>10,924,930</u>	<u>76,615,799</u>	<u>-</u>
Investments not subject to level disclosure:				
Money market	18,822,883			
State investment pool	67,137,232			
	<u>\$ 173,500,844</u>			
Investment derivative instruments:				
Interest rate swaps for loans	\$ (1,637)	-	(1,637)	-
	<u>\$ (1,637)</u>	<u>-</u>	<u>(1,637)</u>	<u>-</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Police Pension Fund

The police pension fund has an established investment policy under which the general investment objective is to obtain a reasonable total rate of return—defined as interest and dividend income plus realized and unrealized capital gains or losses—that is greater than the actuarial interest rate assumption on an annual basis and over rolling three-year periods. Additionally, the trustees, in performing their investment duties, shall comply with fiduciary standards set forth in the Employee Retirement Income Security Act of 1974 19 U.S.C. s 1104 (a) (1) (A)-(C).

Investment Type	Total	Less than 1 Year	Years 1-5	Years 6-10	Years More Than 10	Average Rating
U.S. Government securities	\$ 10,488,097	-	7,290,357	3,197,740	-	AA1-AA+
Corporate bonds	3,217,788	133,061	1,387,772	1,689,877	7,078	A-BAA1
Domestic stock	19,866,918	19,866,918	-	-	-	NR
Convertible preferred stock	280,298	280,298	-	-	-	NR
Convertible corporate bonds	2,948,310	66,686	2,856,474	16,686	8,464	A3/Ba1
Foreign stock	2,420,284	2,420,284	-	-	-	NR
Foreign bonds	232,845	232,845	-	-	-	NR
Mutual funds	34,233,063	34,233,063	-	-	-	NR
Mortgage backed	1,538,604	1,924	84,956	35,080	1,416,644	AA1
Collateralized mortgage backed	855,297	232,750	49,809	572,738	-	AAA
Real estate	8,081,218	8,081,218	-	-	-	NR
Money market/cash	1,833,461	1,833,461	-	-	-	NR
Total fair value	<u>\$ 85,996,183</u>	<u>67,382,508</u>	<u>11,669,368</u>	<u>5,512,121</u>	<u>1,432,186</u>	

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The police pension fund realizes that reasonable consistency of return and protection of assets against the inroads of inflation are paramount. However, the volatility of interest rates and securities markets make it necessary to judge results within the context of several years rather than over short periods of one or two years or less. The police pension fund has no formal interest rate policy.

Concentration of credit risk is the risk of loss attributable to the quantity of the government's investment in a single issuer. The police pension fund has no concentration of credit risk. The investments held by the police pension fund shall be diversified to the extent practical to control the risk of loss resulting from overconcentration of assets in a specific maturity, issuer, instrument, dealer, or bank in which financial instruments are bought and sold.

Credit risk. The fixed income securities are limited to those traded on a recognized national exchange or over-the-counter, and rated within the top four ratings (Standard & Poor's AAA, AA, A, BBB or Moody's Aaa, Aa, A, Baa). However, at least 80% of the fixed income must be rated within the top three ratings.

Rate of return – For the year ended September 30, 2023, the annual money-weighted rate of return on the plan investments, net of the plan's investment expense, was 11.06 percent. The money-weighted rate of return expresses investment performance, net of investment expenses, adjusted for the changing amounts actually invested.

Custodial credit risk—investments is the risk that, in the event of the failure of the counterparty, the police pension fund will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. The police pension fund does not hold investments or collateral securities that have a custodial credit risk exposure.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Foreign currency risk is the risk that foreign currencies will fluctuate relative to the U.S. dollar, but it is believed the diversification benefits outweigh the potential risks. The City has nominal exposure to foreign currencies due to investments in non-U.S. markets implemented through our money managers' portfolios.

Other limitations. The police pension fund limits its investments as follows: Not more than 5% of the fund's assets at cost shall be invested in the common stock or capital stock of any one issuing company, nor shall the aggregate investment in any one issuing company exceed 5% of the outstanding capital stock of the company. The REITs that trade on a major exchange shall not exceed 10% of the fund's assets at cost.

Fair Value Measurements. The City categorizes its fair value measurements within fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation of inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are inputs other than quoted market prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted market prices for similar assets or liabilities in active markets, primarily fixed income prices provided by a vendor or broker/dealer; and Level 3 inputs are significant unobservable inputs.

The Police Pension Fund has the following recurring fair value measurements as of September 30, 2023:

Investment Type	Fair Value	Level 1	Level 2	Level 3
U.S. Government securities	\$ 10,488,097	-	10,488,097	-
Corporate bonds	3,217,788	-	3,217,788	-
Domestic stock	19,866,918	19,866,918	-	-
Convertible preferred stock	280,298	-	280,298	-
Convertible corporate bonds	2,948,310	-	2,948,310	-
Foreign stock	2,420,284	2,420,284	-	-
Foreign bonds	232,845	-	232,845	-
Mutual funds	34,233,063	34,233,063	-	-
Mortgage backed	1,538,604	-	1,538,604	-
Collateralized mortgage backed	855,297	-	855,297	-
Total investments by fair value level	76,081,504	<u>56,520,265</u>	<u>19,561,239</u>	-
Investments measured at net asset value (NAV):				
Real estate	8,081,218			
Total investments measured at NAV	<u>8,081,218</u>			
Total investments measured at fair value and NAV	<u>84,162,722</u>			
Investments not subject to level disclosure:				
Money market/cash	1,833,461			
	<u>\$ 85,996,183</u>			

Real estate funds. This type includes two real estate funds that invest primarily in U.S. commercial real estate. The fair values of the investments in this type have been determined using the net asset value (NAV) per share (or its equivalent) of the Plan's ownership interest in partners' capital. Distributions from each fund will be received as the underlying investments of the funds are liquidated. Because it is not probable that any individual investment will be sold, the fair value of each individual investment has been determined using the NAV per share (or its equivalent) of the Plan's ownership interest in partners' capital. Once it has been determined which investments will be sold and whether those investments will be sold individually or in a group, the investments will be sold in an auction process. The investee fund's management is required to approve of the buyer before the sale of the investments can be completed. There were no known unfunded commitments for the City's funds.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Firefighters' Pension Fund

The firefighters' pension fund has an established investment policy under which the primary objective is to earn a total rate of return of a target index. The target index for the Bradenton Firefighters' Pension Fund is defined as a 45% investment in the Russell 1000 Stock Index; a 15% investment in the MSCI ACWI ex-US, a 15% investment in the Bloomberg Barclays Intermediate Aggregate Index, a 5% investment in the Bloomberg Barclays Global Credit (Hedged) Index, a 5% in Bloomberg Barclays US Treasuries Inflation Linked Index, 10% in NCREIF ODCE Index and 5% Strategy Designate. On a relative basis, it is expected that the total portfolio performance will rank in the top 50th percentile of the appropriate peer universe over three and five-year time periods. On an absolute basis, the objective is that the return of the total portfolio will equal or exceed the actuarial earnings assumption (7.00%) and provide inflation protection by meeting Consumer Price Index plus 3%.

Other objectives of the firefighters' pension fund are as follows:

Equity Performance – The combined equity portion of the portfolio, defined as common stocks and convertible bonds, is expected to perform at a rate at least equal to the 75% Russell 1000 Index, 25% MSCI World x-U.S. Index. Individual components of the equity portfolio will be compared to the specific benchmarks defined in each Investment Manager addendum. All portfolios are expected to rank in the top 50th percentile of the appropriate peer universe over three and five-year time periods. The equities must adhere to the following guidelines: a) must be traded on a national exchange or electronic network, b) not more than 5% of the Plan's assets, at the time of purchase, shall be invested in the common stock, capital stock or convertible stock of any one issuing company, nor shall the aggregate investment in any one issuing company exceed 5% of the outstanding capital stock of the company, and c) additional criteria may be outlined in the manager's addendum.

Fixed Income Performance – The overall objective of the fixed income portion of the portfolio is to add stability and liquidity to the total portfolio. The fixed income portion of the portfolio is expected to perform at a rate at least equal to the 60% Bloomberg Barclays Intermediate Aggregate Bond Index, 20% Bloomberg Barclays Global Credit (Hedged), and 20% Bloomberg Barclays U.S. Treasuries Inflation Linked Index. All portfolios are expected to rank in the top 50th percentile of the appropriate peer universe over three and five-year time periods. The fixed income must adhere to the following guidelines; a) all direct investment in fixed income investments shall have a minimum average categorical rating of "Investment Grade" or higher as reported by a major credit rating service, b) the value of bonds issued by any single corporation shall not exceed 3% of the total fund, and c) additional criteria may be outlined in the manager's addendum.

Treasury Inflation Protection Securities (TIPS) – The overall objective of the TIPS portfolio is to provide inflation protection while adding stability to the total fund. The TIPS portfolio is expected to approximate the structure and performance of the Bloomberg Barclays US Treasuries Inflation Linked Index.

Real Estate - The overall objective of the real estate portion of the portfolio is to add diversification and another stable income stream to the total fund. This portion of the fund is expected to perform at a rate at least equal to the NCREIF ODCE Index. Index and rank in the top 50th percentile of the appropriate peer universe over three and five year time periods.

Alternative - The overall objective of the alternative portion of the portfolio is to reduce the overall volatility of the portfolio and enhance returns. This portion of the portfolio will be measured against an appropriate benchmark, which will be outlined in the Investment Manager addendum at the time of investment.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

The firefighters' pension plan investment policy further limits risk by: (1) investing in equity securities that do not exceed 70% at fair value of the fund's total fair value, (2) foreign securities shall not exceed 25% of Plan's fair value, and (3) all securities must be readily marketable.

Investment Type	Total	Less than			Average Rating
		1 Year	Years 1-5	Years 6-10	
U.S. Government securities	\$ 4,103,276	-	1,191,217	2,912,059	AA+
Mortgage backed securities	4,142,095	562	29,802	55,254	AA+
Corporate bonds	3,035,872	-	1,701,694	1,334,178	AAA/BBB-
Municipal securities	402,425	-	106,040	296,385	AA+/BBB
Foreign bonds	116,694	-	116,694	-	NR
Domestic stocks	36,440,492	36,440,492	-	-	NR
Real estate investment trust	13,520,043	13,520,043	-	-	NR
Foreign stocks	4,316,367	4,316,367	-	-	NR
Money market	1,481,701	1,481,701	-	-	NR
Total fair value	<u>\$ 67,558,965</u>	<u>55,759,165</u>	<u>3,145,447</u>	<u>4,597,876</u>	<u>4,056,477</u>

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The objective of the firefighters' pension fund is to preserve the purchasing power of the fund's assets and earn a reasonable rate of return (after inflation) over the long term while minimizing the short-term volatility of results. The firefighters' pension fund has no formal interest rate policy.

Concentration of credit risk is the risk of loss attributable to the quality of the government's investment in a single issuer. The firefighters' pension fund has no concentration of credit risk.

Rate of return – For the year ended September 30, 2023, the annual money-weighted rate of return on pension plan investments, net of pension plan investment expenses, was 9.44 percent. The money-weighted rate of return expresses investment performance, net of investment expense, adjusted for the changing amounts actually invested.

Credit risk. The firefighters' pension fund investment guidelines are in accordance with Section 112.661, Florida Statutes.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

The following is the target asset allocation for the entire Bradenton Firefighters' Retirement System (based on the fair value of invested assets).

Asset Class	Target Allocation	Range Allocation	Target Benchmark
Total Domestic Equity			
Domestic Core	18%	10%25%	S & P 500/S & P 400
Domestic Value	13.5%	5%20%	Russell 1000 Growth
Domestic Growth	13.5%	5%20%	Russell 1000 Growth
Total International Equity			
International Equity	15%	10%20%	MSCI ACWI ex U.S.
Total Fixed Income			
Domestic Fixed Income	20%	15%25%	Bloomberg Barclays Intermediate Aggregate
Global Fixed Income	5%	0%10%	Bloomberg Barclays Global Credit (Hedged)
TIPS	5%	0%7%	Bloomberg Barclays US Treasuries Inflation Linked
Total Real Estate			
Real Estate	10%	0%15%	NCREIF ODCE

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Custodial credit risk is the risk that, in the event of the failure of the counterparty, the firefighters' pension fund will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. The firefighters' pension fund does not believe that it has a custodial risk exposure as all of its securities are insured, registered, and held by an outside custodian.

Foreign currency risk is the risk that foreign currencies will fluctuate relative to the U.S. dollar, but it is believed the diversification benefits outweigh the potential risks. The City has nominal exposure to foreign currencies due to investments in non-U.S. markets implemented through our money managers' portfolios.

Other limitations. The firefighters' pension fund investments in Collateralized Mortgage Obligations (CMOs) shall be limited to 15% of the market value of the total fixed income portfolio and shall be restricted to those issues backed by securities issued by the Government National Mortgage Association (GNMA), the Federal Home Loan Mortgage Corporation (FHLMC), or the Federal National Mortgage Association (FNMA). Also, the investments must pass the FFIEC High Risk Security Test on an annual basis. Any security in the portfolio that fails the FFIEC test shall be sold at the earliest beneficial opportunity.

Fair Value Measurements. The City categorizes its fair value measurements within fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation of inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are inputs other than quoted market prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted market prices for similar assets or liabilities in active markets, primarily fixed income prices provided by a vendor or broker/dealer; and Level 3 inputs are significant unobservable inputs.

The Fund holds units in investments in which the fair value is measured on a recurring basis using net asset value per share (or its equivalent) as a practical expedient.

The Fund does not anticipate restrictions, other than those outlined in the table below, on the ability to sell individual investments at the measurement date. Additionally, the Fund does not anticipate that NAV-driven investments will become redeemable at valuations materially different from the corresponding NAV listed below. The Fund has no prescribed time frame to liquidate the investments.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

The Firefighters' Pension Fund has the following recurring fair value measurements as of September 30, 2023:

Investment Type	Fair Value	Level 1	Level 2	Level 3
Mortgage backed securities	\$ 4,142,095	-	4,142,095	-
Government securities	4,103,276	-	4,103,276	-
Corporate bonds	3,035,872	-	3,035,872	-
Municipal securities	402,425	-	402,425	-
Foreign bonds	116,694	-	116,694	-
Foreign stocks	284,339	284,339	-	-
Domestic stocks	36,440,492	36,440,492	-	-
Total investments by fair value level	48,525,193	36,724,831	11,800,362	-
		Redemption Frequency (If Currently Eligible)	Redemption Notice Period	
Investments measured at net asset value (NAV):				
International Funds:				
International Equity Fund	4,032,028	Monthly	5 Days	
Real Estate Investment Trust:				
U.S. Real Estate Investment Fund, LLC	13,520,043	Quarterly	90-179 Days	
Total investments measured at NAV	17,552,071			
Total investments measured at fair value and NAV	66,077,264			
Investments not subject to level disclosure:				
Short term investments and money market	1,481,701			
	\$ 67,558,965			

International Equity Fund

The International Equity Fund was formed under an agreement of a trust. Effective May 31, 2015, the fund changed its name from RBC GAM International Fund to International Equity Fund. State Street Bank and Trust Company is the trustee, custodian and recordkeeper of the fund. RBC Global Asset Management, Inc. is the fund's investment manager. Polaris Capital Management, Inc. is the fund's subadvisor. The investment objective of the fund is to seek long-term growth of capital, primarily through a diversified portfolio of non-U.S. equity securities that the subadvisor believes to be undervalued.

U.S. Real Estate Investment Fund, LLC

U.S. Real Estate Investment Fund, LLC is a limited liability company organized under the laws of the State of Delaware on July 31, 2006 pursuant to the Delaware Limited Liability Company Act. The Fund commenced operations on January 1, 2007. The Fund's investment objectives are to invest in a pool of real estate assets that are diversified by geography and property type, with a focus on yield-driven investments and, to a lesser extent, on value-added investments. The Manager of the Fund is Intercontinental Real Estate Corporation. The Fund is an open-end, commingled real estate investment fund and is intended to have an indefinite term. The Fund may be terminated by the Manager or by the written consent of the members collectively owning not less than two-thirds of the outstanding interest.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

NOTE D – NOTES RECEIVABLE

Florida Cultural Group, Inc.

In May 2016, the City loaned the Florida Cultural Group, Inc. (a Florida nonprofit corporation) \$2,300,000. Florida Cultural Group, Inc. is to repay the loan, with interest on the principal advanced, at a rate of 2.00% per annum. Florida Cultural Group, Inc. shall pay to the City interest only payments on the daily outstanding principal balance of this note, annually, beginning May 3, 2017 and continuing on the same day each year through May 3, 2019, the maturity date. Upon the maturity date, all principal and outstanding accrued interest shall be due and payable. Notwithstanding the foregoing, provided no uncured default exists under the loan documents, Florida Cultural Group, Inc. had the option to elect two (2) additional extensions of the maturity date of one (1) year each, individually. Florida Cultural Group, Inc. elected the second year extension which made the maturity date of the loan May 3, 2021. On April 28, 2021 the loan was modified again to add three additional one-year options thereby extending the maturity date to June 30, 2024. As of September 30, 2023, \$2,300,000 remains outstanding on the note.

Other

The City has other long-term receivables in the amount of \$2,415,854. These receivables represent amounts owed by individuals in conjunction with the rehabilitation of private property and financing for locally owned businesses.

The total amount of long-term receivables discussed above is \$4,715,854, and is included within the governmental funds and governmental activities total accounts receivable balance in the balance sheet and the statement of net position as of September 30, 2023.

NOTE E – PROPERTY TAX

Property taxes are levied on November 1 of each year and are payable upon receipt of the Notice of Tax Levy. The Manatee County Tax Collector's Office bills and collects property taxes on behalf of the City.

The tax rate to finance general governmental services for the fiscal year ended September 30, 2023 was 5.8351 per \$1,000 of assessed taxable property value. Property tax revenues are currently recognized in the fiscal year during which the taxes are levied.

On May 1 of each year, unpaid taxes become a lien on the property. The past-due tax certificates are sold at public auction and the proceeds collected are remitted to the City.

No accrual for the property tax levy becoming due in November 2023 is included in the accompanying financial statements since such taxes do not meet the necessary measurable and available criteria. The City of Bradenton (Manatee County) property tax calendar is as follows:

July 1	Assessment roll validated
September 30	Millage resolution approved
October 1	Beginning of fiscal year for which tax is to be levied
November 1	Tax bills rendered
November 1 – March 31	Property taxes due with various discount rates
April 1	Taxes delinquent
May 31	Tax certificates sold by Manatee County

NOTE F - LESSOR LEASE AGREEMENTS

The City entered into three long-term land leases in 1980, 2002 and 2016 that expire in 2079, 2101, and 2085, respectively. The annual rents range from \$56,250 to \$214,127 with provisions for CPI adjustments. Written notice and agreement between both parties is required to modify the terms of the leases.

The City is engaged in thirteen cell tower lease agreements which allows the lessee to rent space on the City's water towers. The agreements are for a term of five years each with up to three automatic extensions of five years each. If the lessee wishes to terminate the lease they must give written notice at least six months prior to the end of the original or extended lease term. The agreements expire between 2027 and 2036 and the monthly base rent ranges from \$2,123 to \$3,949. Each agreement includes CPI adjustments ranging from yearly to every five years.

During 2022, the City entered into five retail space leases. Each agreement is for a term of 36 months with the right to two successive extensions for a term of one year each so long as the tenant is open and operating its business and has not been in default under the lease. If the tenant desires to extend the term of the lease, written notice must be given not less than six months prior to the expiration of the existing term. The initial monthly base rent ranges from \$903 to \$1,448 and increases 3% beginning at the commencement of the second lease year and on the anniversary date of each lease year thereafter.

Lease-related revenue for governmental activities for the year ended September 30, 2023 was as follows:

Lease revenue	
Land	\$ 94,406
Equipment	392,763
Building	<u>177,288</u>
Total lease revenue	664,457
Interest revenue	525,200
Variable and other revenue	-
Total	<u>\$ 1,189,657</u>

Expected future minimum reductions of the lease receivable are as follows:

Year Ended September 30,	Lease Maturity		Total Receipts
	Principal	Interest	
2024	\$ 433,318	433,833	867,151
2025	460,333	421,271	881,604
2026	499,492	409,564	909,056
2027	483,682	395,158	878,840
2028	385,880	385,953	771,833
2029-2033	1,500,376	1,819,052	3,319,428
2033-2038	483,492	1,751,381	2,234,873
2038-2043	342,872	1,773,036	2,115,908
2043-2048	469,795	1,754,923	2,224,718
2048-2053	580,145	1,765,314	2,345,459
2053-2058	714,062	1,771,605	2,485,667
2058-2063	869,374	1,772,574	2,641,948
2063-2068	1,056,431	1,766,962	2,823,393
2068-2073	1,273,431	1,753,050	3,026,481
2073-2078	1,533,205	1,729,027	3,262,232
2078-2083	1,211,945	1,719,930	2,931,875
2083-2088	476,638	1,823,905	2,300,543
2088-2093	750,771	1,346,202	2,096,973
2093-2098	2,045,978	384,989	2,430,967
2098-2101	1,430,632	66,129	1,496,761
Total Future Receipts	<u>\$ 17,001,852</u>	<u>25,043,858</u>	<u>42,045,710</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

NOTE G – CAPITAL ASSETS

Capital asset activity for the year ended September 30, 2023, was as follows:

	Beginning Balance	Increases	Decreases	Ending Balance
Governmental activities				
Capital assets not being depreciated				
Land	\$ 10,441,519			\$ 10,441,519
Construction in progress	10,207,408	12,414,150	1,918,255	20,703,303
Total capital assets not being depreciated	<u>20,648,927</u>	<u>12,414,150</u>	<u>1,918,255</u>	<u>31,144,822</u>
Other capital assets				
Buildings	43,475,286			43,475,286
Other improvements	23,399,850	358,354	-	23,758,204
Machinery and equipment	26,117,794	4,013,894	1,270,450	28,861,238
Infrastructure	31,434,735	1,491,321	-	32,926,056
Total other capital assets at historical cost	<u>124,427,665</u>	<u>5,863,569</u>	<u>1,270,450</u>	<u>129,020,784</u>
Less accumulated depreciation for				
Buildings	21,089,410	1,186,323		22,275,733
Other improvements	12,159,477	804,922	-	12,964,399
Machinery and equipment	17,283,255	2,946,415	1,246,643	18,983,027
Infrastructure	11,173,332	833,581	-	12,006,913
Total accumulated depreciation	<u>61,705,474</u>	<u>5,771,241</u>	<u>1,246,643</u>	<u>66,230,072</u>
Governmental activities capital assets	<u>\$ 83,371,118</u>	<u>12,506,478</u>	<u>1,942,062</u>	<u>\$ 93,935,534</u>
Business-type activities				
Capital assets not being depreciated				
Land	\$ 6,683,887	-	-	\$ 6,683,887
Construction in progress	9,396,720	4,934,320	8,759,045	5,571,995
Total capital assets not being depreciated	<u>16,080,607</u>	<u>4,934,320</u>	<u>8,759,045</u>	<u>12,255,882</u>
Other capital assets				
Buildings	42,947,523	-	-	42,947,523
Other improvements	147,150,677	540,715	-	147,691,392
Machinery and equipment	22,815,415	4,390,153	2,429,245	24,776,323
Infrastructure	51,718,106	9,597,696	-	61,315,802
Total other capital assets at historical cost	<u>264,631,721</u>	<u>14,528,564</u>	<u>2,429,245</u>	<u>276,731,040</u>
Less accumulated depreciation for				
Buildings	17,410,186	795,565	-	18,205,751
Other improvements	126,065,093	1,467,277	-	127,532,370
Machinery and equipment	15,433,850	2,248,480	2,344,460	15,337,870
Infrastructure	7,967,535	1,242,270	-	9,209,805
Total accumulated depreciation	<u>166,876,664</u>	<u>5,753,592</u>	<u>2,344,460</u>	<u>170,285,796</u>
Business-type activities capital assets	<u>\$ 113,835,664</u>	<u>13,709,292</u>	<u>8,843,830</u>	<u>\$ 118,701,126</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Depreciation expense was charged to functions as follows:

Governmental activities		
General government	\$ 976,598	
Public safety	1,939,178	
Transportation	616,280	
Community development	3,820	
Culture and recreation	1,853,466	
CRAs	381,899	
Total governmental activities, depreciation expense	<u>\$ 5,771,241</u>	
Business-type activities		
Water-sewer utility	\$ 3,392,064	
Stormwater	608,521	
Sanitation	1,207,255	
Parking	487,773	
Golf course	57,979	
Total business-type activities, depreciation expense	<u>\$ 5,753,592</u>	

The assets acquired through leases are as follows:

	Beginning Balance	Increases	Modifications & Remeasurements	Decreases	Ending Balance
Governmental activities					
Lease Assets					
Machinery and equipment - vehicles	\$ -	143,242	-	-	\$ 143,242
Less accumulated amortization	-	(23,874)	-	-	(23,874)
Total Lease Assets, net	<u>\$ -</u>	<u>119,368</u>	<u>-</u>	<u>-</u>	<u>\$ 119,368</u>
Business-type activities					
Lease Assets					
Machinery and equipment - golf carts	\$ 64,349	-	-	-	\$ 64,349
Less accumulated amortization	(8,580)	(12,870)	-	-	(21,450)
Total Lease Assets, net	<u>\$ 55,769</u>	<u>(12,870)</u>	<u>-</u>	<u>-</u>	<u>\$ 42,899</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Commitments

Commitments under uncompleted construction projects at September 30, 2023, consist of the following:

	Amounts <u>Authorized</u>	Expended to <u>Date</u>	<u>Committed</u>
Capital project funds			
Parks Equipment	\$ 657,968	537,743	120,225
Riverwalk	12,548,758	11,848,758	700,000
3rd Ave East Extension	356,816	339,865	16,951
Vota South Pond Stormwater	1,070,018	540,018	530,000
Riverview Blvd-Stormwater Improv	775,000	39,850	735,150
Transportation Related Improv	298,432	88,432	210,000
Sidewalks	756,036	737,569	18,467
Misc Sewer Lining-Arpa	6,499,675	4,410,960	2,088,715
FDEP Resilient Fl Grant	1,144,767	61,767	1,083,000
2nd Ave E	3,000,000	31,284	2,968,716
Sidewalks-CRA	1,030,045	80,045	950,000
BPD Headquarters	11,680,435	680,435	11,000,000
City Hall	10,124,533	124,533	10,000,000
Fire Station #2	7,363,815	363,815	7,000,000
Parks Improvements	606,854	456,854	150,000
Public Safety Operations Center	3,659,862	159,862	3,500,000
Pirates-Lecom Park Improvements	178,813	151,513	27,300
Enterprise funds			
Vota South Pond Stormwater	1,269,942	1,004,942	265,000
Clarifier System Upgrades-WWTP	190,048	186,345	3,703
Miscellaneous Sewer Linings	1,300,000	863,856	436,144
Lift Station Improvements	2,432,200	1,733,594	698,606
Misc Cmp Pipe Repairs	302,985	212,497	90,488
FDEP Resilient Fl Grant	1,144,767	61,767	1,083,000
Water Main Replacement Program	2,020,775	130,345	1,890,430
Force Min Improvments	59,999	28,595	31,404
Manhole and Wetwell Lining	1,128,544	707,431	421,113
Storm Pipe Lining	400,000	121,264	278,736
Ironwood Water System Improvments	139,300	39,651	99,649
Injection Wells @ WWTP	5,517,172	427,172	5,090,000
Public Works Annex	2,200	2,200	-
Waterkeeper Improvements	528,196	52,335	475,861
Total	<u>\$ 78,187,955</u>	<u>26,225,297</u>	<u>51,962,658</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

NOTE H – INTERFUND RECEIVABLES, PAYABLES AND TRANSFERS

Interfund due to/due from balances at September 30, 2023, consisted of:

		Due to:				
		General Fund	Non Major	Water/Sewer	Parking	Total
Due	State Housing Initiatives Partnership Program	\$ 1,533	-	-	-	\$ 1,533
from:	Nonmajor Governmental	1,025,345	44,290	1,806,136	110,000	2,985,771
		<u>\$ 1,026,878</u>	<u>44,290</u>	<u>1,806,136</u>	<u>110,000</u>	<u>\$ 2,987,304</u>

All advances are from loans made to establish working capital; there are budgeted collections for the subsequent year.

		Advances from:
		General Fund
Advances	Nonmajor Governmental	\$ 99,946
to:	Sanitation	319,718
		<u>\$ 419,664</u>

All remaining balances resulted from the time lag between the dates that: (1) interfund goods and services are provided and reimbursable expenditures occur, (2) transactions are recorded in the accounting system, and payments between funds are made.

Interfund transfers for the year ended September 30, 2023, consisted of:

		Transfers to:				
		General	Parking	Sanitation	Nonmajor Governmental	Total
Transfers	General Fund	\$ -	489,625	72,599	4,683,394	\$ 5,245,618
from:	Water and Sewer	255,500	-	-	-	255,500
	Sanitation	250,000	-	-	-	250,000
	Nonmajor Governmental	1,031,684	440,000	-	802,380	2,274,064
		<u>\$ 1,537,184</u>	<u>929,625</u>	<u>72,599</u>	<u>5,485,774</u>	<u>\$ 8,025,182</u>

Transfers are used to: (1) move revenues *from* the fund that statute or budget requires to collect them *to* the fund that statute or budget requires to expend them; (2) move receipts restricted to debt service *from* the funds collecting the receipts *to* the debt service fund as debt service payments become due; and (3) use unrestricted revenues collected in the general fund to finance various programs accounted for in other funds in accordance with budget authorizations.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

NOTE I – LONG-TERM LIABILITIES

Long-Term Liability Activity

Long-term liability activity for the year ended September 30, 2023, is shown below and on the following page.

Payments on bonds and notes that pertain to the City’s governmental activities are made by the debt service fund. The compensated absences liability, net pension liabilities and OPEB liability, attributed to governmental activities, will be liquidated by the general fund, as in prior years. The respective fund has been used to liquidate the liability for compensated absences and OPEB obligation in business-type activities. Payments on notes payable for the Central Community Redevelopment Area and the 14th Street Redevelopment Area are paid out of their respective individual funds.

	Beginning Balance	Additions	(Reductions)	Ending Balance	Amounts Due Within One Year	Amounts Due In More Than One Year
Governmental activities						
Notes payable - direct borrowings						
CCRA, Series 2005A	\$ 187,020	-	(91,644)	95,376	75,106	20,270
Total notes payable	187,020	-	(91,644)	95,376	75,106	20,270
Bonds payable						
Special Obligation Revenue Bond, Series 2012	4,324,375	-	(375,830)	3,948,545	387,405	3,561,140
Special Obligation Revenue Bond, Series 2016	11,235,000	-	(555,000)	10,680,000	575,000	10,105,000
Series 2016 Premium	1,014,244	-	(118,920)	895,324	-	895,324
BCRA, Tax Increment Revenue Bond, Series 2011	4,220,000	-	(200,000)	4,020,000	210,000	3,810,000
Series 2011 Premium	46,844	-	(3,604)	43,240	-	43,240
Total bonds payable	20,840,463	-	(1,253,354)	19,587,109	1,172,405	18,414,704
Estimated claims payable (internal service funds)	1,271,462	11,291,311	(10,831,416)	1,731,357	173,136	1,558,221
Swap rate agreement liability	1,709	-	(1,709)	-	-	-
Net pension liability	44,407,528	34,359,254	(36,582,677)	42,184,105	-	42,184,105
Total OPEB liability	18,194,769	1,876,809	(7,151,762)	12,919,816	-	12,919,816
Lease liability	-	143,242	(19,067)	124,175	34,073	90,102
Compensated absences	2,198,959	1,394,871	(1,213,165)	2,380,665	803,638	1,577,027
Governmental activities long-term liabilities	\$ 87,101,910	49,065,487	(57,144,794)	79,022,603	2,258,358	76,764,245

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

	Beginning Balance	Additions	(Reductions)	Ending Balance	Amounts Due Within One Year	Amounts Due In More Than One Year
Business-type activities						
Notes payable - direct borrowings						
State Revolving Loan, Wastewater - WW68118P	\$ 132,461	-	(18,519)	113,942	19,222	94,720
State Revolving Loan, Stormwater - SW68117P	212,147	-	(29,803)	182,344	30,934	151,410
State Revolving Loan, Stormwater - SW410320	542,373	-	(43,831)	498,542	44,858	453,684
State Revolving Loan, Stormwater - SW410330	883,597	-	(63,484)	820,113	64,657	755,456
State Revolving Loan, Stormwater - SW410340	753,197	-	(52,370)	700,827	53,629	647,198
State Revolving Loan, Wastewater - WW410300	3,501,202	-	(328,976)	3,172,226	337,685	2,834,541
State Revolving Loan, Wastewater - WW410301	215,895	-	(20,559)	195,336	21,026	174,310
State Revolving Loan, Wastewater - WW410360	500,651	-	(28,874)	471,777	29,063	442,714
State Revolving Loan, Wastewater - WW410361	5,520,836	-	(316,381)	5,204,455	317,621	4,886,834
State Revolving Loan, Wastewater - WW410370	2,160,893	-	(138,712)	2,022,181	138,780	1,883,401
Promissory Note, Parking Garage Loan I	923,766	-	(400,824)	522,942	416,356	106,586
Note Payable - Sweepers	264,292	-	(74,011)	190,281	76,543	113,738
Total notes payable	15,611,310	-	(1,516,344)	14,094,966	1,550,374	12,544,592
Revenue Bonds, Series 2018A	6,890,000	-	(205,000)	6,685,000	215,000	6,470,000
Series 2018A Premium	334,384	-	(16,055)	318,329	-	318,329
Lease liability	56,342	-	(12,092)	44,250	12,620	31,630
Swap rate agreement liability	4,983	-	(4,983)	-	-	-
Total OPEB liability	5,866,021	590,727	(2,390,217)	4,066,531	-	4,066,531
Net pension liability	10,449,241	6,734,680	(4,595,701)	12,588,220	-	12,588,220
Customer deposits	1,136,190	237,668	(250,139)	1,123,719	-	1,123,719
Compensated absences	602,421	250,072	(305,731)	546,762	199,649	347,113
Business-type activities long-term liabilities	\$ 40,950,892	7,813,147	(9,296,262)	39,467,777	1,977,643	37,490,134

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Description of Debt	Governmental Activities
<u>Notes Payable</u>	
\$1,000,000 Central Community Redevelopment Agency Promissory Note, Series 2005A: The purpose of this note was to refinance the CCRA Promissory Note, Series 2003 and to finance certain project costs. Interest and principal shall be due and payable in arrears on the first day of each and every February, May, August, and November. The interest rate on the note is 63.7% of the 30 day LIBOR rate plus 91 basis points as set at the beginning of each quarter and is payable quarterly. As a means of lowering its borrowing costs, the original principal amount was swapped to an annual fixed rate of 4.14%, payable in quarterly installments through February 1, 2025. Under terms of the Interest Rate Swap Agreement with Bank of America, the CCRA receives 63.7% of the 30 day LIBOR rate plus 91 basis points on the unamortized principal of the swap amount. Final maturity is February 1, 2025. This note has certain loan covenants which the CCRA is in compliance with as of September 30, 2023. Moneys derived from the Tax Increment Revenues and investment earnings thereon are pledged to secure this loan.	\$ 95,376
Total Notes Payable - Governmental Activities	<u>\$ 95,376</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Description of Debt	Governmental Activities
<u>Bonds Payable</u>	
\$7,500,000 Special Obligation Revenue Refunding Bond, Series 2012 was issued for the purpose of financing the cost of capital improvements to the City's sport complex known originally as McKechnie Field, now called LECOM Park. The principal is paid annually with the final payment of \$2,750,165 due February 1, 2027. The interest rate is 3.080% with semi-annual payments being paid on February 1 and August 1. Tourist development tax revenues and half-cent state sales tax revenues are pledged to secure this issue.	\$ 3,948,545
\$14,280,000 Special Obligation Revenue Bond, Series 2016 was issued to refinance the \$18,645,000 Special Obligation Revenue Bond, Series 2007. The principal is being repaid annually with a final payment of \$980,000 due September 1, 2037. Interest rates range from 4.00% to 5.00%. Retained Spring Training Franchise sales tax revenues are pledged to secure this issue.	10,680,000
\$5,285,000 Series 2011 Tax Increment Revenue Bonds were issued for the purpose of financing the cost of construction of the Riverwalk Project. This project is intended to be donated to the City at a future date. The bonds are due in annual installments of \$165,000 to \$390,000 beginning September 1, 2017 through September 1, 2037. Increment tax revenues and non-ad valorem revenues are pledged to secure this issue. Interest rates range from 2.75% to 5.125%.	4,020,000
Total Bonds Payable - Governmental Activities	<u>\$ 18,648,545</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Description of Debt	Business-type Activities
<u>Notes Payable</u>	
\$6,000,000 Promissory Note, Judicial Center Parking Garage Loan 1 was issued for the purpose of financing the cost of construction of the Judicial Center Parking Garage. The principal of the loan is being repaid quarterly with a final payment of \$106,586 due December 16, 2024. The interest rate on the note is 63.702% of the 30 day LIBOR rate plus .62% as set at the beginning of each quarter and is payable quarterly. To lower the volatility of its borrowing cost, the original principal amount was swapped to an annual fixed rate of 3.82%. Interest is paid at a variable rate, currently 2.16%. The City, by agreement, receives funding for the Judicial Center Parking Garage debt from the Bradenton Community Redevelopment Agency and non ad valorem revenues.	\$ 522,942
\$494,600 Clean Water State Revolving Fund, Wastewater WW68118P was issued to complete pre-construction activities for various identified wastewater projects. The principal is paid in semi-annual payments; final payment of \$11,071 is due March 15, 2029. Interest rate is 3.00%. The principal and interest is secured by net revenues of the water and sewer system.	113,942
\$601,860 Clean Water State Revolving Fund, Stormwater SW68117P was issued to complete pre-construction activities for identified stormwater projects. The loan principal is to be repaid in semi-annual payments with a final payment of \$18,083 due September 2029. Interest rate is 3.00%. The principal and interest is secured by net revenues of the water and sewer system.	182,344
\$6,496,068 Clean Water State Revolving Fund, Wastewater WW410300 was issued to rehab and replace lift stations, force mains, and new gravity sewer (Collection and Transmission) facilities projects. The principal of the loan is being repaid semi-annually with a final payment of \$209,455 due on February 15, 2032. Interest is paid at a rate of 2.63%. The principal and interest is secured by net revenues of the water and sewer system.	3,172,226
\$415,698 Clean Water State Revolving Fund, Wastewater WW410301 was issued as a companion loan to Clean Water State Revolving Fund, Wastewater WW410300. The principal of the loan is being repaid semi-annually with a final payment of \$12,655 due February 15, 2032. Interest is paid at a rate of 2.26%. The principal and interest is secured by net revenues of the water and sewer system.	195,336
\$877,372 Clean Water State Revolving Fund, Stormwater SW410320 was issued as a construction loan to fund Stormwater Management Facilities project, Wares Creek Drainage Improvement. The loan principal is to be repaid in semi-annual payments with a final payment of \$28,586 due February 2033. Interest rate is 2.33%. The principal and interest is secured by net revenues of the water and sewer system.	498,542
\$2,868,713 Clean Water State Revolving Fund, Wastewater WW410370 was issued as a construction loan to fund a Sewer Press Dewatering System Upgrade. The loan principal is to be repaid in semi-annual payments, with a final payment of \$72,200 January 2038. There is no interest on \$2,606,141 of the loan. The rate is .70% on the remaining \$262,572. The principal and interest is secured by net revenues of the water and sewer system.	2,022,181

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Description of Debt	Business-type Activities
<u>Notes Payable (continued)</u>	
\$1,298,809 Clean Water State Revolving Fund, Stormwater SW410330 was issued for construction and demolition of bridges on Wares Creek: 12th Ave West, 14th Ave West, 20th Street West between 12th Ave West and 14th Ave West. The loan principal is to be repaid in semi-annual payments with a final payment of \$39,364 due November 2034. Interest rate is 1.84%. The principal and interest is secured by net revenues of the water and sewer system.	\$ 820,113
\$1,087,780 Clean Water State Revolving Fund, Stormwater SW410340 was issued for construction and demolition of 17th Ave West Bridge. The loan principal is to be repaid in semi-annual payments with a final payment of \$35,030 due December 2034. Interest rate is 2.39%. The principal and interest is secured by net revenues of the water and sewer system.	700,827
\$600,614 Clean Water State Revolving Fund Wastewater WW410360 was issued for design of the City's Treatment and Transmission project. The principal is to be repaid in semi-annual payments, with a final payment of \$16,053 due July 2039. Interest rate is 0.49% for \$410,244 of the loan amount, 0.30% for \$46,512 of the loan amount and 1.25% for \$143,858 of the loan amount. Revenues of the water and sewer systems are pledged to provide the loan payments.	471,777
\$6,349,454 Clean Water State Revolving Fund Wastewater WW410361 was issued for Wastewater Treatment Facility Improvements, LS 31 Improvements, and Perico FM Improvements. The principal is to be repaid in semi-annual payments, with a final payment of \$180,459 due September 2039. Interest rate is 0.14% for \$4,590,416 of the loan amount, and 0.75% for \$1,759,038 of the loan amount. Revenues of the water and sewer systems are pledged to provide the loan payments.	5,204,455
\$410,520 Government Obligation Contract was issued to purchase two street sweepers. The principal and interest is to be repaid in annual payments of \$83,053, with a final payment of \$117,630 due June 2025. Interest rate is 3.42%. The loan is secured by the street sweepers.	190,281
Total Notes Payable - Business-type Activities	<u>\$ 14,094,966</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Description of Debt	Business-Type Activities
<u>Bonds Payable</u>	
<p>\$7,595,000 Florida Municipal Loan Council Revenue Bonds, Series 2018A (City of Bradenton Series) were issued for the purpose of financing the construction of the City Centre Parking Garage. Principal is repaid annually beginning October 2019, with the final payment of \$480,000 due October 1, 2043. Interest on the bonds ranges from 3% to 5% and is payable semiannually on each April 1 and October 1, commencing April 1, 2019. Non-ad valorem revenues are pledged to secure this issue.</p>	
	\$ 6,685,000
Total Bonds Payable Business-Type Activities	<u>\$ 6,685,000</u>

Lessee Lease Agreements

Governmental activities:

The City has entered into a 48 month lease agreement as a lessee for vehicles at an interest rate of 5.25%. The lease requires monthly payments which total \$3,315 until February 2027. The lease liability was \$124,175 as of September 30, 2023.

The maturity schedule is as follows:

Year Ending September 30,	Principal	Interest	Total Payments
2024	34,073	5,707	39,780
2025	35,906	3,875	39,781
2026	37,837	1,943	39,780
2027	16,359	215	16,574
Total Future Payments	<u>\$ 124,175</u>	<u>11,740</u>	<u>135,915</u>

Lease expense was reported as follows:

Lease expense		
Amortization expense by class of underlying asset		
Equipment		\$ 23,874
Total amortization expense		23,874
Interest on lease liabilities		4,681
Variable lease expense		-
Total		<u>\$ 28,555</u>

Business-type activities:

The City has entered into a 60 month lease agreement as a lessee for golf carts at an interest rate of 4.28%. The lease requires monthly payments which total \$1,189 until January 2027. The lease liability was \$44,250 as of September 30, 2023.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

The maturity schedule is as follows:

Year Ending September 30,	Principal	Interest	Total Payments
2024	12,620	1,648	14,268
2025	13,171	1,097	14,268
2026	13,745	523	14,268
2027	4,714	42	4,756
Total Future Payments	<u>\$ 44,250</u>	<u>3,310</u>	<u>47,560</u>

Lease expense was reported as follows:

Lease expense		
Amortization expense by class of underlying asset		
Equipment		\$ 12,870
Total amortization expense		12,870
Interest on lease liabilities		2,133
Variable lease expense		-
Total		<u>\$ 15,003</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Debt Maturity

Debt service requirements at September 30, 2023, were as follows:

Year Ended September 30,	Governmental Activities, Revenue Bonds and Notes Payable			
	Revenue Bonds		Notes Payable (Direct Borrowings)	
	Principal	Interest	Principal	Interest
2024	1,172,405	745,880	75,106	3,619
2025	1,209,338	701,839	20,270	616
2026	1,261,637	656,144	-	-
2027	3,635,165	572,328	-	-
2028	930,000	485,725	-	-
2029-2033	5,305,000	1,761,500	-	-
2034-2037	5,135,000	527,082	-	-
Total	<u>\$ 18,648,545</u>	<u>5,450,498</u>	<u>95,376</u>	<u>4,235</u>

Year Ended September 30,	Enterprise (Business-type Activities), Revenue Bonds and Notes Payable			
	Revenue Bonds		Notes Payable (Direct Borrowings)	
	Principal	Interest	Principal	Interest
2024	215,000	277,775	1,550,374	205,243
2025	225,000	267,025	1,293,528	146,257
2026	235,000	255,775	1,089,307	125,243
2027	250,000	244,025	1,105,800	108,750
2028	260,000	231,525	1,122,692	91,860
2029-2033	1,480,000	983,175	4,926,972	216,061
2034-2038	1,810,000	665,145	2,658,111	28,683
2039-2043	2,210,000	272,600	348,182	868
Total	<u>\$ 6,685,000</u>	<u>3,197,045</u>	<u>14,094,966</u>	<u>922,965</u>

Other Long-Term Debt Information

Conduit Debt:

From time to time, the City issues revenue bonds to provide financial assistance to private-sector entities or other third parties for the acquisition and construction of industrial and commercial facilities. The bonds are secured by the property financed and are payable solely from payments received on the underlying loans and agreements. The City is not obligated in any manner for repayment of the bonds as discussed above. Accordingly, the bonds are not reported as liabilities in the accompanying financial statements. As of September 30, 2023, there was one Industrial Revenue Bond outstanding with an aggregate principal amount payable of \$2,557,165.

Unused Lines of Credit:

The City has no unused lines of credit.

Assets Pledged as Collateral for Debt:

The City has no capital assets, whether real or personal property, pledged as collateral for debt other than the sweepers. All debt is secured by revenue streams.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Default Remedies:

In the event that the City defaults on any of its obligations, creditors, trustees and bondholders have available remedies of law, including the right to mandamus proceedings. Additional remedies are specified in certain of the Promissory Notes or Trust Indentures.

In the case of the \$1,000,000 Central CRA promissory note, the 2012 \$7,500,000 Special Obligation Revenue Refunding Bond, the \$14,280,000 Special Obligation Revenue Bond, the \$5,285,000 Series 2011 Tax Increment Revenue Bonds, and the one remaining Promissory Note for the Judicial Parking Garage, all agreements give the Bank the option to declare the total loan balance due and payable upon an event of default. The promissory notes named in this paragraph are direct borrowings.

State Revolving Fund loans provide for a number of remedies providing finance-related consequences in an event of default. The Department of Revenue may:

- Establish rates and collect fees and charges for use of the City's Water and Sewer System.
- Intercept the delinquent amount plus a penalty not to exceed interest at a rate of 18% per year from any unobligated funds due to the City under any revenue or tax sharing fund established by the State.
- Notify financial market credit rating agencies and potential creditors.
- Sue for payment of amounts due, as well as interest and associated costs.
- Accelerate the repayment schedule or increase the financing rate on the unpaid principal to as much as 1.667 times the original rate.

In the case of default on the sweeper loan, the loan originator shall have the right to take one or any combination of the following remedial steps:

- The loan originator may declare all loan payments and other amounts payable by the City hereunder to the end of the then current budget year to be immediately due and payable.
- Upon written request by the loan originator, the City shall, within a reasonable timeframe established by the loan originator, use its best efforts to sell the equipment in a commercially reasonable manner. The proceeds of the sale should be provided to the loan originator.
- Alternatively, the loan originator may require the City at the City's expense redeliver any or all of the equipment to the loan originator.
- The loan originator may take whatever action at law or in equity that may appear necessary or desirable to enforce its rights.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Interest Rate Swaps

As of September 30, 2023, the City has two interest rate swap agreements that reduce the economic risks associated with variability in cash outflows for interest on notes as discussed above. The *terms* and *objectives* of the interest rate swaps are as noted in the description of debt above.

	Changes in Fair Value	Fair Value at September 30, 2023	Notional Value at September 30, 2023
Governmental activities, fair value hedges			
Pay fixed-receive variable interest rate swap contract asset (liability)			
CCRA Series 2005A	\$ 1,921	212	95,376
Total Governmental activities	1,921	212	95,376
Business-type activities, fair value hedges			
Pay fixed-receive variable interest rate swap contract			
Parking Garage Note I	6,408	1,425	522,942
Total Business-type activities	6,408	1,425	522,942
	<u>\$ 8,329</u>	<u>1,637</u>	<u>618,318</u>

The following table represents debt service payments on the variable rate notes, net of swap payments associated with the notes at year end. The variable interest at September 30, 2023 is assumed to be constant over the life of the note.

Year	Principal	Variable Interest	Swap Interest	Net Cash Flows
2024	491,462	891	16,787	509,140
2025	126,856	-	1,634	128,490
	<u>\$ 618,318</u>	<u>891</u>	<u>18,421</u>	<u>637,630</u>

Fair Value: Because interest rates improved since execution of the swaps, the swaps had a positive fair value of \$1,637, as of September 30, 2023. The fair value was estimated using the zero-coupon method, calculating the future net settlement payments required by the swap assuming that the current forward rates implied by the yield curve correctly anticipate future spot interest rates. These payments are then discounted using the spot rates implied by the current yield curve for hypothetical zero coupon bonds due on the date of each future net settlement on the swap.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Credit Risk: As of September 30, 2023, the City was exposed to credit risk in the amount of the derivative's fair value.

Basis Risk: The swap does not expose the City to basis risk. The interest rate on the notes and swap are the same.

Termination Risk: The City, or the counterparty, may terminate the swap if the other party fails to perform under the terms of the contract. If at the time of termination the swap has a negative fair value, the City would be liable to the counterparty for a payment equal to the swap's fair value.

NOTE J – EMPLOYEE RETIREMENT SYSTEMS

Aggregate Information for City Retirement Plans

	Deferred Outflows of Resources	Net Pension Liability	Deferred Inflows of Resources	Pension Expense
City Retirement Plan				
Florida Retirement System				
Pension Plan	\$ 4,663,336	16,343,562	30,194	3,663,085
HIS Plan	717,987	7,407,797	702,504	2,859,374
Firefighters' Pension Plan	7,362,283	11,988,201	570,894	5,010,013
Police Officers' Pension Plan	7,067,800	19,032,765	2,966,209	4,517,935
	<u>\$ 19,811,406</u>	<u>54,772,325</u>	<u>4,269,801</u>	<u>16,050,407</u>

City Retirement Plans

The City has two pension funds – Firefighters' Pension Fund and Police Officers' Pension Fund. The Firefighters' Pension Fund and Police Officers' Pension Fund are single-employer, defined benefit pension plans for the fire and police departments. Each plan's financial statements are prepared using the accrual basis of accounting. The preparations of the financial statements of all plans conform to the provisions of GASB Statements No. 67 and 68. For purposes of measuring the net pension (asset) liability, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the City's pension funds - Firefighters and Police Officers' Pension Trust Funds and additions to/deductions from the fiduciary net position of each plan have been determined on the same basis as they are reported by the City. Benefits and refunds of both plans are recognized using the completed transaction method. The City's plans are treated as fiduciary funds in the financial section of the financial statements. Employer and plan member contributions are recognized in the period that contributions are due. Investments are reported at fair value.

Separate audited financial statements are issued for the Firefighters' Pension Fund. This report may be obtained from the City of Bradenton's Finance Department. No separate audited financial statements are issued for the Police Officers' Pension Fund.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

All other employees participate in the Florida State Retirement System, a multiple-employer, cost-sharing public employee pension plan discussed further in this note.

Firefighters' Pension Plan

Plan Description

The City's Firefighters' Retirement System (the "Plan"), a defined benefit single-employer public employee retirement plan, is administered in accordance with City of Bradenton Ordinance No. 2910 as approved January 27, 2010, along with subsequent amendments. The plan is subject to the provisions of Chapters 112 and 175 of the Florida Statutes. Each person employed by the City's Fire Department as a full-time Firefighter becomes a member of the Plan as a condition of their employment. All Firefighters are therefore eligible for all plan benefits as provided for in the plan document and by applicable law.

Plan Administration

The Plan is a single-employer defined benefit pension plan administered by the Plan's Board of Trustees comprised of two City residents appointed by the City Council, two Firefighters elected by majority of covered Members, and a fifth Member elected by the other four and appointed by City Council (as a ministerial duty).

Plan Membership

At September 30, 2023, membership consisted of:

Actives	62
Service retirees	53
DROP retirees	7
Beneficiaries	9
Terminated vested	1
Disability retirees	<u>10</u>
Total members	<u><u>142</u></u>

Benefits Provided

The plan covers permanent and probationary City employees who are classified as uniform fire personnel. Any participant who has creditable service of ten years and has attained age 55, or has creditable service of 25 years is eligible for normal retirement. Such a retiree would receive a normal retirement benefit of 3% of average final compensation (average of the employee's salary for the two best years of the last ten years of credited service, or the career average, whichever is greater) multiplied by years of credited service.

Any participant who has creditable service of ten years and has attained age 50, or has creditable service of 20 years, is eligible for early retirement and may elect a deferred or immediate benefit. A deferred benefit is calculated and commences in accordance with the normal retirement formula except that credited service and average final compensation are determined as of the early retirement date. An immediate benefit commences on the early retirement date and is determined in accordance with an actuarially adjusted early retirement formula.

City of Bradenton, Florida
Notes To The Financial Statements
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The plan provides for pre-retirement death benefits for both vested and non-vested members. If a member was vested, the beneficiary may elect to receive a refund of the member's accumulated benefits or a computed benefit payable over ten years. The beneficiary can make an election to receive a ten-year benefit immediately, or at the retiree's scheduled early or normal retirement date. The ten-year benefit is calculated as for normal retirement based on the deceased member's credited service and average final compensation as of the date of death and reduced as for early retirement, if applicable. The beneficiary of a deceased non-vested member shall receive a refund of the member's accumulated contributions.

For members hired prior to January 13, 2016, beginning on the first October 1 following the attainment of age 55, and on each subsequent October 1 thereafter, the monthly benefit of each retiree (or their beneficiary or joint annuitant) who is receiving a normal or early retirement benefit shall be increased by 3 percent. These increases shall cease after the increase following the date when the retiree attains (or would have attained) age 64 (for a total of up to ten annual increases). The monthly benefit for every retiree, or their beneficiary, who was receiving a normal, early or disability retirement benefit or pre-retirement benefit or pre-retirement death benefit on or before October 1, 1999, is increased by \$10 for each year of full retirement up to a maximum of \$100. For members hired on or after January 13, 2016, beginning 5 years after retirement or entry into the deferred retirement option plan, the monthly benefit of each retiree who is receiving a normal or early retirement benefit shall be increased annually by 2.3 percent with increases continuing for the life of the retiree and following the retiree's death, for the life of the retiree's beneficiary or joint annuitant. Current members, DROP participants, and current normal or early retirees retiring on or after December 1, 2011, who had not yet received a cost-of-living adjustment (COLA) increase as of January 13, 2016 were eligible to make a one-time irrevocable election to maintain the 3 percent COLA provision or elect the 2.3 percent COLA as discussed above. The election was to be made in writing no later than July 13, 2016. If no election was made, the member, DROP participant, or eligible retiree will receive the 3 percent COLA discussed above. DROP participants who have previously received a COLA increase are ineligible to make the election.

The plan provides disability benefits for both duty-related and non-duty-related disabilities. Disability caused by performance of duties is computed at 3% of average final compensation multiplied by years of credited service. Duty-related disability benefits cannot be less than 42% of the average final compensation of the member. Every plan participant with ten years or more of credited service is eligible to receive non-line-of-duty disability benefits. A non-line-of-duty disability is computed at 2% of the average final compensation multiplied by the total years of credited service. Non-line-of-duty disability benefits cannot be less than 25% of the average final compensation of the member.

In April 2016, the City approved Ordinance No. 2981 which amended the COLA, DROP, and Pre-Retirement Death Provisions and established a Share Plan. The Share Plan is an additional plan component to provide special benefits in the form of supplemental retirement, termination, death and disability benefits. These benefits are to be funded solely and entirely by premium tax monies for each plan year which are allocated to this supplemental component. The Fire Pension Board shall create individual "Member Share Accounts" for all actively employed plan members and DROP participants. Each member or DROP participant shall have a member share account for his or her share of the Florida Statute Chapter 175 tax revenues, forfeitures, income, and expense adjustments relating thereto.

Chapter 2019-21, Laws of Florida was signed into effect granting disability benefits to firefighters participating in an employer-sponsored retirement plan. Effective July 1, 2019, "the retirement plan must consider the firefighter totally and permanently disabled in the line of duty if he or she meets the retirement plan's definition of totally and permanently disabled due to the diagnosis of cancer or circumstances that arise out of the treatment of cancer." For this purpose, "cancer" is as defined in Section 112.1816(1), Florida Statutes.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

This benefit change only relates to the disability benefits for the Pension Fund and does not provide for other benefits that are provided for in Florida Statutes Section 112.1816.

In October 2021, the City approved Ordinance No.3088 which amended member's disability benefits. Per the ordinance, only active members of the system on the date the board determines entitlement to a disability benefit are eligible for disability benefits. The two exceptions to this rule are if a member is terminated by the City and has already applied for disability benefits before the termination or if the member is terminated by the City for medical reasons and applies within 30 days after the medical termination date.

During the year ended September 30, 2023, the plan received state monies totaling \$557,617. The City will use any state monies, up to \$700,000 to offset its funding requirements. 50% of the state monies received by the City in excess of \$700,000 shall be allocated to the Share Plan, with the remaining 50% to be used by the City.

Deferred Retirement Option Program (DROP)

Plan members can enter the DROP program upon satisfaction of Normal Retirement requirements earlier of 1) age 55 and 10 years of service, or 2) 25 years of service, regardless of age. Participation is allowed up to 60 months. At the election of the Member, the account is credited with either: 1) the actual net rate of investment return (total return net of brokerage commissions and transactions costs), or 2) 6.5% per year. The income is credited each fiscal quarter and the Member may change the method of crediting income once during the DROP period. The DROP balance as of September 30, 2023 is \$1,557,547.

Contributions

As a condition of participation, firefighters' are required to contribute to the Plan. The percentage increased effective April 15, 2013, from 8% to 10% currently of their earnings. If an employee separates from service before achieving ten years of credited service, the employee may either request a refund of their accumulated contribution or they may leave it deposited with the plan. If an employee has more than ten years of credited service upon termination, the member, upon reaching normal retirement, is entitled to a monthly retirement benefit equal to 3% of their average final compensation multiplied by years of credited service, provided the member does not elect to withdraw their accumulated contributions and they survive to the normal retirement date.

Other contributions are received from the State of Florida and the City. The State of Florida contribution results from the City's share of insurance tax. The City contributes an amount to make the fund actuarially sound, but not less than 8% of payroll.

The City/State actuarially determined required contribution for the year ended September 30, 2023 was \$1,858,852.

Investments

The investments are reported at fair value. Securities traded on a national exchange are valued at the last reported sales price at current exchange rates. Mortgages are valued on the basis of future principal and interest payments, and are discounted at prevailing interest rates for similar instruments. Investments that do not have an established market are reported at estimated fair value.

For the year ended September 30, 2023, the annual money-weighted rate of return on Pension Plan investments, net of Pension Plan investment expense, was 9.44 percent. The money-weighted rate of return expresses investment performance, net of investment expense, adjusted for the changing amounts actually invested.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

The following was the Firefighters' Pension Fund's adopted asset allocation policy as of September 30, 2023.

Asset Class	Target Allocation
All Cap Value Equity	13.5%
Broad Growth Equity	13.5%
Domestic Broad Cap Equity	18.0%
International Equity	15.0%
Fixed Income (Core)	20.0%
Global Fixed Income	5.0%
Private Real Estate	10.0%
Infrastructure	5.0%
Total	100.0%

Net Pension (Asset) Liability

The measurement date is September 30, 2023. The measurement period for the pension expense was October 1, 2022 to September 30, 2023. The reporting period is October 1, 2022 through September 30, 2023.

The total pension liability, net pension (asset) liability, and certain sensitivity information shown in this report are based on an actuarial valuation performed as of October 1, 2022. The total pension (asset) liability was rolled-forward from the valuation date to the plan's fiscal year ending September 30, 2023, (measurement date) using generally accepted actuarial assumptions.

The Total Pension Liability was determined by an actuarial valuation as of October 1, 2022 updated to September 30, 2023 using the following actuarial assumptions:

Inflation	2.50%
Salary increases	service based
Discount rate	7.00%
Investment rate of return	7.00%

Mortality Rate Healthy Active Lives: Female - PubS.H-2010 for Employees, set forward one year. Male - PubS.H-2010 for Employees, set forward one year.

Mortality Rate Healthy Retiree Lives: Female - PubS.H-2010 for Healthy Retirees, set forward one year. Male - PubS.H-2010 for Healthy Retirees, set forward one year.

Mortality Rate Beneficiary Lives: Female - PubG.H-2010 for Healthy Retirees. Male: PubG.H-2010 for Healthy Retirees, set back one year.

Mortality Rate Disabled Lives: 80% PubG.H-2010 for Disabled Retirees / 20% PubS.H-2010 for Disabled Retirees.

All rates are projected generationally with Mortality Improvement Scale MP-2018.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Long-Term Expected Rate of Return

The pension plan investments were determined using a building-block method in which best-estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expenses and inflation) are developed for each major asset class. These ranges are combined to produce the long term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation.

Best estimates of arithmetic real rates of return for each major asset class included in the Plan's target asset allocation as of September 30, 2023 are summarized in the following table:

Asset Class	Long Term Expected Real Rate of Return
All Cap Value Equity	7.5%
Broad Growth Equity	7.5%
Domestic Broad Cap Equity	7.5%
International Equity	8.5%
Fixed Income (Core)	2.5%
Global Fixed Income	3.5%
Private Real Estate	4.5%
Infrastructure	4.5%

Discount Rate

The discount rate used to measure the total pension liability was 7.00 percent. The projection of cash flows used to determine the discount rate assumed that plan member contributions will be made at the current contribution rate and that sponsor contributions will be made at rates equal to the difference between actuarially determined contribution rates and the member rate. Based on those assumptions, the pension plan's fiduciary net position was projected to be available to make all projected future benefit payments of current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

Actuarial Assumption Changes

There were no actuarial assumption changes in the October 1, 2023 actuarial valuation.

Fiduciary Net Position

The Plan's fiduciary net position has been determined on the same basis used by the pension plan.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Changes in the Net Pension (Asset) Liability

The following table shows the changes in the net pension (asset) liability based on the actuarial information provided to the Firefighters' Pension Fund.

	Change In Net Pension (Asset) Liability		
	Increase (Decrease)		
	Total Pension Liability (a)	Plan Fiduciary Net Position (b)	Net Pension (Asset) Liability (a) - (b)
Balances at September 30, 2022	\$ 76,449,848	\$ 63,938,024	\$ 12,511,824
Changes for the year:			
Service cost	1,766,392	-	1,766,392
Interest on total pension liability	5,312,281	-	5,312,281
Changes of benefit terms	-	-	-
Differences between expected and actual experience	736,061	-	736,061
Changes of assumptions	-	-	-
Contributions - buy back	-	-	-
Contributions - employer	-	1,396,271	(1,396,271)
Contributions - State	-	557,617	(557,617)
Contributions - employee	-	562,597	(562,597)
Net investment income	-	5,937,167	(5,937,167)
Benefit payments, including refunds of employee contributions	(4,653,028)	(4,653,028)	-
Administrative expense	-	(115,295)	115,295
Net changes	<u>3,161,706</u>	<u>3,685,329</u>	<u>(523,623)</u>
Balances at September 30, 2023	<u>\$ 79,611,554</u>	<u>\$ 67,623,353</u>	<u>\$ 11,988,201</u>

Notes to Schedule:

The plan's fiduciary net position has been determined on the same basis as used by the pension plan's separate statements.

The required schedule of changes in the City's net pension (asset) liability and related ratios immediately following the notes to the financial statements present multiyear trend information about whether the value of plan assets is increasing or decreasing over time relative to the total pension liability.

Sensitivity of the Net Pension (Asset) Liability to Changes in the Discount Rate

The following presents the net pension (asset) liability of the City, calculated using the discount rate of 7.00%, as well as what the City's net pension (asset) liability would be if it were calculated using a discount rate that is 1-percentage-point lower (6.00 percent) or 1-percentage -point higher (8.00 percent) than the current rate.

	1% Decrease 6.00%	Current Discount Rate 7.00%	1% Increase 8.00%
City's Net Pension (Asset) Liability	\$ 22,030,210	\$ 11,988,201	\$ 3,737,113

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Pension Expense Under GASB Statement No. 68

For the year ended September 30, 2023, the City recognized pension expense of \$5,010,013.

Deferred Outflows and Inflows of Resources

On September 30, 2023, the City reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	\$ 1,291,756	570,894
Changes of assumptions	1,847,583	-
Net difference between projected and actual earnings on pension plan investments	4,222,944	-
	\$ 7,362,283	570,894

Future Years' Recognition of Deferred Outflows/Inflows

Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense as follows:

Year Ended September 30,		
2024	\$	2,200,726
2025		1,655,841
2026		3,095,674
2027		(160,852)
2028		-
Thereafter		-
Total	\$	6,791,389

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Police Officers' Pension Plan

Plan Description

The City's Police Officers' Pension Plan (the "plan"), a defined benefit single-employer public employee retirement plan, was established under the Code of Ordinances for the City of Bradenton, Florida, Subpart B, Article IV, and was most recently amended under Ordinance No. 2963 (adopted May 28, 2014). The Plan is also governed by certain provisions of Chapter 185, Florida Statutes, Part VII, Chapter 112, Florida Statutes and the Internal Revenue Code.

The Plan does not issue a stand-alone financial report and is included within the City's Annual Comprehensive Financial Report.

Plan Administration

The Plan is a single-employer defined benefit pension plan administered by the Plan's Board of Trustees comprised of two City residents appointed by the City Council, two Police Officers elected by majority of covered Members, and a fifth Member elected by the other four and appointed by City Council (as a ministerial duty).

Plan Membership

As of September 30, 2023, membership consisted of:

Active	100
Retirees, beneficiaries and DROP	89
Disability retirees	20
Terminated vested members	5
Total Members	214

Benefits Provided

The plan covers each person employed by the City of Bradenton Police Department as a full-time Police Officer as a condition of his/her employment. All Police Officers are eligible for all plan benefits as provided for in the plan document and by applicable law. Notwithstanding, the Police Chief may, upon employment as Police Chief, elect in writing to not be a member of the System.

Effective June 1, 2013 the plan had two tiers of retirement benefits. Anyone hired prior to June 1, 2013 would be in Tier 1 with eligibility for retirement upon the earlier of the attainment of age 45 and the completion of 20 years of credited service, or the attainment of age 55 and the completion of 10 years of credited service. Such retiree would receive a normal retirement based on credited service and average final compensation. "Average Final Compensation" (AFC) is 1/12 of the average salary of the two best years if 20 or more years of credit service (the period used to determine the average final compensation is changed to three years for the employees who are not vested as of January 31, 2015), three best years if less than 20 years of credited service, but at least 10 years of credited service or five best years if 5 or more years of credited service, but less than 10 years. The normal retirement is calculated by multiplying 3% times years of credited service times average final compensation plus \$10.00 for each year of credited service if the retiree retires with 20 or more years of credited service. Effective after June 30, 2013, pensionable earnings excludes payments for overtime in excess of 300 hours per calendar year. Also, effective February 1, 2014, the definition of pensionable earnings is changed to exclude pay from "contracted special details." The maximum payout amount of unused sick and vacation leave that is included in pensionable earnings is the member's balance as of June 30, 2013. The balance as of June 30, 2013 is calculated as the

member's current hourly rate times the current unused vacation leave hours plus half of the current unused sick leave hours.

Members who are hired on or after June 1, 2013 will be a participant in Tier 2. These members are eligible for normal retirement with the earlier of the attainment of age 50 and the completion of 25 years of credited service, or the attainment of age 55 with 10 years of service. The averaging period used to determine average final compensation is five years. The benefit multiplier is reduced from 3% to 2.75% per year of service and the annual cost of living adjustment is delayed until age 55 and ends at age 65. For eligible members who retire on or after February 1, 2014, the annual cost of living adjustment stops at the age of 65.

The plan provides for pre-retirement death benefits for both vested and non-vested members. If a member loses their life directly in the performance of duties as a Police Officer, his/her spouse, if any, shall receive and be paid as a monthly benefit a sum equal to 3% of average final compensation, multiplied by total years of credit service, but in any event, the minimum amount paid shall be 60% of average final compensation, with such pension to be paid for the remainder of the spouse's natural life, and the Fund shall pay in addition thereto the sum of \$20.00 per month for each eligible child. The pension benefit offered by this subsection shall be in lieu of any other benefits provided by the system.

Supplemental Benefit - Share Plan

Pursuant to Florida law, a separate member "share account" has been created for each member of the plan. This supplemental benefit may or may not be funded and thus, the member may or may not receive a retirement benefit from the share plan. If the share plan is funded, at retirement, termination (vested), disability or death, there shall be an additional benefit paid to the member. The share plan is funded solely with state premium tax money and the funding that is received for this Share Plan is allocated to the member's share account based on a formula which gives the member an allocation based on an equal share for each member. The member's share account receives its proportionate share of the income or loss on the assets in the plan.

Deferred Retirement Option Program (DROP)

When an employee becomes eligible for normal retirement, and is still employed by the City as a Police Officer, he/she has the option of "retiring" from the pension plan but continuing his/her employment as a Police Officer for up to an additional five years. An election to participate in the DROP shall constitute an irrevocable election to resign from the service of the City not later than 5 years from the commencement of DROP participation. The employee must request, in writing, to enter the DROP within 12 months following the date on which the employee first becomes eligible for normal retirement. Upon entering the DROP, the employee's retirement benefit is immediately calculated and each monthly benefit payment is deposited into a DROP account. The account is credited with interest at the rate of 6.5% per annum. The DROP balance as of September 30, 2023 is \$2,169,423.

Contributions

As stated each person employed by the City of Bradenton Police Department as a full-time Police Officer must contribute into the pension plan except for the Police Chief if he/she chose to opt out of the plan. The member contribution rates increased from 6% of pay to 7.5% beginning the first full pay period after the effective date of Ordinance No. 2963 and to 9% effective the first full pay period in October 2014. Beginning the first full pay in October 2022, the contribution rate decreased to 8%. A start/restart is implemented based on the following: 1) the pension benefits are reduced to the Chapter 185 minimums and then immediately restored to the level in place prior to the reduction, such that there is not reductions in the benefits for any members, 2) the difference in cost between the current plan and the Chapter 185 plan is added to the base State contribution from 1998 resulting in a new adjusted base amount, and 3) as agreed in the collective bargaining agreement, the accumulated excess premium tax monies on October 1, 2013 will be used in its entirety to reduce the City's annual required pension contribution as a one-time offset.

If an employee separates from service before achieving ten years of credited service, the employee may either request a refund of the accumulated contribution or they may leave it deposited with the plan for up to five years.

Other contributions are received from the State of Florida and the City. The State of Florida contribution results from the City's share of insurance tax. The City contributes an amount to make the fund actuarially sound, but not less than 8% of payroll. The City's contributions for the year ended September 30, 2023 was \$2,064,012 and the State's was \$706,220 for a total of \$2,770,232.

Investments (Pension Plan Reporting)

The investments are reported at fair value. Securities traded on a national exchange are valued at the last reported sales price at current exchange rates. Mortgages are valued on the basis of future principal and interest payments, and are discounted at prevailing interest rates for similar instruments. Investments that do not have an established market are reported at estimated fair value.

Rate of Return (Pension Plan Reporting)

For the year ended September 30, 2023, the annual money-weighted rate of return on Pension Plan investments, net of Pension Plan investment expense, was 11.06 percent. The money-weighted rate of return expresses investment performance, net of investment expense, adjusted for the changing amounts actually invested.

Net Pension Liability (Pension Plan Reporting)

The components of the net pension liability at the measurement date of September 30, 2023, which is rolled forward from the actuarial valuation date of October 1, 2022, were as follows:

Total Pension Liability	\$ 105,114,700
Plan Fiduciary Net Position	(86,081,935)
City's Net Pension Liability	<u>\$ 19,032,765</u>
 Plan Fiduciary Net Positions as a percentage of Total Pension Liability	 <u>81.89%</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Actuarial Methods and Assumptions (Pension Plan Reporting)

Valuation Date	October 1, 2022
Plan Year	October 1 – September 30
Actuarial Cost Method	Entry Age Normal
Inflation	2.5%
Salary Increases	6.7% to 9.1% depending on service, including inflation
Investment Rate of Return	7.35%, includes inflation, net of investment inflation
COLA Rate Assumption	1.25%
Retirement Age	Experience – based table of rates that are specific to the type of eligibility condition
Mortality	The same versions of PUB-2010 Headcount-Weighted Mortality Tables as used by the Florida Retirement System (FRS) for Special Risk Class members in their July 1, 2021 actuarial valuation (with mortality improvements projected for healthy lives to all future years after 2010 using Scale MP-2018. Florida Statutes Chapter 112.63(1)(f) mandates the use of mortality tables from one of the two most recently published FRS actuarial valuation reports.

The Wage Inflation Rate is defined to be the portion of total pay increases for an individual that are due to macro-economic forces including productivity, price inflation, and labor market conditions. The wage inflation rate does not include pay changes related to individual merit and seniority effects.

Long-Term Expected Rate of Return (Pension Plan Reporting)

The assumed real rate of return over wage inflation is defined to be the portion of total investment return that is more than the assumed wage inflation rate. Considering other economic assumptions, the 7.35% investment return rate translates to an assumed real rate of return over wage inflation of 4.85%.

Asset Class	Long Term Expected Real Rate of Return
Domestic equity	7.2%
International equity	2.9%
Bonds	1.7%
High yield bonds	4.1%
TIPS	2.1%
Convertibles	5.9%
REITS	6.1%
Private real estate	5.9%
Infrastructure	5.1%
Private credit	2.0%

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Discount Rate (Pension Plan Reporting)

The discount rate of 7.35% was used to measure the total pension liability. This single discount rate was based on the expected rate of return on pension plan investments of 7.35%. The projection of cash flows used to determine this single discount rate assumed that plan member contributions will be made at the current contribution rate and that employer contributions will be made at rates equal to the difference between actuarially determined contribution rates and the member rate. Based on these assumptions, the pension plan's fiduciary net position was projected to be available to make all projected future benefit payments of current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

Changes in the Net Pension Liability (Pension Plan Reporting)

The following table shows the changes in the Net Pension Liability based on the actuarial information provided to the Police Officers' Pension Fund. GASB Statement No. 67 Disclosures for Fiscal Year Ending September 30, 2023.

	Increase (Decrease)		
	Total Pension Liability (a)	Plan Fiduciary Net Position (b)	Net Pension Liability (a) - (b)
Balances at September 30, 2022	\$ 103,009,458	\$ 79,911,596	\$ 23,097,862
Changes for the year:			
Service cost	2,003,948	-	2,003,948
Interest on total pension liability	7,509,730	-	7,509,730
Benefit changes	355,498	-	355,498
Differences between expected and actual experience	(2,189,740)	-	(2,189,740)
Assumption changes	-	-	-
Contributions—employer	-	2,064,012	(2,064,012)
Contributions—employer (from State)	-	706,219	(706,219)
Contributions—member (including buyback contributions)	-	637,843	(637,843)
Net investment income	-	8,590,803	(8,590,803)
Benefit payments, including refunds of employee contributions	(5,508,800)	(5,508,800)	-
Administrative expense	-	(148,125)	148,125
Refunds	(171,613)	(171,613)	-
Other	106,219	-	106,219
Net changes	2,105,242	6,170,339	(4,065,097)
Balances at September 30, 2023	\$ 105,114,700	\$ 86,081,935	19,032,765

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Sensitivity of the Net Pension Liability to Changes in the Discount Rate (Pension Plan Reporting)

Regarding the sensitivity of the net pension liability to changes in the single discount rate, the following presents the plan's net pension liability, calculated using a single discount rate of 7.35%, as well as what the plan's net pension liability would be if it were calculated using a single discount rate that is 1-percentage-point lower (6.35%) or 1-percentage-point higher (8.35%) than the current rate:

	1% Decrease 6.35%	Current Discount Rate 7.35%	1% Increase 8.35%
City's Net Pension Liability	\$ 31,996,739	\$ 19,032,765	\$ 8,387,047

Net Pension Liability (Employer Reporting)

The net pension liability of the retirement system recorded in the City's Financial Statements for the Police Officers' Pension Fund as of September 30, 2023 is based on an actuarial valuation date of October 1, 2022 rolled forward to a measurement date of September 30, 2023. The following table illustrates the Net Pension Liability under GASB 68.

	Fiscal Year Ending September 30, 2023
Total Pension Liability	\$ 105,114,700
Plan Fiduciary Net Position	(86,081,935)
City's Net Pension Liability	<u>\$ 19,032,765</u>
Plan Fiduciary Net Position as a percentage of Total Pension Liability	81.89%

The actuarial assumptions, long-term expected rate of return on pension plan investments, and the discount rate used to measure the total pension liability are the same as those used for the pension plan reporting discussed earlier in this note.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Changes in the Net Pension Liability (Employer Reporting)

Shown below are details regarding the Total Pension Liability, Plan Fiduciary Net Position, and Net Pension Liability for the measurement period for the year ended September 30, 2023:

	Changes In Net Pension Liability		
	Increase (Decrease)		
	Total Pension Liability (a)	Plan Fiduciary Net Position (b)	Net Pension Liability (a) - (b)
Balances at September 30, 2022	\$ 103,009,458	\$ 79,911,596	\$ 23,097,862
Changes for the year:			
Service cost	2,003,948	-	2,003,948
Interest on total pension liability	7,509,730	-	7,509,730
Changes of benefit terms	355,498	-	355,498
Differences between expected and actual experience	(2,189,740)	-	(2,189,740)
Assumption Changes	-	-	-
Contributions—employer	-	2,064,012	(2,064,012)
Contributions—employer (from State)	-	706,219	(706,219)
Contributions—member (including buyback contributions)	-	637,843	(637,843)
Net investment income	-	8,590,803	(8,590,803)
Benefit payments	(5,508,800)	(5,508,800)	-
Administrative expense	-	(148,125)	148,125
Refunds	(171,613)	(171,613)	-
Other	106,219	-	106,219
Net changes	<u>2,105,242</u>	<u>6,170,339</u>	<u>(4,065,097)</u>
Balances at September 30, 2023	<u>\$ 105,114,700</u>	<u>\$ 86,081,935</u>	<u>\$ 19,032,765</u>

Sensitivity of the Net Pension Liability to Changes in the Discount Rate (Employer Reporting)

The following table illustrates the net pension liability of the City, calculated using the discount rate of 7.35 percent, as well as what the City's net pension liability would be if it were calculated using a discount rate that is 1-percentage point lower (6.35 percent) or 1-percentage point higher (8.35 percent) than the current rate:

	1% Decrease 6.35%	Current Rate 7.35%	1% Increase 8.35%
City's Net Pension Liability	\$ 31,996,739	\$ 19,032,765	\$ 8,387,047

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Pension Expense and Deferred Outflows/Inflows of Resources Under GASB Statement No. 68

For the year ended September 30, 2023, the City recognized pension expense of \$4,517,935. The following table illustrates the deferred inflows and outflows at the end of fiscal year under GASB Statement No. 68:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	\$ -	2,807,268
Changes of assumptions	-	158,941
Net difference between projected and actual earnings on pension plan investments	7,067,800	-
	<u>\$ 7,067,800</u>	<u>2,966,209</u>

Future Years' Recognition of Deferred Outflows/Inflows

The outcome of the deferred outflows of resources related to pensions resulting from employer and State contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability in the year ended September 30, 2024. There were no contributions for fiscal year 2023 subsequent to September 30, 2023. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense as follows:

Year Ended September 30	
2024	\$ 388,081
2025	1,034,186
2026	3,240,573
2027	(561,249)
Total	<u>\$ 4,101,591</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

COMBINING STATEMENT OF FIDUCIARY NET POSITION
FIDUCIARY FUNDS
September 30, 2023

	Pension Trust Funds		Totals
	Firefighters' Pension Fund	Police Officers' Pension Fund	
Assets			
Accounts receivable	\$ 109,926	-	109,926
Interest receivable	-	169,465	169,465
Investments, at fair value			
U.S. Government obligations	4,103,276	10,488,097	14,591,373
Domestic corporate bonds	3,035,872	3,217,788	6,253,660
Convertible preferred stock	-	280,298	280,298
Convertible bonds	-	2,948,310	2,948,310
Foreign stock	4,316,367	2,420,284	6,736,651
Municipal obligations	402,425	-	402,425
Domestic stocks	36,440,492	19,866,918	56,307,410
Mortgage backed	4,142,095	1,538,604	5,680,699
Collateralized mortgage backed	-	855,297	855,297
Foreign bonds	116,694	232,845	349,539
Mutual funds	-	34,233,063	34,233,063
Real estate investment trust	13,520,043	8,081,218	21,601,261
Money market fund	1,481,701	1,833,461	3,315,162
Total investments	<u>67,558,965</u>	<u>85,996,183</u>	<u>153,555,148</u>
Total assets	<u>67,668,891</u>	<u>86,165,648</u>	<u>153,834,539</u>
Liabilities			
Accounts payable	45,538	80,138	125,676
Total liabilities	<u>45,538</u>	<u>80,138</u>	<u>125,676</u>
Net Position			
Restricted for pension benefits	<u>\$ 67,623,353</u>	<u>86,085,510</u>	<u>153,708,863</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

COMBINING STATEMENT OF CHANGES IN FIDUCIARY NET POSITION
FIDUCIARY FUNDS
For the Fiscal Year Ended September 30, 2023

	Pension Trust Funds		Totals
	Firefighters' Pension Fund	Police Officers' Pension Fund	
Additions			
Contributions			
Employer	\$ 1,396,271	2,064,012	3,460,283
Plan members	562,597	637,843	1,200,440
State of Florida (from City's General Fund)	557,617	706,220	1,263,837
Total contributions	<u>2,516,485</u>	<u>3,408,075</u>	<u>5,924,560</u>
Investment earnings			
Interest and dividends	1,817,704	1,967,934	3,785,638
Net (decrease) increase in fair value of investments	<u>4,299,909</u>	<u>6,969,259</u>	<u>11,269,168</u>
Total investment earnings	6,117,613	8,937,193	15,054,806
Less investment expenses	(180,446)	(346,391)	(526,837)
Net investment earnings	<u>5,937,167</u>	<u>8,590,802</u>	<u>14,527,969</u>
Total additions, net	<u>8,453,652</u>	<u>11,998,877</u>	<u>20,452,529</u>
Deductions			
Benefits	4,653,028	5,680,413	10,333,441
Administrative expenses	115,295	144,550	259,845
Total deductions	<u>4,768,323</u>	<u>5,824,963</u>	<u>10,593,286</u>
Change in net position	3,685,329	6,173,914	9,859,243
Net position, beginning	<u>63,938,024</u>	<u>79,911,596</u>	<u>143,849,620</u>
Net position, ending	<u>\$ 67,623,353</u>	<u>86,085,510</u>	<u>153,708,863</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Other Employees' Pension Plans

Florida Retirement System

General Information - All of the City's non-public safety employees participate in the Florida Retirement System (FRS). As provided by Chapters 121 and 112, Florida Statutes, the FRS provides two cost sharing, multiple employer defined benefit plans administered by the Florida Department of Management Services, Division of Retirement, including the FRS Pension Plan ("Pension Plan") and the Retiree Health Insurance Subsidy ("HIS Plan"). Under Section 121.4501, Florida Statutes, the FRS also provides a defined contribution plan ("Investment Plan") alternative to the FRS Pension Plan, which is administered by the State Board of Administration ("SBA"). As a general rule, membership in the FRS is compulsory for all employees working in a regularly established position for a state agency, county government, district school board, state university, community college, or a participating city or special district within the State of Florida. The FRS provides retirement and disability benefits, annual cost-of-living adjustments, and death benefits to plan members and beneficiaries. Benefits are established by Chapter 121, Florida Statutes, and Chapter 60S, Florida Administrative Code. Amendments to the law can be made only by an act of the Florida State Legislature.

The State of Florida annually issues a publicly available financial report that includes financial statements and required supplementary information for the FRS. The latest available report may be obtained by writing to the State of Florida Division of Retirement, Department of Management Services, P.O. Box 9000, Tallahassee, Florida 32315-9000, or from the Web site:
www.dms.myflorida.com/workforce_operations/retirement/publications.

Pension Plan

Plan Description - The Pension Plan is a cost-sharing multiple-employer defined benefit pension plan, with a Deferred Retirement Option Program ("DROP") for eligible employees.

Benefits Provided - Benefits under the Pension Plan are computed on the basis of age, average final compensation, and service credit. For Pension Plan members enrolled before July 1, 2011, Regular class members who retire at or after age 62 with at least six years of credited service or 30 years of service regardless of age are entitled to a retirement benefit payable monthly for life, equal to 1.6% of their final average compensation based on the five highest years of salary, for each year of credited service. Vested members with less than 30 years of service may retire before age 62 and receive reduced retirement benefits. Special Risk Administrative Support class members who retire at or after age 55 with at least six years of credited service or 25 years of service regardless of age are entitled to a retirement benefit payable monthly for life, equal to 1.6% of their final average compensation based on the five highest years of salary, for each year of credited service. Special Risk class members (sworn law enforcement officers, firefighters, and correctional officers) who retire at or after age 55 with at least six years of credited service, or with 25 years of service regardless of age, are entitled to a retirement benefit payable monthly for life, equal to 3.0% of their final average compensation based on the five highest years of salary for each year of credited service. Senior Management Service class members who retire at or after age 62 with at least six years of credited service or 30 years of service regardless of age are entitled to a retirement benefit payable monthly for life, equal to 2.0% of their final average compensation based on the five highest years of salary for each year of credited service. Elected Officers' class members who retire at or after age 62 with at least six years of credited service or 30 years of service regardless of age are entitled to a retirement benefit payable monthly for life, equal to 3.0% (3.33% for judges and justices) of their final average compensation based on the five highest years of salary for each year of credited service.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

For Plan members enrolled on or after July 1, 2011, the vesting requirement is extended to eight years of credited service for all these members and increasing normal retirement to age 65 or 33 years of service regardless of age for Regular, Senior Management Service, and Elected Officers' class members, and to age 60 or 30 years of service regardless of age for Special Risk and Special Risk Administrative Support class members. Also, the final average compensation for all these members will be based on the eight highest years of salary.

As provided in Section 121.101, Florida Statutes, if the member is initially enrolled in the Pension Plan before July 1, 2011, and all service credit was accrued before July 1, 2011, the annual cost-of-living adjustment is three percent per year. If the member is initially enrolled before July 1, 2011, and has service credit on or after July 1, 2011, there is an individually calculated cost-of-living adjustment. The annual cost-of-living adjustment is a proportion of three percent determined by dividing the sum of the pre-July 2011 service credit by the total service credit at retirement multiplied by three percent. Plan members initially enrolled on or after July 1, 2011, will not have a cost-of-living adjustment after retirement.

In addition to the above benefits, the DROP program allows eligible members to defer receipt of monthly retirement benefit payments while continuing employment with a FRS employer for a period not to exceed 60 months after electing to participate. Deferred monthly benefits are held in the FRS Trust Fund and accrue interest. There are no required contributions by DROP participants.

Contributions – Effective July 1, 2011, all enrolled members of the FRS, other than DROP participants, are required to contribute three percent of their salary to the FRS. In addition to member contributions, governmental employers are required to make contributions to the FRS based on state-wide contribution rates established by the Florida Legislature. These rates are updated as of July 1, of each year. The employer contribution rates by job class for the periods from October 1, 2022 through June 30, 2023 and from July 1, 2023 through September 30, 2023, respectively, were as follows: Regular—11.91% and 13.57%; Special Risk Regular Support—27.83% and 32.67%; Senior Management Service—31.57% and 34.52%; Elected Officers'—57.00% and 58.68%; and DROP participants—18.60% and 21.13%. These contribution rates include 1.66% HIS Plan subsidy contributions from October 1, 2022 through June 30, 2023 and 2.00% HIS Plan subsidy contributions from July 1, 2023 through September 30, 2023.

The City's contributions, including employee contributions, to the Pension Plan totaled \$1,973,132 for the fiscal year ended September 30, 2023.

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions – At September 30, 2023, the City reported a liability of \$16,343,562 for its proportionate share of the Pension Plan's net pension liability. The net pension liability was measured as of June 30, 2023, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of July 1, 2023. At June 30, 2023, the City's proportionate share was .041015961% which was an increase compared to .039063199% which was the City's proportionate share measured as of June 30, 2022.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

For the fiscal year ended September 30, 2023, the City recognized pension expense of \$3,663,085. In addition the City reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

Description	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	\$ 1,534,519	-
Changes of assumptions	1,065,409	-
Net difference between projected and actual earnings on pension plan investments	682,551	-
Changes in proportion and differences between City Pension Plan contributions and proportionate share of contributions	887,971	30,194
City Pension Plan contributions subsequent to the measurement date	492,886	-
	<u>\$ 4,663,336</u>	<u>30,194</u>

The deferred outflows of resources related to the Pension Plan, totaling \$492,886 resulting from City contributions to the Plan subsequent to the measurement date, will be recognized as a reduction of the net pension liability in the fiscal year ended September 30, 2024. Other amounts reported as deferred outflows and deferred inflows of resources related to the Pension Plan will be recognized in pension expense as follows:

Year Ended September 30		
2024	\$	564,264
2025		(223,559)
2026		3,385,842
2027		321,627
2028		92,082
Thereafter		-
	<u>\$</u>	<u>4,140,256</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Actuarial Assumptions – The measurement date was June 30, 2023 and the valuation date was July 1, 2023. The total pension liability in the July 1, 2023 actuarial valuation was determined using the following actuarial assumptions, applied to all periods included in the measurement:

Inflation	2.40%
Salary increase	3.25% average, including inflation
Investment rate of return	6.70%, net of pension plan investment expense, including inflation
Mortality rates were based on the PUB-2010 base table, projected generationally with Scale MP-2018	

The actuarial assumptions used in the July 1, 2023, valuation were based on the results of an actuarial experience study for the period July 1, 2013 through June 30, 2018. The investment rate of return remained the same at 6.70%. The maximum amortization period was decreased to 20 years for all current and future amortization bases.

The long-term expected rate of return on Pension Plan investments was not based on historical returns, but instead is based on a forward-looking capital market economic model. The allocation policy's description of each asset class was used to map the target allocation to the asset classes shown below. Each asset class assumption is based on a consistent set of underlying assumptions and includes an adjustment for the inflation assumption. The target allocation and best estimates of arithmetic and geometric real rates of return for each major asset class are summarized in the following table:

Asset Class	Target Allocation (1)	Annual Arithmetic Return
Cash	1.00%	2.90%
Fixed income	19.80%	4.50%
Global equity	54.00%	8.70%
Real estate	10.30%	7.60%
Private equity	11.10%	11.90%
Strategic investments	3.80%	6.30%
Total	<u>100.00%</u>	

(1) As outlined in the Pension Plan's investment policy

Discount Rate - The discount rate used to measure the total pension liability was 6.70%. The Pension Plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore, the discount rate for calculation the total pension liability is equal to the long-term expected rate of return.

Sensitivity of the City's Proportionate Share of the Net Pension Liability to Changes in the Discount Rate

The following represents the City's proportionate share of the net pension liability calculated using the discount rate of 6.70%, as well as what the City's proportionate share of the net pension liability would be if it were calculated using a discount rate that is one percentage point lower (5.70%) or one percentage point higher (7.70%) than the current rate:

	1% Decrease (5.70%)	Current Discount Rate (6.70%)	1% Increase (7.70%)
City's proportionate share of net pension liability	\$ 27,918,132	16,343,562	6,660,050

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Pension Plan Fiduciary Net Position - Detailed information regarding the Pension Plan's fiduciary net position is available in the separately issued FRS Pension Plan and Other State-Administered Systems Annual Comprehensive Financial Report.

Payables to the Pension Plan - At September 30, 2023, the City had no payable for outstanding contributions to the FRS Pension Plan required for the fiscal year ended September 30, 2023.

Health Insurance Subsidy (HIS) Plan

Plan Description – The HIS Plan is a cost-sharing multiple-employer defined benefit pension plan established under Section 112.363, Florida Statutes, and may be amended by the Florida legislature at any time. The benefit is a monthly payment to assist retirees of State-administered retirement systems in paying their health insurance costs and is administered by the Florida Department of Management Services, Division of Retirement.

Benefits Provided – For the fiscal year ended September 30, 2023, eligible retirees and beneficiaries received a monthly HIS payment of \$5 for each year of creditable service completed at the time of retirement, with a minimum HIS payment of \$30 and a maximum HIS payment of \$150 per month. To be eligible to receive these benefits, a retiree under a State-administered retirement system must provide proof of health insurance coverage, which may include Medicare.

Contributions – The HIS Plan is funded by required contributions from FRS participating employers as set by the Florida Legislature. Employer contributions are a percentage of gross compensation for all active FRS members. For the fiscal year ended September 30, 2023, the HIS contribution for the period October 1, 2022 through June 30, 2023 and from July 1, 2023 through September 30, 2023 was 1.66% and 2.00%, respectively. The City contributed 100% of its statutorily required contributions for the current and preceding three years. HIS Plan contribution are deposited in a separate trust fund from which payments are authorized. HIS Plan benefits are not guaranteed and are subject to annual legislative appropriation. In the event legislative appropriation or available funds fail to provide full subsidy benefits to all participants, benefits may be reduced or cancelled.

The City's contributions to the HIS Plan totaled \$306,837 for the fiscal year ended September 30, 2023.

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources

Related to Pensions – At September 30, 2023, the City reported a liability of \$7,407,797 for its proportionate share of the HIS Plan's net pension liability. The net pension liability was measured as of June 30, 2023, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of July 1, 2022 and update procedures were used to determine liabilities as of July 1, 2023. At June 30, 2023, the City's proportionate share was .046644670%, which was an increase compared to .044492198% which was the City's proportionate share measured as of June 30, 2022.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

For the fiscal year ended September 30, 2023, the City recognized pension expense of \$2,859,374. In addition, the City reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

Description	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	\$ 108,445	17,387
Changes of assumptions	194,749	641,911
Net difference between projected and actual earnings on pension plan investments	3,825	-
Contributions and proportionate share of contributions	325,438	43,206
City Pension Plan contributions subsequent to the measurement date	85,530	-
	\$ 717,987	702,504

The deferred outflows of resources related to the HIS Plan, totaling \$85,530 resulting from City contributions to the HIS Plan subsequent to the measurement date, will be recognized as a reduction of the net pension liability in the fiscal year ended September 30, 2024. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to the HIS Plan will be recognized in pension expense as follows:

Year Ended September 30	Amount
2024	\$ (12,239)
2025	(7,421)
2026	(12,346)
2027	(24,216)
2028	(12,828)
Thereafter	(997)
	\$ (70,047)

Actuarial Assumptions – The measurement date was June 30, 2023 and the valuation date was July 1, 2022. The total pension liability in the July 1, 2022, actuarial valuation was determined using the following actuarial assumptions, applied to all periods included in the measurement:

Inflation	2.40 %
Salary increases	3.25 %, average, including inflation
Municipal bond rate	3.65 %

Mortality rates were based on the Generational Pub-2010 with Projection Scale MP-2018.

The actuarial assumptions used in the July 1, 2022, valuation were based on certain results of the most recent experience study for the FRS Pension Plan.

Changes in Actuarial Assumptions

- Chapter 2023-193, Laws of Florida (Senate Bill 7024), increased the level of monthly benefit from \$5 times years of service to \$7.50, with an increased minimum of \$45 and maximum of \$225. This change applies to all years of service for both members currently receiving benefits and members not yet receiving benefits.
- The municipal bond rate used to determine total pension liability was increased from 3.54% to 3.65%.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Discount Rate

The discount rate used to measure the total pension liability was 3.65%, which increased from 3.54%. In general, the discount rate for calculating the total pension liability is equal to the single rate equivalent to discounting at the long-term expected rate of return for benefit payments prior to the projected depletion date. Because the HIS benefit is essentially funded on a pay-as-you-go basis, the depletion date is considered to be immediate, and the single equivalent discount rate is equal to the municipal bond rate selected by the HIS Plan sponsor. The Bond Buyer General Obligation 20-Bond Municipal Bond Index was adopted as the applicable municipal bond index.

Sensitivity of the City's Proportionate Share of the Net Pension Liability to Changes in the Discount Rate

The following represents the City's proportionate share of the net pension liability calculated using the discount rate of 3.65%, as well as what the City's proportionate share of the net pension liability would be if it were calculated using a discount rate that is one percentage point lower (2.65%) or one percentage point higher (4.65%) than the current rate:

	1% Decrease (2.65%)	Current Discount Rate (3.65%)	1% Increase (4.65%)
City's proportionate share of net pension liability	\$ 8,451,140	7,407,797	6,542,935

Pension Plan – Fiduciary Net Position Detailed information regarding the HIS Plan's fiduciary net position is available in the separately issued FRS Pension Plan and Other State-Administered Systems Annual Comprehensive Financial Report.

Payables to the Pension Plan – At September 30, 2023, the City had no payable for outstanding contributions to the HIS Plan required for the fiscal year ended September 30, 2023.

NOTE K – POST EMPLOYMENT BENEFITS OTHER THAN PENSIONS (OPEB)

Plan Description: Pursuant to the provision of Section 112.0801, Florida Statutes, retired police officers, firefighters and general employees, as well as their dependents, are permitted to remain covered under the City's medical plans as long as they pay the premium, not exceeding the rate developed by blending the claims experience of all plan members for the plan and coverage elected.

The City subsidizes the premium rates paid by the retirees by allowing them to participate in the plan at the blended group (implicitly subsidized) premium rates for both active and retired employees. These rates provide an implicit subsidy for retirees because, on an actuarial basis, their current and future claims are expected to result in higher costs to the plan on average than those of active employees.

The Plan does not issue a separate financial report.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Summary of Membership Information:

The following table provides a summary of the number of participants in the plan as of September 30, 2023 (the latest valuation date):

Inactive plan members or beneficiaries currently receiving benefits	176
Inactive plan members entitled to but not yet receiving benefits	-
Active plan members	<u>425</u>
Total plan members	601

Funding Policy: Currently, the City's OPEB benefits are unfunded. There is no separate trust fund or equivalent arrangement into which the City would make contributions to advance-fund the obligation as it does for its pension plans. Therefore, the ultimate subsidies which are provided over time are financed directly by general assets of the City, which are invested in short-term fixed income instruments according to its current investment policy.

Effective October 1, 2010 the City made the following changes to the policy: (1) added the mandate that Medicare-eligible retirees must sign up for both Medicare Parts A and B, which increased the assumption that Medicare would cover 35% of eligible costs to 60% of all costs incurred by retirees age 65 and older including, but not limited to medical claim costs, prescriptions claim costs, administrative fees, and reinsurance premiums; and (2) trend rates for premium increases applicable to contributions paid by retirees eligible for discounted coverage increased from no (0%) retiree health care cost increases throughout the projection period to an 8% increase for the year beginning October 1, 2010 and matching the rates of assumed cost increases thereafter. In August 2012, additional policy changes were made; retired employees will now need 20 years of service with the City to be eligible for an insurance subsidy. The subsidy is limited to the employee only.

Part of the City's periodic contribution to the Florida Retirement System (FRS) on behalf of its general employees is a contribution toward the Health Insurance Subsidy (HIS) managed by FRS. Currently, HIS provides eligible employees with a lifetime benefit equal to \$5 per month per year of service (up to a maximum of \$150 per month) after they retire to be used toward the payment of any insurance-related premiums.

The State of Florida is treating the HIS program as a Cost-Sharing Multiple-Employer defined benefit pension plan like FRS, rather than being classified as an Agent Multiple-Employer defined benefit OPEB plan. See Note J for details related to this plan.

Total OPEB Liability

The City's total OPEB liability of \$16,986,347 was determined by an actuarial valuation as follows:

Valuation Date	September 30, 2022
Measurement Date	September 30, 2023
Roll Forward Disclosure	The total OPEB liability was rolled forward from the September 30, 2022 valuation date to the September 30, 2023 measurement date using standard actuarial techniques.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Methods and Assumptions Used to Determine Total OPEB Liability:

Actuarial Cost Method	Entry Age Normal
Normal Inflation	2.50%
Discount Rate	4.63%
Salary Increases	
General Employees:	Salary increase rates used for Regular Class members in the July 1, 2022 actuarial valuation of the Florida Retirement System; 3.4% - 7.8%, including inflation.
Police and Fire:	Salary increase rates based on those used in the respective October 1, 2022 actuarial valuations of the City's pension plans.
Retirement Age	Experience-based table of rates that are specific to the type of eligibility condition and employment class.
Mortality	Mortality rates are the same as used in the July 1, 2022 actuarial valuation of the Florida Retirement System for non-K-12 Instructional Regular Class and Special Risk Class members. These rates were taken from adjusted Pub-2010 mortality tables published by the Society of Actuaries with generational mortality improvements using Scale MP-2018. Adjustments to referenced tables are based on the results of a statewide experience study covering the period 2013 through 2018.
Healthcare Cost Trend Rates	Based on the Getzen Model, with trend rates starting at 6.50% for per capita costs and 56.4% for premiums (to reflect actual premiums) for the year beginning in 2023, followed by 6.25% for the year beginning in 2024 and gradually decreasing to an ultimate trend rate of 4.00%.
Aging factors	Based on the 2013 SOA Study "Health Care Costs - From Birth to Death".
Expenses	Administrative expenses are included in the per capita health costs.

Other Information:

The discount rate was changed from 4.40% as of the beginning of the measurement period to 4.63% as of September 30, 2023 (based on the Long-Term Municipal Bond Rate).

Per capita costs and premiums were updated based on the information provided.

The healthcare cost trend assumption was updated.

There were no benefit changes during the year.

Since the City's plan does not have formal assets, the discount rate should equal the tax-exempt municipal bond rate based on an index of 20-year general obligation bonds with an average AA credit rating as of the measurement date. For the purpose of this actuarial roll-forward, the municipal bond rate is 4.63% (based on the daily rate of Fidelity's 20-year "Municipal GO AA" index closest to but not later than the measurement date). The discount rate was 4.40% as of the beginning of the measurement year.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

Changes in the Total OPEB Liability

A. Total OPEB Liability

	<u>2023</u>
Service cost	\$ 689,598
Interest on the total OPEB liability	1,053,597
Changes of benefit terms	-
Difference between expected and actual experience of the total OPEB liability	724,342
Changes of assumptions and other inputs	(7,931,990)
Benefit payments	<u>(1,609,990)</u>
Net change in total OPEB liability	(7,074,443)
Total OPEB Liability - Beginning	<u>24,060,790</u>
Total OPEB Liability - Ending	<u>\$ 16,986,347</u>

B. Covered Employee Payroll \$ 26,550,219

C. Total OPEB Liability as a Percentage of Covered Employee Payroll 63.98%

Regarding the sensitivity of the total OPEB liability to changes in the discount rate, the following presents the plan's total OPEB liability, calculated using a discount rate of 4.63%, as well as what the plan's total OPEB liability would be if it were calculated using a discount rate that is one percent lower or one percent higher:

Sensitivity of Total OPEB Liability to the Discount Rate Assumption

	Current Discount	
1% Decrease	Rate Assumption	1% Increase
<u>3.63%</u>	<u>4.63%</u>	<u>5.63%</u>
\$ 18,587,718	\$ 16,986,347	\$ 15,630,363

Regarding the sensitivity of the total OPEB liability to changes in the healthcare cost trend rates, the following presents the plan's total OPEB liability, calculated using the assumed trend rates as well as what the plan's total OPEB liability would be if it were calculated using a trend rate that is one percent lower or one percent higher:

Sensitivity of Total OPEB Liability to the Healthcare Cost Trend Rate Assumption

	Current Healthcare Cost	
1% Decrease	Trend Rate Assumption	1% Increase
<u>\$ 16,082,536</u>	<u>\$ 16,986,347</u>	<u>\$ 18,083,926</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

For the year ended September 30, 2023, the City recognized OPEB expense of \$465,470. At September 30, 2023, the City reported deferred outflows and deferred inflows related to OPEB as follows:

	<u>Deferred Outflows of Resources</u>	<u>Deferred Inflows of Resources</u>	<u>Net Outflows of Resources</u>
Difference between expected and actual experiences	\$ 630,272	\$ 669,356	\$ (39,084)
Assumption changes	2,758,561	12,522,550	(9,763,989)
Total	<u>\$ 3,388,833</u>	<u>\$ 13,191,906</u>	<u>\$ (9,803,073)</u>

Amounts reported as deferred outflows of resources and deferred inflows of resources related to OPEB will be recognized in OPEB expense in future years as follows:

<u>Year Ending September 30,</u>	<u>Net Deferred Inflows of Resources</u>
2024	\$ (1,277,725)
2025	(1,192,094)
2026	(1,402,427)
2027	(1,669,456)
2028	(1,836,943)
Thereafter	<u>(2,424,428)</u>
Total	<u>\$ (9,803,073)</u>

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

NOTE L – DEFERRED COMPENSATION PLAN

The City offers its employees a deferred compensation plan created in accordance with Internal Revenue Code Section 457. This plan, available to all City employees, permits them to defer a portion of their salary until future years. The deferred compensation is not available to employees until termination, retirement, death, or unforeseeable emergency. The plan is classified as an other employee benefit plan.

Plan amendments have been made so that the plan is in compliance with IRC Section 457, as amended by the 1996 changes to the tax code. The assets are now held in various custodial accounts. All amounts of compensation deferred under the plan, all property and rights purchased with those amounts, and all income attributable to those amounts, or rights are solely the property and rights of the various participants of the plan.

NOTE M – RISK MANAGEMENT AND SELF-INSURANCE PROGRAMS

Risk Management: The City is exposed to various risks of loss related to torts; theft of, damage to and destruction of assets; errors and omissions; and natural disasters for which the City carries commercial insurance.

Medical Self-Insurance Program: The City maintains a self-insurance program with regard to medical benefits for employees and dependents. The City contributes \$10,733 for each budgeted staff position. Dependent and retiree coverage is optional and the cost is paid by employee contributions. Risks in excess of fixed individual limits of \$225,000 annually are co-insured with an outside insurance carrier.

Workers' Compensation Self-Insurance Program: The City maintains a self-insurance program with regard to workers' compensation benefits for employees. The City pays the entire cost of the program. Risks in excess of \$350,000 annually are co-insured with an outside insurance carrier.

Both the medical self-insurance and the workers' compensation plans are accounted for through separate internal service funds. Revenues for these funds consist of amounts contributed by employees and other City funds. Both revenues and the related charges are recorded as interfund services. Accordingly, the related charges are reflected as expenditures, or expense items, in the appropriate funds.

The medical self-insurance plan is reviewed annually by an actuarial firm. The study is used to determine the basis for premiums charged to City employees' dependents (medical insurance). The City also reviews the workers' compensation program to determine the basis for premiums charged to various City departments for their workers' compensation insurance.

Estimated liabilities for claims incurred but not reported are accrued based on projections from historical data.

There have been no significant reductions in insurance coverage for the current fiscal year. Settlement amounts have not exceeded insurance coverage for the current year or the three prior years.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

The self-insurance funds establish a liability for both reported and unreported events, which includes estimates of both future payments of losses and related claim adjustment expenses. The following represents the changes in approximate aggregate liabilities for the City from October 1, 2022 to September 30, 2023:

	Medical Self-Insurance	Workers' Compensation Self-Insurance
Liability balance, September 30, 2021	\$ 516,000	510,354
Claims and changes in estimates	8,010,200	1,493,518
Claims payments	<u>(8,010,200)</u>	<u>(1,248,410)</u>
Liability balance, September 30, 2022	516,000	755,462
Claims and changes in estimates	8,503,519	2,787,792
Claims payments	<u>(8,503,519)</u>	<u>(2,327,897)</u>
Liability balance, September 30, 2023	<u>\$ 516,000</u>	<u>1,215,357</u>
Cash available to pay claims at September 30, 2023	<u>\$ 2,311,821</u>	<u>12,892,126</u>

NOTE N – CONTINGENT LIABILITIES

Amounts received or receivable from grant agencies are subject to audit and adjustment by grantor agencies, principally the Federal and state governments. Any disallowed claims, including amounts already collected, may constitute a liability of the applicable funds. The amount, if any, of expenditures which may be disallowed by the grantor cannot be determined at this time although the City expects such amounts, if any, to be immaterial.

The City is a defendant in various lawsuits. Although the outcome of these lawsuits is not presently determinable, it is the opinion of the City Council that resolution of these matters will not have a materially adverse effect on the financial condition of the City.

Pursuant to City Resolution and an Interlocal Agreement, the City has covenanted with the City's blended component unit, the City of Bradenton Community Redevelopment Agency, holder of the Series 2011 Tax Increment Revenue Bonds that the City shall appropriate in its annual budget by amendment, if necessary, solely from non-ad valorem revenues lawfully available in each fiscal year, amounts which shall be sufficient to pay the debt service payments on the Series 2011 Tax Increment Revenue Bonds to the extent increment tax revenues are sufficient for such purposes. The bonds outstanding balance is \$4,020,000 as of September 30, 2023.

City of Bradenton, Florida
Notes To The Financial Statements
For The Fiscal Year Ended September 30, 2023

NOTE O – TAX ABATEMENTS

In 2011, the Community Redevelopment Agency (CRA), a blended component unit of the City, entered into a 15-year development agreement with Widewaters Bradenton, LLC (Widewaters) for the renovation and refurbishing of a 1962 historical building into a modern day hotel. The agreement reimburses Widewaters for 100% of the ad valorem property taxes of the property site for fifteen years. In years eleven through fifteen, the reimbursement is capped at the amount remitted for year ten, increased by any reduction in that amount based upon any property tax exemptions granted related to the hotel. Per the agreement, the abatement commenced in fiscal year 2018 in which the City reimbursed Widewaters 100% of its ad valorem tax in the amount of \$98,970. During fiscal year 2023, the property was sold and there was no abatement.

In 2016 the CRA entered in to an economic development and incentives agreement with JIC Grand Palms, the developer. JIC Grand Palms intends to construct seventy-two new affordable senior housing apartments in the City of Bradenton. The CRA has agreed to pay the annual equivalent of certain taxing authority real property taxes collected on the project site. Beginning with the reassessment year and continuing for five consecutive years, the annual property tax assessment shall be the difference between the ad valorem property taxes paid by the developer for the project site during the taxable year and the ad valorem property taxes due for the project site from the taxing authorities to the CRA using the base year of 2016. The CRA will reimburse 50% of the difference for each tax year. For fiscal year 2023, the reimbursement was \$16,357.

The tax abatement program is part of the overall revitalization and economic redevelopment of the downtown area. The tax incentive program is part of reaching the goal of attracting the types of businesses the City desires for the long-term health of the City.

Required Supplementary Information

In accordance with the Governmental Accounting Standards Board Statement Number 34, the following budgetary comparison for the General Fund and the State Housing Initiatives Partnership Program (SHIPP) Fund (a major special revenue fund) are required supplementary information.

CITY OF BRADENTON, FLORIDA
GENERAL FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with
	Original	Final		Final Budget
Revenues				
Taxes	\$ 41,661,793	41,661,793	44,758,606	3,096,813
Licenses and permits	1,269,046	1,269,046	1,713,584	444,538
Intergovernmental grants	29,388	430,653	575,091	144,438
Shared revenues	4,706,611	4,706,611	5,300,415	593,804
Payments in lieu of taxes	74,587	74,587	95,038	20,451
Charges for services	4,638,001	3,502,984	3,364,966	(138,018)
Fines and forfeitures	127,667	127,667	117,953	(9,714)
Interest and investment earnings (losses)	1,457,983	1,457,983	3,564,415	2,106,432
Rents	800,862	800,862	950,954	150,092
Franchise fees	3,161,929	3,429,565	4,358,300	928,735
Miscellaneous	997,183	1,353,108	751,755	(601,353)
Special assessments, property owners	140,000	510,000	551,384	41,384
Total revenues	59,065,050	59,324,859	66,102,461	6,777,602
Expenditures				
General government	12,343,603	12,808,302	11,463,326	1,344,976
Public safety	31,975,773	32,228,791	31,191,076	1,037,715
Transportation	5,242,959	5,203,782	4,378,360	825,422
Culture and recreation	2,067,294	2,367,774	2,147,331	220,443
Capital outlay	1,794,090	2,278,081	1,798,713	479,368
Reserve for contingencies	1,127,380	908,404	-	908,404
Total expenditures	54,551,099	55,795,134	50,978,806	4,816,328
Excess of revenues over expenditures	4,513,951	3,529,725	15,123,655	11,593,930
Other financing sources (uses)				
Transfers from other funds	505,500	2,010,588	1,537,184	(473,404)
Transfers to other funds	(5,019,451)	(5,540,313)	(5,245,618)	294,695
Leases under GASB 87	-	-	143,242	143,242
Total other financing sources (uses)	(4,513,951)	(3,529,725)	(3,565,192)	(35,467)
Net change in fund balance	-	-	11,558,463	11,558,463
Fund balance, October 1, 2022	59,348,961	59,348,961	59,348,961	-
Fund balance, September 30, 2023	\$ 59,348,961	59,348,961	70,907,424	11,558,463

CITY OF BRADENTON, FLORIDA
SPECIAL REVENUE FUND
STATE HOUSING INITIATIVES PARTNERSHIP PROGRAM (SHIP) FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amounts		Actual	Variance with
	Original Budget	Final Budget		Final Budget
Revenues				
Intergovernmental grants	\$ 541,284	541,284	14,587	(526,697)
Interest and investment earnings (losses)	-	-	13,440	13,440
Special assessments, property owners	-	-	114,144	114,144
Total revenues	541,284	541,284	142,171	(399,113)
Expenditures				
Economic environment				
Reserve for contingencies	40,333	38,663	-	38,663
Personnel services	8,110	9,772	9,762	10
Operating expenditures	5,685	5,693	4,825	868
Public assistance	487,156	487,156	-	487,156
Total expenditures	541,284	541,284	14,587	526,697
Net change in fund balance	-	-	127,584	127,584
Fund balance, October 1, 2022	216,327	216,327	216,327	-
Fund balance, September 30, 2023	\$ 216,327	216,327	343,911	127,584

Required Supplementary Information (RSI)

The RSI subsection contains supporting information to the Basic Financial Statements. This section contains schedules pertaining to the City's Retirement Plans and the City's Post-Employment Benefits Other than Pensions (OPEB) Plan

City's Firefighters' Pension Trust Fund

Schedule of Changes in the City's Net Pension Liability and Related Ratios

Schedule of Employer Contributions

Police Officers' Pension Trust Fund

Schedule of Changes in the City's Net Pension Liability and Related Ratios

Schedule of Employer Contributions

Schedule of Investment Returns

City's Florida Retirement System (FRS) Pension Plan

(Administered by the Florida Department of Management Services, Division of Retirement)

Schedule of Changes in the City's Proportionate Share of the Net Pension Liability

Schedule of Contributions

Retiree Health Insurance Subsidy (HIS) Plan

(Administered by the Florida Department of Management Services, Division of Retirement)

Schedule of Changes in the City's Proportionate Share of the Net Pension Liability

Schedule of Contributions

City's Post-Employment Benefits Other than Pensions (OPEB)

Schedule of Changes in the City's Total OPEB Liability and Related Ratios

CITY OF BRADENTON, FLORIDA FIREFIGHTERS' PENSION PLAN

REQUIRED SUPPLEMENTARY INFORMATION

Schedule Of Changes In The City's Net Pension Liability and Related Ratios					
Reporting Period Ending September 30,	2023	2022	2021	2020	2019
Measurement Date, September 30,	2023	2022	2021	2020	2019
Total pension liability					
Service cost	\$ 1,766,392	\$ 1,687,202	\$ 1,508,813	\$ 1,431,217	\$ 1,428,095
Interest on total pension liability	5,312,281	5,078,292	5,003,508	4,688,692	4,471,270
Change of benefit terms	-	-	-	-	16,898
Differences between expected and actual experience	736,061	663,300	(1,427,237)	1,524,641	(215,523)
Changes of assumptions	-	-	3,888,630	1,460,655	-
Contributions - buy back	-	46,321	49,971	-	37,190
Benefit payments, including refunds of employee contributions	(4,653,028)	(3,770,182)	(2,966,783)	(2,970,441)	(2,866,988)
Net change in total pension liability	3,161,706	3,704,933	6,056,902	6,134,764	2,870,942
Total pension liability - beginning	76,449,848	72,744,915	66,688,013	60,553,249	57,682,307
Total pension liability - ending (a)	79,611,554	76,449,848	72,744,915	66,688,013	60,553,249
Plan fiduciary net pension					
Contributions - employer	1,396,271	1,103,571	1,316,850	1,483,039	1,787,784
Contributions - state	557,617	499,738	450,689	445,141	443,102
Contributions - employee	562,597	514,641	512,819	496,760	524,595
Contributions - buy back	-	46,321	49,971	-	37,190
Net investment income	5,937,167	(10,358,352)	14,316,632	4,757,677	1,335,043
Benefit payments, including refunds of member contributions	(4,653,028)	(3,770,182)	(2,966,783)	(2,970,441)	(2,866,988)
Administrative expenses	(115,295)	(114,967)	(124,266)	(93,805)	(87,301)
Net change in plan fiduciary net pension	3,685,329	(12,079,230)	13,555,912	4,118,371	1,173,425
Plan fiduciary net position - beginning	63,938,024	76,017,254	62,461,342	58,342,971	57,169,546
Plan fiduciary net position - ending (b)	67,623,353	63,938,024	76,017,254	62,461,342	58,342,971
City's net pension (asset) liability - ending (a) - (b)	\$ 11,988,201	\$ 12,511,824	\$ (3,272,339)	\$ 4,226,671	\$ 2,210,278
Plan fiduciary net position as a percentage of the total pension liability	84.94%	83.63%	104.50%	93.66%	96.35%
Covered payroll*	5,625,969	5,146,393	5,128,174	4,967,591	5,245,932
City's net pension liability as a percentage of covered payroll	213.09%	243.12%	(63.81)%	85.08%	42.13%

CITY OF BRADENTON, FLORIDA
FIREFIGHTERS' PENSION PLAN

REQUIRED SUPPLEMENTARY INFORMATION

Reporting Period Ending September 30,	2018	**	2017	2016	2015
Measurement Date, September 30,	2018	2017	2016	2015	2014
Total pension liability					
Service cost	\$ 1,401,539	\$ 1,310,808	\$ 1,211,934	\$ 1,178,454	\$ 1,117,928
Interest on total pension liability	4,198,567	4,277,847	4,059,174	3,985,955	3,795,804
Change of benefit terms	-	-	191,166	-	-
Differences between expected and actual experience	761,604	(671,001)	(1,346,250)	(1,535,114)	-
Changes of assumptions	-	(1,575,583)	1,475,851	-	-
Contributions - buy back	16,692	15,811	-	-	-
Benefit payments, including refunds of employee contributions	(2,939,218)	(2,552,175)	(2,439,257)	(3,440,070)	(2,295,560)
Net change in total pension liability	3,439,184	805,707	3,152,618	189,225	2,618,172
Total pension liability - beginning	54,243,123	53,437,416	50,284,798	50,095,573	47,477,401
Total pension liability - ending (a)	57,682,307	54,243,123	53,437,416	50,284,798	50,095,573
Plan fiduciary net pension					
Contributions - employer	1,674,861	1,737,199	2,068,790	2,240,745	2,164,348
Contributions - state	399,665	434,857	452,530	447,927	452,334
Contributions - employee	498,643	476,467	430,777	404,002	373,904
Contributions - buy back	16,692	15,811	-	-	-
Net investment income	4,140,757	6,182,060	3,540,463	(278,021)	4,989,801
Benefit payments, including refunds of member contributions	(2,939,218)	(2,554,083)	(2,439,257)	(3,440,070)	(2,295,560)
Administrative expenses	(90,764)	(74,023)	(119,394)	(100,526)	(57,326)
Net change in plan fiduciary net pension	3,700,636	6,218,288	3,933,909	(725,943)	5,627,501
Plan fiduciary net position - beginning	53,468,910	47,250,622	43,316,713	44,042,656	38,415,155
Plan fiduciary net position - ending (b)	57,169,546	53,468,910	47,250,622	43,316,713	44,042,656
City's net pension (asset) liability - ending (a) - (b)	\$ 512,761	\$ 774,213	\$ 6,186,794	\$ 6,968,085	\$ 6,052,917
Plan fiduciary net position as a percentage of the total pension liability	99.11%	98.57%	88.42%	86.14%	87.92%
Covered payroll*	4,986,422	4,764,656	4,307,734	4,327,973	3,955,261
City's net pension liability as a percentage of covered payroll	10.28%	16.25%	143.62%	161.00%	153.03%

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Notes to the Schedule:

*The covered payroll numbers shown are in compliance with GASB 82

**For the year ended September 30, 2018, the City aligned the reporting period with the measurement date.

Information for the fiscal years prior to 2014 is not available.

CITY OF BRADENTON, FLORIDA
FIREFIGHTERS' PENSION PLAN

REQUIRED SUPPLEMENTARY INFORMATION

Schedule of Employer Contributions										
Reporting Period Ending September 30,	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
Actuarially determined contribution	\$ 1,858,852	\$ 1,535,336	\$ 1,754,911	\$ 1,904,014	\$ 2,125,092	\$ 2,070,708	\$ 2,086,621	\$ 2,448,266	\$ 2,651,436	\$ 2,786,086
Less City prepaid contribution	(935,588)	(867,615)	(854,987)	(830,821)	(830,821)	(725,028)	(635,776)	(562,722)	(525,486)	(694,890)
Net required contribution	923,264	667,721	899,924	1,073,193	1,294,271	1,345,680	1,450,845	1,885,544	2,125,950	2,091,196
Contributions in relation to the actuarially determined contribution	1,953,888	1,603,309	1,767,539	1,928,180	2,230,886	2,074,526	2,172,055	2,521,320	2,688,672	2,616,682
Contributions deficiency (excess)	<u>\$ (1,030,624)</u>	<u>\$ (935,588)</u>	<u>\$ (867,615)</u>	<u>\$ (854,987)</u>	<u>\$ (936,615)</u>	<u>\$ (728,846)</u>	<u>\$ (721,210)</u>	<u>\$ (635,776)</u>	<u>\$ (562,722)</u>	<u>\$ (525,486)</u>
Covered payroll*	\$ 5,625,969	\$ 5,146,393	\$ 5,128,174	\$ 4,967,591	\$ 5,245,932	\$ 4,986,422	\$ 4,764,656	\$ 4,307,734	\$ 4,327,973	\$ 3,955,261
Contributions as a percentage of covered payroll	34.73%	31.15%	34.47%	38.82%	42.53%	41.60%	45.59%	58.53%	62.12%	66.16%

*The covered employee payroll numbers shown are in compliance with GASB 82

CITY OF BRADENTON, FLORIDA
FIREFIGHTERS' PENSION PLAN

REQUIRED SUPPLEMENTARY INFORMATION

Notes to the Schedule of Contributions

Valuation Date	October 1, 2022
Actuarially determined contribution rates are calculated as of October 1, two years prior to end of the fiscal year in which contributions are reported.	
Methods and assumptions used to determine contribution rates	
Funding Method	Entry Age Normal Actuarial Cost Method. The following loads are applied for determination of the Sponsor dollar funding requirement: Interest - A half year, based on the current 7.00% assumption Salary - A full year, based on the current 6.50% assumption
Amortization Method	New UAAL amortization bases are established according to the following amortization periods: Experience: 10 years; Assumption/method changes: 20 years; Benefit changes: 30 years.
Cost-of-living adjustment	Hired On or After January 13, 2016, 2.3% per year for lifetime, as defined by plan provisions. For members hired before January 13, 2016 and did not elect the new COLA structure, 3.00% per year from age 55 through age 64.
Mortality	Healthy Retiree Lives: Female: PubS.H-2010 for Healthy Retirees, set forward one year. Male: PubS.H-2010 for Healthy Retirees, set forward one year. Healthy Active Lives: Female: PubS.H for Employees, set forward one year. Male: PubS.H-2010 for Employees, set forward one year. Beneficiary Lives: Female: PubG.H-2010 for Healthy Retirees. Male: PubG.H-2010 for Healthy Retirees, set back one year. Disabled Lives: 80% PubG.H-2010 for Disabled Retirees/20% PubS.H-2010 for Disabled Retirees. All rates are projected generationally with Mortality Improvement Scale MP-2018. The previously described mortality assumption rates were mandated by Chapter 2015-157, Laws of Florida. This law mandates the use of the assumptions used on either of the two most recent valuations of the Florida Retirement System (FRS). The above rates are those outlined in Milliman's July 1, 2021 FRS valuation report for special risk employees, with appropriate adjustments made based on plan demographics.
Interest Rate	7.00% per year, compounded annually, net of investment related expenses.
Termination Rates	See table below.
Disability Rates	See table below. It is assumed that 90% of disabilities and active Member deaths are service related.
Retirement Age	Earlier of 1) age 55 and the completion of 10 years of service or 2) 25 years of service, regardless of age. Also, any member who has reached retirement age is assumed to continue employment for one additional year.
Early Retirement	Any participant who has creditable service of ten years and has attained age 50, or has creditable service of 20 years, is eligible for early retirement and may elect a deferred or immediate benefit.
Projected Salary Increases	See table below.
Asset Smoothing Methodology	The Actuarial Value of Assets is brought forward using the historical four-year geometric average of Market Value Returns (net-of-fees). Over time, this may result in a de minimis bias that is above or below the Market Value of Assets.
Payroll Growth	None for purposes of amortizing the unfunded actuarial accrued liability.

Termination and Disability Rate Table	
Age	% Becoming Disabled During the Year
20	0.14%
30	0.18%
40	0.30%
50	1.00%
Credited Service	Probability of Withdrawal
0-4	3%
5+	2%

Projected Salary Increases	
Credited Service	Assumed Increase
0-3	13.5%
4	7.5%
5-24	5.5%
25+	5.0%

Actuarial Assumption Changes

For the September 30, 2021 measurement date, the investment rate of return was lowered from 7.50% to 7.00%.

For measurement date September 30, 2020, as mandated by Chapter 2015-157, Laws of Florida, the assumed rates of mortality were changed to the rates used in Milliman's July 1, 2019 FRS valuation report for special risk employees. Additionally, the investment return assumption was reduced from 7.75% to 7.5%, net of investment related expenses.

CITY OF BRADENTON, FLORIDA
POLICE OFFICERS' PENSION PLAN

REQUIRED SUPPLEMENTARY INFORMATION

Schedule Of Changes In The City's Net Pension Liability and Related Ratios

Reporting Period Ending September 30,	2023	2022	2021	2020	2019
Measurement Date, September 30,	2023	2022	2021	2020	2019
Total pension liability					
Service cost	\$ 2,003,948	\$ 2,157,480	\$ 2,016,877	\$ 1,977,571	\$ 1,971,896
Interest on total pension liability	7,509,730	7,385,312	7,307,428	6,982,225	6,758,257
Changes of benefit terms	355,498	-	119,167	-	-
Differences between expected & actual experience	(2,189,740)	(1,878,305)	(1,323,844)	(48,693)	(1,079,365)
Assumption charges	-	-	(754,972)	1,165,147	1,104,852
Benefit payments	(5,508,800)	(5,651,611)	(4,099,059)	(4,685,603)	(4,370,689)
Refunds	(171,613)	(319,703)	(151,834)	(81,650)	(111,533)
Other (Use of State Contribution Reserve)	106,219	7,670	-	-	-
Net change in total pension liability	2,105,242	1,700,843	3,113,763	5,308,997	4,273,418
Total pension liability - beginning	103,009,458	101,308,615	98,194,852	92,885,855	88,612,437
Total pension liability - ending (a)	105,114,700	103,009,458	101,308,615	98,194,852	92,885,855
Plan fiduciary net pension					
Contributions - employer	2,064,012	2,185,872	2,383,440	2,101,820	1,884,644
Contributions - employer (from State)*	706,219	607,670	569,911	587,916	559,908
Contributions - member (including buyback contributions)	637,843	674,985	692,216	725,413	690,241
Net investment income	8,590,803	(14,293,565)	14,452,685	6,631,161	4,287,594
Benefit payments	(5,508,800)	(5,651,611)	(4,099,059)	(4,685,603)	(4,370,689)
Refunds	(171,613)	(319,703)	(151,834)	(81,650)	(111,533)
Administrative expenses	(148,125)	(122,375)	(122,866)	(127,023)	(80,400)
Other (Use of State Contribution Reserve)	-	-	-	-	-
Net change in plan fiduciary net pension	6,170,339	(16,918,727)	13,724,493	5,152,034	2,859,765
Plan fiduciary net position - beginning	79,911,596	96,830,323	83,105,830	77,953,796	75,094,031
Plan fiduciary net position - ending (b)	86,081,935	79,911,596	96,830,323	83,105,830	77,953,796
City's net pension liability - ending (a) - (b)	\$ 19,032,765	\$ 23,097,862	\$ 4,478,292	\$ 15,089,022	\$ 14,932,059
Plan fiduciary net position as a percentage of the total pension liability	81.89%	77.58%	95.58%	84.63%	83.92%
Covered payroll*	7,973,036	7,499,828	7,691,288	7,406,146	7,211,239
City's net pension liability as a percentage of covered payroll	238.71%	307.98%	58.23%	203.74%	207.07%

CITY OF BRADENTON, FLORIDA
POLICE OFFICERS' PENSION PLAN

REQUIRED SUPPLEMENTARY INFORMATION

Reporting Period Ending September 30,	2018	**	2017	2016	2015
Measurement Date, September 30,	2018	2017	2016	2015	2014
Total pension liability					
Service cost	\$ 1,899,922	\$ 1,738,683	\$ 1,716,107	\$ 1,704,870	\$ 1,743,824
Interest on total pension liability	6,669,916	6,407,795	6,108,658	5,769,530	5,401,904
Changes of benefit terms	105,574	-	-	-	-
Differences between expected & actual experience	1,605,321	(1,164,985)	(850,661)	(1,591,541)	(14,634)
Assumption charges	(1,303,756)	(484,231)	-	2,431,535	-
Benefit payments	(3,653,150)	(3,018,382)	(3,368,040)	(3,034,634)	(3,275,825)
Refunds	(24,005)	(68,430)	(60,068)	(155,427)	(82,636)
Other (Use of State Contribution Reserve)	-	-	-	(777,455)	-
Net change in total pension liability	5,299,822	3,410,450	3,545,996	4,346,878	3,772,633
Total pension liability - beginning	83,312,615	79,902,165	76,356,169	72,009,291	68,236,658
Total pension liability - ending (a)	88,612,437	83,312,615	79,902,165	76,356,169	72,009,291
Plan fiduciary net pension					
Contributions - employer	1,742,010	1,950,287	1,733,304	947,023	2,083,762
Contributions - employer (from State)*	542,093	508,684	470,750	1,216,355	409,016
Contributions - member (including buyback contributions)	635,816	654,627	656,297	613,398	445,907
Net investment income	4,534,735	6,152,170	4,779,609	(1,862,850)	6,415,819
Benefit payments	(3,653,150)	(3,018,382)	(3,368,040)	(3,034,634)	(3,275,825)
Refunds	(24,005)	(68,430)	(60,068)	(155,427)	(82,636)
Administrative expenses	(89,521)	(77,081)	(81,011)	(77,111)	(63,542)
Other (Use of State Contribution Reserve)	-	-	-	(777,454)	-
Net change in plan fiduciary net pension	3,687,978	6,101,875	4,130,841	(3,130,700)	5,932,501
Plan fiduciary net position - beginning	71,406,053	65,304,178	61,173,337	64,304,037	58,371,536
Plan fiduciary net position - ending (b)	75,094,031	71,406,053	65,304,178	61,173,337	64,304,037
City's net pension liability - ending (a) - (b)	\$ 13,518,406	\$ 11,906,562	\$ 14,597,987	\$ 15,182,832	\$ 7,705,254
Plan fiduciary net position as a percentage of the total pension liability	84.74%	85.71%	81.73%	80.12%	89.30%
Covered payroll*	7,064,622	7,273,639	6,721,823	6,641,933	6,649,201
City's net pension liability as a percentage of covered payroll	191.35%	163.69%	217.17%	228.59%	115.88%

Notes to the Schedule:

*\$777,455 in State Contribution Reserve was used to offset the City's contribution requirement for fiscal year 2015 as per the collective bargaining agreement

**For the year ended September 30, 2018, the City aligned the reporting period with the measurement date.

CITY OF BRADENTON, FLORIDA
POLICE OFFICERS' PENSION PLAN

REQUIRED SUPPLEMENTARY INFORMATION

Schedule of Employer Contributions										
Reporting Period Ending September 30,	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
Actuarially determined contribution	\$ 2,523,466	\$ 2,743,437	\$ 2,950,378	\$ 2,635,107	\$ 2,358,075	\$ 2,197,804	\$ 2,404,665	\$ 2,147,622	\$ 2,024,461	\$ 2,454,885
Contributions in relation to the actuarially determined contribution	<u>2,664,012</u>	<u>2,785,872</u>	<u>2,953,351</u>	<u>2,689,736</u>	<u>2,444,552</u>	<u>2,284,103</u>	<u>2,458,971</u>	<u>2,204,054</u>	<u>2,163,378</u>	<u>2,492,778</u>
Contributions deficiency (excess)	<u>\$ (140,546)</u>	<u>\$ (42,435)</u>	<u>\$ (2,973)</u>	<u>\$ (54,629)</u>	<u>\$ (86,477)</u>	<u>\$ (86,299)</u>	<u>\$ (54,306)</u>	<u>\$ (56,432)</u>	<u>\$ (138,917)</u>	<u>\$ (37,893)</u>
Covered payroll	\$ 7,973,036	\$ 7,499,828	\$ 7,691,288	\$ 7,406,146	\$ 7,211,239	\$ 7,064,622	\$ 7,273,639	\$ 6,721,823	\$ 6,641,933	\$ 6,649,201
Contributions as a percentage of covered payroll	33.41%	37.15%	38.40%	36.32%	33.90%	32.33%	33.81%	32.79%	32.57%	37.49%

*\$777,455 in State Contribution Reserve was used to offset the City's contribution requirement for fiscal year 2015 as per the collective bargaining agreement.

Notes to the Schedule of Contributions

Valuation Date	October 1, 2022
Methods and assumptions used to determine contribution rates	
Actuarial Cost Method	Entry Age Normal
Amortization Method	Level Percentage of Payroll, Closed
Remaining Amortization Period	30 Years
Asset Valuation Method	5-year smoothed market
Inflation	2.50%
Salary Increases	6.7% to 9.1% depending on service, including inflation
Investment Rate of Return	7.35%
COLA Rate Assumption	1.25%
Payroll Growth Assumption	4.0%. For financing the unfunded liabilities, the payroll growth may not exceed the average payroll growth rate over the last 10 years. At the Valuation Date, this average was 1.45%.
Retirement Age	Experienced-based table of rates that are specific to the type of eligibility condition
Mortality	The same versions of PUB-2010 Headcount-Weighted Mortality Tables as used by the Florida Retirement System (FRS) for Special Risk Class members in their July 1, 2019 actuarial valuation (with mortality improvements projected for healthy lives to all future years after 2010 using Scale MP-2018). Florida Statutes Chapter 112.63(1)(f) mandates the use of mortality tables from one of the two most recently published FRS actuarial valuation reports.

Actuarial Assumption Changes

Effective October 1, 2021, the investment return assumption was lowered from 7.45% to 7.35%.

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Schedule of Investment Returns										
	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
Annual Money - Weighted Rate of Return, Net of Investment Expense	11.06%	-14.82%	17.61%	8.67%	5.90%	6.50%	9.83%	8.45%	-2.50%	9.00%

Notes: Information for the fiscal years prior to 2014 is not available.

CITY OF BRADENTON, FLORIDA
FLORIDA RETIREMENT SYSTEM
FRS PENSION PLAN

REQUIRED SUPPLEMENTARY INFORMATION

FRS Pension Plan (FRS)

Schedule of Changes in the City's Proportionate Share of the Net Pension Liability										
Reporting Period Ending September 30,	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
City's Proportion of the FRS net pension liability	0.041015961%	0.039063199%	0.038915274%	0.036332406%	0.036655836%	0.036514135%	0.034732580%	0.036352035%	0.037778521%	0.036621250%
City's Proportionate share of the FRS net pension liability	\$ 16,343,562	\$ 14,534,649	\$ 2,939,607	\$ 15,747,000	\$ 12,623,760	\$ 10,998,247	\$ 10,273,665	\$ 9,178,914	\$ 4,879,603	\$ 2,234,435
City's Covered payroll during the measurement period	\$ 18,568,198	\$ 16,118,096	\$ 15,982,278	\$ 15,085,691	\$ 14,412,855	\$ 14,181,572	\$ 13,619,219	\$ 13,587,760	\$ 13,423,099	\$ 12,390,604
City's Proportionate share of the FRS net pension liability as a percentage of covered payroll	88.02%	90.18%	18.39%	104.38%	87.59%	77.55%	75.44%	67.55%	36.35%	18.03%
FRS Plan fiduciary net position as a percentage of the FRS total pension liability	82.38%	82.89%	96.40%	78.85%	82.61%	84.26%	83.89%	84.88%	92.00%	96.09%

Schedule of Contributions

Reporting Period Ending September 30,	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
Contractually required FRS contribution	\$ 1,973,132	\$ 1,666,898	\$ 1,482,504	\$ 1,207,165	\$ 1,136,595	\$ 1,040,624	\$ 904,174	\$ 899,209	\$ 950,714	\$ 802,161
FRS Contributions made in relation to the contractually required FRS contribution	1,973,132	1,666,898	1,482,504	1,207,165	1,136,595	1,040,624	904,174	899,209	950,714	802,161
FRS Contribution deficiency (excess)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
City's Covered payroll	\$ 18,568,198	\$ 16,610,074	\$ 15,561,444	\$ 15,161,109	\$ 14,528,405	\$ 14,308,275	\$ 13,619,219	\$ 13,587,760	\$ 13,423,099	\$ 12,390,604
FRS Contributions as a percentage of covered employee payroll	10.63%	10.04%	9.53%	7.96%	7.82%	7.27%	6.64%	6.62%	7.08%	6.47%

Notes to the Schedule:

Effective October 1, 2015, the City's component units (Central Community Redevelopment Agency, Bradenton Community Redevelopment Agency, and Bradenton 14th Street Community Redevelopment Agency) that were previously presented as discretely presented component units are now presented as blended component units of the City.

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CITY OF BRADENTON, FLORIDA
FLORIDA RETIREMENT SYSTEM
HEALTH INSURANCE SUBSIDY

REQUIRED SUPPLEMENTARY INFORMATION

Health Insurance Subsidy (HIS)

Schedule of Changes in the City's Proportionate Share of the Net Pension Liability										
Reporting Period Ending September 30,	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
City's Proportion of the HIS net pension liability	0.046644660%	0.044492198%	0.044826330%	0.043477527%	0.043179767%	0.043388360%	0.042281018%	0.043239811%	0.042018479%	0.041464856%
City's Proportionate share of the HIS net pension liability	\$ 7,407,797	\$ 4,712,434	\$ 5,498,623	\$ 5,308,535	\$ 4,831,384	\$ 4,592,273	\$ 4,520,875	\$ 5,039,421	\$ 4,285,224	\$ 3,877,065
City's Covered payroll during the measurement period	\$ 18,568,198	\$ 16,118,096	\$ 15,982,278	\$ 15,085,691	\$ 14,412,855	\$ 14,181,572	\$ 13,359,001	\$ 13,587,760	\$ 13,423,099	\$ 12,390,604
City's Proportionate share of the HIS net pension liability as a percentage of covered payroll	39.90%	29.24%	34.40%	35.19%	33.52%	32.38%	33.84%	37.09%	31.92%	31.29%
HIS Plan fiduciary net position as a percentage of the HIS total pension liability	4.12%	4.81%	3.56%	3.00%	2.63%	2.15%	1.64%	0.97%	0.50%	0.99%

Schedule of Contributions										
Reporting Period Ending September 30,	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
Contractually required HIS contribution	\$ 306,837	\$ 269,215	\$ 263,490	\$ 250,541	\$ 239,773	\$ 235,296	\$ 223,764	\$ 220,304	\$ 182,231	\$ 142,045
HIS Contributions made in relation to the contractually required HIS contribution	306,837	269,215	263,490	250,541	239,773	235,296	223,764	220,304	182,231	142,045
HIS Contribution deficiency (excess)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
City's Covered payroll	\$ 18,568,198	\$ 16,610,074	\$ 15,561,444	\$ 15,161,109	\$ 14,528,405	\$ 14,308,275	\$ 13,359,001	\$ 13,587,760	\$ 13,423,099	\$ 12,390,604
HIS Contributions as a percentage of covered payroll	1.65%	1.62%	1.69%	1.65%	1.65%	1.64%	1.68%	1.62%	1.36%	1.15%

Notes to the Schedule:

Effective October 1, 2015, the City's component units (Central Community Redevelopment Agency, Bradenton Community Redevelopment Agency, and Bradenton 14th Street Community Redevelopment Agency) that were previously presented as discretely presented component units are now presented as blended component units of the City.

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Actuarial Methods and Assumptions

Actuarial assumptions for both defined benefit plans (FRS and HIS) are reviewed annually by the Florida Retirement System Actuarial Assumptions Conference. The FRS Pension Plan has a valuation performed annually. This HIS Program has a valuation performed biennially that is updated for GASB reporting in the year a valuation is not performed. The most recent experience study for the FRS Pension Plan was completed for the period July 1, 2013, through June 30, 2018. Because the HIS Program is funded on a pay-as-you-go basis, no experience study has been completed for this program. The actuarial assumptions that determined the total pension liability for the HIS program were based on certain results of the most recent experience study for the FRS pension plan.

The total pension liability for the FRS and HIS plan was determined by an actuarial valuation as of July 1, 2023. Both plans used the individual entry age normal actuarial cost method. Inflation increases for both plans is assumed at 2.40%. Payroll growth for both plans is assumed at 3.25%. Both the discount rate and the long-term expected rate of return used for the FRS Pension Plan investments is 6.70%. The plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore, the discount rate for calculating the total pension liability is equal to the long-term expected rate of return. Because the HIS Program uses a pay-as-you-go funding structure, a municipal bond rate of 3.65% was used to determine the total pension liability for the program. Mortality assumptions for the FRS plan was based on the PUB-2010 base table, projected generationally with Scale MP-2018, and mortality assumptions for the HIS program were based on the Generational PUB-2010 with Projection Scale MP-2018.

The following changes in actuarial assumptions occurred in 2023:

- HIS: The municipal bond rate used to determine the total pension liability increased from 3.54% to 3.65%
- HIS: Chapter 2023-193, Laws of Florida (Senate Bill 7024), increased the level of monthly benefits from \$5 times years of service to \$7.50, with an increased minimum of \$45 and maximum of \$225. This change applies to all years of service for both members currently receiving benefits and members not yet receiving benefits.

CITY OF BRADENTON, FLORIDA
 POSTEMPLOYMENT BENEFITS OTHER THAN PENSION
 SCHEDULE OF CHANGES IN THE CITY'S TOTAL OPEB LIABILITY AND RELATED RATIOS
 REQUIRED SUPPLEMENTARY INFORMATION

A. Total OPEB Liability

	2023	2022	2021	2020	2019	2018
Service cost	\$ 689,598	\$ 1,248,438	\$ 1,074,396	\$ 1,062,397	\$ 599,198	\$ 549,175
Interest on the total OPEB liability	1,053,597	685,058	712,048	755,510	895,957	825,078
Changes of benefit terms	-	-	-	-	-	-
Difference between expected and actual experience of the total OPEB liability	724,342	-	(1,079,598)	-	(122,075)	-
Changes of assumptions and other inputs	(7,931,990)	(7,313,062)	1,973,034	1,262,069	3,168,904	(893,033)
Benefit payments	(1,609,990)	(1,184,816)	(1,051,746)	(987,258)	(863,178)	(560,400)
Net change in total OPEB liability	(7,074,443)	(6,564,382)	1,628,134	2,092,718	3,678,806	(79,180)
Total OPEB Liability - Beginning	24,060,790	30,625,172	28,997,038	26,904,320	23,225,514	23,304,694
Total OPEB Liability - Ending	\$ 16,986,347	\$ 24,060,790	\$ 30,625,172	\$ 28,997,038	\$ 26,904,320	\$ 23,225,514
B. Covered Employee Payroll	\$ 26,550,219	\$ 26,261,352	\$ 22,955,271	\$ 29,764,717	\$ 24,800,413	\$ 27,459,360
C. Total OPEB Liability as a Percentage of Covered Employee Payroll	63.98%	91.62%	133.41%	97.42%	108.48%	84.58%

Actuarial Assumption Changes

The discount rate was changed from 4.40% as of the beginning of the measurement period to 4.63% as of September 30, 2023.

Actuarial Assumption Changes made in the September 30, 2022 valuation include the following:

- Per capita costs and premiums were updated based on the information provided.
- The healthcare cost trend assumption was updated.

Benefit Changes:

During the year ended September 30, 2023, there were no changes in benefits.

Note:

There are no assets accumulated in a trust that meets the criteria of GASB codification P22.101 or P52.101 to pay related benefits for the OPEB plan.

The City implemented GASB No. 75 in 2018. Ultimately this schedule will present ten years of information.

**Combining and Individual Fund
 Statements and Schedules**

These financial statements provide a more detailed view of the "Basic Financial Statements" presented in the preceding subsection.

Combining statements are presented when there is more than one fund of a given fund type. Individual fund statements are presented when there is only one fund of a given type. They are also necessary to present budgetary comparisons.

Financial schedules are presented to provide greater detailed information than reported in the financial statements. Schedules also present information that is spread throughout the statements that can be brought together and shown in greater detail.

CITY OF BRADENTON, FLORIDA
SCHEDULE OF REVENUES AND EXPENDITURES-BUDGET AND ACTUAL
GENERAL FUND
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with
	Original	Final		Final Budget
Taxes				
General property taxes	\$ 28,747,459	28,747,459	29,201,725	454,266
Public service taxes	2,266,466	2,266,466	2,772,648	506,182
Half-cent sales taxes	4,925,068	4,925,068	6,042,443	1,117,375
Utility taxes	5,535,602	5,535,602	6,570,213	1,034,611
Local business taxes	187,198	187,198	171,577	(15,621)
Total taxes	41,661,793	41,661,793	44,758,606	3,096,813
Franchise fees	3,161,929	3,429,565	4,358,300	928,735
Licenses and permits				
Building permits	1,100,000	1,100,000	1,564,535	464,535
Electrical permits	141,842	141,842	121,550	(20,292)
Plumbing permits	27,204	27,204	24,175	(3,029)
Permit surcharge	-	-	3,324	3,324
Total licenses and permits	1,269,046	1,269,046	1,713,584	444,538
Intergovernmental grants	29,388	430,653	575,091	144,438
Shared revenues				
State revenue sharing	1,999,581	1,999,581	2,398,067	398,486
State motor fuel	509,562	509,562	586,236	76,674
State mobile home licenses	45,000	45,000	61,972	16,972
State alcohol beverage licenses	40,000	40,000	60,011	20,011
State firefighter	21,000	21,000	25,624	4,624
Ninth-cent gas tax	286,070	286,070	296,707	10,637
Five-cent gas tax	833,682	833,682	861,903	28,221
Four-cent gas tax	608,585	608,585	632,142	23,557
Two-cent gas tax	363,131	363,131	377,753	14,622
Total shared revenues	4,706,611	4,706,611	5,300,415	593,804
Charges for services				
General government fees	4,638,001	3,502,984	3,364,966	(138,018)
Total charges for services	4,638,001	3,502,984	3,364,966	(138,018)
Fines and forfeitures	127,667	127,667	117,953	(9,714)
Interest and investment earnings	1,457,983	1,457,983	3,564,415	2,106,432
Payment in lieu of taxes	74,587	74,587	95,038	20,451
Rents	800,862	800,862	950,954	150,092
Special assessments-property owners	140,000	510,000	551,384	41,384
Miscellaneous	997,183	1,353,108	751,755	(601,353)
Total revenues	\$ 59,065,050	59,324,859	66,102,461	6,777,602

(Continued)

CITY OF BRADENTON, FLORIDA
SCHEDULE OF REVENUES AND EXPENDITURES-BUDGET AND ACTUAL (Continued)
GENERAL FUND
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with
	Original	Final		Final Budget
General Government				
Legislative				
Personnel services	\$ 611,059	611,059	597,753	13,306
Operating expenditures	461,840	485,840	410,377	75,463
Total Legislative	1,072,899	1,096,899	1,008,130	88,769
Executive-City Clerk				
Personnel services	204,518	213,518	212,407	1,111
Operating expenditures	261,785	252,785	200,860	51,925
Total Executive-City Clerk	466,303	466,303	413,267	53,036
Financial				
Personnel services	649,891	649,891	576,794	73,097
Operating expenditures	395,562	389,101	338,387	50,714
Capital outlay	15,000	15,000	13,533	1,467
Total Financial	1,060,453	1,053,992	928,714	125,278
Human Resources				
Personnel services	394,120	394,120	384,901	9,219
Operating expenditures	280,703	354,668	341,748	12,920
Total Human Resources	674,823	748,788	726,649	22,139
Administration				
Personnel services	706,202	706,202	673,605	32,597
Operating expenditures	145,840	145,840	94,533	51,307
Total Administration	852,042	852,042	768,138	83,904
Legal Counsel				
Operating expenditures	278,000	391,200	389,587	1,613
Purchasing				
Personnel services	361,767	361,767	352,718	9,049
Operating expenditures	61,424	61,424	23,119	38,305
Total Purchasing	423,191	423,191	375,837	47,354
Administrative Services				
Personnel services	258,460	258,460	203,871	54,589
Operating expenditures	11,890	11,890	5,335	6,555
Total Administrative Services	270,350	270,350	209,206	61,144
Department of Finance				
Personnel services	182,040	184,040	183,391	649
Operating expenditures	8,326	6,326	2,111	4,215
Total Department of Finance	190,366	190,366	185,502	4,864

(Continued)

CITY OF BRADENTON, FLORIDA
 SCHEDULE OF REVENUES AND EXPENDITURES-BUDGET AND ACTUAL (Continued)
 GENERAL FUND
 For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original	Final		
Budget				
Personnel services	76,441	76,441	55,828	20,613
Operating expenditures	7,741	7,741	3,962	3,779
Total Budget	84,182	84,182	59,790	24,392
Fleet Division				
Personnel services	1,009,201	1,009,201	952,740	56,461
Operating expenditures	183,144	183,144	123,773	59,371
Capital outlay	-	46,795	46,795	-
Total Fleet Division	1,192,345	1,239,140	1,123,308	115,832
Facilities Maintenance				
Personnel services	377,679	377,679	341,565	36,114
Operating expenditures	394,377	434,857	417,195	17,662
Total Facilities Maintenance	772,056	812,536	758,760	53,776
Information Technology				
Personnel services	933,142	933,142	832,202	100,940
Operating expenditures	934,027	958,027	926,281	31,746
Capital outlay	450,000	426,000	422,020	3,980
Total Information Technology	2,317,169	2,317,169	2,180,503	136,666
Electrical Division				
Personnel services	774,565	774,565	597,205	177,360
Operating expenditures	874,844	900,359	683,007	217,352
Capital outlay	62,097	62,097	-	62,097
Total Electrical Division	1,711,506	1,737,021	1,280,212	456,809
Code Enforcement				
Personnel services	433,595	440,095	438,750	1,345
Operating expenditures	128,695	292,195	231,497	60,698
Capital outlay	32,000	32,000	-	32,000
Total Code Enforcement	594,290	764,290	670,247	94,043
Local Business Tax				
Personnel services	84,885	85,485	85,257	228
Operating expenditures	7,769	7,169	5,070	2,099
Total Local Business Tax	92,654	92,654	90,327	2,327

(Continued)

CITY OF BRADENTON, FLORIDA
 SCHEDULE OF REVENUES AND EXPENDITURES-BUDGET AND ACTUAL (Continued)
 GENERAL FUND
 For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original	Final		
Risk Safety				
Personnel services	74,991	74,991	10,733	64,258
Operating expenditures	775,080	775,080	766,764	8,316
Total Risk Safety	850,071	850,071	777,497	72,574
Contingencies	1,127,380	908,404	-	908,404
Total General Government	14,030,080	14,298,598	11,945,674	2,352,924
Public Safety				
Law Enforcement				
Personnel services	18,615,048	18,615,048	18,029,674	585,374
Operating expenditures	2,146,244	2,348,742	2,222,586	126,156
Capital outlay	413,613	715,641	785,124	(69,483)
Total Law Enforcement	21,174,905	21,679,431	21,037,384	642,047
Fire Control				
Personnel services	10,119,553	10,119,553	9,909,056	210,497
Operating expenditures	1,094,928	1,145,448	1,029,760	115,688
Capital outlay	235,700	236,418	16,300	220,118
Total Fire Control	11,450,181	11,501,419	10,955,116	546,303
Total Public Safety	32,625,086	33,180,850	31,992,500	1,188,350
Transportation				
Street Division				
Personnel services	890,867	890,867	831,993	58,874
Operating expenditures	1,586,880	1,547,703	1,483,472	64,231
Capital outlay	71,119	81,401	10,281	71,120
Total Street Division	2,548,866	2,519,971	2,325,746	194,225
Planning and Community Development				
Personnel services	644,696	644,696	528,556	116,140
Operating expenditures	447,540	447,540	47,055	400,485
Total Planning and Community Development	1,092,236	1,092,236	575,611	516,625
Building				
Personnel services	1,378,174	1,357,549	1,229,426	128,123
Operating expenditures	294,802	315,427	257,858	57,569
Building - capital outlay	389,192	389,192	231,125	158,067
Total Building	2,062,168	2,062,168	1,718,409	343,759
Total Transportation	5,703,270	5,674,375	4,619,766	1,054,609

(Continued)

CITY OF BRADENTON, FLORIDA
 SCHEDULE OF REVENUES AND EXPENDITURES-BUDGET AND ACTUAL (Continued)
 GENERAL FUND
 For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with
	Original	Final		Final Budget
Culture and Recreation				
Landscape and Grounds Division				
Personnel services	1,157,107	1,102,107	1,034,944	67,163
Operating expenditures	910,187	1,081,557	1,012,287	69,270
Capital outlay	125,369	273,537	273,535	2
Total Landscape and Grounds Division	<u>2,192,663</u>	<u>2,457,201</u>	<u>2,320,766</u>	<u>136,435</u>
Downtown Maintenance Division				
Personnel services	-	120,510	76,079	44,431
Operating expenditures	-	63,600	24,021	39,579
Total Downtown Maintenance Division	<u>-</u>	<u>184,110</u>	<u>100,100</u>	<u>84,010</u>
Total Culture and Recreation	<u>2,192,663</u>	<u>2,641,311</u>	<u>2,420,866</u>	<u>220,445</u>
Total expenditures	<u>\$ 54,551,099</u>	<u>55,795,134</u>	<u>50,978,806</u>	<u>4,816,328</u>

Nonmajor Governmental Funds

Special Revenue Funds

Special revenue funds are used to account for the proceeds of specific revenue sources (other than special assessments) or to finance specified activities as required by law or administrative regulation.

Community Development Program

To account for the receipt, custody and expenditure of Community Development Program grant funds. These funds are restricted for exclusive use in the Community Development Block Grant program.

Central Community Redevelopment Area

The Central Community Redevelopment Area is a dependent special district created by the Community Redevelopment Act of 1969, Chapter 163 Part III, Florida Statutes, and City of Bradenton Ordinance 2628 passed by the Bradenton City Council on July 12, 2000. The Central Community Redevelopment Area provides a framework for coordinating and facilitating public and private redevelopment of the Central Community Redevelopment District and adjacent areas.

Bradenton Community Redevelopment Area

The Bradenton Community Redevelopment Area is a dependent special district created pursuant to Florida Statute 163 and City of Bradenton Ordinance 2219 passed by the Bradenton City Council on May 28, 1980.

Bradenton 14th Street Community Redevelopment Area

The Bradenton 14th Street Community Redevelopment Area is a dependent special district created pursuant to Florida Statute 163 and City of Bradenton Ordinance 2504 passed by the Bradenton City Council on November 24, 1993.

Criminal Justice Education

To account for the revenues and expenditures associated with the Criminal Justice Education Program for the Police Department. The revenues may be used for criminal justice education and training for the local government unit's officers and support personnel.

Police Explorers

To account for the revenues and expenses associated with the Police Explorers program which allows young adults to develop an awareness of the purpose, mission and objectives of law enforcement agencies.

Nonmajor Governmental Funds (Continued)

Police Federal Forfeiture

To account for federal forfeiture proceeds, which can be expended for any activity calculated to enhance future investigations, support investigations and operations that may result in further seizures and forfeitures.

State Forfeiture

To account for revenues from the sale of forfeited property and expenditures of those funds for law enforcement purposes such as crime prevention and safe neighborhoods.

Abandoned Property

To account for funds and property seized and abandoned to the City to be used for law enforcement purposes.

Twin Dolphin Marina Grant

To account for the revenues and expenditures associated with a grant provided by the Florida Boating Improvement Program for the Twin Dolphin Marina Dock C Replacement.

Miscellaneous Grants

This fund is to account for the funding for miscellaneous grants that the City receives where the revenues are restricted by grant agreements to be used on specific, approved expenditures.

Disaster

This fund is to account for the expenditures and the corresponding reimbursements from outside agencies related to the damage caused by Hurricane Irma.

Nonmajor Governmental Funds (Continued)

Debt Service Funds

Debt service funds are used to account for the accumulation of resources for, and the payment of, general long-term debt principal and interest.

Special Obligation Series 2012

3.08% interest rate, payable in installments from approximately \$260,000 to \$2,750,000, maturing in 2027. These funds are restricted for the repayment of the debt's principal and interest.

Special Obligation Series 2016

4.00% - 5.00% interest rate, payable in installments from approximately \$455,000 to \$980,000, maturing in 2039. These funds are restricted for the repayment of the debt's principal and interest.

Capital Projects Funds

Capital projects funds are used to account for the acquisition and construction of major capital facilities other than those financed by proprietary funds and trust funds.

Road Impact Fee

To account for the receipt, custody and expenditure (including transfers) of impact fee revenue. By City ordinance, these funds shall be used exclusively for acquisitions, expansions, or capital improvements within the citywide roads impact fee district. In the event that bonds or similar debt instruments are issued for advanced provision of capital facilities for which roads impact fees may be expended, the impact fees may be used to pay debt service on such bonds or similar debt.

Nonmajor Governmental Funds (Continued)

Capital Projects Funds(Continued)

Parks and Recreational Impact Fee, West

To account for the receipt, custody and expenditure (including transfers) of impact fee revenue. By City ordinance, these funds shall be used exclusively for acquisitions, expansions, or capital improvements within the Parks and Recreation Impact Fee West District. In the event that bonds or similar debt instruments are issued for advanced provision of capital facilities for which parks and recreation impact fees may be expended, the fees may be used to pay debt service on such bonds or similar debt instruments.

Parks and Recreational Impact Fee, East

To account for the receipt, custody and expenditure (including transfers) of impact fee revenue. By City ordinance, these funds shall be used exclusively for acquisitions, expansions, or capital improvements within the Parks and Recreation Impact Fee East District. In the event that bonds or similar debt instruments are issued for advanced provision of capital facilities for which parks and recreation impact fees may be expended, the fees may be used to pay debt service on such bonds or similar debt instruments.

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Public Safety Police Protection

To account for the receipt, custody and expenditure (including transfers) of impact fee revenue. By City ordinance, the funds collected from public safety impact fees shall be solely for the purpose of acquiring, equipping, and/or making capital improvements to public safety facilities under the jurisdiction of the City. In the event bonds or similar debt instruments are issued for advance provision of capital facilities for which public safety impact fees may be expended, the fees may be used to pay debt service on such bonds or similar debt.

Public Safety Fire Protection

To account for the receipt, custody and expenditure (including transfers) of impact fee revenue. By City ordinance, the funds collected from public safety impact fees shall be solely for the purpose of acquiring, equipping, and/or making capital improvements to public safety facilities under the jurisdiction of the City. In the event bonds or similar debt instruments are issued for advance provision of capital facilities for which public safety impact fees may be expended, the fees may be used to pay debt service on such bonds or similar debt.

General Projects

To account for general City construction projects that are financed by general government resources. These funds are committed for capital improvement projects within the City.

Pirate City Capital Reserve

A reserve fund designated for future capital repairs and maintenance for the Pittsburgh Pirates' spring training complex.

CITY OF BRADENTON, FLORIDA
 COMBINING BALANCE SHEET
 NONMAJOR GOVERNMENTAL FUNDS
 September 30, 2023

	Special Revenue				
	Community Development Program	Central Community Redevelopment Area	Bradenton Community Redevelopment Area	14th Street Community Redevelopment Area	Criminal Justice Education
Assets					
Cash and cash equivalents	\$ 168	3,151,641	6,455,833	2,434,656	30,860
Accounts receivable	640,843	-	-	-	-
Prepaid items	-	798	-	-	-
Other receivables	-	1,793	-	-	-
Due from other funds	-	-	-	-	-
Due from other governments	4,157	-	-	-	2,550
Total assets	\$ 645,168	3,154,232	6,455,833	2,434,656	33,410
Liabilities					
Accounts payable	\$ 4,325	12,196	46,911	8,692	-
Accrued salaries, wages and benefits	1,688	3,163	6,971	3,163	-
Advances from other funds	-	99,946	-	-	-
Due to other funds	704	68,067	297,240	69,943	-
Total liabilities	6,717	183,372	351,122	81,798	-
Deferred inflows of resources					
Unavailable revenue	640,843	-	-	-	-
Fund balances					
Non-spendable					
Non-spendable prepaid items	-	798	-	-	-
Restricted for					
Debt service	-	-	-	-	-
Grants	(2,392)	-	-	-	-
Impact fee programs	-	-	-	-	-
Public safety	-	-	-	-	33,410
Committed to					
Capital projects	-	2,970,062	6,104,711	2,352,858	-
Total fund balances	(2,392)	2,970,860	6,104,711	2,352,858	33,410
Total liabilities, deferred inflows, and fund balances	\$ 645,168	3,154,232	6,455,833	2,434,656	33,410

Special Revenue			
Twin Dolphin Marina Grant	Police Explorers	Police Federal Forfeiture	State Forfeiture
10,000	11,547	155,489	173,498
-	-	-	-
-	-	-	-
-	-	-	-
-	-	-	-
-	-	-	-
10,000	11,547	155,489	173,498
9,972	-	-	-
-	-	-	-
-	-	-	-
-	-	-	-
9,972	-	-	-
-	-	-	-
-	-	-	-
-	-	-	-
-	-	-	-
-	-	-	-
28	-	-	-
28	11,547	155,489	173,498
10,000	11,547	155,489	173,498

CITY OF BRADENTON, FLORIDA
 COMBINING BALANCE SHEET (CONTINUED)
 NONMAJOR GOVERNMENTAL FUNDS
 September 30, 2023

	Special Revenue			
	Abandoned Property	Miscellaneous Grants	Disaster	Total
Assets				
Cash and cash equivalents	28,371	-	-	12,452,063
Accounts receivable	-	172,345	-	813,188
Prepaid items	-	-	-	798
Other receivables	-	-	-	1,793
Due from other funds	-	-	-	-
Due from other governments	-	-	2,549,817	2,556,524
Total assets	<u>28,371</u>	<u>172,345</u>	<u>2,549,817</u>	<u>15,824,366</u>
Liabilities				
Accounts payable	-	-	-	82,096
Accrued salaries, wages and benefits	-	-	-	14,985
Advances from other funds	-	-	-	99,946
Due to other funds	-	-	2,549,817	2,985,771
Total liabilities	<u>-</u>	<u>-</u>	<u>2,549,817</u>	<u>3,182,798</u>
Deferred inflows of resources				
Unavailable revenue	-	172,345	-	813,188
Fund balances				
Non-spendable				
Non-spendable prepaid items	-	-	-	798
Restricted for				
Debt service	-	-	-	-
Grants	-	-	-	(2,392)
Impact fee programs	-	-	-	-
Public safety	28,371	-	-	402,315
Committed to				
Capital projects	-	-	-	11,427,659
Total fund balances	<u>28,371</u>	<u>-</u>	<u>-</u>	<u>11,828,380</u>
Total liabilities, deferred inflows, and fund balances	<u>28,371</u>	<u>172,345</u>	<u>2,549,817</u>	<u>15,824,366</u>

	Debt Service			Capital Projects	
	Special Obligation Series 2012	Special Obligation Series 2016	Total	Road Impact Fee	Parks and Recreation Impact Fee- West
	-	4,373	4,373	3,986,795	87,284
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
Total assets	<u>-</u>	<u>4,373</u>	<u>4,373</u>	<u>3,986,795</u>	<u>87,284</u>
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
Total liabilities	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
Total fund balances	<u>-</u>	<u>4,373</u>	<u>4,373</u>	<u>3,986,795</u>	<u>87,284</u>
Total liabilities, deferred inflows, and fund balances	<u>-</u>	<u>4,373</u>	<u>4,373</u>	<u>3,986,795</u>	<u>87,284</u>

CITY OF BRADENTON, FLORIDA
 COMBINING BALANCE SHEET (CONTINUED)
 NONMAJOR GOVERNMENTAL FUNDS
 September 30, 2023

	Capital Projects				Capital Projects		Total Nonmajor Governmental Funds
	Parks and Recreation Impact Fee- East	Public Safety Police Protection	Public Safety Fire Protection	General Projects	Pirate City Capital Reserve	Total	
Assets							
Cash and cash equivalents	745,974	349,492	762,363	8,831,564	755,689	15,519,161	27,975,597
Accounts receivable	-	-	-	-	-	-	813,188
Prepaid items	-	-	-	-	-	-	798
Other receivables	-	-	-	-	-	-	1,793
Due from other funds	-	-	-	44,290	-	44,290	44,290
Due from other governments	-	-	-	296,300	-	296,300	2,852,824
Total assets	<u>745,974</u>	<u>349,492</u>	<u>762,363</u>	<u>9,172,154</u>	<u>755,689</u>	<u>15,859,751</u>	<u>31,688,490</u>
Liabilities							
Accounts payable	-	-	-	551,005	-	551,005	633,101
Accrued salaries, wages and benefits	-	-	-	-	-	-	14,985
Advances from other funds	-	-	-	-	-	-	99,946
Due to other funds	-	-	-	-	-	-	2,985,771
Total liabilities	<u>-</u>	<u>-</u>	<u>-</u>	<u>551,005</u>	<u>-</u>	<u>551,005</u>	<u>3,733,803</u>
Deferred inflows of resources							
Unavailable revenue	-	-	-	-	-	-	813,188
Fund balances							
Non-spendable							
Non-spendable prepaid items	-	-	-	-	-	-	798
Restricted for							
Debt service	-	-	-	-	-	-	4,373
Grants	-	-	-	-	-	-	(2,392)
Impact fee programs	745,974	349,492	762,363	-	-	5,931,908	5,931,908
Public safety	-	-	-	-	-	-	402,315
Committed to							
Capital projects	-	-	-	8,621,149	755,689	9,376,838	20,804,497
Total fund balances	<u>745,974</u>	<u>349,492</u>	<u>762,363</u>	<u>8,621,149</u>	<u>755,689</u>	<u>15,308,746</u>	<u>27,141,499</u>
Total liabilities, deferred inflows, and fund balances	<u>745,974</u>	<u>349,492</u>	<u>762,363</u>	<u>9,172,154</u>	<u>755,689</u>	<u>15,859,751</u>	<u>31,688,490</u>

CITY OF BRADENTON, FLORIDA
 COMBINING STATEMENT OF REVENUES, EXPENDITURES
 AND CHANGES IN FUND BALANCES
 NONMAJOR GOVERNMENTAL FUNDS
 For the Fiscal Year Ended September 30, 2023

	Special Revenue				
	Community Development Program	Central Community Redevelopment Area	Bradenton Community Redevelopment Area	14th Street Community Redevelopment Area	Criminal Justice Education
Revenues					
Taxes	\$ -	662,443	2,738,985	491,512	-
Intergovernmental grants	166,136	-	-	-	-
Impact fees	-	-	-	-	-
Charges for services	42,232	-	-	-	-
Fines and forfeitures	-	-	-	-	7,276
Interest and investment earnings (losses)	-	-	25,283	7,629	-
Rents	-	45,618	-	-	-
Miscellaneous	-	2,875	885	4,001	-
Special assessments, property owners	38,285	-	-	-	-
Total revenues	<u>246,653</u>	<u>710,936</u>	<u>2,765,153</u>	<u>503,142</u>	<u>7,276</u>
Expenditures					
Current					
General government	-	-	-	-	-
Public safety	-	-	-	-	26,196
Economic environment	240,641	207,942	879,429	213,989	-
Debt service					
Principal	-	91,644	200,000	-	-
Interest	-	14,213	207,781	-	-
Fees and expenditures	-	-	-	-	-
Capital outlay	-	-	-	-	-
Total expenditures	<u>240,641</u>	<u>313,799</u>	<u>1,287,210</u>	<u>213,989</u>	<u>26,196</u>
Excess (deficiency) of revenues over (under) expenditures	<u>6,012</u>	<u>397,137</u>	<u>1,477,943</u>	<u>289,153</u>	<u>(18,920)</u>
Other financing sources (uses)					
Transfers from other funds	-	621,524	2,565,638	460,873	-
Transfers to other funds	-	(201,514)	(1,821,906)	(250,644)	-
Total other financing sources (uses)	<u>-</u>	<u>420,010</u>	<u>743,732</u>	<u>210,229</u>	<u>-</u>
Net change in fund balances	<u>6,012</u>	<u>817,147</u>	<u>2,221,675</u>	<u>499,382</u>	<u>(18,920)</u>
Fund balances, beginning	(8,404)	2,153,713	3,883,036	1,853,476	52,330
Fund balances, ending	<u>\$ (2,392)</u>	<u>2,970,860</u>	<u>6,104,711</u>	<u>2,352,858</u>	<u>33,410</u>

Special Revenue			
Twin Dolphin Marina Grant	Police Explorers	Police Federal Forfeiture	State Forfeiture
-	-	-	-
-	-	-	-
-	-	-	-
-	-	-	-
-	7,362	87,672	22,322
-	-	-	-
<u>-</u>	<u>7,362</u>	<u>87,672</u>	<u>22,322</u>
-	-	-	-
<u>-</u>	<u>7,362</u>	<u>87,672</u>	<u>22,322</u>
-	-	-	-
<u>-</u>	<u>4,521</u>	<u>9,015</u>	<u>63,626</u>
-	-	-	-
<u>-</u>	<u>4,521</u>	<u>9,015</u>	<u>63,626</u>
<u>-</u>	<u>2,841</u>	<u>78,657</u>	<u>(41,304)</u>
-	-	-	-
<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
<u>-</u>	<u>2,841</u>	<u>78,657</u>	<u>(41,304)</u>
28	8,706	76,832	214,802
<u>28</u>	<u>11,547</u>	<u>155,489</u>	<u>173,498</u>

CITY OF BRADENTON, FLORIDA
 COMBINING STATEMENT OF REVENUES, EXPENDITURES
 AND CHANGES IN FUND BALANCES (CONTINUED)
 NONMAJOR GOVERNMENTAL FUNDS
 For the Fiscal Year Ended September 30, 2023

	Special Revenue			
	Abandoned Property	Miscellaneous Grants	Disaster	Total
Revenues				
Taxes	-	-	-	3,892,940
Intergovernmental grants	-	293	2,244,304	2,410,733
Impact fees	-	-	-	-
Charges for services	-	-	-	42,232
Fines and forfeitures	-	-	-	7,276
Interest and investment earnings (losses)	-	-	-	32,912
Rents	-	-	-	45,618
Miscellaneous	14,862	-	18,616	158,595
Special assessments, property owners	-	-	-	38,285
Total revenues	<u>14,862</u>	<u>293</u>	<u>2,262,920</u>	<u>6,628,591</u>
Expenditures				
Current				
General government	-	293	2,747,920	2,748,213
Public safety	26,097	-	-	129,455
Economic environment	-	-	-	1,542,001
Debt service				
Principal	-	-	-	291,644
Interest	-	-	-	221,994
Fees and expenditures	-	-	-	-
Capital outlay	-	-	-	-
Total expenditures	<u>26,097</u>	<u>293</u>	<u>2,747,920</u>	<u>4,933,307</u>
Excess (deficiency) of revenues over (under) expenditures	<u>(11,235)</u>	<u>-</u>	<u>(485,000)</u>	<u>1,695,284</u>
Other financing sources (uses)				
Transfers from other funds	-	-	253,068	3,901,103
Transfers to other funds	-	-	-	(2,274,064)
Total other financing sources (uses)	<u>-</u>	<u>-</u>	<u>253,068</u>	<u>1,627,039</u>
Net change in fund balances	<u>(11,235)</u>	<u>-</u>	<u>(231,932)</u>	<u>3,322,323</u>
Fund balances, beginning	39,606	-	231,932	8,506,057
Fund balances, ending	<u>28,371</u>	<u>-</u>	<u>-</u>	<u>11,828,380</u>

Debt Service			Capital Projects	
Special Obligation Series 2012	Special Obligation Series 2016	Total	Road Impact Fee	Parks and Recreation Impact Fee- West
-	-	-	-	-
400,000	500,004	900,004	-	-
-	-	-	341,079	18,876
-	-	-	-	225,000
-	-	-	-	-
-	-	-	140,634	18,816
-	-	-	-	-
-	-	-	-	-
-	-	-	-	-
400,000	500,004	900,004	481,713	262,692
-	-	-	-	-
-	-	-	-	-
-	-	-	-	-
-	-	-	-	-
375,830	555,000	930,830	-	-
127,403	452,900	580,303	-	-
-	566	566	-	-
-	-	-	523,602	823,432
503,233	1,008,466	1,511,699	523,602	823,432
(103,233)	(508,462)	(611,695)	(41,889)	(560,740)
103,233	508,466	611,699	-	-
-	-	-	-	-
103,233	508,466	611,699	-	-
-	4	4	(41,889)	(560,740)
-	4,369	4,369	4,028,684	648,024
-	4,373	4,373	3,986,795	87,284

CITY OF BRADENTON, FLORIDA
 COMBINING STATEMENT OF REVENUES, EXPENDITURES
 AND CHANGES IN FUND BALANCES (CONTINUED)
 NONMAJOR GOVERNMENTAL FUNDS
 For the Fiscal Year Ended September 30, 2023

	Capital Projects				Capital Projects		Total Nonmajor Governmental Funds
	Parks and Recreation Impact Fee- East	Public Safety Police Protection	Public Safety Fire Protection	General Projects	Pirate City Capital Reserve	Total	
Revenues							
Taxes	-	-	-	-	-	-	3,892,940
Intergovernmental grants	-	-	-	-	-	-	3,310,737
Impact fees	131,863	60,661	41,092	-	-	593,571	593,571
Charges for services	-	-	-	-	-	225,000	267,232
Fines and forfeitures	-	-	-	-	-	-	7,276
Interest and investment earnings (losses)	58,516	17,282	25,036	305,096	29,380	594,760	627,672
Rents	-	-	-	-	-	-	45,618
Miscellaneous	-	-	-	-	-	-	158,595
Special assessments, property owners	-	-	-	-	-	-	38,285
Total revenues	190,379	77,943	66,128	305,096	29,380	1,413,331	8,941,926
Expenditures							
Current							
General government	-	-	-	-	-	-	2,748,213
Public safety	-	-	-	-	-	-	129,455
Economic environment	-	-	-	-	-	-	1,542,001
Debt service							
Principal	-	-	-	-	-	-	1,222,474
Interest	-	-	-	-	-	-	802,297
Fees and expenditures	-	-	-	-	-	-	566
Capital outlay	709,809	34,425	-	2,007,509	151,513	4,250,290	4,250,290
Total expenditures	709,809	34,425	-	2,007,509	151,513	4,250,290	10,695,296
Excess (deficiency) of revenues over (under) expenditures	(519,430)	43,518	66,128	(1,702,413)	(122,133)	(2,836,959)	(1,753,370)
Other financing sources (uses)							
Transfers from other funds	-	-	-	802,379	170,593	972,972	5,485,774
Transfers to other funds	-	-	-	-	-	-	(2,274,064)
Total other financing sources (uses)	-	-	-	802,379	170,593	972,972	3,211,710
Net change in fund balances	(519,430)	43,518	66,128	(900,034)	48,460	(1,863,987)	1,458,340
Fund balances, beginning	1,265,404	305,974	696,235	9,521,183	707,229	17,172,733	25,683,159
Fund balances, ending	<u>745,974</u>	<u>349,492</u>	<u>762,363</u>	<u>8,621,149</u>	<u>755,689</u>	<u>15,308,746</u>	<u>27,141,499</u>

CITY OF BRADENTON, FLORIDA
 CAPITAL PROJECTS FUND
 HALF CENT INFRASTRUCTURE SURTAX
 SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
 BUDGET (GAAP BASIS) AND ACTUAL
 For the Fiscal Year Ended September 30, 2023

	Budgeted Amounts		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Taxes	\$ 4,635,655	5,260,418	6,123,539	863,121
Charges for services	435,890	225,000	-	(225,000)
Interest and investment earnings (losses)	82,473	82,473	194,421	111,948
Miscellaneous	-	4,410,621	-	(4,410,621)
Total revenues	<u>5,154,018</u>	<u>9,978,512</u>	<u>6,317,960</u>	<u>(3,660,552)</u>
Expenditures				
Capital outlay	4,892,219	9,978,512	7,572,186	2,406,326
Reserve for contingencies	261,799	-	-	-
Total expenditures	<u>5,154,018</u>	<u>9,978,512</u>	<u>7,572,186</u>	<u>2,406,326</u>
Net change in fund balance	-	-	(1,254,226)	(1,254,226)
Fund balance, October 1, 2022	5,530,020	5,530,020	5,530,020	-
Fund balance, September 30, 2023	<u>\$ 5,530,020</u>	<u>5,530,020</u>	<u>4,275,794</u>	<u>(1,254,226)</u>

CITY OF BRADENTON, FLORIDA
 CAPITAL PROJECTS FUND
 AMERICAN RESCUE PLAN ACT
 SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
 BUDGET (GAAP BASIS) AND ACTUAL
 For the Fiscal Year Ended September 30, 2023

	Budgeted Amounts		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Intergovernmental grants	\$ -	-	5,645,596	5,645,596
Interest and investment earnings (losses)	-	-	431,969	431,969
Miscellaneous	871,906	9,184,336	-	(9,184,336)
Total revenues	<u>871,906</u>	<u>9,184,336</u>	<u>6,077,565</u>	<u>(3,106,771)</u>
Expenditures				
Economic environment	223,057	223,057	112,535	110,522
Capital outlay	648,849	8,961,279	5,533,061	3,428,218
Total expenditures	<u>871,906</u>	<u>9,184,336</u>	<u>5,645,596</u>	<u>3,538,740</u>
Net change in fund balance	-	-	431,969	431,969
Fund balance, October 1, 2022	76,149	76,149	76,149	-
Fund balance, September 30, 2023	<u>\$ 76,149</u>	<u>76,149</u>	<u>508,118</u>	<u>431,969</u>

CITY OF BRADENTON, FLORIDA
SPECIAL REVENUE FUND
COMMUNITY DEVELOPMENT PROGRAM FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Intergovernmental grants	\$ 423,917	423,917	166,136	(257,781)
Charges for services	-	-	42,232	42,232
Special assessments, property owners	-	-	38,285	38,285
Total revenues	<u>423,917</u>	<u>423,917</u>	<u>246,653</u>	<u>(177,264)</u>
Expenditures				
Personnel services	67,827	67,827	11,497	56,330
Operating expenditures	14,600	14,600	7,125	7,475
Public assistance	339,134	339,134	222,019	117,115
Reserve for contingencies	2,356	2,356	-	2,356
Economic Environment				
Total expenditures	<u>423,917</u>	<u>423,917</u>	<u>240,641</u>	<u>183,276</u>
Net change in fund balance	-	-	6,012	6,012
Fund balance, October 1, 2022	(8,404)	(8,404)	(8,404)	-
Fund balance, September 30, 2023	<u>\$ (8,404)</u>	<u>(8,404)</u>	<u>(2,392)</u>	<u>6,012</u>

CITY OF BRADENTON, FLORIDA
SPECIAL REVENUE FUND
CENTRAL COMMUNITY REDEVELOPMENT AREA FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Taxes	\$ 714,835	714,835	662,443	(52,392)
Interest and investment earnings (losses)	20	20	-	(20)
Rents	42,600	42,600	45,618	3,018
Miscellaneous	-	-	2,875	2,875
Total revenues	<u>757,455</u>	<u>757,455</u>	<u>710,936</u>	<u>(46,519)</u>
Expenditures				
Economic Environment				
Personnel services	144,916	144,916	107,237	37,679
Operating expenditures	818,930	413,758	187,480	226,278
Public assistance	1,205,876	1,205,876	19,082	1,186,794
Capital outlay	600,000	519,481	-	519,481
Total expenditures	<u>2,769,722</u>	<u>2,284,031</u>	<u>313,799</u>	<u>1,970,232</u>
Excess (deficiency) of revenues over (under) expenditures	<u>(2,012,267)</u>	<u>(1,526,576)</u>	<u>397,137</u>	<u>1,923,713</u>
Other financing sources (uses)				
Transfers from other funds	649,767	649,767	621,524	(28,243)
Transfers to other funds	-	(485,691)	(201,514)	284,177
Leases under GASB 87	1,362,500	1,362,500	-	(1,362,500)
Total other financing sources (uses)	<u>2,012,267</u>	<u>1,526,576</u>	<u>420,010</u>	<u>(1,106,566)</u>
Net change in fund balance	-	-	817,147	817,147
Fund balance, October 1, 2022	2,153,713	2,153,713	2,153,713	-
Fund balance, September 30, 2023	<u>\$ 2,153,713</u>	<u>2,153,713</u>	<u>2,970,860</u>	<u>817,147</u>

CITY OF BRADENTON, FLORIDA
SPECIAL REVENUE FUND
BRADENTON COMMUNITY REDEVELOPMENT AREA FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Taxes	\$ 2,835,335	2,835,335	2,738,985	(96,350)
Interest and investment earnings (losses)	4,800	4,800	25,283	20,483
Miscellaneous	-	-	885	885
Total revenues	<u>2,840,135</u>	<u>2,840,135</u>	<u>2,765,153</u>	<u>(74,982)</u>
Expenditures				
Economic Environment				
Personnel services	275,962	275,962	250,390	25,572
Operating expenditures	2,914,331	942,406	653,420	288,986
Public assistance	3,459,931	3,459,931	377,147	3,082,784
Capital outlay	1,414,110	865,221	6,253	858,968
Total expenditures	<u>8,064,334</u>	<u>5,543,520</u>	<u>1,287,210</u>	<u>4,256,310</u>
Excess (deficiency) of revenues over (under) expenditures	<u>(5,224,199)</u>	<u>(2,703,385)</u>	<u>1,477,943</u>	<u>4,181,328</u>
Other financing sources (uses)				
Transfers from other funds	2,573,309	2,573,309	2,565,638	(7,671)
Transfers to other funds	(440,000)	(2,960,814)	(1,821,906)	1,138,908
Leases under GASB 87	3,090,890	3,090,890	-	(3,090,890)
Total other financing sources (uses)	<u>5,224,199</u>	<u>2,703,385</u>	<u>743,732</u>	<u>(1,959,653)</u>
Net change in fund balance	-	-	2,221,675	2,221,675
Fund balance, October 1, 2022	<u>3,883,036</u>	<u>3,883,036</u>	<u>3,883,036</u>	<u>-</u>
Fund balance, September 30, 2023	<u>\$ 3,883,036</u>	<u>3,883,036</u>	<u>6,104,711</u>	<u>2,221,675</u>

CITY OF BRADENTON, FLORIDA
SPECIAL REVENUE FUND
14TH STREET COMMUNITY REDEVELOPMENT AREA FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Taxes	\$ 529,506	529,506	491,512	(37,994)
Interest and investment earnings (losses)	1,500	1,500	7,629	6,129
Miscellaneous	-	-	4,001	4,001
Total revenues	<u>531,006</u>	<u>531,006</u>	<u>503,142</u>	<u>(27,864)</u>
Expenditures				
Economic Environment				
Personnel services	144,960	144,960	107,254	37,706
Operating expenditures	1,002,076	244,754	89,429	155,325
Public assistance	670,000	670,000	17,306	652,694
Capital outlay	610,000	513,991	-	513,991
Total expenditures	<u>2,427,036</u>	<u>1,573,705</u>	<u>213,989</u>	<u>1,359,716</u>
Excess (deficiency) of revenues over (under) expenditures	<u>(1,896,030)</u>	<u>(1,042,699)</u>	<u>289,153</u>	<u>1,331,852</u>
Other financing sources (uses)				
Transfers from other funds	481,030	481,030	460,873	(20,157)
Transfers to other funds	-	(853,331)	(250,644)	602,687
Leases under GASB 87	1,415,000	1,415,000	-	(1,415,000)
Total other financing sources (uses)	<u>1,896,030</u>	<u>1,042,699</u>	<u>210,229</u>	<u>(832,470)</u>
Net change in fund balance	-	-	499,382	499,382
Fund balance, October 1, 2022	<u>1,853,476</u>	<u>1,853,476</u>	<u>1,853,476</u>	<u>-</u>
Fund balance, September 30, 2023	<u>\$ 1,853,476</u>	<u>1,853,476</u>	<u>2,352,858</u>	<u>499,382</u>

CITY OF BRADENTON, FLORIDA
SPECIAL REVENUE FUND
CRIMINAL JUSTICE EDUCATION FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Fines and forfeitures	\$ -	6,508	7,276	768
Miscellaneous	-	19,688	-	(19,688)
Total revenues	<u>-</u>	<u>26,196</u>	<u>7,276</u>	<u>(18,920)</u>
Expenditures				
Public Safety				
Operating expenditures	-	26,196	26,196	-
Total expenditures	<u>-</u>	<u>26,196</u>	<u>26,196</u>	<u>-</u>
Net change in fund balance	-	-	(18,920)	(18,920)
Fund balance, October 1, 2022	<u>52,330</u>	<u>52,330</u>	<u>52,330</u>	<u>-</u>
Fund balance, September 30, 2023	<u>\$ 52,330</u>	<u>52,330</u>	<u>33,410</u>	<u>(18,920)</u>

CITY OF BRADENTON, FLORIDA
SPECIAL REVENUE FUND
TWIN DOLPHIN MARINA GRANT FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
TOTAL	\$ -	-	-	-
Net change in fund balance	-	-	-	-
Fund balance, October 1, 2022	<u>28</u>	<u>28</u>	<u>28</u>	<u>-</u>
Fund balance, September 30, 2023	<u>\$ 28</u>	<u>28</u>	<u>28</u>	<u>-</u>

CITY OF BRADENTON, FLORIDA
SPECIAL REVENUE FUND
POLICE EXPLORERS FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Miscellaneous	\$ -	7,362	7,362	-
Total revenues	-	7,362	7,362	-
Expenditures				
Public Safety				
Operating expenditures	-	4,522	4,521	1
Reserve for contingencies	-	2,840	-	2,840
Total expenditures	-	7,362	4,521	2,841
Net change in fund balance	-	-	2,841	2,841
Fund balance, October 1, 2022	8,706	8,706	8,706	-
Fund balance, September 30, 2023	<u>\$ 8,706</u>	<u>8,706</u>	<u>11,547</u>	<u>2,841</u>

CITY OF BRADENTON, FLORIDA
SPECIAL REVENUE FUND
POLICE FEDERAL FORFEITURE FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Miscellaneous	\$ -	87,672	87,672	-
Total revenues	-	87,672	87,672	-
Expenditures				
Public Safety				
Operating expenditures	-	9,015	9,015	-
Reserve for contingencies	-	78,657	-	78,657
Total expenditures	-	87,672	9,015	78,657
Net change in fund balance	-	-	78,657	78,657
Fund balance, October 1, 2022	76,832	76,832	76,832	-
Fund balance, September 30, 2023	<u>\$ 76,832</u>	<u>76,832</u>	<u>155,489</u>	<u>78,657</u>

CITY OF BRADENTON, FLORIDA
SPECIAL REVENUE FUND
STATE FORFEITURE FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Miscellaneous	\$ -	63,627	22,322	(41,305)
Total revenues	-	63,627	22,322	(41,305)
Expenditures				
Public Safety				
Operating expenditures	-	63,627	63,626	1
Total expenditures	-	63,627	63,626	1
Net change in fund balance	-	-	(41,304)	(41,304)
Fund balance, October 1, 2022	214,802	214,802	214,802	-
Fund balance, September 30, 2023	\$ 214,802	214,802	173,498	(41,304)

CITY OF BRADENTON, FLORIDA
SPECIAL REVENUE FUND
ABANDONED PROPERTY FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Miscellaneous	\$ -	26,097	14,862	(11,235)
Total revenues	-	26,097	14,862	(11,235)
Expenditures				
Public Safety				
Operating expenditures	-	26,097	26,097	-
Total expenditures	-	26,097	26,097	-
Net change in fund balance	-	-	(11,235)	(11,235)
Fund balance, October 1, 2022	39,606	39,606	39,606	-
Fund balance, September 30, 2023	\$ 39,606	39,606	28,371	(11,235)

CITY OF BRADENTON, FLORIDA
SPECIAL REVENUE FUND
MISCELLANEOUS GRANTS FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Intergovernmental grants	\$ -	293	293	-
Total revenues	-	293	293	-
Expenditures				
General Government Contingencies	-	293	293	-
Total expenditures	-	293	293	-
Net change in fund balance	-	-	-	-
Fund balance, October 1, 2022	-	-	-	-
Fund balance, September 30, 2023	\$ -	-	-	-

CITY OF BRADENTON, FLORIDA
SPECIAL REVENUE FUND
DISASTER FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Intergovernmental grants	\$ -	2,244,303	2,244,304	1
Miscellaneous	-	18,618	18,616	(2)
Total revenues	-	2,262,921	2,262,920	(1)
Expenditures				
General Government Personnel services	-	759,394	759,387	7
Operating expenditures	-	1,988,823	1,988,533	290
Total expenditures	-	2,748,217	2,747,920	297
Excess (deficiency) of revenues over (under) expenditures	-	(485,296)	(485,000)	296
Other financing sources (uses)				
Transfers from other funds	-	485,296	253,068	(232,228)
Total other financing sources (uses)	-	485,296	253,068	(232,228)
Net change in fund balance	-	-	(231,932)	(231,932)
Fund balance, October 1, 2022	231,932	231,932	231,932	-
Fund balance, September 30, 2023	\$ 231,932	231,932	-	(231,932)

CITY OF BRADENTON, FLORIDA
DEBT SERVICE FUND
SPECIAL OBLIGATION SERIES 2012 FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Intergovernmental grants	\$ 435,000	400,000	400,000	-
Total revenues	435,000	400,000	400,000	-
Expenditures				
Loan principal repayments	375,830	375,830	375,830	-
Interest on bonds	127,403	127,403	127,403	-
Total expenditures	503,233	503,233	503,233	-
Excess (deficiency) of revenues over (under) expenditures	(68,233)	(103,233)	(103,233)	-
Other financing sources (uses)				
Transfers from other funds	68,233	103,233	103,233	-
Total other financing sources (uses)	68,233	103,233	103,233	-
Net change in fund balance	-	-	-	-
Fund balance, October 1, 2022	-	-	-	-
Fund balance, September 30, 2023	<u>\$ -</u>	<u>-</u>	<u>-</u>	<u>-</u>

CITY OF BRADENTON, FLORIDA
DEBT SERVICE FUND
SPECIAL OBLIGATION SERIES 2016 FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
BUDGET (GAAP BASIS) AND ACTUAL
For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Intergovernmental grants	\$ 500,000	500,000	500,004	4
Total revenues	500,000	500,000	500,004	4
Expenditures				
Loan principal repayments	555,000	555,000	555,000	-
Interest on bonds	452,900	452,900	452,900	-
Fees and expenditures	-	566	566	-
Total expenditures	1,007,900	1,008,466	1,008,466	-
Excess (deficiency) of revenues over (under) expenditures	(507,900)	(508,466)	(508,462)	4
Other financing sources (uses)				
Transfers from other funds	507,900	508,466	508,466	-
Total other financing sources (uses)	507,900	508,466	508,466	-
Net change in fund balance	-	-	4	4
Fund balance, October 1, 2022	4,369	4,369	4,369	-
Fund balance, September 30, 2023	<u>\$ 4,369</u>	<u>4,369</u>	<u>4,373</u>	<u>4</u>

CITY OF BRADENTON, FLORIDA
 CAPITAL PROJECTS FUND
 ROAD IMPACT FEE FUND
 SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
 BUDGET (GAAP BASIS) AND ACTUAL
 For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Impact fees	\$ 142,000	329,500	341,079	11,579
Interest and investment earnings (losses)	47,636	47,636	140,634	92,998
Miscellaneous	3,324,500	3,518,077	-	(3,518,077)
Total revenues	3,514,136	3,895,213	481,713	(3,413,500)
Expenditures				
Capital outlay	3,466,500	3,847,577	523,602	3,323,975
Reserve for contingencies	47,636	47,636	-	47,636
Total expenditures	3,514,136	3,895,213	523,602	3,371,611
Net change in fund balance	-	-	(41,889)	(41,889)
Fund balance, October 1, 2022	4,028,684	4,028,684	4,028,684	-
Fund balance, September 30, 2023	\$ 4,028,684	4,028,684	3,986,795	(41,889)

CITY OF BRADENTON, FLORIDA
 CAPITAL PROJECTS FUND
 PARKS AND RECREATIONAL IMPACT FEE-WEST FUND
 SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
 BUDGET (GAAP BASIS) AND ACTUAL
 For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Impact fees	\$ 2,600	2,600	18,876	16,276
Charges for services	-	225,000	225,000	-
Interest and investment earnings (losses)	5,118	5,118	18,816	13,698
Miscellaneous	-	598,433	-	(598,433)
Total revenues	7,718	831,151	262,692	(568,459)
Expenditures				
Capital outlay	-	823,433	823,432	1
Reserve for contingencies	7,718	7,718	-	7,718
Total expenditures	7,718	831,151	823,432	7,719
Net change in fund balance	-	-	(560,740)	(560,740)
Fund balance, October 1, 2022	648,024	648,024	648,024	-
Fund balance, September 30, 2023	\$ 648,024	648,024	87,284	(560,740)

CITY OF BRADENTON, FLORIDA
 CAPITAL PROJECTS FUND
 PARKS AND RECREATIONAL IMPACT FEE-EAST FUND
 SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
 BUDGET (GAAP BASIS) AND ACTUAL
 For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Impact fees	\$ 36,000	129,000	131,863	2,863
Interest and investment earnings (losses)	14,942	14,942	58,516	43,574
Miscellaneous	-	650,000	-	(650,000)
Total revenues	<u>50,942</u>	<u>793,942</u>	<u>190,379</u>	<u>(603,563)</u>
Expenditures				
Capital outlay	-	743,000	709,809	33,191
Reserve for contingencies	50,942	50,942	-	50,942
Total expenditures	<u>50,942</u>	<u>793,942</u>	<u>709,809</u>	<u>84,133</u>
Net change in fund balance	-	-	(519,430)	(519,430)
Fund balance, October 1, 2022	<u>1,265,404</u>	<u>1,265,404</u>	<u>1,265,404</u>	<u>-</u>
Fund balance, September 30, 2023	<u>\$ 1,265,404</u>	<u>1,265,404</u>	<u>745,974</u>	<u>(519,430)</u>

CITY OF BRADENTON, FLORIDA
 CAPITAL PROJECTS FUND
 PUBLIC SAFETY POLICE PROTECTION IMPACT FEE FUND
 SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
 BUDGET (GAAP BASIS) AND ACTUAL
 For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Impact fees	\$ 60,600	60,600	60,661	61
Interest and investment earnings (losses)	13,632	13,632	17,282	3,650
Miscellaneous	-	35,205	-	(35,205)
Total revenues	<u>74,232</u>	<u>109,437</u>	<u>77,943</u>	<u>(31,494)</u>
Expenditures				
Capital outlay	-	35,205	34,425	780
Reserve for contingencies	74,232	74,232	-	74,232
Total expenditures	<u>74,232</u>	<u>109,437</u>	<u>34,425</u>	<u>75,012</u>
Net change in fund balance	-	-	43,518	43,518
Fund balance, October 1, 2022	<u>305,974</u>	<u>305,974</u>	<u>305,974</u>	<u>-</u>
Fund balance, September 30, 2023	<u>\$ 305,974</u>	<u>305,974</u>	<u>349,492</u>	<u>43,518</u>

CITY OF BRADENTON, FLORIDA
 CAPITAL PROJECTS FUND
 PUBLIC SAFETY FIRE PROTECTION IMPACT FEE FUND
 SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
 BUDGET (GAAP BASIS) AND ACTUAL
 For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Impact fees	\$ 76,000	76,000	41,092	(34,908)
Interest and investment earnings (losses)	8,093	8,093	25,036	16,943
Total revenues	84,093	84,093	66,128	(17,965)
Expenditures				
Reserve for contingencies	84,093	84,093	-	84,093
Total expenditures	84,093	84,093	-	84,093
Net change in fund balance	-	-	66,128	66,128
Fund balance, October 1, 2022	696,235	696,235	696,235	-
Fund balance, September 30, 2023	\$ 696,235	696,235	762,363	66,128

CITY OF BRADENTON, FLORIDA
 CAPITAL PROJECTS FUND
 GENERAL PROJECTS FUND
 SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
 BUDGET (GAAP BASIS) AND ACTUAL
 For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Charges for services	\$ 1,934,100	1,934,100	-	(1,934,100)
Interest and investment earnings (losses)	140,865	140,865	305,096	164,231
Miscellaneous	7,359,135	7,695,512	-	(7,695,512)
Total revenues	9,434,100	9,770,477	305,096	(9,465,381)
Expenditures				
Capital outlay	9,434,100	12,125,225	2,007,509	10,117,716
Total expenditures	9,434,100	12,125,225	2,007,509	10,117,716
Excess (deficiency) of revenues over (under) expenditures	-	(2,354,748)	(1,702,413)	652,335
Other financing sources (uses)				
Transfers from other funds	-	2,354,748	802,379	(1,552,369)
Total other financing sources (uses)	-	2,354,748	802,379	(1,552,369)
Net change in fund balance	-	-	(900,034)	(900,034)
Fund balance, October 1, 2022	9,521,183	9,521,183	9,521,183	-
Fund balance, September 30, 2023	\$ 9,521,183	9,521,183	8,621,149	(900,034)

CITY OF BRADENTON, FLORIDA
 CAPITAL PROJECTS FUND
 PIRATE CITY CAPITAL RESERVE FUND
 SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
 BUDGET (GAAP BASIS) AND ACTUAL
 For the Fiscal Year Ended September 30, 2023

	Budgeted Amount		Actual	Variance with Final Budget
	Original Budget	Final Budget		
Revenues				
Interest and investment earnings (losses)	\$ 6,904	6,904	29,380	22,476
Total revenues	6,904	6,904	29,380	22,476
Expenditures				
Capital outlay	-	177,497	151,513	25,984
Reserve for contingencies	177,497	-	-	-
Total expenditures	177,497	177,497	151,513	25,984
Excess (deficiency) of revenues over (under) expenditures	(170,593)	(170,593)	(122,133)	48,460
Other financing sources (uses)				
Transfers from other funds	170,593	170,593	170,593	-
Total other financing sources (uses)	170,593	170,593	170,593	-
Net change in fund balance	-	-	48,460	48,460
Fund balance, October 1, 2022	707,229	707,229	707,229	-
Fund balance, September 30, 2023	\$ 707,229	707,229	755,689	48,460

Internal Service Funds

Internal service funds account for the cost of operating certain facilities used by other City departments. The costs are billed to other departments based on the cost of providing units of service.

Medical Self-Insurance Program

To account for the receipt, custody and expense of medical self-insurance program funds.

Workers' Compensation Self-Insurance Program

To account for the receipt, custody and expense of workers' compensation self-insurance program funds.

Property Insurance

To account for insurance of properties for all City departments.

CITY OF BRADENTON, FLORIDA
INTERNAL SERVICE FUNDS
COMBINING STATEMENT OF NET POSITION
September 30, 2023

	Medical Self-Insurance Program	Workers' Compensation Self-Insurance Program	Property Insurance	Total
Assets				
Current assets				
Cash and cash equivalents	\$ 2,311,821	12,892,126	1,964,222	17,168,169
Other receivables	175,915	-	3,655	179,570
Prepaid items	177,058	-	-	177,058
Total current assets	<u>2,664,794</u>	<u>12,892,126</u>	<u>1,967,877</u>	<u>17,524,797</u>
Liabilities				
Current liabilities				
Accounts payable	1,170	13,334	1,771	16,275
Unearned revenues	226,833	-	-	226,833
Current portion of long-term liabilities	51,600	121,536	-	173,136
Total current liabilities	<u>279,603</u>	<u>134,870</u>	<u>1,771</u>	<u>416,244</u>
Noncurrent liabilities				
Estimated payable for outstanding claims	464,400	1,093,821	-	1,558,221
Total noncurrent liabilities	<u>464,400</u>	<u>1,093,821</u>	<u>-</u>	<u>1,558,221</u>
Total liabilities	<u>744,003</u>	<u>1,228,691</u>	<u>1,771</u>	<u>1,974,465</u>
Net Position				
Unrestricted	1,920,791	11,663,435	1,966,106	15,550,332
Total liabilities and net position	<u>\$ 2,664,794</u>	<u>12,892,126</u>	<u>1,967,877</u>	<u>17,524,797</u>

CITY OF BRADENTON, FLORIDA
INTERNAL SERVICE FUNDS
COMBINING STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION
For the Fiscal Year Ended September 30, 2023

	Medical Self-Insurance Program	Workers' Compensation Self-Insurance Program	Property Insurance	Total
Operating revenues				
Charges for services	\$ 8,792,104	2,462,670	1,737,180	12,991,954
Operating expenses				
Contractual services	1,141,071	44,338	75,000	1,260,409
Supplies and materials	698,301	208,385	1,672,018	2,578,704
Claims	8,503,519	2,327,897	207,944	11,039,360
Total operating expenses	<u>10,342,891</u>	<u>2,580,620</u>	<u>1,954,962</u>	<u>14,878,473</u>
Operating income	(1,550,787)	(117,950)	(217,782)	(1,886,519)
Non-operating revenues				
Interest and investment earnings (losses)	128,609	-	58,540	187,149
Total non-operating revenues	<u>128,609</u>	<u>-</u>	<u>58,540</u>	<u>187,149</u>
Change in net position	(1,422,178)	(117,950)	(159,242)	(1,699,370)
Total net position, beginning	<u>3,342,969</u>	<u>11,781,385</u>	<u>2,125,348</u>	<u>17,249,702</u>
Total net position, ending	<u>\$ 1,920,791</u>	<u>11,663,435</u>	<u>1,966,106</u>	<u>15,550,332</u>

CITY OF BRADENTON, FLORIDA
INTERNAL SERVICE FUNDS
COMBINING STATEMENT OF CASH FLOWS
For the Fiscal Year Ended September 30, 2023

	Medical Self-Insurance Program	Workers' Compensation Self-Insurance Program	Property Insurance	Total
Cash flows from operating activities				
Receipts from customers and users	\$ 8,632,382	2,503,386	2,136,543	13,272,311
Payments to suppliers	(1,839,372)	(249,714)	(1,751,957)	(3,841,043)
Payments to employees	(8,515,933)	(1,868,002)	(207,944)	(10,591,879)
Net cash provided by operating activities	<u>(1,722,923)</u>	<u>385,670</u>	<u>176,642</u>	<u>(1,160,611)</u>
Cash flows from investing activities				
Interest and investment earnings (losses)	128,609	-	58,540	187,149
Net cash provided by investing activities	<u>128,609</u>	<u>-</u>	<u>58,540</u>	<u>187,149</u>
Net change in cash and equivalents	(1,594,314)	385,670	235,182	(973,462)
Cash and cash equivalents, October 1, 2022	<u>3,906,135</u>	<u>12,506,456</u>	<u>1,729,040</u>	<u>18,141,631</u>
Cash and cash equivalents, September 30, 2023	<u>\$ 2,311,821</u>	<u>12,892,126</u>	<u>1,964,222</u>	<u>17,168,169</u>
Reconciliation of operating income (loss) to net cash provided by operating activities				
Operating income (loss)	\$ (1,550,787)	(117,950)	(217,782)	(1,886,519)
Adjustments to reconcile operating income (loss) to net cash provided (used) by operating activities:				
Change in assets and liabilities:				
(Increase) decrease:				
Due from other governments	(175,700)	40,716	399,363	264,379
Prepaid items	(12,047)	8,344	-	(3,703)
Increase (decrease):				
Unearned revenues	15,978	-	-	15,978
Accounts payable	(367)	(5,335)	(4,939)	(10,641)
Estimated payable for outstanding claims	-	459,895	-	459,895
Total adjustments	<u>(172,136)</u>	<u>503,620</u>	<u>394,424</u>	<u>725,908</u>
Net cash provided (used) by operating activities	<u>\$ (1,722,923)</u>	<u>385,670</u>	<u>176,642</u>	<u>(1,160,611)</u>

Fiduciary Funds

Trust Funds

Trust funds are used to account for assets held by the government in a trustee capacity. They are accounted for in essentially the same manner as enterprise funds since capital maintenance is critical.

Pension Trust Funds

Firefighters' Pension Fund

To account for the financial operation and condition of the firefighters' pension fund.

Police Officers' Pension Fund

To account for the financial operation and condition of the police officers' pension fund.

CITY OF BRADENTON, FLORIDA
 COMBINING STATEMENT OF FIDUCIARY NET POSITION
 FIDUCIARY FUNDS
 September 30, 2023

	Pension Trust Funds		Totals
	Firefighters' Pension Fund	Police Officers' Pension Fund	
Assets			
Accounts receivable	\$ 109,926	-	109,926
Interest receivable	-	169,465	169,465
Investments, at fair value			
U.S. Government obligations	4,103,276	10,488,097	14,591,373
Domestic corporate bonds	3,035,872	3,217,788	6,253,660
Convertible preferred stock	-	280,298	280,298
Convertible bonds	-	2,948,310	2,948,310
Foreign stock	4,316,367	2,420,284	6,736,651
Municipal obligations	402,425	-	402,425
Domestic stocks	36,440,492	19,866,918	56,307,410
Mortgage backed	4,142,095	1,538,604	5,680,699
Collateralized mortgage backed	-	855,297	855,297
Foreign bonds	116,694	232,845	349,539
Mutual funds	-	34,233,063	34,233,063
Real estate investment trust	13,520,043	8,081,218	21,601,261
Money market fund	1,481,701	1,833,461	3,315,162
Total investments	<u>67,558,965</u>	<u>85,996,183</u>	<u>153,555,148</u>
Total assets	<u>67,668,891</u>	<u>86,165,648</u>	<u>153,834,539</u>
Liabilities			
Accounts payable	45,538	80,138	125,676
Total liabilities	<u>45,538</u>	<u>80,138</u>	<u>125,676</u>
Net Position			
Restricted for pension benefits	<u>\$ 67,623,353</u>	<u>86,085,510</u>	<u>153,708,863</u>

CITY OF BRADENTON, FLORIDA
 COMBINING STATEMENT OF CHANGES IN FIDUCIARY NET POSITION
 FIDUCIARY FUNDS
 For the Fiscal Year Ended September 30, 2023

	Pension Trust Funds		Totals
	Firefighters' Pension Fund	Police Officers' Pension Fund	
Additions			
Contributions			
Employer	\$ 1,396,271	2,064,012	3,460,283
Plan members	562,597	637,843	1,200,440
State of Florida (from City's General Fund)	557,617	706,220	1,263,837
Total contributions	<u>2,516,485</u>	<u>3,408,075</u>	<u>5,924,560</u>
Investment earnings			
Interest and dividends	1,817,704	1,967,934	3,785,638
Net (decrease) increase in fair value of investments	4,299,909	6,969,259	11,269,168
Total investment earnings	6,117,613	8,937,193	15,054,806
Less investment expenses	(180,446)	(346,391)	(526,837)
Net investment earnings	<u>5,937,167</u>	<u>8,590,802</u>	<u>14,527,969</u>
Total additions, net	<u>8,453,652</u>	<u>11,998,877</u>	<u>20,452,529</u>
Deductions			
Benefits	4,653,028	5,680,413	10,333,441
Administrative expenses	115,295	144,550	259,845
Total deductions	<u>4,768,323</u>	<u>5,824,963</u>	<u>10,593,286</u>
Change in net position	3,685,329	6,173,914	9,859,243
Net position, beginning	<u>63,938,024</u>	<u>79,911,596</u>	<u>143,849,620</u>
Net position, ending	<u>\$ 67,623,353</u>	<u>86,085,510</u>	<u>153,708,863</u>



**INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND
ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS
PERFORMED IN ACCORDANCE WITH *GOVERNMENT AUDITING STANDARDS***

**To the Honorable Mayor and Members of the City Council
City of Bradenton, Florida**

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the City of Bradenton, Florida (City), as of and for the year ended September 30, 2023, and the related notes to the financial statements, which collectively comprise the City's basic financial statements, and have issued our report thereon dated March 15, 2024. Our report includes a reference to other auditors who audited the financial statements of the City of Bradenton Firefighters' Retirement System, as described in our report on the City's financial statements. This report does not include the results of the other auditor's testing of internal control over financial reporting or compliance and other matters that are reported on separately by those auditors.

Report on Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered the City's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the City's internal control. Accordingly, we do not express an opinion on the effectiveness of the City's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the City's financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses or significant deficiencies may exist that were not identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the City's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of This Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the City's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the City's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

*Christopher, Smith,
Leonard & Stanell, P.A.*

**CHRISTOPHER, SMITH,
LEONARD & STANELL, P.A.**

March 15, 2024
Bradenton, Florida

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APPENDIX C

COPY OF RESOLUTION

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CITY OF BRADENTON, FLORIDA

**CAPITAL IMPROVEMENT NON-AD VALOREM REVENUE AND REFUNDING
BONDS, SERIES 2024 RESOLUTION**

ADOPTED MAY 22, 2024

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RESOLUTION NO. 24-46

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF BRADENTON, FLORIDA AUTHORIZING THE ISSUANCE OF NOT EXCEEDING \$42,000,000 IN AGGREGATE PRINCIPAL AMOUNT OF THE CITY OF BRADENTON, FLORIDA CAPITAL IMPROVEMENT NON-AD VALOREM REVENUE AND REFUNDING BONDS, SERIES 2024, TO PROVIDE FUNDS TO FINANCE CERTAIN CAPITAL IMPROVEMENTS WITHIN THE CITY AND TO REFUND CERTAIN OUTSTANDING INDEBTEDNESS; COVENANTING TO BUDGET AND APPROPRIATE CERTAIN LEGALLY AVAILABLE NON-AD VALOREM REVENUES TO PAY DEBT SERVICE ON THE BONDS; PROVIDING FOR THE RIGHTS OF THE HOLDERS OF BONDS ISSUED HEREUNDER; MAKING CERTAIN OTHER COVENANTS AND AGREEMENTS IN CONNECTION WITH BONDS ISSUED HEREUNDER; AUTHORIZING A DELEGATED NEGOTIATED SALE OF THE BONDS AND THE EXECUTION AND DELIVERY OF A PURCHASE CONTRACT IN CONNECTION THEREWITH; DELEGATING CERTAIN AUTHORITY TO THE MAYOR AND THE CITY ADMINISTRATOR AND THEIR DESIGNEES FOR THE AWARD OF THE BONDS AND THE APPROVAL OF THE TERMS AND DETAILS OF SAID BONDS; APPOINTING THE PAYING AGENT AND REGISTRAR FOR SAID BONDS; AUTHORIZING THE DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT AND THE EXECUTION AND DELIVERY OF AN OFFICIAL STATEMENT WITH RESPECT TO SUCH BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A CONTINUING DISCLOSURE CERTIFICATE WITH RESPECT TO THE BONDS AND THE APPOINTMENT OF A DISSEMINATION AGENT THERETO; AND PROVIDING FOR AN EFFECTIVE DATE FOR THIS RESOLUTION.

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF BRADENTON, FLORIDA:

**ARTICLE I
GENERAL**

SECTION 1.01. DEFINITIONS. When used in this Resolution, the following terms shall have the following meanings, unless the context clearly otherwise requires:

"Act" shall mean Chapter 166, Part II, Florida Statutes, the City Charter of the City of Bradenton, Florida, and other applicable provisions of law.

"Amortization Installments" shall mean an amount designated as such pursuant to this Resolution, the Purchase Contract or a Supplemental Resolution of the Issuer and established with respect to Term Bonds.

"**Annual Audit**" shall mean the annual audit prepared pursuant to the requirements of Section 5.03 hereof.

"**Annual Budget**" shall mean the annual budget prepared pursuant to the requirements of Section 5.02 hereof.

"**Annual Debt Service**" shall mean the aggregate amount of Debt Service on the Bonds for each applicable Fiscal Year.

"**Authorized Investments**" shall mean any investments that may be made by the Issuer under applicable law and which are allowed under the Issuer's investment policy.

"**Authorized Issuer Officer**" shall mean the Mayor, the City Administrator, the City Clerk, or their designee(s) and when used in reference to any act or document, also means any other person authorized by resolution of the Issuer to perform such act or sign such document.

"**Bond Counsel**" shall mean Nabors, Giblin & Nickerson, P.A. or any other attorney at law or firm of attorneys, of nationally recognized standing in matters pertaining to the federal tax exemption of interest on obligations issued by states and political subdivisions, and duly admitted to practice law before the highest court of any state of the United States of America.

"**Bondholder**" or "**Holder**" or "**holder**" or any similar term, when used with reference to a Bond or Bonds, shall mean any person who shall be the registered owner of any Outstanding Bond or Bonds as provided in the registration books of the Issuer.

"**Bonds**" shall mean the City of Bradenton, Florida Capital Improvement Non-Ad Valorem Revenue Bonds, Series 2024 (or such other designation that may be made pursuant to Section 2.01(A) hereof) authorized to be issued pursuant to the provisions of this Resolution.

"**City Administrator**" shall mean the City Administrator of the Issuer, or such other person as may be duly authorized to act on his or her behalf.

"**City Clerk**" or "**Clerk**" shall mean the City Clerk of the Issuer, or such other person as may be duly authorized to act on his or her behalf.

"**Code**" shall mean the Internal Revenue Code of 1986, as amended, and the regulations and rules thereunder in effect or proposed.

"**Construction Fund**" shall mean the Construction Fund established pursuant to Section 4.03 hereof.

"**Cost**" or "**Costs**" shall mean (1) the Issuer's cost of physical construction; (2) costs of acquisition by or for the Issuer of the Project; (3) costs of land and interests therein and the cost of the Issuer incidental to such acquisition; (4) the cost of any indemnity and surety bonds and premiums for insurance during construction; (5) all interest due to be paid on the Bonds and other obligations relating to the Project during, and if advisable by the Issuer, for up to one (1) year after the end of, the construction period of such Project; (6) engineering, legal and other consultant fees and expenses; (7) costs and expenses of the financing incurred during, and if advisable by the

Issuer, for up to one (1) year after the end of, the construction period for such Project, including audits, fees and expenses of any Paying Agent, Registrar, or depository; (8) payments, when due (whether at the maturity of principal or the due date of interest or upon redemption) on any indebtedness of the Issuer (other than the Bonds) incurred for such Project; (9) costs of machinery or equipment required by the Issuer for the commencement of operation of such Project; (10) any other costs properly attributable to such construction or acquisition, as determined by generally accepted accounting principles, and shall include reimbursement to the Issuer for any such items of Cost heretofore paid by the Issuer. Any Supplemental Resolution may provide for additional items to be included in the aforesaid Costs.

"**Council**" shall mean the City Council of the Issuer.

"**Counterparty**" shall mean the entity entering into a Hedge Agreement with the Issuer. Counterparty would also include any guarantor of such entity's obligations under such Hedge Agreement.

"**Debt**" means at any date (without duplication) all of the following to the extent that they are guaranteed or secured by or payable in whole or in part from any Non-Ad Valorem Revenues: (A) all obligations of the Issuer for borrowed money or evidenced by bonds, debentures, notes or other similar instruments; (B) all obligations of the Issuer to pay the deferred purchase price of property or services, except trade accounts payable under normal trade terms and which arise in the ordinary course of business; (C) all obligations of the Issuer as lessee under capitalized leases; and (D) all indebtedness of other Persons to the extent guaranteed by, or secured by, Non-Ad Valorem Revenues of the Issuer; provided, however, if with respect to any obligation contemplated in (A), (B), or (C) above, the Issuer has covenanted to budget and appropriate sufficient Non-Ad Valorem Revenues to satisfy such obligation but has not secured such obligation with a lien on or pledge of any Non-Ad Valorem Revenues then, and with respect to any obligation contemplated in (D) above, such obligation shall not be considered "Debt" for purposes of this Resolution unless the Issuer has actually used Non-Ad Valorem Revenues to satisfy such obligation during the immediately preceding Fiscal Year or reasonably expects to use Non-Ad Valorem Revenues to satisfy such obligation in the current or immediately succeeding Fiscal Year. After an obligation is considered "Debt" as a result of the proviso set forth in the immediately preceding sentence, it shall continue to be considered "Debt" until the Issuer has not used any Non-Ad Valorem Revenues to satisfy such obligation for two consecutive Fiscal Years.

"**Debt Service**" shall mean, at any time, the aggregate amount in the then applicable period of time of (1) interest required to be paid on the Outstanding Bonds during such period of time, except to the extent that such interest is to be paid from Bond proceeds for such purpose, (2) principal of Outstanding Serial Bonds maturing in such period of time, and (3) the Amortization Installments with respect to Outstanding Term Bonds maturing in such period of time. For purposes of this definition, (A) if the Bonds have 25% or more of the aggregate principal amount coming due in any one year, Debt Service shall be determined on the Bonds during such period of time as if the principal of and interest on such Bonds were being paid from the date of incurrence thereof in substantially equal annual amounts over a period of 25 years, and (B) with respect to debt service on any Bonds which are subject to a Qualified Hedge Agreement, interest on such Bonds during the term of such Qualified Hedge Agreement shall be deemed to be the Hedge Payments coming due during such period of time.

"Federal Securities" shall mean non-callable direct obligations of the United States of America (including obligations issued or held in book-entry form on the books of the Department of Treasury) or non-callable obligations the principal of and interest on which are unconditionally guaranteed by the United States of America.

"Financial Advisor" shall mean PFM Financial Advisors LLC, Orlando, Florida, or its successors or assigns.

"Fiscal Year" shall mean the period commencing on October 1 of each year and continuing through the next succeeding September 30, or such other period as may be prescribed by law.

"Fitch" shall mean Fitch Ratings, and any assigns and successors thereto.

"Governmental Funds" shall mean all of the "governmental funds" of the Issuer as described and identified in the Annual Audit.

"Governmental Funds Revenues" shall mean total revenues of the Issuer derived from any source whatsoever and that are allocated to and accounted for in the Governmental Funds as shown in the Annual Audit.

"Hedge Agreement" shall mean an agreement in writing between the Issuer and the Counterparty pursuant to which (1) the Issuer agrees to pay to the Counterparty an amount, either at one time or periodically, which may, but is not required to, be determined by reference to the amount of interest (which may be at a fixed or variable rate) payable on debt (or a notional amount) specified in such agreement during the period specified in such agreement and (2) the Counterparty agrees to pay to the Issuer an amount, either at one time or periodically, which may, but is not required to, be determined by reference to the amount of interest (which may be at a fixed or variable rate) payable on debt (or a notional amount) specified in such agreement during the period specified in such agreement.

"Hedge Payments" shall mean any amounts payable by the Issuer on the debt or the related notional amount under a Qualified Hedge Agreement; excluding, however, any payments due as a penalty or by virtue of termination of a Qualified Hedge Agreement or any obligation of the Issuer to provide collateral.

"Interest Date" or **"interest payment date"** shall be March 1 and September 1 of each year, commencing September 1, 2024.

"Issuer" or **"City"** shall mean the City of Bradenton, Florida.

"Maximum Annual Debt Service" shall mean the largest aggregate amount of the Annual Debt Service coming due in any Fiscal Year in which Bonds are Outstanding.

"Mayor" shall mean the Mayor of the Issuer and in his or her absence or unavailability, the Mayor Pro Tem of the Issuer and such other person as may be duly authorized by the Issuer to act on his or her behalf.

"Moody's" shall mean Moody's Investors Service, and any assigns and successors thereto.

"Non-Ad Valorem Revenues" shall mean all Governmental Funds Revenues other than revenues generated from ad valorem taxation on real or personal property, and which are legally available to make the payments required herein, but only after provision has been made by the City (from any source of Governmental Funds Revenues) for the payment of all essential or legally mandated services.

"Outstanding," when used with reference to Bonds and as of any particular date, shall describe all Bonds theretofore and thereupon being authenticated and delivered except, (1) any Bond in lieu of which other Bond or Bonds have been issued under Section 2.06 hereof to replace lost, mutilated or destroyed Bonds, (2) any Bond surrendered by the Holder thereof in exchange for other Bond or Bonds under Sections 2.05 and 2.07 hereof, (3) Bonds deemed to have been paid pursuant to Section 8.01 hereof and (4) Bonds cancelled after purchase in the open market or because of payment at or redemption prior to maturity.

"Paying Agent" shall mean the paying agent appointed by the Issuer for the Bonds and its successor or assigns, if any. The Paying Agent initially shall be U.S. Bank Trust Company, National Association.

"Person" shall mean an individual, a corporation, a partnership, an association, a joint stock company, a trust, any unincorporated organization, governmental entity or other legal entity.

"Prerefunded Obligations" shall mean any bonds or other obligations of any state of the United States of America or of any agency, instrumentality or local governmental unit of any such state (1) which are (A) not callable prior to maturity or (B) as to which irrevocable instructions have been given to the fiduciary for such bonds or other obligations by the obligor to give due notice of redemption and to call such bonds for redemption on the date or dates specified in such instructions, (2) which are fully secured as to principal, redemption premium, if any, and interest by a fund held by a fiduciary consisting only of cash or Federal Securities, secured in substantially the manner set forth in Section 8.01 hereof, which fund may be applied only to the payment of such principal of, redemption premium, if any, and interest on such bonds or other obligations on the maturity date or dates thereof or the specified redemption date or dates pursuant to such irrevocable instructions, as the case may be, (3) as to which the principal of and interest on the Federal Securities, which have been deposited in such fund along with any cash on deposit in such fund are sufficient, as verified by an independent certified public accountant or other expert in such matters, to pay principal of, redemption premium, if any, and interest on the bonds or other obligations on the maturity date or dates thereof or on the redemption date or dates specified in the irrevocable instructions referred to in clause (1) above and are not available to satisfy any other claims, including those against the fiduciary holding the same, and (4) which are rated in the highest rating category (without regard to gradations, such as "+" or "-" or "1, 2 or 3" of such categories) of one of the Rating Agencies.

"Project" shall mean the acquisition, construction and equipping of a new fire station, police station and certain capital improvements within the City.

"Purchase Contract" shall mean the Purchase Contract to be executed between the City and the Underwriter in accordance with Section 10.01 hereof, which Purchase Contract shall contain the final pricing terms of the Bonds, in substantially the form attached hereto as Exhibit A, with such modifications, insertions and changes approved by the City's authorized signatory thereof pursuant to section 10.1 hereof, approval to be deemed evidenced by his or her execution thereof.

"Qualified Hedge Agreement" shall mean a Hedge Agreement with respect to which the Issuer has received written notice from at least two of the Rating Agencies that the rating of the Counterparty is not less than "A."

"Rating Agencies" means Fitch, Moody's and Standard & Poor's.

"Rebate Fund" shall mean the Rebate Fund established pursuant to Section 4.04 hereof.

"Redemption Price" shall mean, with respect to any Bond or portion thereof, the principal amount or portion thereof, plus the applicable premium, if any, payable upon redemption thereof pursuant to such Bond or this Resolution.

"Refunded Bonds" shall mean the City of Bradenton Community Redevelopment Agency Increment Tax Revenue Bonds, Series 2011 (Downtown Redevelopment and Riverwalk Project).

"Registrar" shall mean the bond registrar appointed by the Issuer for the Bonds and its successor or assigns, if any. The Registrar initially shall be U.S. Bank Trust Company, National Association.

"Resolution" shall mean this Resolution, as the same may from time to time be amended, modified or supplemented by Supplemental Resolution.

"Serial Bonds" shall mean all of the Bonds other than the Term Bonds.

"Standard and Poor's" or **"S&P"** shall mean S&P Global Ratings, and any assigns and successors thereto.

"State" shall mean the State of Florida.

"Supplemental Resolution" shall mean any resolution of the Issuer amending or supplementing this Resolution enacted and becoming effective in accordance with the terms of Sections 7.01, 7.02 and 7.03 hereof.

"Term Bonds" shall mean those Bonds which shall be designated as Term Bonds pursuant to the provisions herein.

"Underwriter" shall mean Raymond James & Associates, Inc. and the other underwriters, if any, named in the Purchase Contract.

The terms "herein," "hereunder," "hereby," "hereto," "hereof," and any similar terms, shall refer to this Resolution; the term "heretofore" shall mean before the date of adoption of this Resolution; and the term "hereafter" shall mean after the date of adoption of this Resolution.

Words importing the masculine gender include every other gender.

Words importing the singular number include the plural number, and vice versa.

SECTION 1.02. AUTHORITY FOR RESOLUTION. This Resolution is adopted pursuant to the provisions of the Act. The Issuer has ascertained and hereby determined that adoption of this Resolution is necessary to carry out the powers, purposes and duties expressly provided in the Act, that each and every matter and thing as to which provision is made herein is necessary in order to carry out and effectuate the purposes of the Issuer in accordance with the Act and to carry out and effectuate the plan and purpose of the Act, and that the powers of the Issuer herein exercised are in each case exercised in accordance with the provisions of the Act and in furtherance of the purposes of the Issuer.

SECTION 1.03. RESOLUTION TO CONSTITUTE CONTRACT. In consideration of the purchase and acceptance of any or all of the Bonds by those who shall hold the same from time to time, the provisions of this Resolution shall be a part of the contract of the Issuer with the Holders of the Bonds, and shall be deemed to be and shall constitute a contract between the Issuer and the Holders from time to time of the Bonds. The pledge made in the Resolution and the provisions, covenants and agreements herein set forth to be performed by or on behalf of the Issuer shall be for the equal benefit, protection and security of the Holders of any and all of said Bonds, but only in accordance with the terms hereof. All of the Bonds, regardless of the time or times of their issuance or maturity, shall be of equal rank without preference, priority or distinction of any of the Bonds over any other thereof except as expressly provided in or pursuant to this Resolution.

SECTION 1.04. FINDINGS. It is hereby ascertained, determined and declared that:

(A) The Issuer has deemed it in the best interest of its citizens to acquire and construct the improvements consisting of the Project.

(B) The Issuer deems it to be in its best interest to issue the Bonds for the principal purpose of financing the Project and the refunding of the Refunded Bonds as determined pursuant to the provisions herein.

(C) It is necessary and appropriate that the Council determine certain parameters for the terms and details of the Bonds and to delegate certain authority to the Mayor and the City Administrator for the award of the Bonds and the approval of the terms of the Bonds in accordance with the provisions hereof and of the Purchase Contract.

(D) The Bonds shall be secured solely by a covenant of the Issuer, subject to certain conditions set forth herein, to budget and appropriate from Non-Ad Valorem Revenues amounts sufficient to pay the principal of and interest on the Bonds.

(E) The principal of and interest on the Bonds to be issued pursuant to this Resolution, and all other payments provided for in this Resolution will be paid solely from Non-Ad Valorem Revenues in accordance with the terms hereof and the ad valorem taxing power of the Issuer will never be necessary or authorized to pay the principal of and interest on the Bonds to be issued pursuant to this Resolution, or to make any other payments provided for in this Resolution, and the Bonds shall not constitute a lien upon any property whatsoever of or in the Issuer.

(F) Due to the present volatility of the market for tax-exempt obligations such as the Bonds, it is in the best interest of the City to sell the Bonds by a negotiated sale, allowing the City to enter the market at the most advantageous time, rather than at a specified advertised date, thereby permitting the City to obtain the best possible price and interest rate for the Bonds. The City shall receive the information required by Section 218.385, Florida Statutes, in connection with the negotiated sale of the Bonds. A copy of the letter of the underwriters for the Bonds containing the aforementioned information is a condition precedent to the execution and delivery by the Issuer of the Purchase Contract referred to below.

(G) The Underwriter expects to offer to purchase the Bonds from the City and submit a Purchase Contract in substantially the form attached hereto as Exhibit A expressing the terms of such offer, and, assuming compliance with the provisions of Section 10.01 hereof, the Issuer does hereby find and determine that it is in the best financial interest of the Issuer that the terms expressed in the Purchase Contract be accepted by the Issuer.

SECTION 1.05. AUTHORIZATION OF THE PROJECT. The acquisition and construction of the Project is hereby authorized.

SECTION 1.06 AUTHORIZATION OF REFUNDING THE REFUNDED BONDS. The refunding of the Refunded Bonds is hereby authorized.

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**ARTICLE II
AUTHORIZATION, TERMS, EXECUTION AND REGISTRATION OF BONDS**

SECTION 2.01. AUTHORIZATION AND DESCRIPTION OF BONDS; AWARD OF BONDS; REDEMPTION OF THE BONDS. (A) The Issuer hereby authorizes the issuance of a series of Bonds to be known as the "City of Bradenton, Florida Capital Improvement Non-Ad Valorem Revenue and Refunding Bonds, Series 2024" in the aggregate principal amount of not exceeding \$42,000,000 for the purposes of financing certain capital improvements within the City and paying costs and expenses incurred in connection with the issuance of such Bonds. The Mayor and City Administrator, in their discretion, may change the title of the Bonds if necessary or desirable. The Mayor and City Administrator are hereby authorized and directed, with the advice of the Financial Advisor and Bond Counsel, to determine the aggregate principal amount of Bonds to be issued; provided, however, the aggregate principal amount of the Bonds cannot exceed \$42,000,000.

The Bonds shall be dated as of their date of delivery or such other date as the Mayor and City Administrator may determine, shall be issued in the form of fully registered Bonds in the denomination of \$5,000 or any integral multiple thereof, shall be numbered consecutively from one upward in order of maturity preceded by the letter "R", shall bear interest from their date of delivery, payable semi-annually, on each Interest Date, commencing on September 1, 2024, or such other date as may be determined by the Mayor and City Administrator. The Bonds shall bear interest computed on the basis of a 360-day year consisting of twelve 30-day months.

The Bonds shall bear interest at such rates and yields, shall mature on September 1 of each of the years and in the principal amounts corresponding to such years, and shall have such redemption provisions as set forth herein or in the Purchase Contract. The final maturity of the Bonds shall not be later than September 1, 2054. All of the final pricing terms of the Bonds shall be included in the Purchase Contract.

Interest on the Bonds shall be payable by check or draft of the Paying Agent made payable and mailed to the Holder in whose name such Bond shall be registered at the close of business on the date which shall be the fifteenth day (whether or not a business day) next preceding the applicable Interest Date, or, at the request of such Holder, by bank wire transfer to the account of such Holder. Principal of the Bonds is payable to the Holder, at the designated corporate trust office of the Paying Agent. The principal of, redemption premium, if any, and interest on the Bonds are payable in lawful money of the United States of America. All payments of principal, premium, if applicable, and interest on the Bonds shall be payable in any coin or currency of the United States of America which at the time of payment is legal tender for the payment of public and private debts.

(B) The Bonds may be redeemed prior to their respective maturities from any moneys legally available therefor, upon notice as provided in the Resolution and in accordance with the terms of the Purchase Contract, upon the terms and provisions as determined by the Mayor and City Administrator, in their discretion and upon the advice of the Financial Advisor; provided, however, with respect to optional redemption terms for the Bonds, if any, the first optional redemption date

may be no later than September 1, 2034 and there shall be no call premium relating to any optional redemption. Notwithstanding the foregoing, the Mayor and City Administrator, upon the advice of the Financial Advisor, may determine to issue the Bonds without any optional redemption provisions.

SECTION 2.02. APPLICATION OF BOND PROCEEDS. The proceeds derived from the sale of the Bonds, including premium, if any, shall be applied by the Issuer as follows:

(A) A sufficient amount of Bond proceeds necessary to pay costs and expenses relating to the issuance of the Bonds shall be used for such purpose.

(B) A sufficient amount of Bond proceeds to refund the Refunded Bonds shall be used for such purpose.

(C) The remaining Bond proceeds shall be deposited into the Construction Fund and used to pay the costs of the Project.

SECTION 2.03. EXECUTION OF BONDS. The Bonds shall be executed in the name of the Issuer with the manual or facsimile signature of the Mayor and the official seal of the Issuer shall be imprinted thereon, attested and countersigned with the manual or facsimile signature of the Clerk. In case any one or more of the officers who shall have signed or sealed any of the Bonds or whose facsimile signature shall appear thereon shall cease to be such officer of the Issuer before the Bonds so signed and sealed have been actually sold and delivered such Bonds may nevertheless be sold and delivered as herein provided and may be issued as if the person who signed or sealed such Bonds had not ceased to hold such office. Any Bond may be signed and sealed on behalf of the Issuer by such person who at the actual time of the execution of such Bond shall hold the proper office of the Issuer, although at the date of such Bond such person may not have held such office or may not have been so authorized. The Issuer may adopt and use for such purposes the facsimile signatures of any such persons who shall have held such offices at any time after the date of the adoption of this Resolution, notwithstanding that either or both shall have ceased to hold such office at the time the Bonds shall be actually sold and delivered.

SECTION 2.04. AUTHENTICATION. No Bond shall be secured hereunder or entitled to the benefit hereof or shall be valid or obligatory for any purpose unless there shall be manually endorsed on such Bond a certificate of authentication by the Registrar or such other entity as may be approved by the Issuer for such purpose. Such certificate on any Bond shall be conclusive evidence that such Bond has been duly authenticated and delivered under this Resolution. The form of such certificate shall be substantially in the form provided in Section 2.09 hereof.

SECTION 2.05. RESERVED.

SECTION 2.06. BONDS MUTILATED, DESTROYED, STOLEN OR LOST. In case any Bond shall become mutilated, or be destroyed, stolen or lost, the Issuer may, in its discretion, issue and deliver, and the Registrar shall authenticate, a new Bond of like tenor as the Bond so mutilated, destroyed, stolen or lost, in exchange and substitution for such mutilated Bond upon surrender and cancellation of such mutilated Bond or in lieu of and substitution for the Bond

destroyed, stolen or lost, and upon the Holder furnishing the Issuer and the Registrar proof of his ownership thereof and satisfactory indemnity and complying with such other reasonable regulations and conditions as the Issuer or the Registrar may prescribe and paying such expenses as the Issuer and the Registrar may incur. All Bonds so surrendered shall be cancelled by the Registrar. If any of the Bonds shall have matured or be about to mature, instead of issuing a substitute Bond, the Issuer may pay the same or cause the Bond to be paid, upon being indemnified as aforesaid, and if such Bonds be lost, stolen or destroyed, without surrender thereof.

Any such duplicate Bonds issued pursuant to this Section 2.06 shall constitute original, additional contractual obligations on the part of the Issuer whether or not the lost, stolen or destroyed Bond be at any time found by anyone, and such duplicate Bond shall be entitled to equal and proportionate benefits and rights to the same extent as all other Bonds issued hereunder.

SECTION 2.07. INTERCHANGEABILITY, NEGOTIABILITY AND TRANSFER. Bonds, upon surrender thereof at the office of the Registrar with a written instrument of transfer satisfactory to the Registrar, duly executed by the Holder thereof or his attorney duly authorized in writing, may, at the option of the Holder thereof, be exchanged for an equal aggregate principal amount of registered Bonds of the same maturity of any other authorized denominations.

The Bonds issued under this Resolution shall be and have all the qualities and incidents of negotiable instruments under the law merchant and the Uniform Commercial Code of the State of Florida, subject to the provisions for registration and transfer contained in this Resolution and in the Bonds. So long as any of the Bonds shall remain Outstanding, the Issuer shall maintain and keep, at the office of the Registrar, books for the registration and transfer of the Bonds.

Each Bond shall be transferable only upon the books of the Issuer, at the office of the Registrar, under such reasonable regulations as the Issuer may prescribe, by the Holder thereof in person or by his attorney duly authorized in writing upon surrender thereof together with a written instrument of transfer satisfactory to the Registrar duly executed and guaranteed by the Holder or his duly authorized attorney. Upon the transfer of any such Bond, the Issuer shall issue, and cause to be authenticated, in the name of the transferee a new Bond or Bonds of the same aggregate principal amount, interest rate, and maturity as the surrendered Bond. The Issuer, the Registrar and any Paying Agent or fiduciary of the Issuer may deem and treat the Person in whose name any Outstanding Bond shall be registered upon the books of the Issuer as the absolute owner of such Bond, whether such Bond shall be overdue or not, for the purpose of receiving payment of, or on account of, the principal of, redemption premium, if any, and interest on such Bond and for all other purposes, and all such payments so made to any such Holder or upon his order shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid and neither the Issuer nor the Registrar nor any Paying Agent or other fiduciary of the Issuer shall be affected by any notice to the contrary.

The Registrar, in any case where it is not also the Paying Agent in respect to any Bonds, forthwith (A) following the fifteenth day prior to an Interest Date for the Bonds; (B) following the fifteenth day next preceding the date of first mailing of notice of redemption of any Bonds; and (C) at any other time as reasonably requested by the Paying Agent of such Bonds, shall certify and furnish to such Paying Agent the names, addresses and holdings of Bondholders and any other

relevant information reflected in the registration books. Any Paying Agent of any fully registered Bond shall effect payment of interest on such Bonds by mailing a check to the Holder entitled thereto or may, in lieu thereof, upon the request and expense of such Holder, transmit such payment by bank wire transfer for the account of such Holder.

In all cases in which the privilege of exchanging Bonds or transferring Bonds is exercised, the Issuer shall execute and deliver Bonds and the Registrar shall authenticate such Bonds in accordance with the provisions of this Resolution. Execution of Bonds by the Mayor and City Clerk for purposes of exchanging, replacing or transferring Bonds may occur at the time of the original delivery of the Bonds. All Bonds surrendered in any such exchanges or transfers shall be held by the Registrar in safekeeping until directed by the Issuer to be cancelled by the Registrar. For every such exchange or transfer of Bonds, the Issuer or the Registrar may make a charge sufficient to reimburse it for any tax, fee, expense or other governmental charge required to be paid with respect to such exchange or transfer. The Issuer and the Registrar shall not be obligated to make any such exchange or transfer of Bonds during the 15 days next preceding an Interest Date on the Bonds, or, in the case of any proposed redemption of Bonds, then, for the Bonds subject to redemption, during the 15 days next preceding the date of the first mailing of notice of such redemption and continuing until such redemption date.

SECTION 2.08. FULL BOOK ENTRY FOR BONDS. Notwithstanding the provisions set forth in Section 2.07 hereof, the Bonds shall be initially issued in the form of a separate single certificated fully registered bond certificate for each of the maturities of the Bonds. Upon initial issuance, the ownership of each such Bond shall be registered in the registration books kept by the Registrar in the name of Cede & Co., as nominee of The Depository Trust Company ("DTC"). All of the Bonds shall be registered in the registration books kept by the Registrar in the name of Cede & Co., as nominee of DTC. As long as the Bonds shall be registered in the name of Cede & Co., all payments of principal on the Bonds shall be made by the Paying Agent by check or draft or by bank wire transfer to Cede & Co., as Holder of the Bonds, upon presentation of the Bonds to be paid, to the Paying Agent.

With respect to the Bonds registered in the registration books kept by the Registrar in the name of Cede & Co., as nominee of DTC, the Issuer, the Registrar and the Paying Agent shall have no responsibility or obligation to any direct or indirect participant in the DTC book-entry program (the "Participants"). Without limiting the immediately preceding sentence, the Issuer, the Registrar and the Paying Agent shall have no responsibility or obligation with respect to (A) the accuracy of the records of DTC, Cede & Co. or any Participant with respect to any ownership interest on the Bonds, (B) the delivery to any Participant or any other Person other than a Bondholder, as shown in the registration books kept by the Registrar, of any notice with respect to the Bonds, including any notice of redemption, or (C) the payment to any Participant or any other Person, other than a Bondholder, as shown in the registration books kept by the Registrar, of any amount with respect to principal of, redemption premium, if any, or interest on the Bonds. The Issuer, the Registrar and the Paying Agent shall treat and consider the Person in whose name each Bond is registered in the registration books kept by the Registrar as the Holder and absolute owner of such Bond for the purpose of payment of principal, redemption premium, if any, and interest with respect to such Bond, for the purpose of giving notices of redemption and other matters with respect to such Bond, for the purpose of registering transfers with respect to such Bond, and for all other purposes whatsoever. The Paying Agent shall pay all principal of, redemption premium,

if any, and interest on the Bonds only to or upon the order of the respective Holders, as shown in the registration books kept by the Registrar, or their respective attorneys duly authorized in writing, as provided herein and all such payments shall be valid and effective to fully satisfy and discharge the Issuer's obligations with respect to payment of principal, redemption premium, if any, and interest on the Bonds to the extent of the sum or sums so paid. No Person other than a Holder, as shown in the registration books kept by the Registrar, shall receive a certificated Bond evidencing the obligation of the Issuer to make payments of principal, redemption premium, if any, and interest pursuant to the provisions of this Resolution. Upon delivery by DTC to the Issuer of written notice to the effect that DTC has determined to substitute a new nominee in place of Cede & Co., and subject to the provisions in Section 2.07 with respect to transfers during the 15 days next preceding an Interest Date or mailing of notice of redemption, the words "Cede & Co." shall refer to such new nominee of DTC; and upon receipt of such notice, the Issuer shall promptly deliver a copy of the same to the Registrar and the Paying Agent.

Upon (A) receipt by the Issuer of written notice from DTC (i) to the effect that a continuation of the requirement that all of the Outstanding Bonds be registered in the registration books kept by the Registrar in the name of Cede & Co., as nominee of DTC, is not in the best interest of the beneficial owners of the Bonds or (ii) to the effect that DTC is unable or unwilling to discharge its responsibilities and no substitute depository willing to undertake the functions of DTC hereunder can be found which is willing and able to undertake such functions upon reasonable and customary terms, or (B) determination by the Issuer that such book-entry only system is burdensome or undesirable to the Issuer and compliance by the Issuer of all applicable policies and procedures of DTC regarding discontinuance of the book entry registration system, the Bonds shall no longer be restricted to being registered in the registration books kept by the Registrar in the name of Cede & Co., as nominee of DTC, but may be registered in whatever name or names Holders shall designate, in accordance with the provisions of this Resolution. In such event, the Issuer shall issue, and the Registrar shall authenticate, transfer and exchange the Bonds of like principal amount, interest rate and maturity, in denominations of \$5,000 or any integral multiple thereof to the Holders thereof. The foregoing notwithstanding, until such time as participation in the book-entry only system is discontinued, the provisions set forth in the Blanket Letter of Representations to be executed by the Issuer and delivered to DTC shall apply to the payment of principal of, redemption premium, if any, and interest on the Bonds. The Council hereby authorizes any Authorized Issuer Officer to execute and deliver a Blanket Letter of Representations to DTC.

SECTION 2.09. FORM OF BONDS. The text of the Bonds shall be in substantially the following form with such omissions, insertions and variations as may be necessary and/or desirable and approved by the Mayor prior to the issuance thereof (which necessity and/or desirability and approval shall be presumed by such officer's execution of the Bonds and the Issuer's delivery of the Bonds to the purchaser or purchasers thereof):

[Remainder of page intentionally left blank]

No. R- _____ \$ _____

**UNITED STATES OF AMERICA
STATE OF FLORIDA
CITY OF BRADENTON, FLORIDA
CAPITAL IMPROVEMENT NON-AD VALOREM
REVENUE AND REFUNDING BOND, SERIES 2024**

<u>Interest</u>	<u>Maturity</u>	<u>Date of</u>	
<u>Rate</u>	<u>Date</u>	<u>Original Issue</u>	<u>CUSIP Number</u>
%			

Registered Holder: CEDE & CO.

Principal Amount: _____ AND NO/100 DOLLARS

KNOW ALL MEN BY THESE PRESENTS, that the City of Bradenton, Florida, a municipal corporation and public body corporate and politic of the State of Florida (the "Issuer"), for value received, hereby promises to pay, solely from the Non-Ad Valorem Revenues hereinafter described, to the Registered Holder identified above, or registered assigns as hereinafter provided, on the Maturity Date identified above, the Principal Amount identified above and to pay interest on such Principal Amount from the Date of Original Issue identified above or from the most recent interest payment date to which interest has been paid at the Interest Rate per annum identified above on March 1 and September 1 of each year commencing September 1, 2024, until such Principal Amount shall have been paid, except as the provisions hereinafter set forth with respect to redemption prior to maturity may be or become applicable hereto.

Such Principal Amount and interest and the premium, if any, on this Bond are payable in any coin or currency of the United States of America which, on the respective dates of payment thereof, shall be legal tender for the payment of public and private debts. Such Principal Amount and the redemption premium, if any, on this Bond are payable at the designated corporate trust office of U.S. Bank Trust Company, National Association, as Paying Agent. Payment of each installment of interest shall be made to the person in whose name this Bond shall be registered on the registration books of the Issuer maintained by U.S. Bank Trust Company, National Association, as Registrar, at the close of business on the date which shall be the fifteenth day (whether or not a business day) next preceding each interest payment date and shall be paid by a check of such Paying Agent mailed to such Registered Holder at the address appearing on such registration books or, at the request of such Registered Holder, by bank wire transfer for the account of such Holder. Interest shall be calculated on the basis of a 360-day year of twelve 30-day months.

This Bond is one of an authorized issue of Bonds in the aggregate principal amount of \$42,000,000 (the "Bonds") of like date, tenor and effect, except as to maturity date, interest rate, denomination and number issued under the authority of and in full compliance with the Constitution and laws of the State of Florida, particularly Chapter 166, Part II, Florida Statutes,

the City Charter of the City, and other applicable provisions of law (collectively, the "Act"), and Resolution No. _____ duly adopted by the City Council of the Issuer on May 22, 2024, as the same may be amended and supplemented (the "Resolution"), and is subject to all the terms and conditions of the Resolution. The Bonds are being issued to finance certain capital improvements in and for the Issuer and to refund certain outstanding indebtedness.

Pursuant to the Resolution, the Issuer has covenanted to appropriate in its annual budget, by amendment, if necessary, such amounts of Non-Ad Valorem Revenues (as defined in the Resolution) which are not otherwise pledged, restricted or encumbered, as shall be necessary to pay the principal of and interest on the Bonds when due and all required rebate payments. Such covenant to appropriate Non-Ad Valorem Revenues is not a pledge by the Issuer of such Non-Ad Valorem Revenues and is subject in all respects to the payment of obligations secured by a pledge of such Non-Ad Valorem Revenues heretofore or hereafter entered into (including the payment of debt service on bonds or other debt instruments) and also to the payment of services and programs which are for essential public purposes affecting the health, safety and welfare of the inhabitants of the Issuer or which are legally mandated by applicable law, all in the manner and to the extent provided in the Resolution.

IT IS EXPRESSLY AGREED BY THE REGISTERED HOLDER OF THIS BOND THAT THE FULL FAITH AND CREDIT OF THE ISSUER, THE STATE OF FLORIDA, OR ANY POLITICAL SUBDIVISION OR AGENCY THEREOF, ARE NOT PLEDGED TO THE PAYMENT OF THE PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THIS BOND AND THAT SUCH HOLDER SHALL NEVER HAVE THE RIGHT TO REQUIRE OR COMPEL THE EXERCISE OF ANY TAXING POWER OF THE ISSUER, THE STATE OF FLORIDA, OR ANY POLITICAL SUBDIVISION OR AGENCY THEREOF, TO THE PAYMENT OF SUCH PRINCIPAL, PREMIUM, IF ANY, AND INTEREST. THIS BOND AND THE OBLIGATION EVIDENCED HEREBY SHALL NOT CONSTITUTE A LIEN UPON ANY PROPERTY OF THE ISSUER BUT SHALL BE PAYABLE SOLELY FROM THE AMOUNTS BUDGETED AND APPROPRIATED BY THE ISSUER AS DESCRIBED ABOVE AND AS PROVIDED IN THE RESOLUTION.

The Issuer has established a book-entry system of registration for the Bonds. Except as specifically provided otherwise in the Resolution, an agent will hold this Bond on behalf of the beneficial owner thereof. By acceptance of a confirmation of purchase, delivery or transfer, the beneficial owner of this Bond shall be deemed to have agreed to such arrangement.

This Bond is transferable in accordance with the terms of the Resolution only upon the books of the Issuer kept for that purpose at the designated corporate trust office of the Registrar by the Registered Holder hereof in person or by his attorney duly authorized in writing, upon the surrender of this Bond together with a written instrument of transfer satisfactory to the Registrar duly executed by the Registered Holder or his attorney duly authorized in writing, and thereupon a new Bond or Bonds in the same aggregate principal amount shall be issued to the transferee in exchange therefor, and upon the payment of the charges, if any, therein prescribed. The Bonds are issuable in the form of fully registered Bonds in the denomination of \$5,000 and any integral multiple thereof, not exceeding the aggregate principal amount of the Bonds. The Issuer, the Registrar and any Paying Agent may treat the Registered Holder of this Bond as the absolute owner hereof for all purposes, whether or not this Bond shall be overdue, and shall not be affected by any

notice to the contrary. The Issuer shall not be obligated to make any exchange or transfer of the Bonds during the 15 days next preceding an interest payment date or, in the case of any proposed redemption of the Bonds, then, for the Bonds subject to such redemption, during the 15 days next preceding the date of the first mailing of notice of such redemption.

(INSERT REDEMPTION PROVISIONS)

Redemption of this Bond under the preceding paragraphs shall be made as provided in the Resolution upon notice given by first class mail sent at least 30 days prior to the redemption date to the Registered Holder hereof at the address shown on the registration books maintained by the Registrar; provided, however, that failure to mail notice to the Registered Holder hereof, or any defect therein, shall not affect the validity of the proceedings for redemption of other Bonds as to which no such failure or defect has occurred. In the event that less than the full principal amount hereof shall have been called for redemption, the Registered Holder hereof shall surrender this Bond in exchange for one or more Bonds in an aggregate principal amount equal to the unredeemed portion of principal, as provided in the Resolution.

As long as the book-entry only system is used for determining beneficial ownership of the Bonds, notice of redemption will only be sent to Cede & Co. Cede & Co. will be responsible for notifying the DTC Participants, who will in turn be responsible for notifying the beneficial owners of the Bonds. Any failure of Cede & Co. to notify any DTC Participant, or of any DTC Participant to notify the beneficial owner of any such notice, will not affect the validity of the redemption of the Bonds.

Reference to the Resolution and any and all resolutions supplemental thereto and modifications and amendments thereof and to the Act is made for a description of the pledge and covenants securing this Bond, the nature, manner and extent of enforcement of such pledge and covenants, and the rights, duties, immunities and obligations of the Issuer.

It is hereby certified and recited that all acts, conditions and things required to exist, to happen and to be performed precedent to and in the issuance of this Bond, exist, have happened and have been performed, in regular and due form and time as required by the laws and Constitution of the State of Florida applicable thereto, and that the issuance of the Bonds does not violate any constitutional or statutory limitations or provisions.

Neither the Mayor nor the members of the Council of the Issuer nor any person executing this Bond shall be liable personally hereon or be subject to any personal liability or accountability by reason of the issuance hereof.

This Bond shall not be valid or become obligatory for any purpose until the certificate of authentication hereon shall have been signed by the Registrar.

IN WITNESS WHEREOF, the City of Bradenton, Florida has issued this Bond and has caused the same to be executed by the manual or facsimile signature of its Mayor and attested by the manual or facsimile signature of its Clerk, and its official seal or a facsimile thereof to be affixed or reproduced hereon, all Date of Original Issue.

CITY OF BRADENTON, FLORIDA

(SEAL)

By: _____
Mayor

ATTESTED:

By: _____
City Clerk

CERTIFICATE OF AUTHENTICATION

This Bond is one of the Bonds of the issue described in the within-mentioned Resolution.

DATE OF AUTHENTICATION:

U.S. BANK TRUST COMPANY, NATIONAL ASSOCIATION, as Registrar

By: _____
Authorized Officer

Unless this certificate is presented by an authorized representative of The Depository Trust Company to the Issuer or its agent for registration of transfer, exchange or payment, and any certificate issued is registered in the name of Cede & Co. or such other name as requested by the authorized representative of The Depository Trust Company and any payment is made to Cede & Co., ANY TRANSFER, PLEDGE OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL since the registered owner hereof, Cede & Co., has an interest herein.

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto

Insert Social Security or Other Identifying Number of Assignee

(Name and Address of Assignee)

the within Bond and does hereby irrevocably constitute and appoint _____, as attorneys to register the transfer of the said Bond on the books kept for registration thereof with full power of substitution in the premises.

Dated: _____

Signature guaranteed:

NOTICE: Signature must be guaranteed by an institution which is a participant in the Securities Transfer Agent Medallion Program (STAMP) or similar program.

NOTICE: The signature to this assignment must correspond with the name of the Registered Holder as it appears upon the face of the within Bond in every particular, without alteration or enlargement or any change whatever and the Social Security or other identifying number of such assignee must be supplied.

The following abbreviations, when used in the inscription on the face of the within Bond, shall be construed as though they were written out in full according to applicable laws or regulations:

TEN COM -- as tenants in common

TEN ENT -- as tenants by the entireties

JT TEN -- as joint tenants with right of survivorship and not as tenants in common

UNIF TRANS MIN ACT _____
(Cust.)

Custodian for _____
under Uniform Transfers to Minors Act of _____
(State)

Additional abbreviations may also be used though not in list above.

ARTICLE III REDEMPTION OF BONDS

SECTION 3.01. PRIVILEGE OF REDEMPTION. (A) The terms of this Article III shall apply to redemption of Bonds.

(B) The Bonds shall be subject to such optional and mandatory sinking fund redemption provisions, if any, as are determined pursuant to Section 2.01(B) hereof.

SECTION 3.02. SELECTION OF BONDS TO BE REDEEMED. The Bonds shall be redeemed only in the principal amount of \$5,000 each and integral multiples thereof. The Issuer shall, at least 35 days prior to the redemption date (unless a shorter time period shall be satisfactory to the Registrar) notify the Registrar of such redemption date and of the principal amount of Bonds to be redeemed. For purposes of any redemption of less than all of the Outstanding Bonds of a single maturity, the particular Bonds or portions of Bonds to be redeemed shall be selected not more than 45 days and not less than 35 days prior to the redemption date by the Registrar from the Outstanding Bonds of the maturity or maturities designated by the Issuer by such method as the Registrar shall deem fair and appropriate and which may provide for the selection for redemption of Bonds or portions of Bonds in principal amounts of \$5,000 and integral multiples thereof. If less than all of a Term Bond is to be redeemed the aggregate principal amount to be redeemed shall be allocated to the Amortization Installments on a pro-rata basis unless the Issuer, in its discretion, designates a different allocation.

If less than all of the Outstanding Bonds of a single maturity are to be redeemed, the Registrar shall promptly notify the Issuer and Paying Agent (if the Registrar is not the Paying Agent for such Bonds) in writing of the Bonds or portions of Bonds selected for redemption and, in the case of any Bond selected for partial redemption, the principal amount thereof to be redeemed.

SECTION 3.03. NOTICE OF REDEMPTION. Notice of such redemption, which shall specify the Bond or Bonds (or portions thereof) to be redeemed and the date and place for redemption, shall be given by the Registrar on behalf of the Issuer, and (A) shall be filed with the Paying Agent of such Bonds, and (B) shall be mailed first class, postage prepaid, not less than 30 days nor more than 45 days prior to the redemption date to all Holders of Bonds to be redeemed at their addresses as they appear on the registration books kept by the Registrar as of the date of mailing of such notice. Failure to mail such notice to the Holders of the Bonds to be redeemed, or any defect therein, shall not affect the proceedings for redemption of Bonds as to which no such failure or defect has occurred. Failure of any Holder to receive any notice mailed as herein provided shall not affect the proceedings for redemption of such Holder's Bonds.

Each notice of redemption shall state: (1) the CUSIP numbers and any other distinguishing number or letter of all Bonds being redeemed, (2) the original issue date of such Bonds, (3) the maturity date and rate of interest borne by each Bond being redeemed, (4) the redemption date, (5) the Redemption Price, (6) the date on which such notice is mailed, (7) if less than all Outstanding Bonds are to be redeemed, the certificate number (and, in the case of a partial redemption of any Bond, the principal amount) of each Bond to be redeemed, (8) that on such redemption date there shall become due and payable upon each Bond to be redeemed the Redemption Price thereof, or

the Redemption Price of the specified portions of the principal thereof in the case of Bonds to be redeemed in part only, together with interest accrued thereon to the redemption date, and that from and after such date interest thereon shall cease to accrue and be payable, (9) that the Bonds to be redeemed, whether as a whole or in part, are to be surrendered for payment of the Redemption Price at the designated office of the Registrar at an address specified, (10) the name and telephone number of a person designated by the Registrar to be responsible for such redemption, (11) unless sufficient funds have been set aside by the Issuer for such purpose prior to the mailing of the notice of redemption, that such redemption is conditioned upon the deposit of sufficient funds for such purpose on or prior to the date set for redemption, and (12) any other conditions that must be satisfied prior to such redemption.

The Issuer may provide that a redemption may be contingent upon the occurrence of certain conditions and that if such conditions do not occur the notice of redemption will be rescinded, provided notice of rescission shall be mailed in the manner described above to all affected Bondholders not later than three business days prior to the date of redemption.

SECTION 3.04. REDEMPTION OF PORTIONS OF BONDS. Any Bond which is to be redeemed only in part shall be surrendered at any place of payment specified in the notice of redemption (with due endorsement by, or written instrument of transfer in form satisfactory to the Registrar duly executed by, the Holder thereof or his attorney duly authorized in writing) and the Issuer shall execute and the Registrar shall authenticate and deliver to the Holder of such Bond, without service charge, a new Bond or Bonds, of any authorized denomination, as requested by such Holder in an aggregate principal amount equal to and in exchange for the unredeemed portion of the principal of the Bonds so surrendered.

SECTION 3.05. PAYMENT OF REDEEMED BONDS. Notice of redemption having been given substantially as aforesaid and not subsequently rescinded, the Bonds or portions of Bonds to be redeemed shall, on the redemption date, become due and payable at the Redemption Price therein specified, and from and after such date (unless the Issuer shall default in the payment of the Redemption Price) such Bonds or portions of Bonds shall cease to bear interest. Upon surrender of such Bonds for redemption in accordance with said notice, such Bonds shall be paid by the Registrar and/or Paying Agent at the appropriate Redemption Price, plus accrued interest. All Bonds which have been redeemed shall be cancelled and destroyed by the Registrar and shall not be reissued.

SECTION 3.06. PURCHASE IN LIEU OF OPTIONAL REDEMPTION. Notwithstanding anything in this Resolution to the contrary, at any time the Bonds are subject to optional redemption pursuant to this Resolution, all or a portion of the Bonds to be redeemed as specified in the notice of redemption, may be purchased by the Paying Agent, as trustee, at the direction of the Issuer, on the date which would be the redemption date if such Bonds were redeemed rather than purchased in lieu thereof, at a purchase price equal to the Redemption Price which would have been applicable to such Bonds on the redemption date for the account of and at the direction of the Issuer who shall give the Paying Agent, as trustee, notice at least ten (10) days prior to the scheduled redemption date accompanied by an opinion of Bond Counsel to the effect that such purchase will not adversely affect the exclusion from gross income for federal income tax purposes of interest on such Bonds. In the event the Paying Agent, as trustee, is so directed to purchase Bonds in lieu of optional redemption, no notice to the holders of the Bonds to be so

purchased (other than the notice of redemption otherwise required under this Resolution) shall be required, and the Paying Agent, as trustee, shall be authorized to apply to such purchase the funds which would have been used to pay the Redemption Price for such Bonds if such Bonds had been redeemed rather than purchased. Each Bond so purchased shall not be canceled or discharged and shall be registered in the name of the Issuer. Bonds to be purchased under this Resolution in the manner set forth above which are not delivered to the Paying Agent, as trustee, on the purchase date shall be deemed to have been so purchased and not optionally redeemed on the purchase date and shall cease to accrue interest as to the former holder thereof on the purchase date.

[Remainder of page intentionally left blank]

**ARTICLE IV
SECURITY; FUNDS; COVENANTS OF THE ISSUER**

SECTION 4.01. BONDS NOT TO BE INDEBTEDNESS OF ISSUER. The Bonds shall not be or constitute general obligations or indebtedness of the Issuer as "bonds" within the meaning of any constitutional or statutory provision, but shall be special obligations of the Issuer, payable solely from amounts budgeted and appropriated by the Issuer from Non-Ad Valorem Revenues in accordance with Section 4.02 hereof. No Holder of any Bond shall ever have the right to compel the exercise of any ad valorem taxing power to pay such Bond or be entitled to payment of such Bond from any moneys of the Issuer except from the Non-Ad Valorem Revenues in the manner and to the extent provided herein.

SECTION 4.02. COVENANT TO BUDGET AND APPROPRIATE; PAYMENT OF BONDS. The Issuer covenants and agrees to appropriate in its annual budget, by amendment, if necessary, from Non-Ad Valorem Revenues amounts sufficient to (A) pay principal of and interest on the Bonds when due, and (B) pay all required deposits to the Rebate Fund pursuant to Section 4.04 hereof. Such covenant and agreement on the part of the Issuer to budget and appropriate such amounts of Non-Ad Valorem Revenues shall be cumulative to the extent not paid and shall continue until such Non-Ad Valorem Revenues or other legally available funds in amounts sufficient to make all such required payments shall have been budgeted, appropriated and actually paid. Notwithstanding the foregoing covenant of the Issuer, the Issuer does not covenant to maintain any services or programs, now provided or maintained by the Issuer, which generate Non-Ad Valorem Revenues.

Such covenant to budget and appropriate does not create any lien upon or pledge of such Non-Ad Valorem Revenues, nor does it preclude the Issuer from pledging in the future its Non-Ad Valorem Revenues, nor does it require the Issuer to levy and collect any particular Non-Ad Valorem Revenues, nor does it give the Bondholders a prior claim on the Non-Ad Valorem Revenues as opposed to claims of general creditors of the Issuer. Such covenant to budget and appropriate Non-Ad Valorem Revenues is subject in all respects to the payment of obligations secured by a pledge of such Non-Ad Valorem Revenues heretofore or hereafter entered into (including the payment of debt service on bonds and other debt instruments). However, the covenant to budget and appropriate for the purposes and in the manner stated herein shall have the effect of making available for the payment of the Bonds, in the manner described herein, Non-Ad Valorem Revenues and placing on the Issuer a positive duty to appropriate and budget, by amendment, if necessary, amounts sufficient to meet its obligations hereunder; subject, however, in all respects to the restrictions of Section 166.241(2), Florida Statutes, which generally provide that the governing body of each municipality may only make appropriations for each fiscal year which, in any one year, shall not exceed the amount to be received from taxation or other revenue sources; and subject, further, to the payment of services and programs which are for essential public purposes affecting the health, safety and welfare of the inhabitants of the Issuer or which are legally mandated by applicable law.

The Issuer covenants and agrees to transfer to the Paying Agent for the Bonds, solely from funds budgeted and appropriated as described in this Section 4.02, on or before the date designated for payment of any principal of or interest on the Bonds, sufficient moneys to pay such principal

or interest. The Registrar and Paying Agent shall utilize such moneys for payment of the principal and interest on the Bonds when due.

SECTION 4.03. CONSTRUCTION FUND. The Issuer covenants and agrees to establish a separate fund, to be known as the "City of Bradenton, Florida Capital Improvement Revenue Bonds, Series 2024 Construction Fund," which shall be used only for payment of the Costs of the Project. Moneys in the Construction Fund, until applied in payment of any item of the Cost of the Project in the manner hereinafter provided, shall be held in trust by the Issuer and shall be subject to a lien and charge in favor of the Holders of the Bonds and for the further security of such Holders. There shall be paid into the Construction Fund the amounts required to be so paid by the provisions of this Resolution or a Supplemental Resolution.

The Issuer covenants that the acquisition, construction and equipping of the Project will be completed without delay and in accordance with sound engineering practices. The Issuer shall make disbursements or payments from the Construction Fund to pay the Cost of the Project upon the filing with the Clerk of documents and/or certificates signed by an Authorized Issuer Officer, stating with respect to each disbursement or payment to be made: (1) the item number of the payment, (2) the name and address of the Person to whom payment is due, (3) the amount to be paid, (4) the purpose, by general classification, for which payment is to be made, and (5) that (A) each obligation, item of cost or expense mentioned therein has been properly incurred, is in payment of a part of the Cost of the Project and is a proper charge against the Construction Fund and has not been the basis of any previous disbursement or payment, or (B) each obligation, item of cost or expense mentioned therein has been paid by the Issuer, is a reimbursement of a part of the Cost of a Project, is a proper charge against the account of the Construction Fund from which payment is to be made, has not been theretofore reimbursed to the Issuer or otherwise been the basis of any previous disbursement or payment and the Issuer is entitled to reimbursement thereof. The Clerk shall retain all such documents and/or certificates of the Authorized Issuer Officer for seven (7) years from the dates of such documents and/or certificates. The Clerk shall make available the documents and/or certificates at all reasonable times for inspection by any Holder of any of the Bonds or the agent or representative of any Holder of any of the Bonds.

Notwithstanding any of the other provisions of this Section 4.03, to the extent that other moneys are not available therefor, amounts in the Construction Fund shall be applied to the payment of principal and interest on Bonds when due.

The date of completion of the Project shall be determined by the Authorized Issuer Officer, who shall certify such fact in writing to the Council. Promptly after the date of the completion of the Project, and after paying or making provisions for the payment of all unpaid items of the Cost of such Project, the Issuer shall deposit any balance of moneys remaining in the Construction Fund in such other fund or account established hereunder as shall be determined by the Council, provided the Issuer has received an opinion of Bond Counsel to the effect that such transfer shall not adversely affect the exclusion, if any, of interest on the Bonds from gross income for purposes of federal income taxation.

SECTION 4.04. REBATE FUND. The Issuer covenants and agrees to establish a special fund to be known as the "City of Bradenton, Florida Capital Improvement Revenue Bonds, Series 2024 Rebate Fund," which shall be held in trust by the Issuer and used solely to make

required rebates to the United States (except to the extent the same may be used to pay debt service on the Bonds) and the Bondholders shall have no right to have the same applied for debt service on the Bonds. The Issuer agrees to undertake all actions required of it in its arbitrage certificate relating to the Bonds, including, but not limited to:

- (A) making a determination in accordance with the Code of the amount required to be deposited in the Rebate Fund;
- (B) depositing the amount determined in clause (A) above into the Rebate Fund;
- (C) paying on the dates and in the manner required by the Code to the United States Treasury from the Rebate Fund and any other legally available moneys of the Issuer such amounts as shall be required by the Code to be rebated to the United States Treasury; and
- (D) keeping such records of the determinations made pursuant to this Section 4.04 as shall be required by the Code, as well as evidence of the fair market value of any investments purchased with proceeds of the Bonds.

The provisions of the above-described arbitrage certificates may be amended without the consent of any Holder from time to time as shall be necessary, in the opinion of Bond Counsel, to comply with the provisions of the Code.

SECTION 4.05. ANTI-DILUTION. During such time as any Bonds are outstanding hereunder, the Issuer agrees and covenants with the Bondholders that upon the issuance of any subsequent Debt, (A) Non-Ad Valorem Revenues shall cover projected Maximum Annual Debt Service on the Bonds and maximum annual debt service on Debt by at least 1.5x; and (B) projected Maximum Annual Debt Service on the Bonds and maximum annual debt service for all Debt will not exceed 25% of Governmental Funds Revenues, exclusive of (i) ad valorem tax revenues restricted to payment of debt service on any Debt and (ii) any proceeds of the Bonds or Debt. The calculations required by clauses (A) and (B) above shall be determined using the average of actual receipts for the prior two Fiscal Years based on the Issuer's Annual Audits.

For the purposes of the covenants contained in this Section 4.05, maximum annual debt service on Debt means, with respect to Debt that bears interest at a fixed interest rate, the actual maximum annual debt service, and, with respect to Debt which bears interest at a variable interest rate, maximum annual debt service on such Debt shall be determined assuming that interest accrues on such Debt at the current "Bond Buyer Revenue Bond Index" as published in *The Bond Buyer* no more than two weeks prior to any such calculation; provided, however, if any Debt, whether bearing interest at a fixed or variable interest rate, constitutes Balloon Indebtedness, as defined in the immediately following sentence, maximum annual debt service on such Debt shall be determined assuming such Debt is amortized from its date of issuance over 25 years on an approximately level debt service basis. For purposes of the foregoing sentence, "Balloon Indebtedness" means Debt, 25% or more of the original principal of which matures during any one Fiscal Year. In addition, with respect to debt service on any Debt which is subject to a Qualified Hedge Agreement, interest on such Debt during the term of such Qualified Hedge Agreement shall be deemed to be the Hedge Payments coming due during such period of time. With respect to debt service on any Debt with respect to which the Issuer elects to receive or is otherwise entitled to

receive direct subsidy payments from the United States Department of Treasury, when determining the interest on such Debt for any particular interest payment date the amount of the corresponding subsidy payment shall be deducted from the amount of interest which is due and payable with respect to such Debt on the interest payment date, but only to the extent that the Issuer reasonably believes that it will be in receipt of such subsidy payment on or prior to such interest payment date.

SECTION 4.06. SEPARATE ACCOUNTS. The moneys required to be accounted for herein may be deposited in a single bank account and invested in a common investment pool, provided that adequate accounting records are maintained to reflect and control the restricted allocation of the moneys on deposit therein and such investments for the purposes herein provided.

The designation and establishment of any fund in and by this Resolution shall not be construed to require the establishment of any completely independent, self-balancing fund as such term is commonly defined and used in governmental accounting, but rather is intended solely to constitute an earmarking of certain revenues for certain purposes and to establish certain priorities for application of such revenues as herein provided.

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**ARTICLE V
COVENANTS**

SECTION 5.01. GENERAL. The Issuer hereby makes the following covenants, in addition to all other covenants in this Resolution, with each and every successive Holder of any of the Bonds so long as any of said Bonds remain Outstanding.

SECTION 5.02. ANNUAL BUDGET. The Issuer shall annually prepare and adopt, prior to the beginning of each Fiscal Year, an Annual Budget in accordance with applicable law.

If for any reason the Issuer shall not have adopted the Annual Budget before the first day of any Fiscal Year, the preliminary budget for such year shall be deemed to be in effect for such Fiscal Year until the Annual Budget for such Fiscal Year is adopted.

The Issuer shall also provide the Annual Budget and amendments thereto to any Holder or Holders of Bonds upon written request. The Issuer shall be permitted to make a reasonable charge for furnishing such information to such Holder or Holders.

SECTION 5.03. ANNUAL AUDIT. The Issuer shall, immediately after the close of each Fiscal Year, cause the books, records and accounts relating to the Issuer to be properly audited by a recognized independent firm of certified public accountants, and shall require such accountants to complete their report of such Annual Audit in accordance with applicable law. Each Annual Audit shall be in conformity with generally accepted accounting principles as applied to governmental entities.

The Issuer shall also provide the Annual Audit to any Holder or Holders of Bonds upon written request. The Issuer shall be permitted to make a reasonable charge for furnishing such information to such Holder or Holders.

SECTION 5.04. FEDERAL INCOME TAXATION COVENANTS. The Issuer covenants with the Holders of the Bonds that it shall not use the proceeds of the Bonds in any manner which would cause the interest on such Bonds to be or become included in gross income for purposes of federal income taxation.

The Issuer covenants with the Holders of the Bonds that neither the Issuer nor any Person under its control or direction will make any use of the proceeds of the Bonds (or amounts deemed to be proceeds under the Code) in any manner which would cause the Bonds to be "arbitrage bonds" within the meaning of the Code and neither the Issuer nor any other Person shall do any act or fail to do any act which would cause the interest on the Bonds to become subject to inclusion within gross income for purposes of federal income taxation.

The Issuer hereby covenants with the Holders of the Bonds that it will comply with all provisions of the Code necessary to maintain the exclusion from gross income of interest on the Bonds for purposes of federal income taxation, including, in particular, the payment of any amount required to be rebated to the U.S. Treasury pursuant to the Code.

**ARTICLE VI
DEFAULTS AND REMEDIES**

SECTION 6.01. EVENTS OF DEFAULT. The following events shall each constitute an "Event of Default":

(A) Default shall be made in the payment of the principal of, Amortization Installment, redemption premium, if any, or interest on any Bond when due.

(B) There shall occur the dissolution or liquidation of the Issuer, or the filing by the Issuer of a voluntary petition in bankruptcy, or the commission by the Issuer of any act of bankruptcy, or adjudication of the Issuer as a bankrupt, or assignment by the Issuer for the benefit of its creditors, or appointment of a receiver for the Issuer, or the entry by the Issuer into an agreement of composition with its creditors, or the approval by a court of competent jurisdiction of a petition applicable to the Issuer in any proceeding for its reorganization instituted under the provisions of the Federal Bankruptcy Act, as amended, or under any similar act in any jurisdiction which may now be in effect or hereafter enacted.

(C) The Issuer shall default in the due and punctual performance of any other of the covenants, conditions, agreements and provisions contained in the Bonds or in this Resolution on the part of the Issuer to be performed, and such default shall continue for a period of 90 days after written notice of such default shall have been received from the Holders of not less than 25% of the aggregate principal amount of Bonds Outstanding. Notwithstanding the foregoing, the Issuer shall not be deemed to be in default hereunder if such default can be cured within a reasonable period of time and if the Issuer in good faith institutes appropriate curative action and diligently pursues such action until default has been corrected.

SECTION 6.02. REMEDIES. Any Holder of Bonds issued under the provisions of this Resolution or any trustee or receiver acting for such Bondholders may either at law or in equity, by suit, action, mandamus or other proceedings in any court of competent jurisdiction, protect and enforce any and all rights under the Laws of the State of Florida, or granted and contained in this Resolution, and may enforce and compel the performance of all duties required by this Resolution or by any applicable statutes to be performed by the Issuer or by any officer thereof; provided, however, that no Holder, trustee or receiver shall have the right to declare the Bonds immediately due and payable.

The Holder or Holders of Bonds in an aggregate principal amount of not less than 25% of the Bonds then Outstanding may by a duly executed certificate in writing appoint a trustee for Holders of Bonds issued pursuant to this Resolution with authority to represent such Bondholders in any legal proceedings for the enforcement and protection of the rights of such Bondholders and such certificate shall be executed by such Bondholders or their duly authorized attorneys or representatives, and shall be filed in the office of the Clerk. Notice of such appointment, together with evidence of the requisite signatures of the Holders of not less than 25% in aggregate principal amount of Bonds Outstanding and the trust instrument under which the trustee shall have agreed to serve shall be filed with the Issuer and the trustee and notice of such appointment shall be given to all Holders of Bonds in the same manner as notices of redemption are given hereunder. After the appointment of the first trustee hereunder, no further trustees may be appointed; however, the

Holders of a majority in aggregate principal amount of all the Bonds then Outstanding may remove the trustee initially appointed and appoint a successor and subsequent successors at any time.

SECTION 6.03. DIRECTIONS TO TRUSTEE AS TO REMEDIAL PROCEEDINGS. The Holders of a majority in principal amount of the Bonds then Outstanding have the right, by an instrument or concurrent instruments in writing executed and delivered to the trustee, to direct the method and place of conducting all remedial proceedings to be taken by the trustee hereunder with respect to the Bonds owned by such Holders, provided that such direction shall not be otherwise than in accordance with law or the provisions hereof, and that the trustee shall have the right to decline to follow any direction which in the opinion of the trustee would be unjustly prejudicial to Holders of Bonds not parties to such direction.

SECTION 6.04. REMEDIES CUMULATIVE. No remedy herein conferred upon or reserved to the Bondholders is intended to be exclusive of any other remedy or remedies, and each and every such remedy shall be cumulative, and shall be in addition to every other remedy given hereunder or now or hereafter existing at law or in equity or by statute.

SECTION 6.05. WAIVER OF DEFAULT. No delay or omission of any Bondholder to exercise any right or power accruing upon any default shall impair any such right or power or shall be construed to be a waiver of any such default, or an acquiescence therein; and every power and remedy given by Section 6.02 to the Bondholders may be exercised from time to time, and as often as may be deemed expedient.

SECTION 6.06. APPLICATION OF MONEYS AFTER DEFAULT. If an Event of Default shall happen and shall not have been remedied, the Issuer or a trustee or receiver appointed for the purpose shall apply all moneys received from the Issuer for payment of the Bonds as follows and in the following order:

A. To the payment of the reasonable and proper charges, expenses and liabilities of the trustee or receiver and Registrar hereunder;

B. To the payment of the interest and principal or Redemption Price, if applicable, then due on the Bonds, as follows:

(1) Unless the principal of all the Bonds shall have become due and payable, all such moneys shall be applied:

FIRST: to the payment to the Persons entitled thereto of all installments of interest then due, in the order of the maturity of such installments, and, if the amount available shall not be sufficient to pay in full any particular installment, then to the payment ratably, according to the amounts due on such installment, to the Persons entitled thereto, without any discrimination or preference;

SECOND: to the payment to the Persons entitled thereto of the unpaid principal of any of the Bonds which shall have become due at maturity or upon mandatory redemption prior to maturity (other than Bonds called for redemption for the payment of which moneys are held pursuant to the provisions of Section 8.01 of this Resolution), in the order of their due dates, with interest upon such Bonds from

the respective dates upon which they became due, and, if the amount available shall not be sufficient to pay in full Bonds due on any particular date, together with such interest, then to the payment first of such interest, ratably according to the amount of such interest due on such date, and then to the payment of such principal, ratably according to the amount of such principal due on such date, to the Persons entitled thereto without any discrimination or preference; and

THIRD: to the payment of the Redemption Price of any Bonds called for optional redemption pursuant to the provisions of this Resolution.

(2) If the principal of all the Bonds shall have become due and payable, all such moneys shall be applied to the payment of the principal and interest then due and unpaid upon the Bonds, with interest thereon as aforesaid, without preference or priority of principal over interest or of interest over principal, or of any installment of interest over any other installment of interest, or of any Bond over any other Bond, ratably, according to the amounts due respectively for principal and interest, to the Persons entitled thereto without any discrimination or preference.

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**ARTICLE VII
SUPPLEMENTAL RESOLUTIONS**

SECTION 7.01. SUPPLEMENTAL RESOLUTION WITHOUT BONDHOLDERS' CONSENT. The Issuer, from time to time and at any time, may adopt such Supplemental Resolutions without the consent of the Bondholders (which Supplemental Resolution shall thereafter form a part hereof) for any of the following purposes:

- (A) To cure any ambiguity or formal defect or omission or to correct any inconsistent provisions in this Resolution or to clarify any matters or questions arising hereunder.
- (B) To grant to or confer upon the Bondholders any additional rights, remedies, powers, authority or security that may lawfully be granted to or conferred upon the Bondholders.
- (C) To add to the conditions, limitations and restrictions on the issuance of Bonds under the provisions of this Resolution other conditions, limitations and restrictions thereafter to be observed.
- (D) To add to the covenants and agreements of the Issuer in this Resolution other covenants and agreements thereafter to be observed by the Issuer or to surrender any right or power herein reserved to or conferred upon the Issuer.
- (E) To specify and determine the matters and things referred to in Section 2.01 hereof and also any other matters and things relative to such Bonds which are not contrary to or inconsistent with this Resolution as theretofore in effect, or to amend, modify or rescind any such authorization, specification or determination at any time prior to the first delivery of the Bonds.
- (F) To make any other change that, in the reasonable opinion of the Issuer, would not materially adversely affect the interests of the Holders of the Bonds.

SECTION 7.02. SUPPLEMENTAL RESOLUTION WITH BONDHOLDERS' CONSENT. Subject to the terms and provisions contained in this Section 7.02 and Sections 7.01 and 7.03 hereof, the Holder or Holders of not less than a majority in aggregate principal amount of the Bonds then Outstanding shall have the right, from time to time, anything contained in this Resolution to the contrary notwithstanding, to consent to and approve the adoption of such Supplemental Resolutions hereto as shall be deemed necessary or desirable by the Issuer for the purpose of supplementing, modifying, altering, amending, adding to or rescinding, in any particular, any of the terms or provisions contained in this Resolution; provided, however, that if such modification or amendment will, by its terms, not take effect so long as any Bonds of any specified maturity remain Outstanding, the consent of the Holders of such Bonds shall not be required and such Bonds shall not be deemed to be Outstanding for the purpose of any calculation of Outstanding Bonds under this Section 7.02. No Supplemental Resolution may be approved or adopted which shall permit or require, without the consent of all affected Bondholders, (A) an extension of the maturity of the principal of or the payment of the interest on any Bond issued hereunder, (B) reduction in the principal amount of any Bond or the Redemption Price or the rate of interest thereon, (C) the creation of a lien upon or a pledge of the Non Ad-Valorem Revenues other than the lien and pledge created by this Resolution or except as otherwise permitted or provided hereby which materially adversely affects any Bondholders, (D) a preference or priority

of any Bond or Bonds over any other Bond or Bonds, or (E) a reduction in the aggregate principal amount of the Bonds required for consent to such Supplemental Resolution. Nothing herein contained, however, shall be construed as making necessary the approval by Bondholders of the adoption of any Supplemental Resolution as authorized in Section 7.01 hereof.

If at any time the Issuer shall determine that it is necessary or desirable to adopt any Supplemental Resolution pursuant to this Section 7.02, the Clerk shall cause the Registrar to give notice of the proposed adoption of such Supplemental Resolution and the form of consent to such adoption to be mailed, postage prepaid, to all Bondholders at their addresses as they appear on the registration books. Such notice shall briefly set forth the nature of the proposed Supplemental Resolution and shall state that copies thereof are on file at the offices of the Clerk and the Registrar for inspection by all Bondholders. The Issuer shall not, however, be subject to any liability to any Bondholder by reason of its failure to cause the notice required by this Section 7.02 to be mailed and any such failure shall not affect the validity of such Supplemental Resolution when consented to and approved as provided in this Section 7.02.

Whenever the Issuer shall deliver to the Clerk an instrument or instruments in writing purporting to be executed by the Holders of not less than a majority in aggregate principal amount of the Bonds then Outstanding, which instrument or instruments shall refer to the proposed Supplemental Resolution described in such notice and shall specifically consent to and approve the adoption thereof in substantially the form of the copy thereof referred to in such notice, thereupon, but not otherwise, the Issuer may adopt such Supplemental Resolution in substantially such form, without liability or responsibility to any Holder of any Bond, whether or not such Holder shall have consented thereto.

If the Holders of not less than a majority in aggregate principal amount of the Bonds Outstanding at the time of the adoption of such Supplemental Resolution shall have consented to and approved the adoption thereof as herein provided, no Holder of any Bond shall have any right to object to the adoption of such Supplemental Resolution, or to object to any of the terms and provisions contained therein or the operation thereof, or in any manner to question the propriety of the adoption thereof, or to enjoin or restrain the Issuer from adopting the same or from taking any action pursuant to the provisions thereof.

Upon the adoption of any Supplemental Resolution pursuant to the provisions of this Section 7.02, this Resolution shall be deemed to be modified and amended in accordance therewith, and the respective rights, duties and obligations under this Resolution of the Issuer and all Holders of Bonds then Outstanding shall thereafter be determined, exercised and enforced in all respects under the provisions of this Resolution as so modified and amended.

Notwithstanding any other provision of this Section 7.02, Holders of Bonds shall be deemed to have provided consent pursuant to this Section 7.02 if the offering document for such Bonds expressly describes the Supplemental Resolution and the amendments to this Resolution contained therein and states by virtue of the Holders' purchase of such Bonds the Holders are deemed to have notice of, and consented to, such Supplemental Resolution and amendments.

**ARTICLE VIII
DEFEASANCE**

SECTION 8.01. DEFEASANCE. If the Issuer shall pay or cause to be paid or there shall otherwise be paid to the Holders of any Bonds, the principal and interest or Redemption Price due or to become due thereon, at the times and in the manner stipulated therein and in this Resolution, all covenants, agreements and other obligations of the Issuer to the holders of such Bonds shall thereupon cease, terminate and become void and be discharged and satisfied. In such event, the Paying Agents shall pay over or deliver to the Issuer all money or securities held by them pursuant to this Resolution which are not required for payment or redemption of any Bonds not theretofore surrendered for such payment or redemption.

Any Bonds or interest installments appertaining thereto shall be deemed to have been paid within the meaning of this Section 8.01 if (i) in case any such Bonds are to be redeemed prior to the maturity thereof, there shall have been taken all action necessary to call such Bonds for redemption and notice of such redemption shall have been duly given or provision shall have been made for the giving of such notice, and (ii) there shall have been deposited in irrevocable trust with a banking institution or trust company by or on behalf of the Issuer either moneys in an amount which shall be sufficient, or Refunding Securities verified by an independent certified public accountant to be in such amount that the principal of and the interest on which, when due, will provide moneys which, together with the moneys, if any, deposited with such banking institution or trust company at the same time shall be sufficient, to pay the principal of, Redemption Price, if applicable and interest due and to become due on said Bonds on and prior to the redemption date or maturity date thereof, as the case may be. Except as hereafter provided, neither the Refunding Securities nor any moneys so deposited with such banking institution or trust company nor any moneys received by such bank or trust company on account of principal of or interest on said Refunding Securities shall be withdrawn or used for any purpose other than, and all such moneys shall be held in trust for and be applied to, the payment, when due, of the principal of or Redemption Price of the Bonds for the payment of which they were deposited and the interest accruing thereon to the date of redemption or maturity, as the case may be; provided, however, the Issuer may substitute new Refunding Securities and moneys for the deposited Refunding Securities and moneys if the new Refunding Securities and moneys are sufficient to pay the principal of and interest on or Redemption Price, if applicable, of the refunded Bonds.

If Bonds are not to be redeemed or paid within 60 days after any such defeasance described in this Section 8.01, the Issuer shall cause the Registrar to mail a notice to the Holders of such Bonds that the deposit required by this Section 8.01 of moneys or Refunding Securities has been made and said Bonds are deemed to be paid in accordance with the provisions of this Section 8.01 and stating such maturity date upon which moneys are to be available for the payment of the principal of and interest on or Redemption Price of said Bonds. Failure to provide said notice shall not affect the Bonds being deemed to have been paid in accordance with the provisions of this Section 8.01.

Nothing herein shall be deemed to require the Issuer to call any of the Outstanding Bonds for redemption prior to maturity pursuant to any applicable optional redemption provisions, or to impair the discretion of the Issuer in determining whether to exercise any such option for early redemption.

**ARTICLE IX
PROVISIONS RELATING TO BONDS**

SECTION 9.01. PRELIMINARY OFFICIAL STATEMENT; OFFICIAL STATEMENT. (A) The Issuer hereby authorizes the distribution and use of the Preliminary Official Statement in substantially the form attached hereto as Exhibit B in connection with the offering of the Bonds for sale. If between the date hereof and the mailing of the Preliminary Official Statement, it is necessary to make insertions, modifications or changes in the Preliminary Official Statement, the Mayor and City Administrator are hereby authorized to approve such insertions, changes and modifications. Any Authorized Issuer Officer is hereby authorized to deem the Preliminary Official Statement "final" within the meaning of Rule 15c2-12(b)(1) under the Securities Exchange Act of 1934 in the form as mailed. Execution of a certificate by an Authorized Issuer Officer deeming the Preliminary Official Statement "final" as described above shall be conclusive evidence of the approval of any insertions, changes or modifications.

(B) Subject in all respects to the satisfaction of the conditions set forth in Section 10.01 hereof, the Mayor and the City Administrator are hereby authorized and directed to execute and deliver a final Official Statement, dated the date of the sale of the Bonds, which shall be in substantially the form of the Preliminary Official Statement relating to the Bonds, in the name and on behalf of the Issuer, and thereupon to cause such Official Statement to be delivered to the Underwriter with such changes, amendments, modifications, omissions and additions as may be approved by the Mayor and the City Administrator. Said Official Statement, including any such changes, amendments, modifications, omissions and additions as approved by the Mayor and the City Administrator, and the information contained therein are hereby authorized to be used in connection with the sale of the Bonds to the public. Execution by the Mayor and the City Administrator of the Official Statement shall be deemed to be conclusive evidence of approval of any such changes, amendments, modifications, omissions or additions.

SECTION 9.02. APPOINTMENT OF PAYING AGENT AND REGISTRAR. _____, is hereby designated Registrar and Paying Agent for the Bonds. The Mayor and the City Administrator are hereby authorized to enter into any agreement which may be necessary to effect the transactions contemplated by this Section 9.02 and by this Resolution.

SECTION 9.03. SECONDARY MARKET DISCLOSURE. Subject to the satisfaction in all respects with the conditions set forth in Section 2.01 hereof, the Issuer hereby covenants and agrees that, in order to provide for compliance by the Issuer with the secondary market disclosure requirements of Rule 15c2-12 of the Security and Exchange Commission (the "Rule"), it will comply with and carry out all of the provisions of the Disclosure Dissemination Agent Agreement (the "Continuing Disclosure Certificate") to be executed by the Issuer and dated the date of delivery of the Bonds, as it may be amended from time to time in accordance with the terms thereof. The Continuing Disclosure Certificate shall be substantially in the form attached hereto as Exhibit C with such changes, amendments, modifications, omissions and additions as shall be approved by the Mayor, who is hereby authorized to execute and deliver such Continuing Disclosure Certificate to Digital Assurance Certification, LLC. The Clerk is authorized and directed to attest and affix the official seal to the Continuing Disclosure Certificate. Notwithstanding any other provision of the Resolution, failure of the Issuer to comply with such Continuing Disclosure Certificate shall not be considered an event of default hereunder or under

the Resolution; provided, however, any Bondholder may take such actions as may be necessary and appropriate, including seeking mandate or specific performance by court order, to cause the Issuer to comply with its obligations under this Section 9.03 and the Continuing Disclosure Certificate. For purposes of this Section 9.03 "Bondholder" shall mean any person who (A) has the power, directly or indirectly, to vote or consent with respect to, or to dispose of ownership of, any Bonds (including persons holding Bonds through nominees, depositories or other intermediaries), or (B) is treated as the owner of any Bonds for federal income tax purposes. Digital Assurance Certification, LLC is hereby appointed as dissemination agent with respect to the Bonds.

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ARTICLE X MISCELLANEOUS

SECTION 10.01. SALE OF BONDS. Upon delivery to the Mayor and the City Administrator of a Purchase Contract substantially in the form of Exhibit A attached hereto, evidencing:

- (A) Bonds in an aggregate principal amount not exceeding \$42,000,000;
- (B) A final maturity of the Bonds of not later than September 1, 2054;
- (C) A true interest cost with respect to the Bonds of not greater than 5.25% per annum;
- (D) Optional redemption of the Bonds beginning no later than September 1, 2034 at a price no greater than 100% of par; and
- (E) An Underwriters' discount not in excess of \$4.50 per \$1,000 of Bonds;

the Bonds shall be sold to the Underwriter pursuant to the Purchase Contract at the purchase price provided therein (including any original issue discounts or original issue premiums); all terms and conditions set forth in the Purchase Contract being hereby approved. Upon compliance with the foregoing, the Mayor or City Administrator is hereby authorized and directed to execute the Purchase Contract and to deliver the same to the Underwriters.

SECTION 10.02. GENERAL AUTHORITY. The members of the Council, the Mayor, the City Administrator, the Clerk and the other officers, attorneys and other agents or employees of the Issuer are hereby authorized to do all acts and things required of them by this Resolution, the Purchase Contract, the Continuing Disclosure Certificate, or which are desirable or consistent with the requirements of this Resolution, the Purchase Contract, the Continuing Disclosure Certificate, for the full punctual and complete performance of all the terms, covenants and agreements contained herein or in the Bonds, this Resolution, the Continuing Disclosure Certificate, and the Purchase Contract, including the execution of any documents or instruments relating to insuring payment of the Bonds, and each member, employee, attorney and officer of the Issuer are hereby authorized and directed to execute and deliver any and all papers and instruments and to be and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated hereunder.

SECTION 10.03. SEVERABILITY OF INVALID PROVISIONS. If any one or more of the covenants, agreements or provisions of this Resolution shall be held contrary to any express provision of law or contrary to the policy of express law, though not expressly prohibited, or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separable from the remaining covenants, agreements and provisions of this Resolution and shall in no way affect the validity of any of the other covenants, agreements or provisions hereof or of the Bonds issued hereunder.

SECTION 10.04. VALIDATION AUTHORIZED. To the extent deemed necessary by Bond Counsel or desirable by the City Attorney, Bond Counsel is authorized to institute

appropriate proceedings for validation of the Bonds herein authorized pursuant to Chapter 75, Florida Statutes.

SECTION 10.05. REPEAL OF INCONSISTENT RESOLUTIONS. All ordinances, resolutions or parts thereof in conflict herewith are hereby superseded and repealed to the extent of such conflict.

SECTION 10.06. EFFECTIVE DATE. This Resolution shall become effective immediately upon its passage.

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PASSED, APPROVED AND ADOPTED this 22nd day of May, 2024.

CITY OF BRADENTON, FLORIDA

By: 
Mayor

(SEAL)

ATTEST:


City Clerk



APPROVED AS TO FORM AND
CORRECTNESS:


City Attorney

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APPENDIX D

PROPOSED FORM OF OPINION OF BOND COUNSEL

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Upon delivery of the Series 2024 Bonds in definitive form, Nabors, Giblin & Nickerson, P.A., Tampa, Florida, Bond Counsel, proposes to render its opinion with respect to the Series 2024 Bonds in substantially the following form:

[Date of Closing]

Mayor and City Commission of the
City of Bradenton, Florida
Bradenton, Florida

Commissioners:

We have examined a record of proceedings relating to the issuance of by the City of Bradenton, Florida (the "City") of its \$_____ Capital Improvement Non-Ad Valorem Revenue and Refunding Bonds, Series 2024 (the "Bonds"). The Bonds are issued under the authority of the laws of the State of Florida, including Chapter 166, Part II, Florida Statutes, the City Charter of the City of Bradenton, and other applicable provisions of law, and pursuant to Resolution No. 24-46 of the City, adopted May 22, 2024, as amended and supplemented from time to time (the "Resolution").

The Bonds are dated and shall bear interest from their date of delivery, except as otherwise provided in the Resolution. The Bonds will mature on the dates and in the principal amounts, and will bear interest at the respective rates per annum, as provided in the Resolution and set forth in the Official Statement executed in connection with the sale of the Bonds (the "Official Statement"). Interest on the Bonds shall be payable on each March 1 and September 1, commencing on March 1, 2025. The Bonds are subject to redemption prior to maturity in accordance with the Resolution and as set forth in the final Official Statement.

The Bonds are issued for the principal purpose of providing funds which will be sufficient to (i) provide funds for the acquisition, construction and equipping of a new fire station, police station and certain improvements within the City, (ii) redeem all or a portion of the City of Bradenton Community Redevelopment Agency Increment Tax Revenue Bonds, Series 2011 (Downtown Redevelopment Area Riverwalk Project) and (iii) pay certain expenses related to the issuance and sale of the Bonds.

As to questions of fact material to our opinion, we have relied upon the representations of the City contained in the Resolution, and in the certified proceedings relating thereto and to the issuance of the Bonds and other certifications of public officials furnished to us in connection therewith, without undertaking to verify the same by independent investigation. Furthermore, we have assumed continuing compliance with the covenants and agreements contained in the Resolution. We have not undertaken an independent audit, examination, investigation or inspection of the matters described or contained in any agreements, documents, certificates, representations and opinions relating to the Bonds, and have relied solely on the facts, estimates and circumstances described and set forth therein. In our examination of the foregoing, we have

assumed the genuineness of signatures on all documents and instruments, the authenticity of documents submitted as originals and the conformity to originals of documents submitted as copies.

Based on the foregoing, under existing law, we are of the opinion that:

1. The City is a duly created and validly existing municipal corporation and public body corporate and politic of the State of Florida.

2. The City has the right and power under the Constitution and Laws of the State of Florida to adopt the Resolution, and the Resolution has been duly and lawfully adopted by the City, is in full force and effect in accordance with its terms and is valid and binding upon the City and enforceable in accordance with its terms and no other authorization for the Resolution is required.

3. The City is duly authorized and entitled to issue the Bonds and the Bonds have been duly and validly authorized and issued by the City in accordance with the Constitution and Laws of the State of Florida and the Resolution. The Bonds constitute valid and binding obligations of the City as provided in the Resolution and are enforceable in accordance with their terms and the terms of the Resolution and are entitled to the benefits of the Resolution and the laws pursuant to which they are issued.

4. The City has covenanted and agreed in the Resolution to appropriate in its annual budget from Non-Ad Valorem Revenues amounts sufficient to pay principal of and interest on the Bonds when due. Such covenant and agreement on the part of the City to budget and appropriate such amounts of Non-Ad Valorem Revenues shall be cumulative to the extent not paid, and shall continue until such Non-Ad Valorem Revenues or other legally available funds in amounts sufficient to make all such required payments shall have been budgeted, appropriated and actually paid. Notwithstanding the foregoing covenant of the City, the City does not covenant to maintain any services or programs, now provided or maintained by the City, which generate Non-Ad Valorem Revenues.

Such covenant to budget and appropriate does not create any lien upon or pledge of such Non-Ad Valorem Revenues, nor, subject to the provisions of the Resolution, does it preclude the City from pledging in the future its Non-Ad Valorem Revenues, nor does it require the City to levy and collect any particular Non-Ad Valorem Revenues, nor does it give the registered owners of the Bonds a prior claim on the Non-Ad Valorem Revenues as opposed to claims of general creditors of the City. Such covenant to budget and appropriate Non-Ad Valorem Revenues is subject in all respects to the payment of obligations secured by a pledge of such Non-Ad Valorem Revenues heretofore or hereafter entered into (including the payment of debt service on bonds and other debt instruments). However, the covenant to budget and appropriate for the purposes and in the manner stated in the Resolution shall have the effect of making available for the payment of the Bonds, in the manner described in the Resolution, Non-Ad Valorem Revenues and placing on the City a positive duty to appropriate and budget, by amendment, if necessary, amounts sufficient to meet its obligations under the Resolution; subject, however, in all respects to the payment of

services and programs which are for essential public purposes affecting the health, safety and welfare of the inhabitants of the City or which are legally mandated by applicable law.

5. Under existing statutes, regulations, rulings and court decisions, the interest on the Bonds (a) is excluded from gross income for federal income tax purposes and (b) is not an item of tax preference for purposes of the federal alternative minimum tax; provided, however, with respect to certain corporations, interest on the Bonds is taken into account in determining the annual adjusted financial statement income for the purpose of computing the alternative minimum tax imposed on such corporations. The opinions set forth in this paragraph are subject to the condition that the City comply with all requirements of the Internal Revenue Code of 1986, as amended, that must be satisfied subsequent to the issuance of the Bonds in order that interest thereon be (or continues to be) excluded from gross income for federal income tax purposes. Failure to comply with certain of such requirements could cause the interest on the Bonds to be so included in gross income retroactive to the date of issuance of the Bonds. The City has covenanted in the Resolution to comply with all such requirements. Ownership of the Bonds may result in collateral federal tax consequences to certain taxpayers. We express no opinion regarding such federal tax consequences arising with respect to the Bonds.

It should be noted that, except as may expressly be set forth in an opinion delivered by us to the underwriter and the City (on which opinion only they may rely) for the Bonds on the date hereof, we have not been engaged or undertaken to review (1) the accuracy, completeness or sufficiency of the Official Statement or other offering material relating to the Bonds and we express no opinion relating thereto, or (2) the compliance with any federal or state law with regard to the sale or distribution of the Bonds and we express no opinion relating thereto.

The opinions expressed in paragraphs 2 and 3 hereof are qualified to the extent that the enforceability of the Resolution and the Bonds may be limited by any applicable bankruptcy, insolvency, moratorium, reorganization or other similar laws affecting creditors' rights generally, or by the exercise of judicial discretion in accordance with general principles of equity.

The opinions set forth herein are expressly limited to, and we opine only with respect to, the laws of the State of Florida and the United States of America. The only opinions rendered hereby shall be those expressly stated as such herein, and no opinion shall be implied or inferred as a result of anything contained herein or omitted herefrom.

This opinion is given as of the date hereof and we assume no obligation to update, revise or supplement this opinion to reflect any facts or circumstances that may hereafter come to our attention or any changes in law that may hereafter occur.

We have examined the form of the Bonds and, in our opinion, the form of the Bonds is regular and proper.

Respectfully submitted,

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APPENDIX E

FORM OF DISCLOSURE DISSEMINATION AGENT AGREEMENT

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DISCLOSURE DISSEMINATION AGENT AGREEMENT

This Disclosure Dissemination Agent Agreement (the "Disclosure Agreement"), dated as of [CLOSING DATE], 2024, is executed and delivered by the City of Bradenton, Florida (the "Issuer") and Digital Assurance Certification LLC, as exclusive Disclosure Dissemination Agent (the "Disclosure Dissemination Agent" or "DAC") for the benefit of the Holders (hereinafter defined) of the Bonds (hereinafter defined) and in order to provide certain continuing disclosure with respect to the Bonds in accordance with Rule 15c2-12 of the United States Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time (the "Rule").

The services provided under this Disclosure Agreement solely relate to the execution of instructions received from the Issuer through use of the DAC system and do not constitute "advice" within the meaning of the Dodd-Frank Wall Street Reform and Consumer Protection Act (the "Act"). DAC will not provide any advice or recommendation to the Issuer or anyone on the Issuer's behalf regarding the "issuance of municipal securities" or any "municipal financial product" as defined in the Act and nothing in this Disclosure Agreement shall be interpreted to the contrary. DAC is not a "Municipal Advisor" as such term is defined in Section 15B of the Securities Exchange Act of 1934, as amended, and related rules.

SECTION 1. Definitions. Capitalized terms not otherwise defined in this Disclosure Agreement shall have the meaning assigned in the Rule or, to the extent not in conflict with the Rule, in the Official Statement (hereinafter defined). The capitalized terms shall have the following meanings:

"Annual Filing Date" means the date, set in Sections 2(a) and 2(f) hereof, by which the Annual Report is to be filed with the MSRB.

"Annual Financial Information" means annual financial information as such term is used in paragraph (b)(5)(i) of the Rule and specified in Section 3(a) of this Disclosure Agreement.

"Annual Report" means an Annual Report containing Annual Financial Information described in and consistent with Section 3 of this Disclosure Agreement.

"Audited Financial Statements" means the annual financial statements (if any) of the Issuer for the prior fiscal year, certified by an independent auditor as prepared in accordance with generally accepted accounting principles or otherwise, as such term is used in paragraph (b)(5)(i)(B) of the Rule and specified in Section 3(b) of this Disclosure Agreement.

"Bonds" means the bonds as listed on the attached Exhibit A, with the 9-digit CUSIP numbers relating thereto.

"Certification" means a written certification of compliance signed by the Disclosure Representative stating that the Annual Report, Audited Financial Statements, Notice Event notice, Failure to File Event notice, Voluntary Event Disclosure or Voluntary Financial Disclosure delivered to the Disclosure Dissemination Agent is the Annual Report, Audited Financial Statements, Notice Event notice, Failure to File Event notice, Voluntary Event Disclosure or Voluntary Financial Disclosure required to be submitted to the MSRB under this Disclosure Agreement. A Certification shall accompany each such document submitted to the Disclosure Dissemination Agent by the Issuer and include the full name of the Bonds and the 9-digit CUSIP numbers for all Bonds to which the document applies.

"Disclosure Dissemination Agent" means Digital Assurance Certification LLC, acting in its capacity as Disclosure Dissemination Agent hereunder, or any successor Disclosure Dissemination Agent designated in writing by the Issuer pursuant to Section 9 hereof.

"Disclosure Representative" means the Issuer's City Administrator, Finance Director or Assistant Finance Director, or any of their designees, or such other person as the Issuer shall designate in writing to the Disclosure Dissemination Agent from time to time as the person responsible for providing Information to the Disclosure Dissemination Agent.

"EMMA" means the MSRB's Electronic Municipal Market Access System authorized by the SEC in accordance with the Rule. Further information regarding EMMA can be retrieved by visiting the website "<http://emma.msrb.org>."

"Failure to File Event" means the Issuer's failure to file an Annual Report on or before the Annual Filing Date.

"Financial Obligation" as used in this Disclosure Agreement is defined in the Rule as a (i) debt obligation; (ii) derivative instrument entered into in connection with, or pledged as a security or a source of payment for, an existing or planned debt obligation; or (iii) guarantee of (i) or (ii), as described in the Rule. The term "Financial Obligation" shall not include municipal securities as to which a final official statement has been provided to the MSRB consistent with the Rule.

"Force Majeure Event" means: (i) acts of God, war, or terrorist action; (ii) failure or shut-down of the Electronic Municipal Market Access system maintained by the MSRB; or (iii) to the extent beyond the Disclosure Dissemination Agent's reasonable control, interruptions in telecommunications or utilities services, failure, malfunction or error of any telecommunications, computer or other electrical, mechanical or technological application, service or system, computer virus, interruptions in Internet service or telephone service (including due to a virus, electrical delivery problem or similar occurrence) that affect Internet users generally, or in the local area in which the Disclosure

Dissemination Agent or the MSRB is located, or acts of any government, regulatory or any other competent authority the effect of which is to prohibit the Disclosure Dissemination Agent from performance of its obligations under this Disclosure Agreement.

"Holder" means any person (a) having the power, directly or indirectly, to vote or consent with respect to, or to dispose of ownership of, any Bonds (including persons holding Bonds through nominees, depositories or other intermediaries) or (b) treated as the owner of any Bonds for federal income tax purposes.

"Information" means, collectively, the Annual Reports, the Audited Financial Statements (if any), the Notice Event notices, the Failure to File Event notices, the Voluntary Event Disclosures and the Voluntary Financial Disclosures.

"MSRB" means the Municipal Securities Rulemaking Board, or any successor thereto, established pursuant to Section 15B(b)(1) of the Securities Exchange Act of 1934.

"Notice Event" means any of the events enumerated in paragraph (b)(5)(i)(C) of the Rule and listed in Section 4(a) of this Disclosure Agreement.

"Obligated Person" means any person, including the Issuer, who is either generally or through an enterprise, fund, or account of such person committed by contract or other arrangement to support payment of all, or part of the obligations on the Bonds (other than providers of municipal bond insurance, letters of credit, or other liquidity facilities), as shown on Exhibit A.

"Official Statement" means that Official Statement prepared by the Issuer in connection with the Bonds, as listed on Exhibit A.

"Operating Data" means the operating data to be provided by the Issuer described in and consistent with Section 3(a) of this Disclosure Agreement.

"Voluntary Event Disclosure" means information of the category specified in any of subsections (e)(vi)(1) through (e)(vi)(10) of Section 2 of this Disclosure Agreement that is accompanied by a Certification of the Disclosure Representative containing the information prescribed by Section 7(a) of this Disclosure Agreement.

"Voluntary Financial Disclosure" means information of the category specified in any of subsections (e)(vii)(1) through (e)(vii)(9) of Section 2 of this Disclosure Agreement that is accompanied by a Certification of the Disclosure Representative containing the information prescribed by Section 7(b) of this Disclosure Agreement.

SECTION 2. Provision of Annual Reports. (a) The Issuer shall provide, annually, an electronic copy of the Annual Report and Certification to the Disclosure Dissemination Agent, not later than the Annual Filing Date. Promptly upon receipt of an electronic copy of the Annual Report and the Certification, the Disclosure Dissemination

Agent shall provide an Annual Report to the MSRB not later than the April 30 following the end of each fiscal year of the Issuer, commencing with the fiscal year ending September 30, 2024. Such date and each anniversary thereof is the Annual Filing Date. The Annual Report may be submitted as a single document or as separate documents comprising a package and may cross-reference other information as provided in Section 3 of this Disclosure Agreement.

(b) If on the fifteenth (15th) day prior to the Annual Filing Date, the Disclosure Dissemination Agent has not received a copy of the Annual Report and Certification, the Disclosure Dissemination Agent shall contact the Disclosure Representative by telephone and in writing (which may be by e-mail) to remind the Issuer of its undertaking to provide the Annual Report pursuant to Section 2(a). Upon such reminder, the Disclosure Representative shall either (i) provide the Disclosure Dissemination Agent with an electronic copy of the Annual Report and the Certification no later than two (2) business days prior to the Annual Filing Date, or (ii) instruct the Disclosure Dissemination Agent in writing that the Issuer will not be able to file the Annual Report within the time required under this Disclosure Agreement, state the date by which the Annual Report for such year will be provided and instruct the Disclosure Dissemination Agent to immediately send a Failure to File Event notice to the MSRB in substantially the form attached as Exhibit B, which may be accompanied by a cover sheet completed by the Disclosure Dissemination Agent in the form set forth in Exhibit C-1.

(c) If the Disclosure Dissemination Agent has not received an Annual Report and Certification by 10:00 a.m. Eastern time on Annual Filing Date (or, if such Annual Filing Date falls on a Saturday, Sunday or holiday, then the first business day thereafter) for the Annual Report, a Failure to File Event shall have occurred and the Issuer irrevocably directs the Disclosure Dissemination Agent to immediately send a Failure to File Event notice to the MSRB in substantially the form attached as Exhibit B without reference to the anticipated filing date for the Annual Report, which may be accompanied by a cover sheet completed by the Disclosure Dissemination Agent in the form set forth in Exhibit C-1.

(d) If Audited Financial Statements of the Issuer are prepared but not available prior to the Annual Filing Date, the Issuer shall, when the Audited Financial Statements are available, provide at such time an electronic copy to the Disclosure Dissemination Agent, accompanied by a Certification, together with a copy for the trustee, if any, for filing with the MSRB.

(e) The Disclosure Dissemination Agent shall:

(i) verify the filing specifications of the MSRB each year prior to the Annual Filing Date;

(ii) upon receipt, promptly file each Annual Report received under Sections 2(a) and 2(b) hereof with the MSRB;

(iii) upon receipt, promptly file each Audited Financial Statement or any Operating Data received under Section 2(d) hereof with the MSRB;

(iv) upon receipt, promptly file the text of each Notice Event received under Sections 4(a) and 4(b)(ii) hereof with the MSRB, identifying the Notice Event as instructed by the Issuer pursuant to Section 4(a) or 4(b)(ii) (being any of the categories set forth below) when filing pursuant to Section 4(c) of this Disclosure Agreement:

1. "Principal and interest payment delinquencies;"
2. "Non-Payment related defaults, if material;"
3. "Unscheduled draws on debt service reserves reflecting financial difficulties;"
4. "Unscheduled draws on credit enhancements reflecting financial difficulties;"
5. "Substitution of credit or liquidity providers, or their failure to perform;"
6. "Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds;"
7. "Modifications to rights of Bondholders, if material;"
8. "Bond calls, if material, and tender offers;"
9. "Defeasances in whole or in part of the Bonds;"
10. "Release, substitution, or sale of property securing repayment of the Bonds, if material;"
11. "Any changes in the ratings assigned to the Bonds;"
12. "Bankruptcy, insolvency, receivership or similar event of the Issuer (this event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the Issuer in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under

state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the Issuer, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the Issuer);"

13. "The consummation of a merger, consolidation, or acquisition involving the Issuer or the sale of all or substantially all of the assets of the Issuer, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms;"

14. "Appointment of a successor or additional trustee or the change of name of a trustee;"

15. "Incurrence of a Financial Obligation of the obligated person, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a Financial Obligation of the obligated person, any of which affect security holders, if material;" and

16. "Default, event of acceleration, termination event, modification of terms, or other similar events under the terms of the Financial Obligation of the Issuer, any of which reflect financial difficulties."

(v) upon receipt (or irrevocable direction pursuant to Section 2(c) of this Disclosure Agreement, as applicable), promptly file a completed copy of Exhibit B to this Disclosure Agreement with the MSRB, identifying the filing as "Failure to provide annual financial information as required" when filing pursuant to Section 2(b)(ii) or Section 2(c) of this Disclosure Agreement;

(vi) upon receipt, promptly file the text of each Voluntary Event Disclosure received under Section 7(a) hereof with the MSRB, identifying the Voluntary Event Disclosure as instructed by the Issuer pursuant to Section 7(a) (being any of the categories set forth below) when filing pursuant to Section 7(a) of this Disclosure Agreement:

1. "amendment to continuing disclosure undertaking;"
2. "change in obligated person;"
3. "notice to investors pursuant to bond documents;"

4. " certain communications from the Internal Revenue Service other than those communications included in the Rule;"
5. "secondary market purchases;"
6. "bid for auction rate or other securities;"
7. "capital or other financing plan;"
8. "litigation/enforcement action;"
9. "change of tender agent, remarketing agent, or other on-going party;" and
10. "other event-based disclosures."

(vii) upon receipt, promptly file the text of each Voluntary Financial Disclosure received under Section 7(b) hereof with the MSRB, identifying the Voluntary Financial Disclosure as instructed by the Issuer pursuant to Section 7(b) (being any of the categories set forth below) when filing pursuant to Section 7(b) of this Disclosure Agreement:

1. "quarterly/monthly financial information;"
2. "change in fiscal year/timing of annual disclosure;"
3. "change in accounting standard;"
4. "interim/additional financial information/operating data;"
5. "budget;"
6. "investment/debt/financial policy;"
7. "information provided to rating agency, credit/liquidity provider or other third party;"
8. "consultant reports;" and
9. "other financial/operating data."

(viii) provide the Issuer evidence of the filings of each of the above when made, which shall be by means of the DAC system, for so long as DAC is the Disclosure Dissemination Agent under this Disclosure Agreement.

(f) The Issuer may adjust the Annual Filing Date upon change of its fiscal year by providing written notice of such change and the new Annual Filing Date to the Disclosure Dissemination Agent and the MSRB, provided that the period between the existing Annual Filing Date and new Annual Filing Date shall not exceed one year.

(g) Anything in this Disclosure Agreement to the contrary notwithstanding, any Information received by the Disclosure Dissemination Agent before 10:00 p.m. Eastern time on any business day that it is required to file with the MSRB pursuant to the terms of this Disclosure Agreement and that is accompanied by a Certification and all other information required by the terms of this Disclosure Agreement will be filed by the Disclosure Dissemination Agent with the MSRB no later than 11:59 p.m. Eastern time on the same business day; provided, however, the Disclosure Dissemination Agent shall have no liability for any delay in filing with the MSRB if such delay is caused by a Force Majeure Event provided that the Disclosure Dissemination Agent uses reasonable efforts to make any such filing as soon as possible.

SECTION 3. Content of Annual Reports.

(a) Each Annual Report shall contain Annual Financial Information with respect to the Issuer, including the information provided in the Official Statement in the following tables:

- (i) Updates of information set forth in the Official Statement relating to:
 - (A) Table entitled "City of Bradenton Non-Ad Valorem Revenue Anti-Dilution Test" under the heading "GENERAL INFORMATION REGARDING CERTAIN NON-AD VALOREM REVENUES";
 - (B) Table entitled "Historical Legally Available Non-Ad Valorem Revenues" under the heading "GENERAL INFORMATION REGARDING CERTAIN NON-AD VALOREM REVENUES"; and
 - (C) Table entitled "Historical Revenues and Expenditures" under the heading "GENERAL INFORMATION REGARDING CERTAIN NON-AD VALOREM REVENUES".

(b) Each Annual Report shall contain a description of any additional indebtedness secured in whole or in part or payable from Non-Ad Valorem Revenues (as defined in the Official Statement).

(c) Audited Financial Statements as described in the Official Statement will be included in the Annual Report. If audited financial statements are not available, then unaudited financial statements, prepared in accordance with Generally Accepted

Accounting Principles as described in the Official Statement will be included in the Annual Report. In such event, Audited Financial Statements (if any) will be provided pursuant to Section 2(d).

Any or all of the items listed above may be included by specific reference from other documents, including official statements of debt issues with respect to which the Issuer is an "obligated person" (as defined by the Rule), which have been previously filed with the Securities and Exchange Commission or available on the MSRB Internet Website. If the document incorporated by reference is a final official statement, it must be available from the MSRB. The Issuer will clearly identify each such document so incorporated by reference.

The Issuer will reserve the right to modify from time to time the specific type of information provided or the format of the presentation of such information, to the extent necessary or appropriate in the judgment of the Issuer; provided that the Issuer will agree that any such modification will be done in a manner consistent with the Rule.

SECTION 4. Reporting of Notice Events.

(a) The occurrence of any of the following events with respect to the Bonds constitutes a Notice Event:

- (i) Principal and interest payment delinquencies;
- (ii) Non-payment related defaults, if material;
- (iii) Unscheduled draws on debt service reserves reflecting financial difficulties;
- (iv) Unscheduled draws on credit enhancements reflecting financial difficulties;
- (v) Substitution of credit or liquidity providers, or their failure to perform;
- (vi) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other material events affecting the tax-exempt status of the Bonds;
- (vii) Modifications to rights of Bondholders, if material;
- (viii) Bond calls, if material and tender offers;
- (ix) Defeasance in whole or in part of the Bonds;

(x) Release, substitution, or sale of property securing repayment of the Bonds, if material;

(xi) Any changes in the ratings assigned to the Bonds;

(xii) Bankruptcy, insolvency, receivership or similar event of the Issuer (this event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the Issuer in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the Issuer, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the Issuer);

(xiii) The consummation of a merger, consolidation, or acquisition involving the Issuer or any other Obligated Person or the sale of all or substantially all of the assets of the Issuer or any other Obligated Person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;

(xiv) Appointment of a successor or additional trustee or the change of name of a trustee, if material;

(xv) Incurrence of a Financial Obligation of the Issuer, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a Financial Obligation of the Issuer, any of which affect holders of the Bonds;

(xvi) Default, event of acceleration, termination event, modification of terms, or other similar events under the terms of the Financial Obligation of the Issuer, any of which reflect financial difficulties; and

(xvii) Failure to provide annual financial information as required.

The Issuer shall, in a timely manner not later than nine (9) business days after its occurrence, notify the Disclosure Dissemination Agent in writing of the occurrence of a Notice Event. Such notice shall instruct the Disclosure Dissemination Agent to report the occurrence pursuant to subsection (c) and shall be accompanied by a Certification. Such notice or Certification shall identify the Notice Event that has occurred (which shall be any of the categories set forth in Section 2(e)(iv) of this Disclosure Agreement), include the

text of the disclosure that the Issuer desires to make, contain the written authorization of the Issuer for the Disclosure Dissemination Agent to disseminate such information, and identify the date the Issuer desires for the Disclosure Dissemination Agent to disseminate the information (provided that such date is not later than the tenth business day after the occurrence of the Notice Event).

(b) The Disclosure Dissemination Agent is under no obligation to notify the Issuer or the Disclosure Representative of an event that may constitute a Notice Event. In the event the Disclosure Dissemination Agent so notifies the Disclosure Representative, the Disclosure Representative will within two business days of receipt of such notice (but in any event not later than the tenth business day after the occurrence of the Notice Event, if the Issuer determines that a Notice Event has occurred), instruct the Disclosure Dissemination Agent that either (i) a Notice Event has not occurred and no filing is to be made or (ii) a Notice Event has occurred and the Disclosure Dissemination Agent is to report the occurrence pursuant to subsection (c) of this Section 4, together with a Certification. Such Certification shall identify the Notice Event that has occurred (which shall be any of the categories set forth in Section 2(e)(iv) of this Disclosure Agreement), include the text of the disclosure that the Issuer desires to make, contain the written authorization of the Issuer for the Disclosure Dissemination Agent to disseminate such information, and identify the date the Issuer desires for the Disclosure Dissemination Agent to disseminate the information (provided that such date is not later than the tenth business day after the occurrence of the Notice Event).

(c) If the Disclosure Dissemination Agent has been instructed by the Issuer as prescribed in subsection (a) or (b)(ii) of this Section 4 to report the occurrence of a Notice Event, the Disclosure Dissemination Agent shall promptly file a notice of such occurrence with MSRB in accordance with Section 2 (e)(iv) hereof. This notice will be filed with a cover sheet completed by the Disclosure Dissemination Agent in the form set forth in Exhibit C-1.

SECTION 5. CUSIP Numbers. The Issuer will provide the Dissemination Agent with the CUSIP numbers for (i) new bonds at such time as they are issued or become subject to the Rule and (ii) any Bonds to which new CUSIP numbers are assigned in substitution for the CUSIP numbers previously assigned to such Bonds.

SECTION 6. Additional Disclosure Obligations. The Issuer acknowledges and understands that other state and federal laws, including but not limited to the Securities Act of 1933 and Rule 10b-5 promulgated under the Securities Exchange Act of 1934, may apply to the Issuer and that the duties and responsibilities of the Disclosure Dissemination Agent under this Disclosure Agreement do not extend to providing legal advice regarding such laws. The Issuer acknowledges and understands that the duties of the Disclosure Dissemination Agent relate exclusively to execution of the mechanical tasks of disseminating information as described in this Disclosure Agreement.

SECTION 7. Voluntary Filing. (a) The Issuer may instruct the Disclosure Dissemination Agent to file a Voluntary Event Disclosure with the MSRB from time to time pursuant to a Certification of the Disclosure Representative. Such Certification shall identify the Voluntary Event Disclosure (which shall be any of the categories set forth in Section 2(e)(vi) of this Disclosure Agreement), include the text of the disclosure that the Issuer desires to make, contain the written authorization of the Issuer for the Disclosure Dissemination Agent to disseminate such information, and identify the date the Issuer desires for the Disclosure Dissemination Agent to disseminate the information. If the Disclosure Dissemination Agent has been instructed by the Issuer as prescribed in this Section 7(a) to file a Voluntary Event Disclosure, the Disclosure Dissemination Agent shall promptly file such Voluntary Event Disclosure with the MSRB in accordance with Section 2(e)(vi) hereof. This notice will be filed with a cover sheet completed by the Disclosure Dissemination Agent in the form set forth in Exhibit C-2.

(b) The Issuer may instruct the Disclosure Dissemination Agent to file a Voluntary Financial Disclosure with the MSRB from time to time pursuant to a Certification of the Disclosure Representative. Such Certification shall identify the Voluntary Financial Disclosure (which shall be any of the categories set forth in Section 2(e)(vii) of this Disclosure Agreement), include the text of the disclosure that the Issuer desires to make, contain the written authorization of the Issuer for the Disclosure Dissemination Agent to disseminate such information, and identify the date the Issuer desires for the Disclosure Dissemination Agent to disseminate the information. If the Disclosure Dissemination Agent has been instructed by the Issuer as prescribed in this Section 7(b) to file a Voluntary Financial Disclosure, the Disclosure Dissemination Agent shall promptly file such Voluntary Financial Disclosure with the MSRB in accordance with Section 2(e)(vii) hereof. This notice will be filed with a cover sheet completed by the Disclosure Dissemination Agent in the form set forth in Exhibit C-3.

(c) The parties hereto acknowledge that the Issuer is not obligated pursuant to the terms of this Disclosure Agreement to file any Voluntary Event Disclosure pursuant to Section 7(a) hereof or any Voluntary Financial Disclosure pursuant to Section 7(b) hereof.

(d) Nothing in this Disclosure Agreement shall be deemed to prevent the Issuer from disseminating any other information through the Disclosure Dissemination Agent using the means of dissemination set forth in this Disclosure Agreement or including any other information in any Annual Report, Audited Financial Statements, Notice Event notice, Failure to File Event notice, Voluntary Event Disclosure or Voluntary Financial Disclosure, in addition to that required by this Disclosure Agreement. If the Issuer chooses to include any information in any Annual Report, Audited Financial Statements, Notice Event notice, Failure to File Event notice, Voluntary Event Disclosure or Voluntary Financial Disclosure in addition to that which is specifically required by this Disclosure Agreement, the Issuer shall have no obligation under this Disclosure Agreement to update such information or include it in any future Annual Report, Audited Financial Statements,

Notice Event notice, Failure to File Event notice, Voluntary Event Disclosure or Voluntary Financial Disclosure.

SECTION 8. Termination of Reporting Obligation. The obligations of the Issuer and the Disclosure Dissemination Agent under this Disclosure Agreement shall terminate with respect to the Bonds upon the legal defeasance, prior redemption or payment in full of all of the Bonds, when the Issuer is no longer an Obligated Person with respect to the Bonds, or upon delivery by the Disclosure Representative to the Disclosure Dissemination Agent of an opinion of counsel expert in federal securities laws to the effect that continuing disclosure is no longer required.

SECTION 9. Disclosure Dissemination Agent. The Issuer has appointed Digital Assurance Certification LLC as exclusive Disclosure Dissemination Agent under this Disclosure Agreement. The Issuer may, upon thirty days' written notice to the Disclosure Dissemination Agent and the trustee (if any), replace or appoint a successor Disclosure Dissemination Agent. Upon termination of DAC's services as Disclosure Dissemination Agent, whether by notice of the Issuer or DAC, the Issuer agrees to appoint a successor Disclosure Dissemination Agent or, alternately, agrees to assume all responsibilities of Disclosure Dissemination Agent under this Disclosure Agreement for the benefit of the Holders of the Bonds. Notwithstanding any replacement or appointment of a successor, the Issuer shall remain liable to the Disclosure Dissemination Agent until payment in full for any and all sums owed and payable to the Disclosure Dissemination Agent. The Disclosure Dissemination Agent may resign at any time by providing thirty days' prior written notice to the Issuer.

SECTION 10. Submission of Information to the MSRB. The information required to be disclosed pursuant to this Disclosure Agreement shall be submitted to the MSRB through EMMA. Subject to future changes in submission rules and regulations, such submissions shall be provided to the Repository in portable document format ("PDF") files configured to permit documents to be saved, viewed, printed and retransmitted by electronic means. Such PDF files shall be word-searchable (allowing the user to search for specific terms used within the document through a search or find function available in a software package).

Subject to future changes in submission rules and regulations, at the time that such information is submitted through EMMA, the Issuer, or any dissemination agent engaged by the Issuer pursuant to Section 9 hereof, shall also provide to the MSRB information necessary to accurately identify:

- (a) the category of information being provided;
- (b) the period covered by the Audited Financial Statements and any additional financial information and operating data being provided;

- (c) the issues or specific securities to which such submission is related or otherwise material (including CUSIP number, issuer name, state, issue description/securities name, dated date, maturity date, and/or coupon rate);
- (d) the name of any Obligated Person other than the Issuer;
- (e) the name and date of the document being submitted; and
- (f) contact information for the submitter.

SECTION 11. Remedies in Event of Default. In the event of a failure of the Issuer or the Disclosure Dissemination Agent to comply with any provision of this Disclosure Agreement, the Holders' rights to enforce the provisions of this Agreement shall be limited solely to a right, by action in mandamus or for specific performance, to compel performance of the parties' obligation under this Disclosure Agreement. Any failure by a party to perform in accordance with this Disclosure Agreement shall not constitute a default on the Bonds or under any other document relating to the Bonds, and all rights and remedies shall be limited to those expressly stated herein.

SECTION 12. Duties, Immunities and Liabilities of Disclosure Dissemination Agent. (a) The Disclosure Dissemination Agent shall have only such duties as are specifically set forth in this Disclosure Agreement. The Disclosure Dissemination Agent's obligation to deliver the information at the times and with the contents described herein shall be limited to the extent the Issuer has provided such information to the Disclosure Dissemination Agent as required by this Disclosure Agreement. The Disclosure Dissemination Agent shall have no duty with respect to the content of any disclosures or notice made pursuant to the terms hereof. The Disclosure Dissemination Agent shall have no duty or obligation to review or verify any Information or any other information, disclosures or notices provided to it by the Issuer and shall not be deemed to be acting in any fiduciary capacity for the Issuer, the Holders of the Bonds or any other party. The Disclosure Dissemination Agent shall have no responsibility for the Issuer's failure to report to the Disclosure Dissemination Agent a Notice Event or a duty to determine the materiality thereof. The Disclosure Dissemination Agent shall have no duty to determine, or liability for failing to determine, whether the Issuer has complied with this Disclosure Agreement. The Disclosure Dissemination Agent may conclusively rely upon Certifications of the Issuer at all times.

The obligations of the Issuer under this Section shall survive resignation or removal of the Disclosure Dissemination Agent and defeasance, redemption or payment of the Bonds.

(b) The Disclosure Dissemination Agent may, from time to time, consult with legal counsel (either in-house or external) of its own choosing in the event of any disagreement or controversy, or question or doubt as to the construction of any of the

provisions hereof or its respective duties hereunder, and shall not incur any liability and shall be fully protected in acting in good faith upon the advice of such legal counsel.

(c) All documents, reports, notices, statements, information and other materials provided to the MSRB under this Agreement shall be provided in an electronic format and accompanied by identifying information as prescribed by the MSRB.

SECTION 13. Public Entity Crimes. Pursuant to Section 287.133, Florida Statutes, a person or affiliate who has been placed on the convicted vendor list following a conviction for a public entity crime may not submit a bid, proposal, or reply on a contract to provide any goods or services to a public entity; may not submit a bid, proposal, or reply on a contract with a public entity for the construction or repair of a public building or public work; may not submit bids, proposals, or replies on leases of real property to a public entity; may not be awarded or perform work as a contractor, supplier, subcontractor, or consultant under a contract with any public entity; and may not transact business with any public entity in excess of the threshold amount provided in Section 287.017, Florida Statutes, for CATEGORY TWO for a period of 36 months following the date of being placed on the convicted vendor list. By execution of this Disclosure Agreement, the Disclosure Dissemination Agent certifies that it has not been placed on the convicted vendor list as provided in Section 287.133, Florida Statutes.

SECTION 14. Scrutinized Company. Pursuant to Section 287.135, Florida Statutes, the Disclosure Dissemination Agent certifies that it is not on the Scrutinized Companies that Boycott Israel List created pursuant to Section 215.4725, Florida Statutes and that it is not engaged in a boycott of Israel.

Pursuant to Section 287.135, Florida Statutes, in the event the Disclosure Agreement is for one million dollars or more, the Disclosure Dissemination Agent certifies that it is not on the Scrutinized Companies with Activities in Sudan List or the Scrutinized Companies with Activities in the Iran Petroleum Energy Sector List created pursuant to Section 215.473, Florida Statutes; and the Disclosure Dissemination Agent further certifies that it is not engaged in business operations in Cuba or Syria.

Pursuant to Section 287.135, Florida Statutes, Issuer may, at the option of the City Commission, terminate this Disclosure Agreement if the Disclosure Dissemination Agent is found to have submitted a false certification as provided under subsection 287.135(5), Florida Statutes; has been placed on the Scrutinized Companies that Boycott Israel List, or is engaged in a boycott of Israel; has been placed on the Scrutinized Companies with Activities in Sudan List or the Scrutinized Companies with Activities in the Iran Petroleum Energy Sector List; or has been engaged in business operations in Cuba or Syria.

SECTION 15. Amendment; Waiver. Notwithstanding any other provision of this Disclosure Agreement, the Issuer and the Disclosure Dissemination Agent may amend this Disclosure Agreement and any provision of this Disclosure Agreement may be

waived, if such amendment or waiver is supported by an opinion of counsel expert in federal securities laws acceptable to both the Issuer and the Disclosure Dissemination Agent to the effect that such amendment or waiver does not materially impair the interests of Holders of the Bonds and would not, in and of itself, cause the undertakings herein to violate the Rule if such amendment or waiver had been effective on the date hereof but taking into account any subsequent change in or official interpretation of the Rule; provided neither the Issuer nor the Disclosure Dissemination Agent shall be obligated to agree to any amendment modifying their respective duties or obligations without their consent thereto.

Notwithstanding the preceding paragraph, the Disclosure Dissemination Agent shall have the right to adopt amendments to this Disclosure Agreement necessary to comply with modifications to and interpretations of the provisions of the Rule as announced by the Securities and Exchange Commission from time to time by giving not less than 20 days written notice (by certified mail) of the intent to do so together with a copy of the proposed amendment to the Issuer. No such amendment shall become effective until the Issuer approves such amendment. Notices to the City may be sent to: 101 Old Main Street, Bradenton, Florida 34205.

SECTION 16. Beneficiaries. This Disclosure Agreement shall inure solely to the benefit of the Issuer, the Disclosure Dissemination Agent, the underwriter, and the Holders from time to time of the Bonds, and shall create no rights in any other person or entity.

SECTION 17. Governing Law. This Disclosure Agreement shall be governed by the laws of the State of Florida.

SECTION 18. Counterparts. This Disclosure Agreement may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

The Disclosure Dissemination Agent and the Issuer have caused this Disclosure Dissemination Agent Agreement to be executed, on the date first written above, by their respective officers duly authorized.

**DIGITAL ASSURANCE CERTIFICATION
LLC, as Disclosure Dissemination Agent**

By: _____

Name: Shana Blanchard

Title: Senior Vice President

**CITY OF BRADENTON, FLORIDA, as
Issuer**

Attest: City Clerk

By: _____

Name: Gene Brown

Title: Mayor

EXHIBIT A

NAME AND CUSIP NUMBERS OF BONDS

Name of Issuer: City of Bradenton, Florida

Name of Bond Issue: City of Bradenton, Florida Capital Improvement Non-Ad Valorem Revenue and Refunding Bonds, Series 2024

Date of Issuance: [CLOSING DATE], 2024

Date of Official Statement: [SALE DATE], 2024

CUSIP Numbers:

Series 2024

104178 _____

EXHIBIT B

NOTICE TO MSRB OF FAILURE TO FILE ANNUAL REPORT

Name of Issuer: City of Bradenton, Florida

Name of Bond Issue: City of Bradenton, Florida Capital Improvement Non-Ad Valorem Revenue and Refunding Bonds, Series 2024

Date of Issuance: [CLOSING DATE], 2024

Date of Official Statement: [SALE DATE], 2024

CUSIP Numbers:

Series 2024
104178 _____

NOTICE IS HEREBY GIVEN that the Issuer has not provided an Annual Report with respect to the above-named Bonds as required by the Disclosure Agreement between the Issuer and Digital Assurance Certification LLC, as Disclosure Dissemination Agent. [The Issuer has notified the Disclosure Dissemination Agent that it anticipates that the Annual Report will be filed by _____].

Dated: _____

Digital Assurance Certification LLC, as
Disclosure Dissemination Agent, on behalf of
the Issuer

cc:

EXHIBIT C-1
EVENT NOTICE COVER SHEET

This cover sheet and accompanying "event notice" will be sent to the MSRB, pursuant to Securities and Exchange Commission Rule 15c2-12(b)(5)(i)(C) and (D).

Issuer's and/or Other Obligated Person's Name:

City of Bradenton, Florida

Issuer's Six-Digit CUSIP Number:

or Nine-Digit CUSIP Number(s) of the bonds to which this event notice relates:

Number of pages attached: _____

____ Description of Notice Events (Check One):

1. Principal and interest payment delinquencies
2. Non-Payment related defaults
3. Unscheduled draws on debt service reserves reflecting financial difficulties
4. Unscheduled draws on credit enhancements reflecting financial difficulties
5. Substitution of credit or liquidity providers, or their failure to perform
6. Adverse tax opinions or events affecting the tax-exempt status of the security
7. Modifications to rights of securities holders
8. Bond calls
9. Defeasances
10. Release, substitution, or sale of property securing repayment of the securities
11. Rating changes
12. Bankruptcy, insolvency, receivership or similar event of the Issuer or any other obligated person
13. The consummation of a merger, consolidation, or acquisition involving the Issuer or any other obligated person or the sale of all or substantially all of the assets of the Issuer or any other obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms
14. Appointment of a successor or additional trustee or the change of name of a trustee
15. Incurrence of a Financial Obligation of the Issuer, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a Financial Obligation of the Issuer, any of which affect holders of the Bonds
16. Default, event of acceleration, termination event, modification of terms, or other similar events under the terms of the Financial Obligation of the Issuer, any of which reflect financial difficulties
17. Failure to provide annual financial information as required
18. Other material event notice (specify) _____

I hereby represent that I am authorized by the Issuer or its agent to distribute this information publicly:

Signature:

Name: _____ Title: _____

Digital Assurance Certification LLC
315 E. Robinson Street
Suite 300
Orlando, FL 32801
407-515-1100

Date:

EXHIBIT C-2
VOLUNTARY EVENT DISCLOSURE COVER SHEET

This cover sheet and accompanying "voluntary event disclosure" will be sent to the MSRB, pursuant to the Disclosure Dissemination Agent Agreement dated as of [CLOSING DATE], 2024, between the Issuer and DAC.

Issuer's and/or Other Obligated Person's Name:

City of Bradenton, Florida

Issuer's Six-Digit CUSIP Number:

or Nine-Digit CUSIP Number(s) of the bonds to which this notice relates:

Number of pages attached: _____

____ Description of Voluntary Event Disclosure (Check One):

1. ____ "amendment to continuing disclosure undertaking;"
2. ____ "change in obligated person;"
3. ____ "notice to investors pursuant to bond documents;"
4. ____ "certain communications from the Internal Revenue Service;"
5. ____ "secondary market purchases;"
6. ____ "bid for auction rate or other securities;"
7. ____ "capital or other financing plan;"
8. ____ "litigation/enforcement action;"
9. ____ "change of tender agent, remarketing agent, or other on-going party;" and
10. ____ "other event-based disclosures."

I hereby represent that I am authorized by the Issuer or its agent to distribute this information publicly:

Signature:

Name: _____ Title: _____

Digital Assurance Certification LLC
315 E. Robinson Street
Suite 300
Orlando, FL 32801
407-515-1100

Date:

EXHIBIT C-3
VOLUNTARY FINANCIAL DISCLOSURE COVER SHEET

This cover sheet and accompanying "voluntary financial disclosure" will be sent to the MSRB, pursuant to the Disclosure Dissemination Agent Agreement dated as of [CLOSING DATE], 2024, between the Issuer and DAC.

Issuer's and/or Other Obligated Person's Name:

City of Bradenton, Florida

Issuer's Six-Digit CUSIP Number:

or Nine-Digit CUSIP Number(s) of the bonds to which this notice relates:

Number of pages attached: _____

____ Description of Voluntary Financial Disclosure (Check One):

1. ____ "quarterly/monthly financial information;"
2. ____ "change in fiscal year/timing of annual disclosure;"
3. ____ "change in accounting standard;"
4. ____ "interim/additional financial information/operating data;"
5. ____ "budget;"
6. ____ "investment/debt/financial policy;"
7. ____ "information provided to rating agency, credit/liquidity provider or other third party;"
8. ____ "consultant reports;" and
9. ____ "other financial/operating data."

I hereby represent that I am authorized by the Issuer or its agent to distribute this information publicly:

Signature:

Name: _____ Title: _____

Digital Assurance Certification LLC
315 E. Robinson Street
Suite 300
Orlando, FL 32801
407-515-1100

Date:

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