This Preliminary Official Statement and the information contained herein are subject to completion, amendment or other change without any notice. These securities may not be sold nor may offers to buy be accepted prior to the time the Official Statement is delivered in final form. 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 these securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction.

PRELIMINARY OFFICIAL STATEMENT DATED OCTOBER 20, 2026

NEW ISSUE
BOOK ENTRY ONLY

RATING[†]:
S&P Rating: "AA/Stable" (insured)
S&P Rating: "A" (underlying)

*In the opinion of Butler Snow LLP, Bond Counsel, under existing laws, regulations, published rulings, and judicial decisions and, assuming the accuracy of certain representations and continuous compliance with certain covenants described herein, interest on the Series 2026 Bonds (defined below) (1) is excludable from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986, as amended to the date of delivery of the Series 2026 Bonds (the "**Code**"), and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; however, such interest on the Series 2026 Bonds may be taken into account for the purpose of computing the alternative minimum tax imposed on certain corporations and (2) is exempt from present state income taxation within the State of Georgia (the "**State**"). See "TAX MATTERS" herein for a description of certain other tax consequences to holders of the Series 2026 Bonds.*

$51,000,000*
Milledgeville Public Facilities Authority
(Water and Sewer System Projects)
Revenue Bonds, Series 2026

Dated: Date of Issuance **Due: July 1, as shown on inside cover**

ISSUER: Milledgeville Public Facilities Authority (the "**Authority**").

SECURITIES OFFERED: $51,000,000* Milledgeville Public Facilities Authority (Water and Sewer System Projects) Revenue Bonds, Series 2026 (the "**Series 2026 Bonds**" or the "**Bonds**"). Maturities, principal amounts, interest rates, prices or yields, CUSIPs, and certain other information are set forth on the inside front cover.

INTEREST PAYMENT DATES: January 1 and July 1 of each year, commencing July 1, 2027. The Bonds bear interest from their date of delivery.

DENOMINATIONS: $5,000 and any integral multiple thereof.

FORM AND DEPOSITORY: The Bonds will be delivered solely in book-entry form through the facilities of The Depository Trust Company, New York, New York ("**DTC**").

REDEMPTION*: The Bonds are subject to optional [and mandatory] redemption prior to maturity as described herein.

USE OF PROCEEDS OF THE BONDS: The proceeds from the sale of the Series 2026 Bonds will be used to finance, in whole or in part, (a) one or more capital outlay projects of the City consisting of acquisition, construction, renovation, improvement, extension, addition, or equipping within the City of utility systems and improvements, including, without limitation, water and sewer systems and facilities, sewage and solid waste disposal systems and facilities, and other similar facilities and systems (collectively, the "**Projects**") located within the City of Milledgeville, Georgia (the "**City**"), and (b) the costs associated with the sale and issuance of the Series 2026 Bonds. See "PLAN OF FINANCING–Project Description" herein.

LIMITED OBLIGATION OF THE BONDS: The Series 2026 Bonds are limited obligations of the Authority, payable solely from payments to be made by the City pursuant to an Intergovernmental Contract (the "**Contract**"), to be dated as of the date of issuance of the Bonds, between the Authority and the City. See "SECURITY AND SOURCES OF PAYMENT FOR THE BONDS."

The scheduled payment of principal of and interest on the Bonds when due will be guaranteed under a municipal bond insurance policy to be issued concurrently with the delivery of the Bonds by **BUILD AMERICA MUTUAL ASSURANCE COMPANY** ("**BAM**").

THE CONTRACT: Under the Contract, the Authority has agreed to, among other things, issue the Bonds, and the City has agreed to, among other things, (a) acquire, construct, equip and operate the Projects, (b) provide funds sufficient to pay the principal of, premium, if any, and interest due on the Series 2026 Bonds upon maturity, redemption or otherwise (the "**Contract Payments**"), and (c) exercise its power of taxation, which is not limited as to rate or amount, to the extent necessary to make the Contract Payments.

ADDITIONAL BONDS: The Authority may, under certain circumstances, issue additional bonds ranking as to lien on the Contract, the Contract Payments, and the moneys and investments on deposit in the funds created in the Bond Resolution (defined herein), on a parity with the lien thereon securing the Bonds. See "SECURITY AND SOURCES OF PAYMENT FOR THE BONDS – Issuance of Additional Parity Bonds."

UNDERWRITING: The Bonds will be offered when, as and if issued by the Authority, subject to the approving opinion of Butler Snow LLP, Bond Counsel. Certain legal matters will be passed upon for the Authority by Butler Snow LLP, as its Disclosure Counsel. Certain legal matters will be passed upon for the City by Adams, Jordan & Herrington, P.C. It is expected that the Bonds will be available for delivery on or about November 10, 2026.

The cover page and inside cover page are for quick reference only and are not a summary of this issue. Investors should read this entire Official Statement, including the appendices, to obtain information essential to making an informed investment decision.

RAYMOND JAMES®

Dated:_____, 2026

[†] For an explanation of the ratings, see "MISCELLANEOUS–Ratings" herein.
[*] Preliminary, subject to change.

MATURITIES, PRINCIPAL AMOUNTS, INTEREST RATES, YIELDS, AND CUSIPS[§]

$51,000,000[*]
Milledgeville Public Facilities Authority
(Water and Sewer System Projects) Revenue Bonds
Series 2026

Year July 1	Principal Amount[*]	Interest Rate	Yield	CUSIP[§]
2028	$680,000	_.__%	___.___%	_____
2029	755,000	_.__	___.___	_____
2030	800,000	_.__	___.___	_____
2031	840,000	_.__	___.___	_____
2032	880,000	_.__	___.___	_____
2033	925,000	_.__	___.___	_____
2034	975,000	_.__	___.___	_____
2035	1,020,000	_.__	___.___	_____
2036	1,075,000	_.__	___.___	_____
2037	1,130,000	_.__	___.___	_____
2038	1,190,000	_.__	___.___	_____
2039	1,250,000	_.__	___.___	_____
2040	1,425,000	_.__	___.___	_____
2041	1,575,000	_.__	___.___	_____
2042	1,650,000	_.__	___.___	_____
2043	1,735,000	_.__	___.___	_____
2044	1,825,000	_.__	___.___	_____
2045	1,915,000	_.__	___.___	_____
2046	2,015,000	_.__	___.___	_____
2047	2,125,000	_.__	___.___	_____
2048	2,240,000	_.__	___.___	_____
2049	2,365,000	_.__	___.___	_____
2050	2,495,000	_.__	___.___	_____
2051	2,630,000	_.__	___.___	_____
2052	2,775,000	_.__	___.___	_____
2053	2,925,000	_.__	___.___	_____
2054	3,090,000	_.__	___.___	_____
2055	3,260,000	_.__	___.___	_____
2056	3,435,000	_.__	___.___	_____

Build America Mutual Assurance Company ("**BAM**") makes no representation regarding the Bonds or the advisability of investing in the Bonds. In addition, BAM has not independently verified, makes no representation regarding, and does not accept any responsibility for the accuracy or completeness of this Official Statement or any information or disclosure contained herein, or omitted herefrom, other than with respect to the accuracy of the information regarding BAM, supplied by BAM and presented under the heading "Bond Insurance" and "Appendix F - Specimen Municipal Bond Insurance Policy".

[§] The CUSIP numbers are included in this Official Statement for the convenience of the holders and potential holders of the Bonds. No assurance can be given that the CUSIP numbers for a particular maturity of Bonds will remain the same after the date of issuance and delivery of the Bonds. Neither the Authority nor the City assumes any responsibility for the accuracy of such numbers.
[*]Preliminary, subject to change.

MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY

Members
Denese Shinholster, Chair
Steve Chambers, Vice Chair
Mary Parham-Copelan
Timothy Thomas
Jeanette Walden

Officers
Melba Hilson-Butts, Secretary / Treasurer

COUNSEL TO THE AUTHORITY

Butler Snow, LLP
Macon, Georgia

CITY OF MILLEDGEVILLE

Mayor
Mary Parham-Copelan

City Council
Dr. Collinda J. Lee
Arlene Simmons
Denese R. Shinholster
Morgan Pendergast
Shonya A. Mapp
Dr. Jeffrey Wells

Interim City Manager
Melba A. Hilson-Butts

Director of Finance
Jeree Wilson

City Attorney
D. James Jordan

BOND COUNSEL AND DISCLOSURE COUNSEL

Butler Snow LLP
Macon, Georgia

UNDERWRITER

Raymond James & Associates, Inc.
Atlanta, Georgia

AUDITOR

Mauldin & Jenkins, LLC
Macon, Georgia

USE OF INFORMATION IN THIS OFFICIAL STATEMENT

No dealer, broker, salesman or other person has been authorized to give any information or to make any representations, other than those contained in this Official Statement in connection with the offering contained herein, and if given or made, such other information or representations must not be relied upon. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Bonds by any person in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale.

The information contained in this Official Statement has been obtained from representatives of the Authority, the City, public documents, records and other sources considered to be reliable. The delivery of this Official Statement at any time does not imply that any information herein is correct as of any time subsequent to its date. Any statements in this Official Statement involving estimates, assumptions and matters of opinion, whether or not so expressly stated, are intended as such and not representations of fact. The Underwriter has provided the following sentence for inclusion in this Official Statement: The Underwriter has reviewed this Official Statement in accordance with, and as part of, its responsibilities to investors under the Federal securities laws as applied to the facts and circumstances of this transaction, but the Underwriter does not guarantee the accuracy or completeness of such information. The information and expression of opinions herein are subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder shall under any circumstances create an implication that there has been no change in the affairs of the City or the Authority since the date hereof.

NO REGISTRATION STATEMENT RELATING TO THE BONDS HAS BEEN FILED WITH THE SECURITIES AND EXCHANGE COMMISSION ("**SEC**") OR ANY STATE SECURITIES AGENCY. THE BONDS HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE SEC OR ANY STATE SECURITIES AGENCY, NOR HAS THE SEC OR ANY STATE SECURITIES AGENCY PASSED UPON THE ACCURACY OR ADEQUACY OF THIS OFFICIAL STATEMENT. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

In making an investment decision, investors must rely on their own examination of the Authority and the City and the terms of the offering, including the merits and risks involved.

In connection with this offering, the Underwriter may over-allot or effect transactions which stabilize or maintain the market price of the Bonds at a level above that which might otherwise prevail in the open market. Such stabilizing, if commenced, may be discontinued at any time.

This Official Statement contains forecasts, projections and estimates that are based on current expectations but are not intended as representations of fact or guarantees of results. If and when included in this Official Statement, the words "expects," "forecasts," "projects," "intends," "anticipates," "estimates" and analogous expressions are intended to identify forward-looking statements as defined in the Securities Act of 1933, as amended, and any such statements inherently are subject to a variety of risks and uncertainties, which could cause actual results to differ materially from those contemplated in such forward-looking statements. These forward-looking statements speak only as of the date of this Official Statement. The City and the Authority disclaim any obligation or undertaking to release publicly any updates or revisions to any forward-looking statement contained herein to reflect any change in the City's and the Authority's expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based.

For purposes of compliance with Rule 15c2-12 of the SEC, as amended (the "**Rule 15c2-12**") and in effect on the date of this Preliminary Official Statement, this document constitutes a Preliminary Official Statement of the Authority and the City with respect to the Bonds that has been deemed "final" by the Authority and the City as of its date except for the omission of no more than the information permitted by Rule 15c2-12.

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OFFICIAL STATEMENT

Relating to:

$51,000,000[*]
Milledgeville Public Facilities Authority
(Water and Sewer System Projects)
Revenue Bonds, Series 2026

INTRODUCTION

The purpose of this Official Statement, which includes the cover page and the Appendices hereto, is to furnish certain information in connection with the sale by the Milledgeville Public Facilities Authority (the "**Authority**") of $51,000,000[*] Milledgeville Public Facilities Authority (Water and Sewer System Projects) Revenue Bonds, Series 2026 (the "**Series 2026 Bonds**" or the "**Bonds**"). Capitalized terms used but not defined herein shall have the meanings assigned to them in APPENDIX A – "COPIES OF THE BOND RESOLUTIONS AND FORM OF THE CONTRACT."

This introduction is not a summary of this Official Statement and is intended only for quick reference. It is only a brief description of and guide to, and is qualified in its entirety by reference to, more complete and detailed information contained in the entire Official Statement, including the cover page and the Appendices, and the documents summarized or described in this Official Statement. A full review should be made of the entire Official Statement and of the documents summarized or described in this Official Statement, if necessary. The offering of the Bonds to potential investors is made only by means of the entire Official Statement, including the Appendices. No person is authorized to detach this Introduction from the Official Statement or to otherwise use it without the entire Official Statement including the Appendices.

The Authority and the City

The Authority is a public body corporate and politic, duly, and validly created pursuant to the "Milledgeville Public Facilities Authority Act" created by the provisions of Senate Bill 575, Act No. 633 of the 2024 Session of the Georgia General Assembly (the "**Act**"). See "THE AUTHORITY."

The City of Milledgeville, Georgia (the "**City**") is a municipal corporation of the State of Georgia (the "**State**"), duly created and validly existing under the Constitution and laws of the State. See "THE CITY."

Purpose of the Bonds

The proceeds from the sale of the Series 2026 Bonds will be used to finance, in whole or in part, (a) one or more capital outlay projects of the City consisting of acquisition, construction, renovation, improvement, extension, addition, or equipping within the City of utility systems and improvements, including, without limitation, water and sewer systems and facilities, sewage and solid waste disposal systems and facilities, and other similar facilities and systems (collectively, the "**Projects**") located within the City, and (b) the costs associated with the sale and issuance of the Series 2026 Bonds. See "PLAN OF FINANCING–Project Description" herein.

Security and Sources of Payment for the Bonds

The Series 2026 Bonds are secured by the City's full faith and credit. Pursuant to an Intergovernmental Contract (the "**Contract**"), the City has agreed to make payments sufficient to pay the principal of, premium, if any, and interest on the Series 2026 Bonds (the "**Contract Payments**"). The City's obligation to make the Contract Payments constitutes a general obligation of the City and is absolute and unconditional.

[*] Preliminary, subject to change.

While the City currently expects to pay the Contract Payments primarily from revenues of its water and wastewater system (the "**System**"), such payments are not limited to System revenues, and the Series 2026 Bonds are not secured by a pledge of System revenues.

The Series 2026 Bonds are limited obligations of the Authority. See "SECURITY AND SOURCES OF PAYMENT FOR THE BONDS."

Description of the Bonds

*Redemption.** The Bonds will be subject to optional and mandatory sinking fund redemption prior to their respective maturities. See "DESCRIPTION OF THE BONDS—Redemption."

Denominations. The Bonds will be issuable in denominations of $5,000 and any integral multiple thereof.

Registration, Transfers and Exchanges. The Bonds will be issued in fully registered form. When in book-entry form, the purchasers of the Bonds (the "**Beneficial Owners**") will not receive certificates representing their ownership interest in the Bonds. Instead, such Bonds will be held by a securities depository, initially DTC and registered in the name of DTC or its nominee, Cede & Co. Any transfer or exchange of the ownership interest in Bonds held in book-entry form will be made through computerized book-entry changes on the books of DTC through DTC's Direct and Indirect Participants (as hereinafter defined) as described in APPENDIX E – "BOOK-ENTRY SYSTEM OF REGISTRATION."

Payments. Interest on the Bonds is payable initially on July 1, 2027, and semiannually thereafter on January 1 and July 1 of each year until maturity (each an "**Interest Payment Date**"). When in book-entry form, payment of the principal of and interest on the Bonds will be made by Regions Bank, Atlanta, Georgia, as paying agent (the "**Paying Agent**") directly to Cede & Co., as nominee of DTC, and will subsequently be disbursed to Participants (as hereinafter defined) and thereafter to Beneficial Owners of the Bonds. See "DESCRIPTION OF THE BONDS—General."

When not in book-entry form, interest on the Bonds is payable by check or draft mailed to the registered owners thereof at the addresses which appear on the bond registration books of Regions Bank, Atlanta, Georgia, as bond registrar (the "**Bond Registrar**") as of the close of business on the fifteenth calendar day of the month preceding each Interest Payment Date (the "**Record Date**"). The principal of and premium, if any, on the Bonds are payable at the corporate trust office of Regions Bank, Atlanta, Georgia, as Paying Agent and Bond Registrar. See "DESCRIPTION OF THE BONDS—General."

Tax Matters

In the opinion of Butler Snow LLP, Bond Counsel (the "**Bond Counsel**"), under existing laws, regulations, published rulings, and judicial decisions and, assuming the accuracy of certain representations and continuous compliance with certain covenants described herein, interest on the Series 2026 Bonds (1) is excludable from gross income for federal income tax purposes under Section 103 of the Code, and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; however, such interest on the Bonds may be taken into account for the purpose of computing the alternative minimum tax imposed on certain corporations and (2) is exempt from present state income taxation within the State.

For a more complete description of such opinion and certain other tax consequences incident to the ownership of the Bonds, see the caption "TAX MATTERS" herein. Also, see APPENDIX D for the proposed form of opinion of Bond Counsel.

Professionals Involved in the Offering

Certain legal matters pertaining to the Authority and its authorization and issuance of the Bonds are subject to the approving opinions of Butler Snow LLP, Macon, Georgia, as Bond Counsel and Disclosure Counsel.

Regions Bank, Atlanta, Georgia will act as Paying Agent and Bond Registrar for the Bonds. The principal corporate trust office of the Paying Agent is 1180 West Peachtree Street, Suite 1200, Atlanta, Georgia 30309.

Raymond James & Associates, Inc. is acting as the Underwriter (the "**Underwriter**").

The financial statements of the City for the fiscal year ended June 30, 2025, have been audited by Mauldin & Jenkins, LLC, Macon, Georgia, to the extent and for the period indicated in their report included therein. See "MISCELLANEOUS – Independent Auditors."

Authority for Issuance

The Bonds are being issued in accordance with and pursuant to the Constitution and laws of the State, including (i) the Act, (ii) Ga. Const. Art. IX, § III, ¶ I and Ga. Code Ann. §§ 36-82-60 et seq., as amended (the "**Revenue Bond Law**"), and (iii) a resolution of the Authority adopted on July 31, 2025 (the "**Bond Resolution**"), as to be amended and supplemented following the pricing of the Bonds by a supplemental resolution approving the final terms of the Bonds (collectively, the "**Bond Resolutions**"). The Contract will be executed and delivered pursuant to the Constitution and laws of the State, the Act, the Bond Resolutions, and a resolution adopted by the Mayor and Council of the City on July 22, 2025, as to be supplemented following the pricing of the Bonds by a resolution approving the final terms of the Bonds and related matters (collectively, the "**City Resolutions**"). See "DESCRIPTION OF THE BONDS—Legal Authority for Issuance."

Offering and Delivery of the Bonds

The Bonds are offered when, as and if issued by the Authority, subject to prior sale and to the withdrawal or modification of the offer without notice, and subject to approval of legality by Bond Counsel. The Bonds in definitive form are expected to be delivered through DTC on or about November 10, 2026.

Continuing Disclosure

The Authority has determined that no financial or operating data concerning the Authority is material to any decision to purchase, hold or sell the Bonds, and the Authority will not provide any such information. The City has undertaken all responsibilities for any continuing disclosure to beneficial owners of the Bonds as described below, and the Authority will have no liability to the beneficial owners of the Bonds or any other person with respect to such disclosures.

The City has covenanted in the Contract and a Continuing Disclosure Certificate (the "**Disclosure Certificate**") for the benefit of the beneficial owners of the Bonds to provide certain financial information and operating data, including financial statements, relating to the City on an annual basis (the "**Annual Report**") by not later than one year after the end of each fiscal year of the City, commencing with the fiscal year ended June 30, 2026, and to provide notice of the occurrence of certain enumerated events (the "**Material Event Notices**") to the Municipal Securities Rulemaking Board's Electronic Municipal Market Access System ("**EMMA**"). The obligations of the City under the Disclosure Certificate terminate upon the legal defeasance, prior redemption, or payment in full of all of the Bonds. The Disclosure Certificate may be amended or modified without the consent of the owners of the Bonds under certain circumstances. The City's undertaking to provide the Annual Report and Material Event Notices pursuant to the Disclosure Certificate is described in APPENDIX C – "FORM OF CONTINUING DISCLOSURE CERTIFICATE." The covenants related to the Disclosure Certificate have been made in order to comply with Securities and Exchange Commission Rule 15c2-12.

Other Information

This Official Statement speaks only as of its date, and the information contained herein is subject to change.

This Official Statement, including the Appendices, contains brief descriptions of, among other matters, the Authority, the City, the Bonds, the Bond Resolutions, the Contract, and the security and sources of payment for the Bonds. Such descriptions and information do not purport to be comprehensive or definitive. The summaries of various

constitutional provisions, statutes, the Bond Resolutions, the Contract, and other documents are intended as summaries only and are qualified in their entirety by reference to such documents, and references to the Bonds are qualified in their entirety to the form of bond included in the Bond Resolution. Copies of the Bond Resolutions, the Contract, and other documents and information are available, upon request and upon payment to the City of a charge for copying, mailing, and handling, from: Ms. Courtney Chavers, City Clerk, 119 E. Hancock Street Milledgeville, Georgia 31061.

PLAN OF FINANCING

Estimated Sources and Uses of Funds*

The sources and applications of funds in connection with the issuance of the Series 2026 Bonds are estimated below.

Sources:	
Par Amount of Series 2026 Bonds	$51,000,000*
Net [Premium/Discount]	_____
Total	$_____.
Uses:	
Construction Fund Deposit	$_____
Costs of Issuance[1]	_____
Total	$_____.

[1] Includes rating agency fees, initial Bond Registrar and Paying Agent fees, printing costs, validation court costs, underwriting discount, legal and accounting fees, and other costs of issuance.

Project Description

The City has undertaken a multi-phase capital improvement program for the System. The initial phase includes improvements to the Lamar Ham Water Treatment Plant and a ceramic membrane pilot project. Based on bids received by the City, the construction cost for these two projects is approximately $35.3 million. Additional projects expected to be financed with proceeds of the Series 2026 Bonds include raw water pumping and transmission improvements, wastewater treatment and lift station improvements, and repairs and upgrades to the water and sewer systems. A central component of the Projects is the comprehensive refurbishment of the Lamar Ham Water Treatment Plant, the City's primary water treatment facility, originally constructed in 1953 and subsequently expanded, which distributes the City's sole source of drinking water and has a capacity of approximately 12 million gallons per day.

In addition to the Projects expected to be financed with proceeds of the Series 2026 Bonds, the City maintains a five-year capital improvement plan for additional System improvements through fiscal year 2030. Based on information provided by the City to Raftelis, the estimated cost of the projects included in the five-year capital improvement plan is approximately $12.7 million, which the City currently expects to fund from special purpose local option sales tax ("**SPLOST**") revenues rather than from System rates and charges. Based on current projections, expenditures for the Projects and the additional capital improvements described above are expected to continue through approximately early 2030.

The System

The System is operated as an enterprise fund and provides water distribution and wastewater collection and treatment services to residents and businesses within the City. The System includes the Lamar Ham Water Treatment Plant, raw water intake facilities, distribution infrastructure, wastewater collection and conveyance systems, lift stations, and the Oconee River Water Pollution Control Plant.

System Financial Forecast

Although the Series 2026 Bonds are not secured by a pledge of System revenues and the City has not covenanted to establish or maintain rates or charges of the System at any particular level, the City currently expects to make the Contract Payments primarily from revenues of the System. In connection with the proposed financing, the City retained Raftelis Financial Consultants, Inc. ("**Raftelis**") to review the water and wastewater rates adopted by the City in 2024, estimate revenues expected to be generated by such rates and prepare a long-term cash flow projection for the System through fiscal year 2036 (the "**System Forecast**"). In connection with the proposed financing and the anticipated additional debt service, the City adopted adjustments to its water and wastewater rates for fiscal years 2025 through 2027. The fiscal year 2025 adjustment became effective January 1, 2025, the fiscal year 2026 adjustment became effective July 1, 2025, and the fiscal year 2027 adjustment has been adopted by the City.

For financial planning and rate-setting purposes, Raftelis recommends that the City target debt service coverage of at least 130% of annual System debt service and operating liquidity equal to at least 180 days, or 50%, of annual System operation and maintenance expenses. The System Forecast assumes, among other things, no growth in customer accounts or consumption during the forecast period, annual increases of 3% in System operation and maintenance expenses and annual increases of 3.75% in water rates beginning in fiscal year 2030. The assumed water rate increases beginning in fiscal year 2030 have not been adopted by the City. No additional increases in wastewater rates are assumed after fiscal year 2027. The System Forecast also assumes approximately $50.2 million of Series 2026 Bonds and average annual debt service of approximately $3.1 million during the forecast period. The actual principal amount and debt service on the Series 2026 Bonds may differ from the assumptions used in the System Forecast.

Set forth below is selected information from the System Forecast:

Fiscal Year	Income Available for Indebtedness	Total Debt Service	Debt Service Coverage	Ending Operating Fund Balance	Days Cash on Hand
2027	$5,376,581	$2,014,482	1.63x	$16,501,880	694
2028	5,116,226	3,624,295	1.55	18,402,494	751
2029	4,848,061	3,626,723	1.47	20,039,413	794
2030	4,782,358	3,626,258	1.45	21,624,384	832
2031	4,716,262	3,626,258	1.43	23,147,434	865
2032	4,649,821	3,624,258	1.41	24,615,159	893
2033	4,583,087	3,625,258	1.39	26,023,988	917
2034	4,516,113	3,629,008	1.37	27,370,638	936
2035	4,448,960	3,625,258	1.35	28,657,118	951
2036	4,381,690	3,629,258	1.33	29,880,510	963

Source: Raftelis Financial Consultants, Inc. Water and Wastewater Rate Revenue Financial Review, dated March 10, 2026.

The System Forecast projects debt service coverage above Raftelis's 130% financial planning target throughout the forecast period and projects increasing operating fund balances and days cash on hand. The System Forecast constitutes forward-looking information based upon assumptions and estimates that are subject to change, including assumptions regarding rates, customer accounts and consumption, operating expenses and debt service. There can be no assurance that the assumptions underlying the System Forecast will be realized or that actual results will correspond with the forecast. **The Series 2026 Bonds do not contain a debt service coverage requirement or a covenant requiring the City to maintain the financial planning targets reflected in the System Forecast. Regardless of the financial performance of the System, the City's obligation to make the Contract Payments is a general obligation of the City and is not limited to System revenues.** See "SECURITY AND SOURCES OF PAYMENT FOR THE BONDS."

Debt Service Schedule*

The following table sets forth the annual debt service requirements on the Bonds during each Fiscal Year:

Bond Year Ending July 1	Principal Amount*	Interest Amount	Total Annual Debt Service Requirements
2027	$--	$	$
2028	$680,000		
2029	755,000		
2030	800,000		
2031	840,000		
2032	880,000		
2033	925,000		
2034	975,000		
2035	1,020,000		
2036	1,075,000		
2037	1,130,000		
2038	1,190,000		
2039	1,250,000		
2040	1,425,000		
2041	1,575,000		
2042	1,650,000		
2043	1,735,000		
2044	1,825,000		
2045	1,915,000		
2046	2,015,000		
2047	2,125,000		
2048	2,240,000		
2049	2,365,000		
2050	2,495,000		
2051	2,630,000		
2052	2,775,000		
2053	2,925,000		
2054	3,090,000		
2055	3,260,000		
2056	3,435,000		

THE AUTHORITY

The Authority is a public body corporate and politic of the State, duly created and validly existing under the Constitution and laws of the State, including the Act. The Authority consists of five members who are residents of the City and are appointed by the Mayor and Council of the City. Members generally serve one-year terms and until their successors are appointed and qualified. The Mayor and members of the City Council may serve as members of the Authority.

The current members and officers of the Authority are as follows:

Name	Title
Denese Shinholster	Chair
Steve Chambers	Vice Chair
Mary Parham-Copelan	Member
Timothy Thomas	Member
Jeanette Walden	Member
Melba Hilson-Butts	Secretary / Treasurer (non-member)

The Authority is issuing the Bonds pursuant to the powers granted to it under the Act and the Revenue Bond Law and pursuant to the Bond Resolutions. The Authority has entered into the Contract with the City and, pursuant to the Bond Resolutions, has pledged and assigned its rights under the Contract, including the Contract Payments, except certain Retained Rights, as security for the Bonds.

DESCRIPTION OF THE BONDS

General

The Bonds will be dated their date of issuance and will mature in the amounts and bear interest at the rates specified on the cover page of this Official Statement (computed on the basis of a 360-day year comprised of twelve 30-day months) from the Interest Payment Date preceding their date of authentication to which interest has been paid (unless their date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless their date of authentication is after a Record Date and prior to the corresponding Interest Payment Date, in which case from such corresponding Interest Payment Date, or unless the date of authentication is before the first Interest Payment Date, in which case from their date of issuance). Interest will be payable semiannually on each Interest Payment Date, commencing July 1, 2027.

When in book-entry form, payment of the principal of, premium if any, and interest on the Bonds will be made by the Paying Agent directly to Cede & Co., as nominee of DTC, and will subsequently be disbursed to DTC Participants and thereafter to the Beneficial Owners of the Bonds. See APPENDIX E – "BOOK-ENTRY SYSTEM OF REGISTRATION." When not in book-entry form, interest on the Bonds is payable by check or draft mailed by first class mail to the registered owner of record as of the Record Date immediately preceding the applicable Interest Payment Date, at such owner's address as it appears on the books of registry kept by the Paying Agent. When not in book-entry form, the principal of the Bonds will be payable upon the presentation and surrender of the Bonds at the principal corporate trust office of the Paying Agent.

Registration Provisions; Transfer and Exchange

The Bonds will be issued in fully registered form. Ownership of the Bonds will be registered on the registration books maintained by the Bond Registrar. When in book-entry form, ownership of the Bonds held by DTC or Cede & Co., as its nominee, on behalf of the Beneficial Owners thereof, may be transferred or exchanged in accordance with the rules of DTC. See APPENDIX E – "BOOK-ENTRY SYSTEM OF REGISTRATION."

When not in book-entry form, ownership of any Bond is transferable upon surrender thereof to the Bond Registrar, together with an assignment duly executed by the registered owner or his attorney or legal representative, in such form as shall be satisfactory to the Bond Registrar. Upon any such transfer of ownership, the Bond Registrar will cause to be authenticated and delivered a new Bond or Bonds registered in the name of the transferee in any authorized denomination in the same aggregate principal amount, maturity, and interest rate as the Bonds surrendered for such transfer. When not in book-entry form, the Bonds may be exchanged for a like principal amount of Bonds of the same maturity and interest rate but of other authorized denominations. For every exchange or registration of transfer, the Bond Registrar may charge an amount sufficient to reimburse it for any tax or other governmental charge required to be paid with respect to such exchange or registration of transfer, but no other charge may be made to the owner for any exchange or registration of transfer of the Bonds.

Redemption*

*Optional Redemption of the Bonds**. The Bonds maturing on or prior to July 1, 2036 are not subject to optional redemption prior to maturity. The Bonds maturing on or after July 1, 2037 are subject to redemption prior to their stated respective maturities, at the option of the Authority, in whole or in part on any date, in either case on or after July 1, 2037, at a redemption price of 100 percent of the principal amount of the Bonds being redeemed plus accrued interest to the redemption date.

*Mandatory Redemption of the Series 2026 Bonds**. The Bonds maturing on July 1, 20__ are subject to mandatory sinking fund redemption prior to their stated maturity at a redemption price equal to the 100 percent of the

principal amount of the Series 2026 Bonds being redeemed, plus accrued interest, on July 1, 20__ of the following years and in the following amounts:

July 1,	Principal Amount
20__	$_____
20__	_____

The Series 2026 Bonds maturing on July 1, 20__ are subject to mandatory sinking fund redemption prior to their stated maturity at a redemption price equal to the 100 percent of the principal amount of the Bonds being redeemed, plus accrued interest, on July 1, 20__ of the following years and in the following amounts:

July 1,	Principal Amount
20__	$_____
20__	_____

Notice of Redemption. Notice of any redemption of the Bonds pursuant to the Bond Resolutions shall be given by the Authority, at the direction of the City, to the Bond Registrar and Paying Agent at least forty-five days prior to the date fixed for redemption and shall be given one time not less than thirty days nor more than sixty days prior to the date fixed for redemption to the holders of each of the Bonds being called for redemption by first class, registered or certified mail as the Paying Agent shall determine is necessary at the address shown on the register of the Bond Registrar as of forty-five days prior to the date fixed for redemption. Said notice shall also be given by certified mail, return receipt requested, or by electronic means not less than 30 days nor more than 45 days prior to the date fixed for redemption, to the Municipal Securities Rulemaking Board's Electronic Municipal Market Access System or as may be required by applicable law or regulation at the time of giving such notice. No transfer or exchange of any Bonds so called for redemption shall be allowed. In the event any holder of any Bond being redeemed pursuant to the provisions of the Bond Resolutions shall fail to present for redemption any such Bond within 60 days after the date fixed for redemption, a second notice of the redemption of such Bonds shall be given to said owner at the address of said owner as shown on the bond register of the Bond Registrar within 90 days after the date fixed for redemption. The failure of the Paying Agent to give such notice shall not affect the validity of the proceedings for the redemption of any bond as to which no such failure occurred. Any notice mailed or delivered as provided in the Bond Resolutions shall be conclusively presumed to have been duly given, whether or not the registered owner receives the notice.

Manner of Redemption. Bonds shall be redeemed only in the principal amount of $5,000 or any integral multiple thereof. In the case of Bonds of denominations greater than $5,000, if less than all of such Bonds of a single maturity then outstanding are to be called for redemption then for all purposes in connection with redemption, each $5,000 of face value shall be treated as though it were a separate Bond in the denomination of $5,000. If it is determined that one or more, but not all of the $5,000 units of face value represented by any Bond are to be called for redemption, then upon notice of the intention to redeem such $5,000 unit or units, the owner of such Bond shall forthwith surrender such Bond to the Paying Agent for payment of the redemption price (including the redemption premium, if any, and interest to the date fixed for redemption) of the $5,000 unit or units of face value called for redemption and there shall be issued to the registered owner thereof, without charge therefor, fully registered Bonds for the unredeemed balance of the principal amount thereof, in any of the authorized denominations. If the owner of any such Bond of a denomination greater than $5,000 shall fail to present such Bond to the Paying Agent for payment in exchange as aforesaid, such Bond shall, nevertheless, become due and payable on the date fixed for redemption to the extent of the $5,000 unit or units of face value called for redemption (and to that extent only); interest shall cease to accrue on the portion of the principal amount of such Bond represented by such $5,000 unit or units of face value on and after the date fixed for redemption and (funds sufficient for the payment of the redemption price having been deposited with the Paying Agent and being available for the redemption) such Bond shall not be entitled to the benefit and security of the Bond Resolutions to the extent of the portion of its principal amount (and accrued interest thereon to the date fixed for redemption) represented by such $5,000 unit or units.

Effect of Redemption Call. Notice having been given in the manner and under the conditions prescribed in the Bond Resolutions, and money for the payment of the redemption price being held by the Paying Agent, all as provided in the Bond Resolutions, the Bonds or the portion thereof so called for redemption shall, on the redemption date designated in such notice, become and be due and payable at the redemption price provided for redemption of such Bonds on such date. Interest on the Bonds or the portion thereof so called for redemption shall cease to accrue

from and after the date fixed for redemption unless default shall be made in payment of the redemption price thereof upon presentation and surrender thereof. Such Bonds shall cease to be entitled to any lien, benefit or security under the Bond Resolutions and the owners of such bonds shall have no rights in respect thereof except to receive payment of the redemption price thereof and such bond or the portion thereof so called shall not be considered to be outstanding. Upon surrender of such bond paid or redeemed in part only, the Authority shall execute and the Bond Registrar shall deliver to the owner thereof, at the expense of the Authority, a new Bond or Bonds of the same type, of authorized denominations in the aggregate principal amount equal to the unpaid or unredeemed portion of the Bond.

Defeasance

Any funds paid to or received by the Authority at any time for the purchase and retirement of Bonds shall be placed in a special fund to be created by the Authority and applied to such purpose as far as possible in the same manner that funds in the Sinking Fund are applied. If and when sufficient funds are deposited in such special fund to pay all Outstanding Bonds, including interest due or to become due thereon together with the reasonable charges and fees of the Paying Agent and Bond Registrar, such deposit shall constitute payment in full of the Bonds.

Bonds shall also be deemed to have been paid in full and the lien of the Bond Resolution shall be discharged as to such Bonds, (i) after there shall have been deposited in an irrevocable trust fund created for that purpose, (A) sufficient money and/or (B) Government Obligations (the "**Government Obligations**") which shall not contain provisions permitting the redemption thereof prior to their stated maturity, the principal of and the interest on which money and/or Government Obligations when due will be sufficient, without further investment or reinvestment of either the principal amount thereof or the interest earnings thereon (said earnings to be held in trust also), for the payment of the principal of and premium, if any, on such Bonds, plus interest thereon to the due date thereof (whether such due date is by reason of maturity or upon redemption as provided herein); (ii) after there shall have been paid, or satisfactory provision shall have been made for payment, to the Bond Registrar and Paying Agent all fees and expenses due or to become due in connection with the payment of such Bonds or there shall be sufficient money deposited with the Bond Registrar and Paying Agent to make said payments; and (iii) unless all Bonds being defeased pursuant to the Bond Resolution are to mature or be redeemed within the next 60 days, the Authority shall have given the Bond Registrar and Paying Agent irrevocable instructions to give notice, as soon as practicable, to the holders of such Bonds, by first class mail, postage prepaid, at their last addresses appearing upon the books of registration, that the deposit required by the Bond Resolution has been made and that such Bonds are deemed to have been paid in accordance with the Bond Resolution. See APPENDIX A – "COPIES OF THE BOND RESOLUTIONS – Section 5.09 Defeasance."

All Bonds that are being defeased shall only be discharged pursuant to the Bond Resolution, if the Authority delivers an opinion of bond counsel providing that all conditions precedent to the discharge of the lien have been satisfied and such deposit and discharge will not adversely affect the exclusion of the interest on such Bonds from federal income taxation.

In the event provision for the payment in full of all Outstanding Bonds is to be made at the same time, the funds for such payment may be deposited to and such Bonds may be redeemed or paid from the Sinking Fund.

After provision shall have been made for the payment of all Bonds and the interest thereon and all expenses and charges herein required to be paid, any balance attributable solely to the Bonds and remaining in such fund shall be paid to the City.

At such time as payment in full of the Bonds shall be accomplished in accordance with the provisions of the Bond Resolution, the lien of such Bonds created by the Resolution on the Contract Payments securing such payment shall be discharged, and such Bonds shall no longer be considered to be outstanding for any purpose except for the payment of the principal thereof premium, if any, and the interest thereon and for the registration and transfer thereof.

Book-Entry System of Registration

The Bonds will be available only in book-entry form in the principal amount of $5,000 or any integral multiple thereof. DTC will act as the initial securities depository for the Bonds. The ownership of one fully registered Bond for each maturity of the Bonds, as set forth on the inside cover page of this Official Statement, each in the

aggregate principal amount of such maturity coming due thereon, will be registered in the name of Cede & Co., as nominee for DTC. See APPENDIX E – "BOOK-ENTRY ONLY SYSTEM OF REGISTRATION."

SO LONG AS CEDE & CO., AS NOMINEE OF DTC, IS THE REGISTERED OWNER OF THE BONDS, REFERENCES IN THIS OFFICIAL STATEMENT TO THE REGISTERED OWNERS OF THE BONDS WILL MEAN CEDE & CO. AND WILL NOT MEAN THE BENEFICIAL OWNERS.

Neither the City nor the Bond Registrar and Paying Agent will have any responsibility or obligation to DTC's Direct Participants or Indirect Participants (each as defined in APPENDIX E), or the persons for whom they act as nominees, with respect to the payments to or the providing of notice for the Direct Participants, the Indirect Participants or the beneficial owners of the Bonds as further described in APPENDIX E to this Official Statement.

Legal Authority for Issuance

The Bonds are being issued pursuant to and in accordance with the Constitution and laws of the State, including the Act, the Revenue Bond Law, and the Bond Resolutions.

The Contract is being executed and delivered pursuant to and in accordance with the Constitution and laws of the State and the Act. Ga. Const. Art. IX, § III, ¶ I authorizes any municipality or other political subdivision of the State to contract for any period not exceeding 50 years with any public corporation or public authority for joint services, for the provision of services, or for the joint or separate use of facilities or equipment, provided that such contract deals with activities, services, or facilities which the contracting parties are authorized by law to undertake or provide. The Act authorizes the Authority to finance the Projects, and the City is authorized under the Constitution and laws of the State to own, operate and provide the facilities and services comprising the Projects. The Authority and the City have authorized the issuance of the Bonds and the execution and delivery of the Contract, subject to the adoption by the Authority and the City, following pricing of the Bonds, of supplemental resolutions approving the final terms of the Bonds and related matters.

SECURITY AND SOURCES OF PAYMENT FOR THE BONDS

General Obligation Pledge and Contract Payments

The obligation of the City to make the Contract Payments constitutes a general obligation of the City, to which its full faith and credit and taxing power are pledged. Such obligation is absolute and unconditional and is not subject to abatement, reduction, set-off or counterclaim for any reason. The City has covenanted to include in its annual budget and appropriation measures amounts sufficient to pay all Contract Payments when due and to continue such appropriations until all obligations under the Contract have been fully paid.

Under the Contract, the City has agreed to make Contract Payments directly to the Paying Agent for the account of the Authority, and the Authority has pledged and assigned the Contract Payments as security for the Series 2026 Bonds.

No Pledge of System Revenues

The Series 2026 Bonds are not secured by a pledge of revenues of the System, and the City has not covenanted to establish or maintain rates or charges of the System at any particular level.

Limited Obligations

The Series 2026 Bonds are limited obligations of the Authority, payable solely from and secured by the Contract Payments and the other funds, moneys and rights pledged under the Bond Resolutions. The Series 2026 Bonds do not constitute a debt, liability or general obligation of the Authority payable from any source other than the property pledged under the Bond Resolutions. See APPENDIX A – "COPIES OF THE BOND RESOLUTIONS AND FORM OF CONTRACT."

Bond Resolutions

To secure the Series 2026 Bonds, the Authority has pledged and assigned for the benefit of the owners of the Series 2026 Bonds substantially all of its right, title and interest in and to the Contract (except certain retained rights), including the Contract Payments, together with the funds and accounts pledged under the Bond Resolutions. The Authority has covenanted not to create or permit any lien on the pledged property that would be prior to or on parity with the lien created by the Bond Resolutions except as permitted thereunder. See APPENDIX A – "COPIES OF THE BOND RESOLUTIONS AND FORM OF CONTRACT."

The Series 2026 Bonds are not secured by a mortgage or other lien on the Projects or by a pledge of revenues derived from the Projects.

Disbursement and Investment of Bond Proceeds and Other Moneys

Bond Proceeds. For a description of the manner in which the proceeds of the sale of the Series 2026 Bonds will be disbursed, see "PLAN OF FINANCING – Estimated Sources and Uses of Funds." Prior to such use, said proceeds will be invested pending their disbursement. Ga. Code Ann. § 36-82-7 provides that the proceeds of the Series 2026 Bonds may be invested and reinvested by the governing authority of the City in the following investments, and no others:

(1) the local government investment pool created in Ga. Code Ann. §§ 36-83-1 to 8;

(2) bonds or obligations of the City, the State or other states or of other counties, municipal corporations, and political subdivisions of the State;

(3) bonds or other obligations of the United States or of subsidiary corporations of the United States government which are fully guaranteed by such government;

(4) obligations of and obligations guaranteed by agencies or instrumentalities of the United States government, including those issued by the Federal Land Bank, Federal home Loan Bank, Federal Intermediate credit Bank, Bank for Cooperatives, and any other such agency or instrumentality now or hereafter in existence; provided, however, that all such obligations shall have a current credit rating from a nationally recognized rating service of at least one of the three highest rating categories available and have a nationally recognized market;

(5) bonds or other obligations issued by any public housing agency or municipal corporation in the United States, which such bonds or obligations are fully secured as to the payment of both principal and interest by a pledge of annual contributions under an annual contributions contract or contracts with the United States government, or project notes issued by any public housing agency, urban renewal agency, or municipal corporation in the United States which are fully secured as to payment of both principal and interest by a requisition, loan, or payment agreement with the United States government;

(6) certificates of deposit of national or state banks located within the State which have deposits insured by the Federal Deposit Insurance Corporation and certificates of deposit of federal savings and loan associations and state building and loan or savings and loan associations located within the State which have deposits insured by the Savings Association Insurance Fund of the Federal Deposit Insurance Corporation or the Georgia Credit Union Deposit Insurance Corporation, including the certificates of deposit of any bank, savings and loan association, or building and loan association acting as depository, custodian, or trustee for any such bond proceeds, provided the portion of the certificates of deposit in excess of the amount insured by the Federal Deposit Insurance Corporation, the Savings Association Insurance Fund of the Federal Deposit Insurance Corporation, or the Georgia Credit Union Deposit Insurance Corporation, if any, must be secured by deposit, with the Federal Reserve Bank of Atlanta, Georgia, or with any national or state bank or federal savings and loan association or state building and loan or savings and loan association located within the State, of one or more of the following securities in an aggregate principal amount equal at least to the amount of such excess: direct and general obligations of the State or of any county or municipal corporation in the State, obligations of the United States or subsidiary corporations described in (3) above, obligations

of the agencies of the United States government described in (4) above, or bonds, obligations, or project notes of public housing agencies, urban renewal agencies, or municipalities described in (5) above;

(7) securities of or other interests in any no-load, open-end management type investment company or investment trust registered under the Investment Company Act of 1940, as from time to time amended, or any common trust fund maintained by any bank or trust company which holds such proceeds as trustee or by an affiliate thereof so long as:

(a) the portfolio of such investment company or investment trust or common trust fund is limited to the obligations described in paragraphs (3) and (4) above and repurchase agreements fully collateralized by any such obligations;

(b) such investment company or investment trust or common trust fund takes delivery of such collateral either directly or through an authorized custodian;

(c) such investment company or investment trust or common trust fund is managed so as to maintain its shares at a constant net asset value; and

(d) securities of or other interests in such investment company or investment trust or common trust fund are purchased and redeemed only through the use of national or state banks having corporate trust powers and located within the State; and

(8) interest-bearing time deposits, repurchase agreements, reverse repurchase agreements, rate guarantee agreements, or other similar banking arrangements with a bank or trust company having capital and surplus aggregating at least $50 million or with any government bond dealer reporting to, trading with, and recognized as a primary dealer by the Federal Reserve Bank of New York having capital aggregating at least $50 million or with any corporation which is subject to registration with the Board of Governors of the Federal Reserve System pursuant to the requirements of the Bank Holding Company Act of 1956, provided that each such interest-bearing time deposit, repurchase agreement, reverse repurchase agreement, rate guarantee agreement, or other similar banking arrangement shall permit the moneys so placed to be available for use at the time provided with respect to the investment or reinvestment of such moneys.

Other Moneys. Ga. Const. Art. IX, § 5, ¶ VI requires the proceeds of the tax assessed and collected to pay the principal of and interest on the Series 2026 Bonds, together with any other moneys collected for this purpose, to be placed in a sinking fund to be used exclusively for paying the principal of and interest on the Series 2026 Bonds and to be held and kept separate and apart from all other revenues collected by the City.

Ga. Code Ann. § 36-80-3 provides that the governing body of the City may invest and reinvest money subject to its control and jurisdiction in the following:

(1) Obligations of the United States and of its agencies and instrumentalities;

(2) Bonds or certificates of indebtedness of the State and of its agencies and instrumentalities; and

(3) Certificates of deposit of banks which have deposits insured by the Federal Deposit Insurance Corporation; provided, however, that portion of such certificates of deposit in excess of the amount insured by the Federal Deposit Insurance Corporation must be secured by direct obligations of the State or the United States which are of a par value equal to that portion of such certificates of deposit which would be uninsured.

Ga. Code Ann. § 36-83-4 provides that the governing body of the City may invest and reinvest money subject to its control and jurisdiction in the following:

(1) Obligations of the State or other states;

(2) Obligations issued by the United States government;

(3) Obligations fully insured or guaranteed by the United States government or United States government agency;

(4) Obligations of any corporation of the United States government;

(5) Prime banker's acceptances;

(6) The local government investment pool established by Ga. Code Ann. §§ 36-83-1 to 8;

(7) Repurchase agreements; and

(8) Obligations of other political subdivisions of the State.

Ga. Code Ann. § 45-8-14 provides that the governing body of the City shall designate one or more solvent banks, insured federal savings and loan associations, or insured state-chartered building and loan associations as depositories of moneys belonging to the City. Ga. Code Ann. § 45-8-12 prohibits the City from having on deposit at any one time in any depository for a time longer than ten days a sum of money that has not been secured by a surety bond, by federal deposit insurance, or by pledged securities, with a face value of not less than 110 percent of the public funds being secured after the deduction of the amount of deposit insurance. Ga. Code Ann. § 45-8-11 allows the Finance Director of the City, in his or her discretion, to waive the requirement for security in the case of operating funds placed in demand deposit checking accounts.

The City presently deposits its general funds with Exchange Bank, Milledgeville, Georgia. The City may, in its discretion, but subject to the provisions of State law described in the above paragraph, deposit these funds with other financial institutions.

Enforcement and Limitations on Remedies

The realization of value from the property pledged under the Bond Resolutions and the taxing power of the City under the Contract upon any default will depend upon the exercise of the remedies provided in the Bond Resolutions and the Contract. Such remedies may require judicial action and may be subject to judicial discretion and delay. The enforceability of rights and remedies with respect to the Series 2026 Bonds may also be limited by applicable bankruptcy, insolvency, reorganization, moratorium or similar laws affecting creditors' rights generally, usual principles of equity and the exercise of governmental police powers.

Ga. Code Ann. § 36-80-5 provides that no municipality created under the Constitution or laws of the State is authorized to file a petition for relief from payment of its debts as they mature, a petition for composition of its debts, or otherwise to take advantage of any federal statute providing for the adjustment of debts of political subdivisions and public agencies and instrumentalities. Such statute further provides that no chief executive or other governmental officer, governing body or organization is empowered to cause or authorize the filing of any such petition by or on behalf of a municipality.

Acceleration. Upon the occurrence and continuance of certain Events of Default under the Bond Resolutions, the owners of not less than a majority in principal amount of the Bonds Outstanding may declare the principal of all Bonds then Outstanding, together with accrued interest thereon, to be immediately due and payable. Upon certain payment defaults by the City under the Contract, such owners may also declare the related Contract Payments immediately due and payable. Any such acceleration may be rescinded under the circumstances provided in the Bond Resolutions.

No Trustee. There is no bond trustee or similar person or entity to monitor or enforce the provisions of the Bond Resolutions on behalf of the owners of the Series 2026 Bonds, and therefore the owners may be required to enforce such provisions themselves if the need to do so arises.

Issuance of Additional Parity Bonds

Parity Bonds (defined below) may be issued by the Authority, from time to time, ranking on parity with the Series 2026 Bonds for the specific purpose of completing the financing of the Projects or financing improvements or additions, real or personal, to any portion of the Projects, provided all the following conditions are met:

(a) The payments covenanted to be made under the Bond Resolutions have been and are being made as required.

(b) The Authority and City shall enter into a contract reaffirming and extending through the final maturity of the Parity Bonds then proposed to be issued all applicable covenants, terms, and provisions of the Contract. Under the terms of such contract the City shall obligate itself to pay to the Authority amounts sufficient to pay the principal of, premium, if any, and the interest on the Bonds then outstanding and on the Parity Bonds then proposed to be issued, and for the payment of the reasonable fees and charges of the Paying Agent and Bond Registrar, if any, less the interest and principal requirements on any bonds or obligations to be paid or redeemed from any or all of the funds to be made available by the sale of the Parity Bonds proposed to be issued.

(c) The Authority shall pass proper proceedings reciting that all of the above requirements have been met and authorizing the issuance of such Parity Bonds and shall provide in such proceedings, among other things, for the date, the rate or rates of interest, maturity dates, and redemption provisions, if any, which such Parity Bonds shall bear. The interest on any such Parity Bonds shall fall due on the Interest Payment Dates in each year, and the Parity Bonds shall mature in annual installments on either Interest Payment Date, but not necessarily in each year or in equal installments.

(d) Any such proceeding or proceedings shall require the payments then being made for deposit into the Sinking Fund to be increased to the extent necessary to pay the principal of, premium, if any, and interest on the Outstanding Bonds (defined below) and on the Parity Bonds proposed to be issued, less the principal and interest requirements on any bonds or obligations to be redeemed from any or all of the funds to be made available by the sale of the Parity Bonds proposed to be issued. Any such proceeding or proceedings shall restate and reaffirm by reference all of the applicable terms, conditions, and provisions of the Bond Resolutions.

(e) Such Parity Bonds and all proceedings relative thereto, and the security therefor, shall be validated as prescribed by law.

"**Outstanding**" or "**Bonds Outstanding**" means all Bonds which have been executed and delivered pursuant to this Resolution except:

(a) Bonds cancelled after purchase in the open market or because of payment at maturity or redemption prior to maturity;

(b) Bonds otherwise deemed to be paid in accordance with Section 5.09 of this Resolution; and

(c) Bonds in lieu of or in exchange or substitution for which other Bonds shall have been authenticated and delivered pursuant to this Resolution unless proof is presented that such Bonds are held by a bona fide purchaser.

"**Parity Bonds**" means any revenue bonds which may be issued on parity with the Bonds in accordance with the terms of the Bond Resolutions.

BOND INSURANCE

Bond Insurance Policy

Concurrently with the issuance of the Bonds, Build America Mutual Assurance Company ("**BAM**") will issue its Municipal Bond Insurance Policy for the Bonds (the "**Policy**"). The Policy guarantees the scheduled payment

of principal of and interest on the Bonds when due as set forth in the form of the Policy included as APPENDIX F to this Official Statement.

The Policy is not covered by any insurance security or guaranty fund established under New York, California, Connecticut or Florida insurance law.

Build America Mutual Assurance Company

BAM is a New York domiciled mutual insurance corporation and is licensed to conduct financial guaranty insurance business in all fifty states of the United States and the District of Columbia. BAM provides credit enhancement products to issuers in the U.S. public finance markets. BAM will only insure municipal bonds, as defined in Section 6901 of the New York Insurance Law, which are most often issued by states, political subdivisions, integral parts of states or political subdivisions or entities otherwise eligible for the exclusion of income under section 115 of the U.S. Internal Revenue Code of 1986, as amended. No member of BAM is liable for the obligations of BAM.

The address of the principal executive offices of BAM is: 28 Liberty Street, 59th Floor, New York, New York 10005, its telephone number is: 212-235-2500, and its website is located at: www.bambonds.com.

BAM is licensed and subject to regulation as a financial guaranty insurance corporation under the laws of the State of New York and in particular Articles 41 and 69 of the New York Insurance Law.

BAM's financial strength is rated "AA/Stable" by S&P Global Ratings, a business unit of Standard & Poor's Financial Services LLC ("**S&P**"). An explanation of the significance of the rating and current reports may be obtained from S&P at https://www.spglobal.com/en/. The rating of BAM should be evaluated independently. The rating reflects S&P's current assessment of the creditworthiness of BAM and its ability to pay claims on its policies of insurance. The above rating is not a recommendation to buy, sell or hold the Bonds, and such rating is subject to revision or withdrawal at any time by S&P, including withdrawal initiated at the request of BAM in its sole discretion. An downward revision or withdrawal of the above rating may have an adverse effect on the market price of the Bonds. BAM only guarantees scheduled principal and scheduled interest payments payable by the issuer of the Bonds on the date(s) when such amounts were initially scheduled to become due and payable (subject to and in accordance with the terms of the Policy), and BAM does not guarantee the market price or liquidity of the Bonds, nor does it guarantee that the rating on the Bonds will not be revised or withdrawn.

Capitalization of BAM

BAM's total admitted assets, total liabilities, and total capital and surplus, as of June 30, 2026 and as prepared in accordance with statutory accounting practices prescribed or permitted by the New York State Department of Financial Services were $505.6 million, $295.6 million and $210.0 million, respectively.

BAM is party to a first loss reinsurance treaty that provides first loss protection up to a maximum of 15% of the par amount outstanding for each policy issued by BAM, subject to certain limitations and restrictions.

BAM's most recent Statutory Annual Statement, which has been filed with the New York State Insurance Department and posted on BAM's website at www.bambonds.com, is incorporated herein by reference and may be obtained, without charge, upon request to BAM at its address provided above (Attention: Finance Department). Future financial statements will similarly be made available when published.

BAM makes no representation regarding the Bonds or the advisability of investing in the Bonds. In addition, BAM has not independently verified, makes no representation regarding, and does not accept any responsibility for the accuracy or completeness of this Official Statement or any information or disclosure contained herein, or omitted herefrom, other than with respect to the accuracy of the information regarding BAM, supplied by BAM and presented under the heading "BOND INSURANCE".

Additional Information Available from BAM

Credit Insights Videos. For certain BAM-insured issues, BAM produces and posts a brief Credit Insights video that provides a discussion of the obligor and some of the key factors BAM's analysts and credit committee considered when approving the credit for insurance. The Credit Insights videos are easily accessible on BAM's website at https://bambonds.com/insights/#video. (The preceding website address is provided for convenience of reference only. Information available at such address is not incorporated herein by reference.)

Credit Profiles. Prior to the pricing of bonds that BAM has been selected to insure, BAM may prepare a pre-sale Credit Profile for those bonds. These pre-sale Credit Profiles provide information about the sector designation (e.g. general obligation, sales tax); a preliminary summary of financial information and key ratios; and demographic and economic data relevant to the obligor, if available. Subsequent to closing, for any offering that includes bonds insured by BAM, any pre-sale Credit Profile will be updated and superseded by a final Credit Profile to include information about the gross par insured by CUSIP, maturity and coupon. BAM pre-sale and final Credit Profiles are easily accessible on BAM's website at https://bambonds.com/credit-profiles. BAM will produce a Credit Profile for all bonds insured by BAM, whether or not a pre-sale Credit Profile has been prepared for such bonds. (The preceding website address is provided for convenience of reference only. Information available at such address is not incorporated herein by reference.)

Disclaimers. The Credit Profiles and the Credit Insights videos and the information contained therein are not recommendations to purchase, hold or sell securities or to make any investment decisions. Credit-related and other analyses and statements in the Credit Profiles and the Credit Insights videos are statements of opinion as of the date expressed, and BAM assumes no responsibility to update the content of such material. The Credit Profiles and Credit Insight videos are prepared by BAM; they have not been reviewed or approved by the issuer of or the underwriter for the Bonds, and the issuer and underwriter assume no responsibility for their content.

BAM receives compensation (an insurance premium) for the insurance that it is providing with respect to the Bonds. Neither BAM nor any affiliate of BAM has purchased, or committed to purchase, any of the Bonds, whether at the initial offering or otherwise.

THE CITY

Introduction

The City was founded in 1803 and is the county seat for Baldwin County, Georgia (the "**County**"). The City, named for John Milledge, a Revolutionary leader, member of Congress, and Georgia governor, served as Georgia's fourth capital from 1803 to 1868. The City is located in the east central portion of the State approximately 30 miles northeast of Macon and 98 miles southeast of downtown Atlanta. The County is bordered on the north by Putnam County and Hancock County, and on the east by Washington County, on the south by Wilkinson County, and on the west by Jones County. The terrain is rolling, and the elevation is approximately 350 feet above sea level. Average rainfall is 45-50 inches per year, and average temperatures range from a high of 87 degrees in the summer to a low of 34 degrees in the winter. The City's population in 2024 was approximately 16,664. The City has a land area of approximately 20 square miles and the County encompasses approximately 267 square miles of land area.

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Set forth below are the percentages of land use for various categories within the territorial limits of the City as reported by Georgia Department of Revenue and computed based upon the acres of land for the various categories set forth in the tax digest for calendar years 2022 through 2026.

Assessed Values	2022	2023	2024	2025	2026
Residential[1]	43.03%	42.20%	45.94%	44.00%	44.35%
Historical	0.08	0.08	0.07	0.07	0.23
Agricultural	0.19	0.19	0.23	0.22	0.07
Conservation Use	0.12	0.11	0.10	0.09	0.09
Commercial	49.56	50.28	47.06	49.42	49.05
Industrial	1.87	1.95	1.60	1.43	1.46
Utility	4.50	4.55	4.47	4.29	4.33
Motor Vehicle	0.56	0.55	0.44	0.39	0.33
Mobile Home	0.09	0.09	0.08	0.08	0.08
Timber 100%	0.00	0.00	0.00	0.00	0.00
Other[2]	0.00	0.00	0.00	0.00	0.01
Gross Tax Digest	100.00%	100.00%	100.00%	100.00%	100.00%

[1] Includes residential and residential transitional.
[2] Includes Brownfield Property, qualified timberland, environmentally sensitive, and heavy equipment.
Source: Department of Revenue.

City Government

The City is governed by a Mayor and six (6) Council members elected by the citizens. The Mayor is elected at large serving a four (4) year term and presides over all meetings of the City, signing all official contracts, ordinances, and resolutions adopted by the City Council. Members of the City Council are elected from districts and serve four (4) year concurrent terms. Council members are responsible for passing ordinances, adopting the budget, establishing tax rates, appointing committees and hiring both the City's Manager and attorney. The City has operated under a Council-Manager form of government since May 2003, when the City's charter was changed. The City Manager advises the Mayor and Council, prepares the budget, appoints department heads, supervises all employees and is responsible for day-to-day operations of the City.

The Mayor and current members, the expiration of their term of office and their principal occupation are as follows:

Name	Title	Principal Occupation	Term Expires
Mary Parham-Copelan	Mayor	Pastor, Realtor, Mayor	December 31, 2029
Dr. Collinda J. Lee	Member	Educator	December 31, 2029
Arlene Simmons	Member	Healthcare Professional	December 31, 2029
Denese R. Shinholster	Member	Retired State Government Employee	December 31, 2029
Morgan Pendergast	Member	Restaurateur	December 31, 2029
Shonya A. Mapp	Member	Federal Programs Specialist	December 31, 2029
Dr. Jeffrey Wells	Member	GMC – VP of Online Education	December 31, 2029

Mayor

Mary Parham-Copelan was first elected Mayor of the City in 2017 and is the City's first female mayor. Mayor Parham-Copelan is a lifelong resident of the City. Prior to becoming Mayor, she held positions with the Georgia Department of Corrections, the Baldwin County Transportation Department and Foothills Charter School. Mayor Parham-Copelan is the founder and CEO of Word of Life Interdenominational Bible Church and is also a realtor.

City Manager

Melba A. Hilson-Butts, the Interim City Manager, is responsible for the City's day-to-day operations. Ms. Hilson-Butts has over fourteen years of local government experience and was appointed by the Mayor and City

Council as Interim City Manager for the City of Milledgeville in November of 2025. As the city manager, Ms. Hilson-Butts is responsible for the City's policy direction, strategic planning, and oversight of all departments of the City. Before her appointment, Ms. Hilson-Butts served as Chief of Staff for the City. Ms. Hilson-Butts holds a Bachelor of Science (BS) dual major in Accounting and Computer Information Systems (CIS) from Georgia College and State University, and holds a Masters' degree from the University of Phoenix.

Director of Finance and Administrative Services

Jeree Wilson serves as the City's Finance Director. Prior to her appointment as Finance Director, Ms. Wilson served as Accounting Manager for the City.

City Services

The City provides a full range of services. These services include police protection, fire protection, court system, the construction and maintenance of highways, street and drainage improvements, planning and zoning, engineering, building and code enforcement, economic development, water, sewer, and storm water services, and Main Street activities and events. Residential sanitation services are provided through a contractual agreement with a private carrier.

The City's Public Works Department services include the repair and maintenance of the City's streets, public rights-of-ways, easements and public cemeteries and parks, as well as providing storm water control and maintenance to storm drains. In addition to infrastructure and street repair, Public Works also maintains the City's fleet of vehicles and provides curbside collection services of yard waste for close to 7,000 customers.

The Milledgeville Police Department consists of 63 employees, 46 of which are sworn police officers. The department is a progressive law enforcement agency and earned state certification in 2001 by the Georgia Association of Chiefs of Police.

Education

Public education is provided within the City by the Baldwin County School District (the "**School District**"), a political subdivision of the State governed by an elected five-member Board of Education and an appointed superintendent. The School District runs two primary schools, two 3rd-5th grade charter schools, one middle, and one high school throughout the County.

There are a great number of vocational schools, colleges and universities that are conveniently accessible to City residents, including Georgia College and State University and Georgia Military College located in Milledgeville, and nearby Mercer University, Middle Georgia State University and Wesleyan College all located approximately 30 miles away in Macon.

Transportation

Interstates 75 and 20 are approximately 30 miles and 45 miles, respectively from the City and provide convenient access to Macon, metro Atlanta, and the surrounding southeastern states. US Highway 441 runs through the City and provides access to Eatonton and Dublin. Highways 22, 24, 49, and 212 are all state routes that run through the City. Commercial air services are available at Hartsfield-Jackson Atlanta International Airport in Atlanta. Regional air service is provided at Baldwin County Regional Airport. The nearest major seaport and busiest seaport in the United States, is the Port of Savannah, approximately 164 miles from the City.

Recreation and Cultural Attractions

The City of Milledgeville currently has five parks within the City limits including the following: Central City Park, Huley Park, Oconee River Greenway, Walter B. Williams Park, and Selma Erwin Nature Preserve. Selma Erwin Nature Preserve offers mountain biking and hiking for 6.5 miles with about 1000' of climbing. Walter B. Williams Park offers a variety of facilities, including a walking and running track, softball fields, tennis courts, pickleball courts,

and basketball courts. The park also hosts regional sporting tournaments. Additional amenities include outdoor restrooms and a playground. The park features an 18-hole disc golf course, catering to both novice and experienced players.

Lake Sinclair encompasses 15,300 acres of winding coves and several vast stretches of open water. Created by Georgia Power in 1953, Lake Sinclair boasts over 500 miles of scenic shoreline and is easily accessible for fishing, tournaments, swimming, boating, camping, and has several marinas for the convenience of visitors.

The City also offers a number of historic and cultural attractions, including the Old Governor's Mansion and Andalusia, the former home of author Flannery O'Connor. Andalusia is operated by Georgia College & State University as a historic site and is open to the public for tours. These and other historic sites and museums are among the attractions promoted by the Milledgeville-Baldwin County Convention & Visitors Bureau to visitors to the area.

Medical Services

Milledgeville Fire Rescue Service provides the services to the citizen of the City by providing prompt, skillful, and cost-effective fire protection and emergency prevention and protection. The City of Milledgeville Fire Rescue Service operates out of two fully equipped fire stations, located on West Thomas Street and Dunlap Road. In addition to providing emergency assistance, the fire department's emergency management services also include fire inspections and community fire safety education. Milledgeville Fire Rescue Service employees must meet or exceed the training set forth by the Georgia Firefighters Standards and Training and ISO. These classes are both taught in house and at the Georgia Public Safety Training Center.

Atrium Health Navicent Baldwin is a 140-bed, acute care facility located in Milledgeville, Georgia providing 24/7 emergency services, radiology services, women's services and general medical and surgical services to the 150,000 residents living in Baldwin and surrounding counties.

Employees, Employee Relations and Labor Organizations

As of July 1, 2026, the City budgeted for 236 employees. The City currently employs 193 full time employees and 1 part time employee. No employees of the City are represented by labor organizations or are covered by collective bargaining agreements, and the City is not aware of any credible union organizing efforts at the present time. Management believes that employee relations are good. For a description of employee benefits, see "CITY FINANCIAL INFORMATION – Employee Benefits."

Demographic Information

The following demographic information provided below is the most recent information available from the sources cited. In addition to the information provided below, additional demographic and economic statistics are available in the City's Annual Comprehensive Financial Report (the "**ACFR**") included in APPENDIX B to this Official Statement.

Population. The following table sets forth the estimated population of the City for the years 2020 – 2024, as estimated by the American Community Survey Estimates. The U.S. Census Bureau reported the City's population in the 2020 census as 17,070.

Year	City Population
2020	18,526
2021	17,278
2022	17,021
2023	16,873
2024	16,664

Source: American Community Survey Estimates, U.S. Census Bureau 5-year estimates.

Educational Attainment. The following table sets forth the estimated level of education of the population 25 years and over for the City based on an estimate for the year 2024 prepared by the American Community Survey 5-Year Estimates program.

Less than 9th grade	3.6%
9th to 12th grade, no diploma	12.5%
High school graduate (including equivalency)	33.1%
Some college, no degree	20.0%
Associates degree	9.7%
Bachelor's degree	11.3%
Graduate or professional degree	9.8%
High school graduate or higher	84.0%
Bachelor's degree or higher	21.1%

Source: American Community Survey Estimates, U.S. Census Bureau 5-year estimates.

Economic Information

The following table presents economic information and financial and growth indicators related to the City. Because of the City's residential character, some information of this type is not available for the City or would not be useful. In these circumstances and where indicated, information related to the County has been included.

Personal Income. The following table sets forth the estimated personal income figures (in thousands of dollars) for the County, the State, and the United States for calendar years 2020 through 2024 (the most recent information available).

Year	County	Georgia	United States
2020	$1,644,990	$552,316,257	$19,600,945,000
2021	1,832,801	605,211,514	21,403,979,000
2022	1,889,095	625,219,288	22,077,232,000
2023	1,979,592	660,447,470	23,380,269,000
2024	2,134,187	704,463,898	24,897,613,000

Note. All dollar estimates are in thousands of current dollars (not adjusted for inflation). Statistics presented in thousands of dollars do not indicate more precision than statistics presented in millions of dollars.
Sources: U.S. Department of Commerce, Bureau of Economic Analysis.

Per Capita Personal Income. The following table sets forth the estimated per capita income figures for the County, the State, and the United States for calendar years 2020 through 2024 (the most recent information available).

Year	County	Georgia	United States
2020	$37,565	$51,463	$59,123
2021	41,945	56,088	64,460
2022	43,295	57,290	66,244
2023	45,617	59,882	69,810
2024	48,900	63,006	73,204

Sources: U.S. Department of Commerce, Bureau of Economic Analysis.

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Poverty Status and Household Income Distribution. The following table sets forth the estimated level of total household income for the population of the City based on an estimate for the year 2024 prepared by the American Community Survey 5-Year Estimates program.

Less than $10,000	14.5%
$10,000 to $14,999	9.2%
$15,000 to $24,999	13.2%
$25,000 to $34,999	4.3%
$35,000 to $49,999	19.5%
$50,000 to $74,999	15.6%
$75,000 to $99,999	6.9%
$100,000 to $149,999	10.5%
$150,000 to $199,999	3.4%
$200,000 or more	2.9%

Source: American Community Survey Estimates, U.S. Census Bureau 5-year estimates.

Median Home Values. The following table shows median home values in the City, the County, the State, and the United States for the years 2020 -2024, as estimated by the American Community Survey Estimates program.

Year	City	County	Georgia	United States
2020	$137,400	$128,800	$190,200	$229,800
2021	144,200	130,100	206,700	244,900
2022	161,200	154,400	245,900	281,900
2023	184,400	164,700	272,900	303,400
2024	193,100	181,900	303,300	332,700

Source: American Community Survey Estimates, U.S. Census Bureau 5-year estimates.

Labor Statistics. Employment includes nonagricultural wage and salary employment, self-employed, unpaid family and private household workers, and agricultural workers within the County. Persons in labor disputes are counted as employed. The use of rounded data does not imply that the numbers are exact.

	2021	2022	2023	2024	2025
Employed	17,650	17,959	17,777	18,201	18,476
Unemployed	835	706	705	734	721
Total Labor Force	18,482	18,665	18,482	18,935	19,197
County Unemployment Rate	4.5%	3.8%	3.8%	3.9%	3.8%
State Unemployment Rate	3.9%	3.2%	3.3%	3.5%	3.4%
U.S. Unemployment Rate	5.3%	3.6%	3.6%	4.0%	4.3%

Source: Georgia Department of Labor, Workforce Statistics Division, Local Area Unemployment Statistics Unit.

Employment by Industry. The following table shows the number of individuals employed within selected industries in the County which are covered by unemployment insurance. The table is intended to provide information regarding the types of industries employing residents of the County and the compensation paid to those employees. The table does not provide information with respect to all industries and firms. It is based upon and includes only those industries and firms that participate in the State Unemployment Insurance Program. Comparable information is not available for the City.

In 2025, the largest employment sector in the County was government (comprising approximately 25.7% of the county's work force), followed, in order, by healthcare and social assistance; retail trade; accommodations and food services; manufacturing; and administrative support and waste management remediation. For the twelve-month period ended December 31, 2025, total average monthly employment in the County increased 2.16% as compared to

the same period ending December 31, 2024, and the weekly average wage increased by 3.20% during the same time period.

Economic Sector Distribution. The following table shows the annual average percentage of persons who worked in each major sector of the local economy in Baldwin County in years 2021 through 2025. Figures are based on employees covered under the state unemployment insurance program.

Industry	2021	2022	2023	2024	2025
Agriculture, Forestry, Fishing, Hunting	†	0.1%	0.02%	0.2%	0.2%
Mining	†	†	†	†	†
Construction	2.6%	3.3	2.4	2.2	2.2
Manufacturing	6.2	6.7	7.3	5.9	4.9
Utilities	†	†	0.3	†	†
Wholesale Trade	1.8	1.8	2.4	2.9	3.5
Retail Trade	15.1	14.6	14.2	14.5	14.4
Transportation and Warehousing	0.7	0.6	†	0.3	†
Information	0.4	0.6	0.7	0.6	0.6
Finance and Insurance	2.0	1.8	2.1	1.7	1.6
Real Estate and Rental and Leasing	0.7	0.7	0.7	0.7	0.7
Professional Scientific & Technical Svc	1.3	1.3	1.2	1.1	1.1
Management of Companies/Enterprises	†	†	†	†	†
Admin., Support, Waste Mgmt., Remediation	7.6	8.3	5.3	5.4	5.0
Education Services	1.1	1.1	1.2	1.1	1.0
Health Care and Social Assistance	16.3	16.0	19.2	20.5	22.6
Arts, Entertainment, and Recreation	1.1	1.1	0.8	0.7	0.7
Accommodation and Food Services	13.0	13.7	12.9	13.8	13.3
Other Services (except Public Admin.)	2.1	1.8	1.8	1.7	1.7
Unclassified – Industry Not Assigned	0.2	0.3	0.3	0.1	0.1
Government	27.5	25.7	26.6	26.1	25.7
Total[1]	100.0%	100.0%	100.0%	100.0%	100.0%

[1] Figures may not equal totals when added due to the rounding of averages or the inclusion in the total figure of employees that were not disclosed in individual classifications.
† Figures were not released due to confidentiality.
Source: Georgia Department of Labor, Industry Mix.

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The following table shows the industry mix for the County for 2025. The table is intended to provide information regarding the types of industries employing residents of the County. The table does not provide information with respect to all industries and firms. It is based upon and includes only those industries and firms that participate in the State Unemployment Insurance Program. Comparable information is not available for the City.

Employment by Industry	Average Number of Establishments
Accommodation and Food Services	119
Administrative, Support and Waste Management	50
Agriculture, Forestry, Fishing and Hunting	5
Arts, Entertainment, and Recreation	12
Construction	68
Educational Services	13
Finance and Insurance	48
Health Care and Social Assistance	125
Information	11
Mining	1
Management of Companies and Enterprises	2
Manufacturing	20
Other Services (except Public Administration)	70
Professional, Scientific, and Technical Services	63
Real Estate and Rental and Leasing	34
Retail Trade	204
Transportation and Warehousing	19
Utilities	4
Wholesale Trade	25
Unclassified – industry not assigned	54
Government	65
All Industries	1,012

Source: Georgia Department of Labor.

Largest Employers. Set forth below are certain of the largest employers located within the City for fiscal year 2025, the most recent information available, and their industries. There can be no assurance that any employer listed below will continue to be located in the City or will continue employment at the level stated. No independent investigation has been made of, and no representation can be made as to, the stability or financial condition of the companies listed below.

	Employer	Industry
1.	Georgia College & State University	Education
2.	Qarbon Aerospace	Manufacturing
3.	Primecare Home Care Services, Inc	Healthcare
4.	Navicent Health Oconee LLC	Healthcare
5.	Georgia Military College	Education
6.	United Veteran Services of Georgia	Government
7.	GA Dept of Behavioral Health & Dev. Disabilities	Healthcare
8.	GEO Riverbend State Correctional Facility	Government
9.	Triumph Aerostructures	Manufacturing
10.	Walmart	Retail
11.	Baldwin County Board of Education	Education
12.	Georgia Department of Corrections	Government
13.	Mohawk	Manufacturing

Source: The ACFR and the Georgia Department of Labor.

Building Permits. Set forth below are the number and value of new construction building permits issued by the City, broken down by commercial, residential, apartment (permits are issued for each unit of apartments constructed) and additions (commercial and residential), for calendar years 2021 through 2025 and for calendar year 2026 through September 2, 2026, and the estimated values of the permits.

	Commercial		Residential		Apartment		Additions Commercial & Residential	
Year	Permits	Value	Permits	Value	Permits	Value	Permits	Value
2021	39	$5,949,281	78	$3,706,903	0	0	8	$252,657
2022	34	388,780,622	96	34,249,007	0	0	14	32,229,102
2023	29	7,133,265	35	2,983,475	0	0	9	947,991
2024	25	10,406,545	130	16,579,849	0	0	15	1,877,566
2025	198	10,751,816	56	2,049,616	0	0	5	974,500
2026	136	12,382,648	52	5,438,210	0	0	3	574,446

Source: City of Milledgeville.

Banking Deposits. Set forth below is information concerning banking deposits in the City for the last five years ended June 30.

Year	No. of Offices[1]	Deposits ($000)[2]
2021	11	$811,578
2022	9	874,512
2023	8	848,204
2024	8	812,910
2025	8	844,627

[1] Number of Banking Offices inside of market as of June 30 of each year.
[2] Total Deposits in Financial Institutions (in thousands) inside of market as of June 30 of each year.
Source: Federal Deposit Insurance Corporation Summary Tables, Market Share Report.

CITY DEBT STRUCTURE

Summary of Debt by Category*

Set forth below is information concerning debt of the City as of September 1, 2026, and as of the anticipated date of issuance of the Series 2026 Bonds. The information set forth below should be read in conjunction with the City's financial statements included as Note 6 in APPENDIX B hereto.

Category of Obligation	Amount Issued	Amount Outstanding As of September 1, 2026	Amount to be Outstanding Upon Issuance of the Series 2026 Bonds*
Long-Term Obligations			
GEFA Loans	-	$2,385,730	$2,385,730
Series 2026 Bonds	$51,000,000*	0	51,000,000*
Total	$51,000,000*	$2,385,730	$53,385,730*

[1] The City's long-term obligations shown above consist of loans from the Georgia Environmental Finance Authority ("**GEFA**") incurred for various water and sewer system projects and the City's contractual payment obligation relating to the Series 2026 Bonds. The Series 2026 Bonds are obligations of the Authority and are not general obligation bonds of the City. The City's obligations under the Contract constitute an intergovernmental contractual obligation of the City.
Source: City of Milledgeville Finance Department.

Overlapping Debt

Property owners in the City may also be subject to taxes levied to pay debt obligations of other taxing entities whose jurisdictions overlap the City. Set forth below are the estimated tax-supported debt and obligations of such overlapping entities attributable to property within the City. The amounts attributable to the City are estimates based upon the relative assessed valuations described below.

Name of Overlapping Entity	2025 Assessed Digest[1]	Outstanding Tax-Supported Debt/Obligations as of June 30, 2025	Tax-Supported Debt/Obligations Attributable to the City[2] Percent	Amount
Baldwin County School District[3]	$1,916,438,846	$6,980,000	30.76%	$2,147,206
Baldwin County, Georgia[4]	1,916,438,846	7,426,800	30.76%	2,284,993
Total:		**$14,406,800**		**$4,432,199**

[1] Real & Personal Property include the following: residential, residential transitional, agricultural, preferential, conservation use, forest land conservation use, commercial, industrial, timber (100%), and heavy equipment.

[2] The percentage of each entity's outstanding debt attributable to the City is calculated by comparing the assessed valuation of the portion overlapping the City to the total assessed valuation of the overlapping entity. To the extent the City's assessed valuation changes disproportionately with the assessed valuation of overlapping entities, the percentage of debt for which property owners within the City are responsible will also change.

[3] Consists of the General Obligation Bonds, Series 2020. As of June 30, 2025.

[4] Consists of the Water and Sewer Bond Series 1998A and Series 1998B and three GEFA loans. As of December 31, 2024.

Proposed Debt

The City currently expects to fund the additional System capital improvements included in its five-year capital improvement plan described under "**PLAN OF FINANCING—Project Description**" from SPLOST revenues rather than additional indebtedness. The City routinely evaluates its capital needs and available funding sources and may incur additional indebtedness in the future as circumstances warrant.

Limitations on City Debt*

The Constitution of the State provides that the City may not incur long-term obligations payable out of general property taxes without the approval of a majority of the qualified voters of the City voting at an election called to approve the obligations. In addition, under the Constitution of the State, the City may not incur long-term obligations payable out of general property taxes in excess of 10 percent of the assessed value of all taxable property within the City.

Short-term obligations (those payable within the same calendar year in which they are incurred), lease and installment purchase obligations subject to annual appropriation and intergovernmental obligations are not subject to the legal limitations described above. Refunded obligations cease to count against the City's debt limitations.

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As computed in the table below, based upon the 2026 City tax digest, the most recent information available, and, after the issuance of the Bonds and the execution of the Contract, the City could incur (upon necessary voter approval) approximately $56,328,546* in additional long-term obligations or general obligation bonds payable out of general property taxes.

Computation of Legal Debt Margin*	
Assessed Value of Taxable Property as of 2026	$594,683,711
Less: Bond Exemptions	$31,398,254
Net General Obligation Bond Tax Digest	$563,285,457
Debt Limit (10% of Net General Obligation Bond Digest)	$56,328,546
Amount of Debt Applicable to Debt Limit	$0*
Legal Debt Margin	$56,328,546*

Tax Supported Debt Ratios*

The following table sets forth certain debt ratios following issuance of the Bonds:

	Direct Tax-Supported Obligations*	Overlapping Tax-Supported Debt[5]	Overall Tax-Supported Obligations*
Per Capita Debt[1]	$3,204	$266	$3,470
Percentage of Gross Tax Digest[2]	8.98%	0.75%	9.72%
Percentage of Fair Market Value[3]	3.59%	0.30%	3.89%
Per Capita Debt as Percentage of Per Capita Income[4]	6.55%	0.54%	7.10%

[1] Based upon estimated 2024 population figure of 16,664.
[2] Based upon 2026 Gross Tax Digest of $594,683,711.
[3] Based on 2026 estimated actual value of $1,486,667,018.
[4] Based upon 2024 Baldwin County per capita personal income of $48,900. Comparable personal income data is not available for the City.
[5] Includes only the portion of overlapping tax-supported debt applicable to the City.

Debt History

Set forth below is information concerning long-term and short-term Governmental Activities liabilities of the City outstanding as of the end of fiscal years 2021 through 2025. For a complete description of the City's liabilities, see APPENDIX B – "Statement of Net Position, Balance Sheet" and Note 6.

Category of Liabilities	2021	2022	2023	2024	2025
Short-Term[1]	$1,465,745	$4,874,139	$7,964,624	$7,582,563	$4,857,380
Long-Term	465,796	2,589,374	1,790,066	422,582	2,086,858
Total	$1,931,541	$7,463,513	$9,754,690	$8,005,145	$ 6,944,238

[1] Short-term liabilities include: Accounts Payable, Retainage Payable, Accrued liabilities, Line of Credit, Liabilities Payable from Restricted Assets, Unearned Revenue, Advance from Primary Government, and the portion of Long-Term Liabilities due within one year.

CITY AD VALOREM TAXATION

Introduction

Ad valorem property taxes are an important source of revenue to fund the operations of the City. Ad valorem property taxes are levied annually in mills (one tenth of one percent) upon each dollar of assessed property value.

Property Subject to Taxation

Ad valorem property taxes are levied on all real and personal property within the City. There are, however, certain properties which are exempt from taxation, including public property, religious property, charitable property, property of nonprofit hospitals, nonprofit homes for the aged, and nonprofit homes for the mentally handicapped, college and certain educational property, public library property, certain farm products, certain air and water pollution control property, and personal effects. In addition, there are exemptions from ad valorem taxation for general obligation bond purposes with respect to homesteads, or owner-occupied residences, of persons 65 years of age or older with certain income restrictions, and with respect to homesteads, or owner-occupied residences, of disabled homeowners. The City also allows a freeport exemption for the following types of commercial and industry inventory: (a) raw materials and goods in process of manufacture, (b) finished goods produced in Georgia within the last 12 months and (c) finished goods stored in Georgia within the last 12 months and destined for shipment out of state.

Assessed Value

Assessed valuation, which represents the value upon which ad valorem property taxes are levied, is calculated as a percentage of fair market value. Georgia law requires taxable tangible property to be assessed, with certain exceptions, at 40 percent of its fair market value and to be taxed on a levy made by each respective tax jurisdiction. Georgia law requires certain agricultural real property to be assessed for ad valorem property tax purposes at 30 percent of the value of which other real property is assessed, requires certain historical property to be valued at a lower fair market value for ad valorem property tax purposes and requires certain agricultural, timber, and environmentally sensitive real property and certain single-family real property located in transitional developing areas to be valued at their current uses. "Standing Timber" is assessed at one time, following its sale or harvest, at 100 percent of its fair market value. The State determines the fair market value of motor vehicles and mobile homes and provides this information to the counties within the State. The counties determine the fair market value of real estate and personal property. The Department of Revenue determines the fair market value of Public Service Corporation property.

The chief appraiser of the County is required to submit a certified list of assessments for all taxable property, except motor vehicles and property owned by public utilities, within the County and all municipalities therein, including the City, to the County Board of Tax Assessors. The County Board of Tax Assessors is required to complete its revision and assessment of returns by April 1 of each year and to forward a copy of the completed digest to the State of Georgia Revenue Commissioner for examination and approval on or about September 1 of each year. The State of Georgia Revenue Commissioner has the authority to examine the digest for the purpose of determining if the valuations of property are reasonably uniform and equalized between and within counties. Assessments may also be subject to review at various stages by the County Board of Equalization and by state courts.

The State of Georgia Revenue Commissioner determines the value of motor vehicles by make, model, and year by county and provides this information to each county tax office. As a result of tax reform legislation in 2012, Georgia implemented a Title Ad Valorem Tax ("**TAVT**") in March 2013 under which a title tax is imposed at the time of purchase or initial vehicle registration in the State. Thereafter, there is no annual motor vehicle ad valorem tax, although vehicle owners are still responsible for paying tag renewal fees, decals, and emissions tests, as applicable. An additional TAVT applies each time the title is transferred. As a result of the transition from an annual motor vehicle ad valorem tax to the TAVT, the motor vehicle component of the digest has steadily decreased since implementation of TAVT. For local governments, there is a "make whole" piece of TAVT that is intended to make up the difference between current motor vehicle ad valorem tax collections and motor vehicle ad valorem tax collections prior to TAVT implementation. The State of Georgia Revenue Commissioner also determines the value of the property of public utilities and provides the allocated values to each county Board of Tax Assessors for assessment.

Annual Tax Levy

The City's governing body determines a rate of levy for each fiscal year by computing a rate which, when levied upon the assessed value of taxable property within its corporate limits, will produce the necessary amount of property tax revenues. The City bills and collects its property taxes directly. Property tax bills are typically mailed in October or November and are due 60 days after the date of billing. Interest on taxes paid after the due date accrues at

an annual rate equal to the Federal Prime Rate as published each January plus 3%. In addition, a penalty equal to 5% of the principal amount owed is assessed upon taxes unpaid 120 days after the due date, with an additional 5% assessed each 120 days thereafter up to a maximum aggregate penalty of 20% of the principal amount.

Appeals

Taxpayers in Georgia must be notified in writing of increases in property valuations and have the right to appeal such revaluations. As such, property valuations are subject to review at various stages by arbitrators, boards of equalization and state courts. In addition, a county's failure to deliver its tax digest to the State, to properly appraise property pursuant to Georgia standards and procedures or to reassess properties can result in delays in the collection of ad valorem taxes on property and/or substantial penalties. To the extent that a county's tax digest is not permitted to be certified by the State of Georgia Revenue Commissioner, a county may, under certain conditions, seek an order from the superior court of such county authorizing immediate and temporary collection of taxes until such time as the matter affecting approval of the tax digest is resolved. In such cases, judges of the superior court have discretion to set the temporary millage rate of valuation based on the previous year's millage rate and valuation.

Save Our Homes Act

In its 2024 legislative session, the Georgia General Assembly enacted House Bill 581, generally known as the "Save Our Homes Act" ("**HB 581**"). Georgia Governor Brian Kemp signed HB 581 into law on April 18, 2024. HB 581, among other things, provides for a new homestead exemption from ad valorem taxation, including from taxes levied by the City, for each Georgia resident.

At an election held on November 5, 2024, the Save Our Homes Act was ratified by Georgia voters. Accordingly, the constitutional amendment will apply to all taxable years beginning on or after January 1, 2025, and will be granted to each person's homestead in an amount generally equal to the amount by which the current year assessed value of that homestead exceeds its previous year assessed value, as adjusted by the current inflation rate as determined by the State of Georgia Revenue Commissioner. The new exemption will limit increases in a home's value (HB 581 does not apply to commercial properties), as assessed for property tax purposes, to the rate of inflation each year, until a property changes ownership, at which time the property's assessed value may be increased to its full value. HB 581 provides that the governing authority of any county, consolidated government, municipality, or school district in Georgia may opt out of the exemption by adopting a resolution to do the same by March 1, 2025, after providing public notice and at least three public hearings thereon.

The City opted out of the exemption as permitted by HB 581.

Property Tax Collections

The City's governing body determines a rate of levy for each fiscal year by computing a rate which, when levied upon the assessed value of taxable property within its corporate limits, will produce the necessary amount of property tax revenues. The City bills and collects its property taxes directly. Property tax bills are typically mailed in October or November and are due 60 days after the date of billing**.** Interest on taxes paid after the due date accrues at an annual rate equal to the Federal Prime Rate as published each January plus 3%. In addition, a penalty equal to 5% of the principal amount owed is assessed upon taxes unpaid 120 days after the due date, with an additional 5% assessed each 120 days thereafter up to a maximum aggregate penalty of 20% of the principal amount.

All taxes levied on real and personal property, together with interest thereon and penalties for late payment constitute a perpetual lien on and against the property taxed. State law provides that taxes must be paid before any other debt, lien, or claim of any kind, except for certain claims against the estate of a decedent and except that the title and operation of a security deed is superior to the taxes assessed against the owner of property when the tax represents an assessment upon property of the owner other than the property specifically subject to the title and operation of the security deed.

Collection of delinquent real property taxes is enforceable by tax sale of the realty. Delinquent personal property taxes are similarly enforceable by seizure and sale of the taxpayer's personal property. There can be no

assurance, however, that the value of property sold, in the event of a tax sale, will be sufficient to produce the amount required to pay in full the delinquent taxes, including any interest or penalties thereon.

At any time after the last day for the payment of taxes has arrived, the tax collector may notify the taxpayer in writing of the fact that the taxes have not been paid and that, unless paid, an execution will be issued. At any time after thirty days from giving the notice described in the preceding sentence, the Sheriff (or Ex-Officio Sheriff) may issue an execution for nonpayment of taxes. The Sheriff (or Ex-Officio Sheriff) may then publish a notice of the sale in a local newspaper weekly for four weeks and give the taxpayer ten days' written notice by registered or certified mail. A public sale of the property may then be made by the Sheriff at the County Courthouse on the first Tuesday of the month after the required notices are given.

Historical Property Tax Data

Set forth below is a five-year history of the assessed actual value of taxable property within the City for the years 2022 through 2026.

ASSESSED VALUES:	2022	2023	2024	2025	2026
Real & Personal Property[1]	$210,071,273	$203,768,840	$264,621,032	$263,660,532	$263,742,345
Agricultural	941,468	911,896	1,326,860	1,308,228	1,383,176
Historical	381,548	381,548	422,292	422,292	422,292
Commercial	241,938,927	242,801,616	271,063,004	296,101,434	291,698,201
Industrial	9,125,103	9,418,216	9,190,944	8,576,672	8,667,770
Public Utilities	21,970,188	21,970,188	25,732,493	25,732,496	25,732,496
Motor Vehicles	2,714,250	2,669,710	2,548,360	2,330,660	1,939,740
Mobile Homes	448,646	448,362	468,906	463,946	450,934
Timber (100%)	0	0	0	0	28,173
Other[2]	586,412	532,518	580,271	547,666	618,584
Gross Digest	488,177,815	482,902,894	575,954,162	599,143,926	594,683,711
Bond Exemptions[3]	0	0	0	33,272,205	31,398,254
Net Bond Digest[4]	488,177,815	482,902,894	575,954,162	565,871,721	563,285,457
M & O Exemptions[5]	9,653,098	13,137,251	19,925,514	35,077,273	34,227,588
Net M&O Digest[6]	478,524,717	469,765,643	556,028,648	564,066,653	560,456,123
Estimated Actual Value	$1,220,444,538	$1,207,257,235	$1,439,885,405	$1,497,859,815	$1,486,667,018

[1] Real & Personal Property includes the following: residential and residential transitional.
[2] Other includes the following: heavy equipment, preferential, conservation use, forest land conservation use, environmentally sensitive, qualified timberland, Brownfield property.
[3] Bond exemptions were not separately calculated for tax years 2022 through 2024. Accordingly, the amounts shown as Net Bond Digest for those years do not reflect any deduction for bond exemptions.
[4] Total assessed value, after deducting applicable bond exemptions, for purposes of levying taxes for the City's general obligation bonds.
[5] Exemptions applicable for purposes of levying taxes for the support and maintenance of the City.
[6] Total assessed value, after deducting applicable M&O exemptions, for purposes of levying taxes for the support and maintenance of the City.
Source: Georgia Department of Revenue.

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Property Tax Levies and Collections

Set forth below is information concerning total real and personal property tax collections for the City reported as of fiscal years ended June 30, 2021, through June 30, 2025.

		Collected within the Fiscal Year of the Levy			Total Collections to Date	
Fiscal Year[1]	Tax Levied for the Fiscal Year[2]	Amount	Percentage of Levy	Collections in Subsequent Years	Amount	Percentage of Levy
2021	$3,984,220	$3,680,223	92.4%	$212,446	$3,892,669	97.7%
2022	3,851,389	3,532,439	91.7	172,005	3,704,444	96.2
2023	3,988,812	3,169,978	79.5	261,341	3,431,319	86.0
2024	5,641,472	4,984,000	88.3	609,466	5,593,466	99.1
2025	6,326,392	5,741,200	90.7	N/A	5,741,200	90.7

[1] The fiscal year shown corresponds to the applicable tax year.
[2] Reflects the ad valorem, personal property and public utilities taxes levied.
Source: The ACFR and the City of Milledgeville.

Millage Rates

Set forth below are the millage rates of the City, Baldwin County, the Baldwin County School District and the State for fiscal years 2022 through 2026.

Fiscal Year[1]	Tax Year	Baldwin County Incorporated	Baldwin County Unincorporated	City of Milledgeville	School District	State
2022	2021	10.500	10.500	10.120	15.290	0.000
2023	2022	9.930	9.930	10.120	14.440	0.000
2024	2023	10.020	10.020	12.120	14.580	0.000
2025	2024	10.020	10.020	11.370	12.400	0.000
2026	2025	9.760	9.760	11.370	12.070	0.000

[1] The fiscal year shown corresponds to the City fiscal year in which taxes for the applicable tax year are collected.
Sources: Georgia Department of Revenue and Baldwin County Tax Commissioner.

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Ten Largest Taxpayers

The ten largest taxpayers in the City for the fiscal year ended June 30, 2026, and the assessed value of the taxable property of such taxpayers are listed in the table below.

Taxpayer	Nature of Business	Taxable Assessed Value	Percentage of Total Taxable Assessed Value[1]
Georgia Power	Utilities	$25,703,553	4.32%
GEO Group	Correctional Facility	18,328,981	3.08
ASLM LLC	Real Estate	8,741,486	1.47
Bostick Holdings LLC	Nursing Home	6,544,124	1.10
Milledgeville Ventures LLC	Real Estate	5,746,860	0.97
Starapack, LLC	Manufacturing	4,700,467	0.79
Walmart Real Estate Business	Real Estate	4,400,000	0.74
Rath Refractories Inc.	Real Estate	3,882,814	0.65
Wallace J. Holdings, Inc.	N/A	3,648,480	0.61
Prospect A Milledgeville LLC	Real Estate	3,357,693	0.56
Total		$85,054,458	14.30%

[1] Based upon the City's 2026 Gross Tax Digest of $594,683,711.
Source: City of Milledgeville and Baldwin County records.

CITY FINANCIAL INFORMATION

Accounting System and Policies

The City's accounting policies conform to generally accepted accounting principles ("**GAAP**") applicable to governmental entities. The government-wide financial statements are prepared using the economic resources measurement focus and the accrual basis of accounting, as are the proprietary and fiduciary fund financial statements. Revenues are recognized when earned and expenses when liabilities are incurred, regardless of the timing of related cash flows. Property taxes are recognized in the year for which they are levied, and grants and similar items are recognized when all eligibility requirements have been satisfied.

The City's accounting system is organized on a fund basis, with funds segregated to account for specific activities or objectives. The primary operating fund is the General Fund, which accounts for all revenues not otherwise restricted or designated by law and is used to finance the City's general governmental operations.

For a detailed description of the City's accounting policies and practices, see "Note 1: Summary of Significant Accounting Policies" in APPENDIX B hereto.

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General Fund History

Set forth below is a historical comparative summary of the revenues, expenditures, and changes in fund balance of the City's General Fund for the past five fiscal years. Information in the following table has been extracted from audited financial statements of the City for the fiscal years 2021-2025. Although such information was taken from audited financial statements, no representation is made that the information is comparable from year to year, or that the information as shown taken by itself presents fairly the financial condition of the City for the fiscal years shown. For more complete information, reference is made to the audited financial statements of the City, copies of which are available from the City upon request.

General Fund History

	2021	2022	2023	2024	2025
Revenues:					
Taxes	$11,371,312	$11,699,609	$12,088,427	$14,165,433	$14,485,637
Licenses and permits	295,961	333,516	374,897	328,464	576,665
Intergovernmental	193,267	432,850	214,261	219,217	220,592
Fines and forfeitures	213,625	443,819	289,325	318,345	349,650
Charges for services	20,994	28,022	44,559	28,591	38,352
Investment income	11,360	11,268	12,788	13,208	7,554
Other revenues	1,117,168	192,314	378,482	639,843	436,049
Total Revenues	13,223,687	13,141,398	13,402,739	15,713,101	16,114,499
Expenditures:					
Current					
General government	1,492,839	1,572,710	1,800,166	1,775,716	2,080,147
Judicial	215,947	228,030	231,847	254,611	244,843
Public safety	7,325,520	7,902,122	8,254,022	8,549,356	10,967,692
Public works	1,916,566	1,869,577	2,361,508	2,815,942	3,916,857
Culture and recreation	672,066	688,146	729,094	817,138	1,759,928
Housing and development	369,907	382,048	410,623	409,747	449,299
Debt Service	-	-	-	-	187,580
Capital Outlay	-	-	-	-	-
Total Expenditures	11,992,845	12,642,633	13,787,260	14,622,510	19,606,346
Excess (deficiency) of revenues over (under) expenditures	1,230,842	498,765	(384,521)	1,090,591	(3,491,847)
Other Financing Sources (Uses):					
Transfers In	1,000,000	-	-	-	1,775,891
Transfers Out					
Total Other Financing Sources (Uses)	1,000,000	-	-	-	1,775,891
Net Change in Fund Balances	2,230,842	498,765	(384,521)	1,090,591	(1,715,956)
Fund Balance—beginning of year	$2,437,291	$4,668,133	$5,166,898	$4,782,377	$5,872,968
Fund Balance—end of year	$4,668,133	$5,166,898	$4,782,377	$5,872,968	$4,157,012

Budgetary Process and Budget

Georgia law requires each municipality to operate under an annual balanced budget adopted by ordinance or resolution. A budget ordinance or resolution is balanced when the sum of estimated net revenues and appropriated fund balances is equal to appropriations. The City adopts annual appropriated budgets for the general fund, capital

projects funds, and certain special revenue funds and proprietary funds. Formal budgetary integration is employed as a management control device during the year for the general fund and the proprietary funds.

The proposed operating budget for the coming year is developed by reviewing and adjusting the prior year's operating budget to reflect the coming year's needs and adding, eliminating, or changing programs and projects to meet the City's needs and citizens' demands. The City Manager, in collaboration with all City Departments, prepares the budget and submits it to the Mayor and Council, which make adjustments to the proposed budget they deem necessary. Public hearings are conducted at City Hall to obtain taxpayer and customer comments, and the Mayor and Council typically approve the budget on or before the beginning of the fiscal year. The Director of Finance and Administrative Services is authorized to transfer budgeted amounts within departments, programs or functions, or increase expenditures resulting from revenues exceeding amounts estimated upon the approval of the Mayor and Council.

Set forth below is a summary of the City's budget, presented on a cash flow basis, for its General Fund (excluding federal funds) for the fiscal years ended June 30, 2026, and June 30, 2027.

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Fiscal Year 2026 and Fiscal Year 2027 General Fund Budget
City of Milledgeville, Georgia

	Fiscal Year 2026	Fiscal Year 2027
Revenues:		
Taxes	$11,003,448	$15,804,500
Licenses & Permits	273,200	548,600
Grants	200,000	400,000
Charges for Services	21,100	44,500
Fines & Forfeitures	283,600	391,600
Investment Income	10,000	10,000
Miscellaneous Revenues	136,260	669,500
Other Revenue Sources[1]	4,128,407	790,094
Total Revenues	$16,056,015	$18,658,794
Expenditures:		
Legislative Department	$227,769	$252,090
City Manager	586,179	584,278
Elections	500	500
Transfer to Fund Balance	633,736	803,855
Legal Department	225,857	193,620
Personnel Dept	261,194	290,358
General Buildings/Grounds	301,361	201,028
General Administration Fees	77,000	86,000
Municipal Court	272,398	267,802
Police Department	4,914,180	5,942,111
Detention of Prisoners	130,000	130,000
Police Buildings/Ground	136,779	162,664
Code Enforcement	241,710	304,338
Fire Department	3,723,549	4,558,804
Fire Buildings/Grounds	82,605	66,700
Public Works Admin	347,171	375,499
Roadways & Walkways	897,737	1,144,549
Street Lighting	375,000	550,000
Traffic Engineering	59,700	69,700
Maintenance Shop	438,575	548,447
Cemetery Maintenance	492,756	831,524
Recreation	205,849	186,000
Parks Maintenance	571,515	216,220
Library	261,055	279,015
Inspections Dept	138,400	140,365
Planning & Zoning Dept	195,507	201,000
Main Street	244,133	254,327
Pension	13,800	18,000
Total Expenditures	$16,056,015	$18,658,794

[1] Other Financing Sources comprises the following revenues: Operating Transfers in from the Water and Sewer Fund and Impact Fees, Solid Waste Operating Transfers, Risk Management, Reserves, Fund Balance, and Sale of Assets.

Budget to Actual Details for Fiscal Year Ended June 30, 2026

Set forth below is a summary of the City's preliminary unaudited General Fund results for the fiscal year ended June 30, 2026, compared to the City's budget for such fiscal year. The information presented below has been provided by the City and has not been audited. Accordingly, such information remains subject to adjustment in connection with the City's year-end closing and audit procedures, and the City's final audited results may differ from the amounts presented below.

Fiscal Year 2026 Budget and Unaudited Results

REVENUES:	Budget	Unaudited Actual	Variance with Final Budget
Property Taxes	$3,917,000	$6,158,340	$2,241,340
Sales Tax	3,200,000	4,071,525	871,525
Other Tax	3,886,448	4,839,564	953,116
Licenses and Permits	273,200	540,980	267,780
Intergovernmental	200,000	517,328	317,328
Charges for Services	19,000	43,203	24,203
Fines and Forfeitures	283,600	44,050	(239,550)
Interest Income	10,000	5,487	(4,513)
Miscellaneous	138,360	2,206,122	2,067,762
Total Estimated Revenues	$11,927,608	$18,426,602	$6,498,994
EXPENDITURES:			
Current:			
General Government	$2,313,596	$2,749,952	$(436,356)
Judicial	272,398	266,710	5,688
Public Safety	9,242,623	9,423,214	(180,591)
Public Works	2,610,939	3,159,788	(548,849)
Culture and Recreation	1,038,419	2,087,665	(1,049,246)
Housing and Development	578,040	533,296	44,744
Total Expenditures	$16,056,015	$18,220,628	$(2,164,613)
Excess (Deficiency) of Revenues Over (Under) Expenditures	$(4,128,407)	$205,973	$4,334,380
Other Financing Sources			
Transfers In	$4,128,407	$0	$(4,128,407)
Total Other Financing Sources	$4,128,407	$0	$(4,128,407)
Net Change in Fund Balance	$0	$205,973	$205,973

Employee Benefits

The City participates in a Defined Benefit Pension Plan (the "**Defined Benefit Plan**") that is administered through the Georgia Municipal Employee Benefit System, an agent multiple-employer pension plan administered by the GMA. See Note 8 of the ACFR at APPENDIX B for more information.

Governmental Immunity and Insurance Coverage

Under Georgia law, the defense of sovereign immunity is available to the City, except for actions for the breach of written Contract and actions for the recovery of damages for any claim for which liability insurance protection has been provided, but only to the extent of the liability insurance provided. The City, however, may be unable to rely upon the defense of sovereign immunity and may be subject to liability in the event of suits alleging causes of action founded upon various federal laws, such as suits filed pursuant to 42 U.S.C. § 1983 alleging the deprivation of federal constitutional or statutory rights of an individual and suits alleging anti-competitive practices and violations of the federal antitrust laws by the City in the exercise of its delegated powers.

Management Comments Concerning Material Trends in Revenues and Expenditures

For a narrative overview and analysis of the financial activities of the City for fiscal year 2025, see "Management's Discussion and Analysis" included in APPENDIX B to this Official Statement. The Management's Discussion and Analysis (the "**Management's Discussion and Analysis**") is supplementary information required by the Governmental Accounting Standards Board and is not part of the City's audited basic financial statements.

As reflected in the City's financial statements, the General Fund reported a decrease in fund balance during fiscal year 2025. The decrease primarily reflected increased personnel costs associated with salary increases implemented for public safety, public works, and culture and recreation personnel.

Based on the preliminary unaudited results presented above, the General Fund reported an increase in fund balance of approximately $206,000 for fiscal year 2026.

The Government Finance Officers Association ("**GFOA**") awarded the City a Certificate of Achievement for Excellence in Financial Reporting for its Annual Comprehensive Financial Report ("**ACFR**") for fiscal year 2023. According to GFOA, the Certificate of Achievement is the highest form of recognition in governmental accounting and financial reporting.

LEGAL MATTERS

Litigation

The City, like other similar bodies, is subject to a variety of suits and proceedings arising in the ordinary conduct of its affairs. The City believes that, while the outcome of litigation cannot be predicted, the final settlement of all lawsuits which have been filed and of any actions or claims pending or threatened against the City or its officials in such capacity are adequately covered by insurance or sovereign immunity or will not have a material adverse effect upon the financial position or results of operations of the City.

There is no controversy or litigation of any nature now pending or, to the knowledge of the Authority or the City, threatened against the Authority or the City restraining or enjoining the issuance or delivery of the Bonds, the execution, delivery or performance of the Contract, or the use of the proceeds of the Bonds or which questions or contests the validity of the Bonds, the Contract or the proceedings and authority under which they are to be issued, executed and delivered. Neither the creation nor the existence of the Authority nor the City is being contested or questioned.

Opinion of Bond Counsel

Legal matters incident to the authorization, validity, and issuance of the Bonds are subject to the unqualified approving opinion of Butler Snow LLP, Bond Counsel. The form of the opinion of Bond Counsel is attached to this Official Statement as APPENDIX D. Copies of such opinion will be available at the time of the initial delivery of the Bonds.

Validation Proceedings

The Authority instituted proceedings in the Superior Court of Baldwin County, Georgia to validate the Series 2026 Bonds and to adjudicate the Contract as security for the payment of the Bonds. The State was the plaintiff in the proceeding, and the Authority and the City were the defendants. A final judgment confirming and validating the Series 2026 Bonds and the security therefor was entered on August 27, 2025.

Under Georgia law, the judgment of validation is forever conclusive with respect to the validity of the Bonds and the security therefor against the Authority and the City.

Enforceability of Remedies

The remedies available to the owners of the Bonds upon an event of default under the Bond Resolutions are in many respects dependent upon judicial actions that are often subject to discretion and delay. Remedies provided for under the Bond Resolutions may not be readily available or may be limited.

Closing Certificates

The Authority and the City will deliver to the Underwriter a certificate that no litigation is pending or threatened against either of them which would have a material effect on the issuance or validity of the Bonds or the execution, delivery and performance of the Contract or on the financial condition of the City. In addition, the Authority and the City will represent to the Underwriter that the information contained in this Official Statement does not contain any misrepresentation of a material fact and does not omit or state any material fact necessary to make the statements herein contained, in light of the circumstances under which they were made, not misleading.

TAX MATTERS

The following is a summary of the material federal and State income tax consequences of holding and disposing of the Bonds. This summary is based upon laws, regulations, rulings and judicial decisions now in effect, all of which are subject to change (possibly on a retroactive basis). This summary does not discuss all aspects of federal income taxation that may be relevant to investors in light of their personal investment circumstances or describe the tax consequences to certain types of owners subject to special treatment under the federal income tax laws (for example, dealers in securities or other persons who do not hold the Bonds as a capital asset, tax-exempt organizations, individual retirement accounts and other tax deferred accounts, and foreign taxpayers), and, except for the income tax laws of the State, does not discuss the consequences to an owner under any state, local or foreign tax laws. The summary does not deal with the tax treatment of persons who purchase the Bonds in the secondary market. Prospective investors are advised to consult their own tax advisors regarding federal, state, local and other tax considerations of holding and disposing of the Bonds.

Federal Tax Exemption of the Series 2026 Bonds*

General. In the opinion of Butler Snow LLP, Bond Counsel, under existing laws, regulations, published rulings, and judicial decisions, interest on the Series 2026 Bonds (including any original issue discount properly allocable to the owner of a Series 2026 Bond) is excludable from gross income for federal income tax purposes. Bond Counsel is further of the opinion that interest on the Series 2026 Bonds is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; however, such interest on the Series 2026 Bonds may be taken into account for the purpose of computing the alternative minimum tax imposed on certain corporations. The opinion described above assumes the accuracy of certain representations and compliance by the Authority and the City with covenants designed to satisfy the requirements of the Code that must be met subsequent to the issuance of the Series 2026 Bonds. Failure to comply with such requirements could cause interest on the Series 2026 Bonds to be included in gross income for federal income tax purposes retroactive to the date of issuance of the Series 2026 Bonds.

The accrual or receipt of interest on the Series 2026 Bonds may otherwise affect the federal income tax liability of the owners of the Series 2026 Bonds. The extent of these other tax consequences will depend on such owners' particular tax status and other items of income or deduction. Bond Counsel has expressed no opinion regarding any such consequences. Purchasers of the Series 2026 Bonds, particularly purchasers that are corporations (including S corporations and foreign corporations operating branches in the United States of America), property or casualty insurance companies, banks, thrifts or other financial institutions, certain recipients of social security or railroad retirement benefits, taxpayers entitled to claim the earned income credit, taxpayers entitled to claim the refundable credit in Section 36B of the Code for coverage under a qualified health plan or taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry tax-exempt obligations, should consult their tax advisors as to the tax consequences of purchasing or owning the Series 2026 Bonds.

*Original Issue Discount**. The initial public offering prices of the Bonds maturing on _____ (collectively, the "**Discount Bonds**"), are less than the principal amounts payable at maturity for such Bonds, and as

a result, the Discount Bonds will be considered to be issued with original issue discount. The difference between the initial public offering prices of the Discount Bonds as set forth on the **[inside]** cover page of this Official Statement (assuming they are the first prices at which a substantial amount of each such maturity are sold) (the "**Issue Price**" for each such maturity), and the amounts payable at maturity of the Discount Bonds will be treated as "original issue discount." A taxpayer that purchases a Discount Bond in the initial public offering at the Issue Price for such maturity and that holds such Discount Bond to maturity may treat the full amount of original issue discount as interest which is excludable from the gross income of the owner of that Discount Bond for federal income tax purposes and will not, under present federal income tax law, realize taxable capital gain upon payment of the Discount Bond at maturity.

The original issue discount on each of the Discount Bonds is treated as accruing daily over the term of such Discount Bonds on the basis of the yield to maturity determined on the basis of compounding at the end of each six-month period (or shorter period from the date of the original issue) ending _____1 and _____1 (with straight line interpolation between compounding dates).

Section 1288 of the Code provides, with respect to tax-exempt obligations such as the Discount Bonds, that the amount of original issue discount accruing each period will be added to the owner's tax basis for the Discount Bonds. Such adjusted tax basis will be used to determine taxable gain or loss upon disposition of the Discount Bonds (including sale, redemption, or payment at maturity). Owners of the Discount Bonds that dispose of Discount Bonds prior to maturity should consult their tax advisors as to the amount of original issue discount accrued over the period held and the amount of taxable gain or loss upon the sale or other disposition of such Discount Bonds prior to maturity.

As described under "TAX MATTERS," the original issue discount that accrues in each year to an owner of a Discount Bond may result in certain collateral federal income tax consequences. Owners of any Discount Bonds should be aware that the accrual of original issue discount in each year may result in a tax liability from these collateral tax consequences even though the owners of such Discount Bonds will not receive a corresponding cash payment until a later year.

Owners that purchase Discount Bonds in the initial public offering but at a price different from the Issue Price for such maturity should consult their own tax advisors with respect to the tax consequences of the ownership of the Discount Bonds.

The Code and Treasury Regulations contain certain provisions relating to the accrual of original issue discount in the case of subsequent purchasers of bonds such as the Discount Bonds. Owners that do not purchase Discount Bonds in the initial public offering should consult their own tax advisors with regard to the other tax consequences of owning the Discount Bonds.

Owners of Discount Bonds should consult their own tax advisors with respect to the state and local tax consequences of owning Discount Bonds. It is possible under the applicable provisions governing the determination of state and local income taxes that accrued interest on the Discount Bonds may be deemed to be received in the year of accrual even though there will not be a corresponding cash payment until a later year.

*Original Issue Premium**. An amount equal to the excess of the purchase price of a Bond over its stated redemption price at maturity constitutes premium on such Bond. A purchaser of a Bond must amortize any premium over such Bond's term using constant yield principles, based on the Bond's yield to maturity (or, in the case of premium bonds callable prior to their maturity, generally by amortizing the premium to the call date, based on the purchaser's yield to the call date and giving effect to any call premium). As premium is amortized, the purchaser's basis in such Bond and the amount of tax-exempt interest received will be reduced by the amount of amortizable premium properly allocable to such purchaser. This will result in an increase in the gain (or decrease in the loss) to be recognized for federal income tax purposes on sale or disposition of such Bond prior to its maturity. Even though the purchaser's basis is reduced, no federal income tax deduction is allowed. Purchasers of any Bond at a premium, whether at the time of initial issuance or subsequent thereto, should consult their tax advisors with respect to the determination and treatment of premium for federal income tax purposes, and with respect to state and local tax consequences of owning such Bonds.

Backup Withholding

As a result of the enactment of the Tax Increase Prevention and Reconciliation Act of 2005, interest on federally tax-exempt obligations such as the Series 2026 Bonds is subject to information reporting in a manner similar to interest paid on taxable obligations. Backup withholding may be imposed on payments to any owner of the Series 2026 Bonds that fail to provide certain required information including an accurate taxpayer identification number to any person required to collect such information pursuant to Section 6049 of the Code. The reporting requirement does not in and of itself affect or alter the excludability of interest on the Series 2026 Bonds from gross income for federal income tax purposes or any other federal tax consequence of purchasing, holding or selling federally tax-exempt obligations.

State of Georgia Tax Exemption of the Bonds

Bond Counsel is also of the opinion that, under existing State statutes, interest on the Bonds is exempt from Georgia income tax. Bond Counsel has expressed no opinion regarding other tax consequences arising with respect to the Bonds under the laws of the State or any other state or jurisdiction.

Changes in Federal and State Tax Law

From time to time, there are legislative proposals in the Congress and in the states that, if enacted, could alter or amend the federal and state tax matters referred to under this heading "TAX MATTERS" or adversely affect the market value of the Bonds. It cannot be predicted whether or in what form any such proposal might be enacted or whether if enacted it would apply to Bonds issued prior to enactment. In addition, regulatory actions are from time to time announced or proposed and litigation is threatened or commenced which, if implemented or concluded in a particular manner, could adversely affect the market value of the Bonds. It cannot be predicted whether any such regulatory action will be implemented, how any particular litigation or judicial action will be resolved, or whether the Bonds or the market value thereof would be impacted thereby. Purchasers of the Bonds should consult their tax advisors regarding any pending or proposed legislation, regulatory initiatives or litigation. The opinions expressed by Bond Counsel are based on existing legislation and regulations as interpreted by relevant judicial and regulatory authorities as of the date of issuance and delivery of the Bonds, and Bond Counsel has expressed no opinion as of any date subsequent thereto or with respect to any pending legislation, regulatory initiatives or litigation.

PROSPECTIVE PURCHASERS OF THE BONDS ARE ADVISED TO CONSULT THEIR OWN TAX ADVISORS PRIOR TO ANY PURCHASE OF THE BONDS AS TO THE IMPACT OF THE CODE UPON THEIR ACQUISITION, HOLDING OR DISPOSITION OF THE BONDS.

MISCELLANEOUS

Ratings

S&P Global Ratings ("**S&P**") has assigned the Bonds an underlying rating of "A" with a stable outlook. S&P has also assigned the Bonds an insured rating of "AA" with a stable outlook, based upon the understanding that, upon delivery of the Bonds, a municipal bond insurance policy guaranteeing the scheduled payment of principal of and interest on the Bonds when due will be issued by Build America Mutual Assurance Company ("**BAM**").

Such ratings reflect only the views of S&P, and an explanation of the significance of such ratings may be obtained from S&P. There is no assurance that such ratings will continue for any given period of time or that they will not be revised downward or withdrawn entirely by S&P if, in its judgment, circumstances so warrant. Any such downward revision or withdrawal of either of such ratings may have an adverse effect on the market price of the Bonds.

See "BOND INSURANCE" herein for additional information concerning BAM and the municipal bond insurance.

Underwriting

The Underwriter has agreed to purchase the Bonds pursuant to a Bond Purchase Agreement (the "**Bond Purchase Agreement**") entered into among the City, the Authority, and the Underwriter. The price and other terms regarding underwriting of the Bonds were established through negotiation. The Underwriter has agreed to purchase the Bonds at a purchase price of $_____ (which represents the par amount of the Bonds of $_____, plus/minus a net premium/discount of $_____ and less the Underwriter's discount of $_____). The Bond Purchase Agreement provides that the Underwriter will purchase all of the Bonds if any are purchased, the obligation to make such purchase being subject to certain terms and conditions set forth in the Bond Purchase Agreement. The Underwriter intends to offer the Bonds to the public initially at the offering prices shown on the cover page hereof, which prices may subsequently change without any requirement of prior notice. The Underwriter reserves the right to join with other dealers and underwriters in offering the Bonds to the public. The Underwriter may offer and sell the Bonds to certain dealers at prices lower than the public offering.

Independent Auditors

The financial statements of the City as of June 30, 2025, and for the year then ended, included in ACFR, have been audited by Mauldin & Jenkins, LLC, independent auditors, and such financial statements have been included in APPENDIX B in reliance upon the report of Mauldin & Jenkins, LLC, independent auditors, which appears in such appendix.

The City has not requested and will not obtain a consent letter from its auditor for the inclusion of the audit report in this Official Statement. Mauldin & Jenkins, LLC, the City's independent auditor, has not been engaged to perform, and has not performed, since the date of its report included herein any procedures on the financial statements addressed in that report. Mauldin & Jenkins, LLC also has not performed any procedures relating to this Official Statement.

Additional Information

Use of the words "shall" or "will" in this Official Statement in summaries of documents to describe future events or continuing obligations is not intended as a representation that such event or obligation will occur but only that the document contemplates or requires such event to occur or obligation to be fulfilled.

Any statements made in this Official Statement involving estimates or matters of opinion, whether or not so expressly stated, are set forth as such and not as representations of fact, and no representation is made that any of the estimates or matters of opinion will be realized. Neither this Official Statement nor any statement which may have been made orally or in writing is to be construed as a contract with the owners of the Bonds.

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CERTIFICATION

The execution and delivery of this Official Statement, and its distribution and use by the Underwriter, has been duly authorized and approved by the Authority and the City.

MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY

By: PRELIMINARY OFFICIAL STATEMENT
Chairperson

CITY OF MILLEDGEVILLE, GEORGIA

By: PRELIMINARY OFFICIAL STATEMENT
Mayor

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APPENDIX A

COPIES OF BOND RESOLUTIONS

(INCLUDING AUTHORITY AND CITY PARAMETERS, AUTHORITY BOND RESOLUTION, AND SUPPLEMENTAL RESOLUTIONS)

– AND –

FORM OF THE CONTRACT

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RESOLUTION NO. R2507-30

A RESOLUTION TO PROVIDE FOR THE FINANCING OF CERTAIN CAPITAL PROJECTS, IN WHOLE OR IN PART; TO AUTHORIZE THE USE OF AN INTERGOVERNMENTAL AGREEMENT; TO AUTHORIZE THE PREPARATION OF A PRELIMINARY OFFICIAL STATEMENT IN CONNECTION WITH THE SALE OF THE SERIES 2025 BONDS; AND FOR OTHER PURPOSES:

WHEREAS, the City of Milledgeville (the "**City**") is a municipal corporation and body politic and corporate organized pursuant to the Constitution and laws of the State of Georgia, managed and controlled by the Mayor and City Council of the City (the "**City Council**"); and

WHEREAS, the City Council has determined that it is necessary and in the best interests of the City to pay, in whole or in part, for one or more capital outlay projects of the City including: acquisition, construction, renovation, improvement, extension, addition, or equipping within the City of utility systems and improvements, including, without limitation, water and sewer systems and facilities, sewage and solid waste disposal systems and facilities, and other similar facilities and systems (collectively the "**Projects**"); and

WHEREAS, the City Council has determined that in order to pay for a portion of the cost of the Projects, it is necessary and in the best interests of the City to enter into a conduit bond financing transaction with the Milledgeville Public Facilities Authority (the "**Authority**"), a public body corporate and politic; and

WHEREAS, the City Council requests that the Authority issue its Milledgeville Public Facilities Authority (Water and Sewer System Projects) Revenue Bonds, Series 2025 (the "**Series 2025 Bonds**"), in an original aggregate principal amount not to exceed Fifty-Five Million Dollars ($55,000,000) issued in one or more series or subseries; and

WHEREAS, the Series 2025 Bonds will be issued at an interest rate not to exceed six and one-half percent (6.500%), and a maximum annual debt service of Five Million Dollars ($5,000,000); and

WHEREAS, Ga. Const. Art. IX, § 3, ¶ I authorizes, among other things, any county, municipality or other political subdivision of the State to contract, for a period not exceeding fifty years, with another county, municipality or political subdivision or with any other public agency, public corporation or public authority for joint services, for the provision of services, or for the provision or separate use of facilities or equipment, provided that such contract deals with activities, services or facilities which the contracting parties are authorized by law to undertake or to provide; and

WHEREAS, in order to secure the payments of the principal of and interest on the Series 2025 Bonds, the City Council desires to approve the form of an Intergovernmental Contract, to be dated as of the first day of the month in which the Series 2025 Bonds are to be issued, or such other date as is approved by the parties (the "**Contract**"), between the City and the Authority, in substantially the form attached hereto as Exhibit A and by reference made a part hereof, and pursuant to which, among other matters, (a) the Authority and the City will a agree, among other

things, to take all steps reasonably necessary or appropriate to issue the Series 2025 Bonds, (b) the City will agree to pay to the Authority or for the account of the Authority so long as the Series 2025 Bonds are outstanding, an amount sufficient to enable the Authority to pay the principal of, premium, if any, and interest on the Series 2025 Bonds (the "**Contract Payments**"), and (c) the City will agree to cause the Projects to be acquired, constructed, and equipped with proceeds derived from the sale of the Series 2025 Bonds.

NOW, THEREFORE, BE IT RESOLVED by the Mayor and City Council as follows:

Section 1. Recitals. The recitals contained in the above "Whereas" clauses shall be, and by this reference are hereby, incorporated into this Resolution (the "**Resolution**") as a substantive part hereof.

Section 2. Approval of Series 2025 Bonds. The City hereby requests that the Authority issue the Series 2025 Bonds in the form of its Milledgeville Public Facilities Authority (Water and Sewer System Projects) Revenue Bonds, Series 2025, in the maximum original aggregate principal amount of Fifty-Five Million Dollars ($55,000,000) for the purpose of providing funds to be applied toward all or a portion of the cost of the Projects and to pay expenses necessary to accomplish the foregoing, including capitalized interest, if any, and the costs of issuing the Series 2025 Bonds, all of which is hereby approved. All of the covenants, agreements, and provisions of this Resolution shall be for the equal and proportionate benefit and security of all owners of the Series 2025 Bonds. The Series 2025 Bonds shall be issued under and pursuant to a bond resolution (the "**Bond Resolution**") to be adopted by the Authority, as supplemented in accordance therewith. The Bond Resolution contains the form of the Series 2025 Bonds and features an interest rate applicable to the Series 2025 Bonds not to exceed six and one-half percent (6.500%) per annum and maximum annual debt service of Five Million Dollars ($5,000,000), all interest payable semiannually on such Interest Payment Date (as defined in the Bond Resolution), and the principal shall mature on or before December 31, 2056. The Series 2025 Bonds may be issued in one or more series or subseries.

Section 3. Approval of Contract. The City Council hereby approves the Contract in substantially the form attached hereto as Exhibit A and by reference made a part hereof, with such changes, additions, and deletions as may be requested and/or approved by the Mayor or the City Manager of the City; the execution and delivery of the Contract on behalf of the City as authorized hereinafter shall be conclusive evidence of the City's approval thereof and approval of the matters set forth therein; and the City Council hereby authorizes the Mayor of the City to execute and deliver the Contract approved as aforesaid, and authorizes each of the City Clerk or Deputy Clerk of the City to attest the Contract approved as aforesaid and to affix the seal of the City thereto.

Section 4. Validation. The Mayor, with the advice of proper counsel, is authorized and directed to cause to be prepared an answer of the City to be filed in the validation proceedings requesting that the Series 2025 Bonds and the security therefor be declared valid in all respects.

Section 5. Authorization of Preparation of Preliminary Official Statement and Official Statement. The preparation of a Preliminary Official Statement and an Official Statement with respect to the Series 2025 Bonds is hereby approved.

The City Council hereby authorizes the Mayor or the City Manager of the City to execute and deliver a "deemed-final certificate" with respect to the Preliminary Official Statement as required by Rule 15c2-12 of the Securities and Exchange Commission promulgated pursuant to the Securities and Exchange Act of 1934 (the "**Rule**") and/or a "deemed final and 10(b)-5 certificate" with respect to the Official Statement.

Section 6. Authorization of Continuing Disclosure Certificate. The City Council hereby authorizes the City to enter into a Continuing Disclosure Certificate in connection with sale of the Series 2025 Bonds, requiring the City to provide certain financial and operational data as an obligated person relating to the Series 2025 Bonds. The Continuing Disclosure Certificate shall be in such form as is approved by the Mayor or Finance Director of the City; the execution and delivery of the Continuing Disclosure Certificate on behalf of the City as authorized hereinafter shall be conclusive evidence of the City's approval thereof and approval of the matters set forth therein; and the City Council hereby authorizes the Mayor of the City to execute and deliver the Continuing Disclosure Certificate approved as aforesaid, and authorizes the Clerk or the Deputy Clerk of the City to attest the Continuing Disclosure Certificate approved as aforesaid and to affix the seal of the City thereto.

Section 7. Reimbursement. The City has determined that it may be necessary to make capital expenditures related to the acquisition and construction of the Projects prior to the time that the Bonds are issued, and it is the City's reasonable expectation that when such financing occurs, the capital expenditures will be reimbursed with a portion of the proceeds of the Series 2025 Bonds. The City shall not use reimbursed moneys for purposes prohibited by Treasury Regulation §1.150-2(h). This Resolution is intended to be a declaration of "official intent" to reimburse expenditures within the meaning of Treasury Regulation §1.150-2.

Section 8. Series 2025 Bonds Not an Obligation or Debt of the City. The Series 2025 Bonds shall not constitute or be deemed to constitute an obligation, debt or a pledge of the faith and credit of the City or the State of Georgia, nor shall the City or the State be subject to any pecuniary liability thereon. The Series 2025 Bonds shall not be payable from, or a charge upon, any funds other than the revenues of the Authority which are pledged to the payment thereof, and shall be special limited obligations of the Authority payable solely from the Contract Payments pledged pursuant to the Bond Resolution. The issuance of the Series 2025 Bonds shall not directly, indirectly, or contingently obligate the City or the State to levy or to pledge any form of taxation whatever therefor or to make any appropriation for the payment hereof. The Series 2025 Bonds shall not constitute a charge, lien, or encumbrance, legal or equitable, upon any property of the City or the State of Georgia.

Section 9. No Personal Liability. No stipulation, obligation, or agreement herein contained or contained in the Bond Resolution, the Series 2025 Bonds, the Preliminary Official Statement, the Official Statement, any validation document, the Contract, the Continuing Disclosure Certificate, or any document contemplated by or related to any of the foregoing will be deemed to be a stipulation, obligation, or agreement of any officer, the Mayor, council member, official, agent, or employee of the City in his or her individual capacity and no officer, the Mayor, council member, official, agent, or employee of the City in his or her individual capacity shall be held liable in connection therewith.

Section 10. Further Authority. The Mayor, City Manager, Finance Director, and all other proper officers and agents of the City are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions and intent of this resolution. The final proposed financial structure relating to the Series 2025 Bonds, including the exact principal amount of the Series 2025 Bonds, and the payments to be made by the City shall be approved by a future resolution of City Council.

Section 11. Interpretation. Except as specifically provided herein, any and all oordinances or resolutions or parts of ordinances or resolutions in conflict with this Resolution shall be and the same hereby are repealed, and this Resolution shall be in full force and effect from and after its adoption.

Section 12. Repealer. Any and all resolutions or parts of resolutions in conflict with this resolution shall be and the same are hereby repealed, and this resolution shall be in full force and effect from and after its adoption.

Section 13. Conclusion. Copies of this Resolution shall be filed in the offices of the City Clerk, and the Mayor shall sign and the City Clerk shall attest, each to the adoption of this Resolution.

[Signatures Follow]

ADOPTED this 22nd day of July, 2025.

MAYOR OF THE CITY OF MILLEDGEVILLE

ATTEST:

CITY CLERK OF THE CITY OF MILLEDGEVILLE

EXHIBIT A

FORM OF INTERGOVERNMENTAL CONTRACT

[Attached]

[The Intergovernmental Contract has been omitted from this Resolution and is included separately in this Appendix A.]

CERTIFICATE OF CLERK

The undersigned Clerk of the City of Milledgeville (the "**City**"), **DOES HEREBY CERTIFY** that the foregoing pages constitute a true and correct copy of the Resolution adopted by the City Council and Mayor for the City at an open public meeting at which a quorum was present, duly called and lawfully assembled at 5:30 p.m., on the 22nd day of July, 2025, authorizing the issuance of the bonds by the Milledgeville Public Facilities Authority designated "Milledgeville Public Facilities Authority (Water and Sewer System Projects) Revenue Bonds, Series 2025," the original of such Resolution being duly recorded in the Minute Book of the City, which Minute Book is in my custody and control.

I further certify that the meeting was held in conformity with the requirements of Title 50, Chapter 14 of the Official Code of Georgia Annotated.

WITNESS my hand and the official seal of the City of Milledgeville, this 22nd day of July, 2025.

Courtney Chavers
City Clerk

[SEAL]



RESOLUTION NO. 2507-03

A RESOLUTION AUTHORIZING THE SALE AND ISSUANCE OF NOT TO EXCEED $55,000,000 AGGREGATE PRINCIPAL AMOUNT OF MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY (WATER AND SEWER SYSTEM PROJECTS) REVENUE BONDS, SERIES 2025; TO AUTHORIZE THE USE OF AN INTERGOVERNMENTAL AGREEMENT TO SECURE THE PAYMENT OF THE BONDS; TO AUTHORIZE THE PREPARATION OF A PRELIMINARY OFFICIAL STATEMENT IN CONNECTION WITH THE SALE OF THE SERIES 2025 BONDS; TO AUTHORIZE THE VALIDATION OF THE SERIES 2025 BONDS; AND FOR OTHER PURPOSES:

WHEREAS, the Milledgeville Public Facilities Authority (the "**Authority**") is a public body corporate and politic, created by the provisions of Senate Bill 575, Act No. 633 of the 2024 Session of the Georgia General Assembly (the "**Enabling Legislation**"), for the purpose of financing and providing facilities, equipment and services within the City of Milledgeville (the "**City**"), for sale to, lease or sublease to, or operation by any public body or private person; and

WHEREAS, the City is a municipal corporation and body politic and corporate organized pursuant to the Constitution and laws of the State of Georgia, managed and controlled by the Mayor and City Council of the City (the "**City Council**"); and

WHEREAS, the City Council has determined that it is necessary and in the best interests of the City to finance, in whole or in part, one or more capital outlay projects of the City including: acquisition, construction, renovation, improvement, extension, addition, or equipping within the City of utility systems and improvements, including, without limitation, water and sewer systems and facilities, sewage and solid waste disposal systems and facilities, and other similar facilities and systems (collectively the "**Projects**"); and

WHEREAS, the City Council has determined that in order to pay for a portion of the cost of the Projects, it is necessary and in the best interests of the City to enter into a conduit bond financing transaction and has requested the Authority to serve as issuer of the Milledgeville Public Facilities Authority (Water and Sewer System Projects) Revenue Bonds, Series 2025 (the "**Series 2025 Bonds**"), in an original aggregate principal amount not to exceed Fifty-Five Million Dollars ($55,000,000) issued in one or more series or subseries; and

WHEREAS, the City Council proposes that the Series 2025 Bonds will be issued at an interest rate not to exceed six and one-half percent (6.500%), and a maximum annual debt service of Five Million Dollars ($5,000,000); and

WHEREAS, in order to secure the payments of the principal of and interest on the Series 2025 Bonds, the City Council desires to enter into an agreement between the City and the Authority providing that the City will make the annual payments of the principal of and interest on the Series 2025 Bonds (the "**Intergovernmental Agreement**"); and

WHEREAS, Ga. Const. Art. IX, § 3, ¶ I authorizes, among other things, any county, municipality or other political subdivision of the State to contract, for a period not exceeding fifty years, with another county, municipality or political subdivision or with any other public agency, public corporation or public authority for joint services, for the provision of services, or for the provision or separate use of facilities or equipment, provided that such contract deals with activities, services or facilities which the contracting parties are authorized by law to undertake or to provide; and

WHEREAS, after due consideration, the governing board of the Authority (the "**Board**") has determined that it is in the best interests of the citizens of the City and the State of Georgia, and in furtherance of the Enabling Legislation, for the Authority to issue its Milledgeville Public Facilities Authority (Water and Sewer System Projects) Revenue Bonds, Series 2025, in an original aggregate principal amount not to exceed Fifty-Five Million Dollars ($55,000,000) for the purpose of funding (i) the Projects, (ii) capitalized interest, if any, and (iii) the costs associated with the sale and issuance of the Series 2025 Bonds.

NOW, THEREFORE, BE IT RESOLVED by the Board of the Authority as follows:

Section 1. Recitals. The recitals contained in the above "Whereas" clauses shall be, and by this reference are hereby, incorporated into this Resolution (the "**Resolution**") as a substantive part hereof.

Section 2. Hiring of Professionals. The following firms are hereby engaged to provide professional services in connection with the issuance of the Series 2025 Bonds:

a. Butler Snow LLP shall serve as bond counsel ("**Bond Counsel**") to the City and is authorized and directed to prepare the form of the Bond Resolution, the Intergovernmental Agreement (defined below), necessary documents relating to the validation of the Series 2025 Bonds, and such resolutions and other documents as may be required for the City Council to approve the specific terms and conditions of the Series 2025 Bonds and to prepare necessary closing documents.

b. Bond Counsel shall also serve as disclosure counsel to the City and is authorized and directed to prepare the form of the offering document used to market the Series 2025 Bonds to potential investors, the form of the continuing disclosure undertaking, and such other documents as may be reasonably required in connection therewith.

c. Raymond James & Associates, Inc. shall serve as underwriter for the Series 2025 Bonds.

Section 3. Authorization of Series 2025 Bonds. Under the authority of the Act, there is hereby authorized to be issued the Milledgeville Public Facilities Authority (Water and Sewer System Projects) Revenue Bonds, Series 2025, in the maximum original aggregate principal amount of Fifty-Five Million Dollars ($55,000,000) for the purpose of providing funds to be applied toward a portion of the cost of the Projects and to pay expenses necessary to accomplish the foregoing, including the costs of issuing the Series 2025 Bonds. All of the covenants, agreements, and provisions of this Resolution shall be for the equal and proportionate

benefit and security of all owners of the Series 2025 Bonds. The Series 2025 Bonds shall be in the form specified in a future bond resolution (the "**Bond Resolution**") to be adopted by the Authority, shall bear interest at a rate not to exceed six and one-half percent (6.500%) with maximum annual debt service of $5,000,000, all interest payable semiannually on such Interest Payment Date (as defined in the Bond Resolution), and the principal shall mature on or before December 31, 2056. The Series 2025 Bonds may be issued in one or more series or subseries.

Section 4. Intergovernmental Agreement. The Chairman of the Board is hereby authorized to negotiate the terms and form of the Intergovernmental Agreement between the City and the Authority that shall provide the security for the Series 2025 Bonds and for the payment by the City of the annual principal and interest payments of the Series 2025 Bonds. The final Intergovernmental Agreement shall be approved under and pursuant to a future resolution of the Board of the Authority.

Section 5. Validation. The Chairman, with the advice of the Bond Counsel, is authorized and directed to tender notice to the District Attorney of the Ocmulgee Judicial Circuit of the Authority's intent to issue the Series 2025 Bonds and requesting the District Attorney to commence validation proceedings, and to cause to be prepared an answer of the Authority to be filed in the validation proceedings requesting that the Series 2025 Bonds and the security therefor be declared valid in all respects.

Section 6. Authorization of Preparation of Preliminary Official Statement. The preparation of a Preliminary Official Statement with respect to the Series 2025 Bonds is hereby authorized.

Section 7. Reimbursement. The City shall not use reimbursed moneys for purposes prohibited by Treasury Regulation §1.150-2(h). This Resolution is intended to be a declaration of "official intent" to reimburse expenditures within the meaning of Treasury Regulation §1.150-2.

Section 8. Further Authority. The Chairman, Vice Chairman, Secretary and all other proper officers and agents of the Authority are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions and intent of this resolution. The final proposed financial structure relating to the Series 2025 Bonds, including the exact principal amount of the Series 2025 Bonds, and the payments to be made by the City shall be approved by a future resolution of the Board of the Authority.

Section 9. Interpretation. Except as specifically provided herein, any and all ordinances or resolutions or parts of ordinances or resolutions in conflict with this Resolution shall be and the same hereby are repealed, and this Resolution shall be in full force and effect from and after its adoption.

Section 10. Conclusion. Copies of this Resolution shall be filed in the offices of the Secretary, and the Chairman shall sign and the Secretary shall attest, each to the adoption of this Resolution.

ADOPTED this 31st day of July, 2025.



[SEAL]

MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY

Chairman

ATTEST:

Secretary

[Signature Page – Authority Parameters Resolution]

CERTIFICATE OF SECRETARY

The undersigned Secretary of the Milledgeville Public Facilities Authority (the "**Authority**"), **DOES HEREBY CERTIFY** that the foregoing pages constitute a true and correct copy of the Resolution adopted by the Authority at an open public meeting at which a quorum was present, duly called and lawfully assembled at 5:30 p.m., on the 31st day of July, 2025, authorizing the issuance of the bonds by the Authority designated "Milledgeville Public Facilities Authority (Water and Sewer System Projects) Revenue Bonds, Series 2025," the original of such Resolution being duly recorded in the Minute Book of the Authority, which Minute Book is in my custody and control.

I further certify that the meeting was held in conformity with the requirements of Title 50, Chapter 14 of the Official Code of Georgia Annotated.

WITNESS my hand and the official seal of the Milledgeville Public Facilities Authority, this 31st day of July, 2025.

Andrew T. Scott

Secretary

[SEAL]



RESOLUTION NO. 2507-02

BOND RESOLUTION

A RESOLUTION OF THE MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY (THE "**AUTHORITY**") TO PROVIDE FOR THE ISSUANCE OF NOT TO EXCEED $55,000,000 IN MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY (WATER AND SEWER SYSTEM PROJECTS) REVENUE BONDS, SERIES 2025; PURSUANT TO AND IN CONFORMITY WITH THE CONSTITUTION AND STATUTES OF THE STATE OF GEORGIA; PAYABLE SOLELY FROM THE FUNDS HEREIN PROVIDED TO FINANCE, IN WHOLE OR IN PART, THE COST OF CERTAIN CAPITAL IMPROVEMENT PROJECTS FOR THE CITY OF MILLEDGEVILLE; TO PROVIDE FOR THE ISSUANCE, UNDER CERTAIN CIRCUMSTANCES, OF ADDITIONAL BONDS ON A PARITY WITH THE BONDS HEREBY AUTHORIZED; TO PROVIDE FOR THE CREATION OF CERTAIN FUNDS TO PAY THE PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THE BONDS; TO APPROVE THE FORM OF AN INTERGOVERNMENTAL CONTRACT WITH THE CITY OF MILLEDGEVILLE; TO PROVIDE FOR THE REMEDIES OF THE OWNERS OF THE BONDS; AND FOR OTHER PURPOSES.

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PREAMBLE

1. Ga. Const. Art. IX, § 3, ¶ I provides that any City, municipality, school district, or other political subdivision of the state may contract for any period not exceeding 50 years with each other or with any other public agency, public corporation, or public authority for joint services, for the provisions of services, or for the joint or separate use of facilities or equipment; but such contracts must deal with activities, services, or facilities which the contracting parties are authorized by law to undertake or provide.

2. The "Milledgeville Public Facilities Authority Act," Senate Bill 575, Act No. 633 of the 2024 Session of the Georgia General Assembly (the "**Act**") created the Milledgeville Public Facilities Authority (the "**Authority**"). The Authority is authorized by the Act to undertake any "Project" which, pursuant to the Act, means any capital project that may be financed with revenue bonds under general laws in effect from time to time, which is located or to be located in the City, that is determined by the Authority to promote the public good or general welfare of the citizens of the City, or of the State, or any of its enterprises or systems, including, but not limited to, the acquisition, construction, renovation, improvement, extension, addition, or equipping within the City of:

(a) Utility systems and improvements, including, without limitation, water and sewer systems and facilities, sewage and solid waste disposal systems and facilities, and electric, gas, and other similar facilities and systems;

(b) Administrative facilities or equipment, including city municipal buildings and other governmental buildings; and

(c) Other buildings, facilities, and equipment necessary or convenient for the efficient operation of the city or any department, agency, division, or commission thereof, or of a public body or private person.

3. The City of Milledgeville (the "**City**") has determined that it is necessary and in the interest of the City to pay, in whole or in part, for one or more capital projects of the City with proceeds of revenue bonds including: acquisition, construction, renovation, improvement, extension, addition, or equipping within the City of utility systems and improvements, including, without limitation, water and sewer systems and facilities, sewage and solid waste disposal systems and facilities, and other similar facilities and systems (collectively the "**Projects**").

4. The Authority desires to issue revenue bonds in the maximum original aggregate principal amount of $55,000,000 for the purpose of providing funds to be applied towards the cost of the Projects of the City and to pay expenses necessary to accomplish the foregoing, including capitalized interest, if any, and the costs of issuing said revenue bonds. The interest rate applicable to said revenue bonds shall not exceed six and one-half percent (6.500%) with maximum annual debt service of $5,000,000, and the principal shall mature on or before December 31, 2056. Said revenue bonds may be issued in one or more series or subseries.

5. The Projects will be owned by the City and located on land owned by the City in the City.

6. The City and the Authority are each a "governmental body," as defined by the Revenue Bond Law of Georgia, codified in O.C.G.A. § 36-82-60 through § 36-82-85, as amended, and are authorized to finance any revenue "undertaking" described therein and to issue revenue bonds or refunding revenue bonds to finance the cost of the acquisition, construction, reconstruction, improvement, betterment, or extension of any undertaking.

7. The City is authorized to levy taxes, and to expend tax monies and other available funds and to make payments to the Authority of the amounts and upon such terms as are provided for in an intergovernmental contract to be entered into between and among the Authority and the City. The form of such intergovernmental contract is attached hereto and made a part hereof as Exhibit B.

8. Section 7 of the Act provides as follows:

> Revenue bonds or other obligations issued under the provisions of this Act or any loan incurred as authorized herein shall not constitute a debt or a pledge of the faith and credit of any other public body, but shall be payable solely from the sources as may be designated in the resolution or indenture of the Authority authorizing the issuance of the same. The issuance of such obligations shall not directly, indirectly, or contingently obligate any public body to levy or to pledge any form of taxation whatsoever for the payment thereof, unless otherwise provided by an intergovernmental contract executed by such public body. No holder of any bond or other obligation or receiver or trustee in connection therewith shall have the right to enforce the payment thereof against any property of any other public body nor shall any such bond or other obligation constitute a charge, lien, or encumbrance, legal or equitable, upon any such property unless otherwise provided by an intergovernmental contract executed by such other public body and the Authority. All such obligations shall contain on their face a recital setting forth substantially the foregoing provisions of this section. Nothing in this section shall be construed to prohibit any other public body from obligating itself to pay the amounts required under any intergovernmental contract entered into with the Authority pursuant to Article IX of the Constitution of Georgia or any successor provision, including, if such other public body has taxing power, from funds received from taxes to be levied and collected by such other public body for that purpose and from any other source.

9. The Authority has determined that the issuance of Parity Bonds (hereinafter defined) by the Authority should be authorized, which Parity Bonds would rank on parity with the Series 2025 Bonds, for the specific purpose of completing the financing of the Projects or financing improvements or additions, real or personal, to any portion of the Projects, provided certain conditions as herein set forth are met.

NOW, THEREFORE, BE IT RESOLVED by the Milledgeville Public Facilities Authority, legally constituted and acting as a body corporate and politic and a public corporation of the State of Georgia, in a public meeting lawfully called and assembled, and it is hereby resolved by authority of the same that, for the purpose of acquiring, constructing and equipping

the Projects and the costs of issuance of its MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY (WATER AND SEWER SYSTEM PROJECTS) REVENUE BONDS, SERIES 2025, that all actions of the Authority contemplated herein are determined to be in furtherance of the purposes of the Authority and necessary or convenient for the efficient operation of the City, and that:

* * * * * * * * * *

ARTICLE I
DEFINITIONS; RULES OF CONSTRUCTION

Section 1.01 Definitions of Certain Terms. In addition to the words and terms elsewhere defined in this Resolution, the following words and terms used herein shall have the following meanings:

"**Act**" means the "Milledgeville Public Facilities Authority Act" Senate Bill 575, Act No. 633 of the 2024 Session of the Georgia General Assembly.

"**Authentication Agent**" means such bank or trust company so designated by supplemental resolution of the Authority for the Series 2025 Bonds.

"**Authority**" means the Milledgeville Public Facilities Authority, and its successors.

"**Beneficial Owner**" is defined in Section 2.08 of this Resolution.

"**Bond Date**" means the date of issuance and delivery of the Bonds as originally issued and delivered.

"**Bond Registrar**" means such bank or trust company so designated by supplemental resolution of the Authority for the Series 2025 Bonds.

"**Bondowner**" or "**Owner**" or "**Registered Owner**" means the registered owner of any Bond or its assigns and does not mean any beneficial owner of the Bonds whether through the book-entry only system of DTC or otherwise.

"**Bonds**" means the Series 2025 Bonds and from and after the issuance of any Parity Bonds, unless the context clearly indicates otherwise, such Parity Bonds.

"**Cede & Co**." means Cede & Co., the nominee of DTC or any successor nominee of DTC with respect to the Bonds.

"**City"** and **"City of Milledgeville**," and other terms making reference thereto, means the present government of City of Milledgeville, the governing body thereof and any successor or successors in office to said governing body or any person, body or authority to whom or to which may hereafter be delegated by law the duties, powers, authority, obligations, or liabilities of the present body, either in whole or in relation to the Contract.

"**Code**" means the Internal Revenue Code of 1986, as amended.

"**Construction Fund**" means the Milledgeville Public Facilities Authority Construction Fund 2025, created in Section 4.03.

"**Construction Fund Custodian**" means such bank or trust company so designated by supplemental resolution of the Authority for the Series 2025 Bonds.

"**Continuing Disclosure Certificate**" means that certain Continuing Disclosure Certificate executed by the City and dated the date of issuance and delivery of the Series 2025

Bonds, as originally executed and as it may be amended from time to time in accordance with the terms thereof.

"**Contract**" means the Intergovernmental Contract, dated as of the date of the Series 2025 Bonds, between the Authority and the City, the form of which is attached to and made a part of this Resolution as Exhibit B.

"**Contract Payments**" means the contract payments by the City described in Article V of the Contract.

"**DTC**" means The Depository Trust Company, New York, New York, a limited purpose trust company organized under the laws of the State of New York, or its nominee, or any other person, firm, association or corporation designated in any resolution of the Authority supplemental hereto to serve as securities depository for a series of Certificates.

"**DTC Participant**" means securities brokers and dealers, banks, trust companies, clearing corporations and certain other corporations which have access to the DTC system.

"**Fiscal Year**" means the fiscal year of the City and the Authority, which at the time of the adoption of this Resolution is July 1 of each year through June 30 of the next calendar year.

"**Government Obligations**" means bonds or other obligations of the United States of America or obligations representing an interest therein which as to principal and interest constitute direct obligations of the United States of America or are fully guaranteed as to payment by the United States of America.

"**Interest Payment Date**" means the dates in each year on which interest shall be paid on the Bonds, so designated by supplemental resolution of the Authority for the Series 2025 Bonds.

"**O.C.G.A.**" means Official Code of Georgia Annotated.

"**Outstanding**" or "**Bonds Outstanding**" means all Bonds which have been executed and delivered pursuant to this Resolution except:

(a) Bonds cancelled after purchase in the open market or because of payment at maturity or redemption prior to maturity;

(b) Bonds otherwise deemed to be paid in accordance with Section 5.09 of this Resolution; and

(c) Bonds in lieu of or in exchange or substitution for which other Bonds shall have been authenticated and delivered pursuant to this Resolution unless proof is presented that such Bonds are held by a bona fide purchaser.

"**Parity Bonds**" means any revenue bonds which may be issued on parity with the Bonds in accordance with the terms of this Resolution.

"**Paying Agent**" means such bank or trust company so designated by supplemental resolution of the Authority for the Series 2025 Bonds.

"**Project Superintendent**" means the City Manager of the City or such person or persons at the time designated to act on behalf of the City by written certificate furnished to the Authority, containing the specimen signature of each such person, signed on behalf of the City by its Mayor.

"**Projects**" has the meaning as set forth in paragraph 3 of the Preamble to this Resolution.

"**Record Date**" means the 15th day of the calendar month preceding each Interest Payment Date.

"**Resolution**" means this bond resolution, including any supplements or amendments hereto.

"**Retained Rights**" shall mean those rights of the Authority under the Contract retained thereby under Section 7.01 of this Resolution, namely the Authority's rights to certain fees and expenses under Section 5.01(d) of the Contract, its right to indemnification under Article VII of the Contract, and receipt of notices given pursuant to the Contract or this Resolution.

"**Series 2025 Bonds**" means the MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY (WATER AND SEWER SYSTEM PROJECTS) REVENUE BONDS, SERIES 2025, to be issued pursuant to the terms of this Resolution.

"**Sinking Fund**" means the fund described in Section 5.02.

"**Sinking Fund Custodian**" means such bank or trust company so designated by supplemental resolution of the Authority for the Series 2025 Bonds.

"**State**" means the State of Georgia.

"**Underwriter**" shall mean Raymond James & Associates, Inc., as underwriter of the Series 2025 Bonds.

Section 1.02 Rules of Construction. Unless the context clearly indicates to the contrary:

(a) "herein," "hereby," "hereunder," "hereof," "herein-before," "hereinafter," and other equivalent words refer to this Resolution and not solely to the particular portion thereof in which any such word is used.

(b) any pronoun used herein shall be deemed to cover all genders;

(c) all references herein to particular Articles or Sections are references to Articles or Sections of this Resolution; and

(d) the titles preceding each Section of this Resolution are for convenience of reference only and are not intended to define, limit or describe the scope or intent of any provisions of this Resolution.

Section 1.03 Findings and Incorporation of Preamble.

(a) The Authority hereby declares that the foregoing preamble and whereas provisions set forth hereinabove constitute, and shall be considered to be, substantive provisions of this Resolution and are hereby incorporated by reference into this Section 1.03.

(b) After careful study and investigation by the Authority, the Authority hereby finds that the Projects are within the purposes and powers described in the Act, the citizens of the City will derive continuing benefits from the Projects, that the Projects will promote the public good and general welfare of the citizens of the City, and bring other benefits to the City and the State, and that it is in the best interest of the citizens of the City that the Authority take the actions set forth and approved herein.

[END OF ARTICLE I]

ARTICLE II
AUTHORIZATION, TERMS, AND FORM OF BONDS

Section 2.01 Designation and Authorization of Bonds. Revenue bonds designated the MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY (WATER AND SEWER SYSTEM PROJECTS) REVENUE BONDS, SERIES 2025 (the "**Series 2025 Bonds**"), in the maximum aggregate principal amount of $55,000,000, are hereby authorized to be issued for the purposes aforesaid pursuant to the Revenue Bond Law of Georgia, codified in O.C.G.A. § 36-82-60 *et seq*., the Constitution of the State of Georgia, the general laws of the State of Georgia, the laws of the State of Georgia relating to the Authority and pursuant to this Resolution, and all the covenants, agreements, and provisions of this Resolution shall be for the equal and proportionate benefit and security of all owners of the Bonds without preference, priority or distinction as to the charge, lien, or otherwise of any one Bond over any other Bond.

Section 2.02 Date, Denominations, Maturities, Interest Payment Dates, and Other Particulars of the Series 2025 Bonds.

(a) The Series 2025 Bonds shall mature and be paid not later than December 31, 2056, and shall bear interest at a rate of interest not to exceed 6.500% per annum, calculated on the basis of a 360-day year of twelve 30-day months. The maximum annual debt service for the Series 2025 Bonds shall be $5,000,000.

The Series 2025 Bonds as originally issued shall be lettered and numbered from R-1 upward according to the records maintained by the Bond Registrar, shall be dated as of their date of issuance and delivery and may be issued in one or more series or subseries.

(b) The person in whose name any Bond is registered at the close of business on any Record Date with respect to any Interest Payment Date shall be entitled to receive the interest payable on such Interest Payment Date notwithstanding any registration of transfer or exchange subsequent to such Record Date and prior to such Interest Payment Date; provided, however, that if and to the extent a default shall occur in the payment of interest due on such Interest Payment Date, such past due interest shall be paid to the persons in whose name outstanding Bonds are registered on a subsequent date of record established by notice given by mail by the Paying Agent to the holders of the Bonds not less than 30 days preceding such subsequent date of record.

(c) The principal of, interest on, and redemption premium (if any), 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. The principal of the Bonds shall be payable upon the presentation and surrender of the same at the designated corporate trust office of the Paying Agent. The interest on the Bonds shall be paid by check or draft mailed by the Paying Agent on the date said interest is due by first class mail to the respective owners of the Bonds at their addresses as they appear on the bond register kept by the Bond Registrar or by wire transfer to the registered owner of Bonds in the minimum aggregate principal amount of $1,000,000 at a wire transfer address which said registered owner has provided to the Paying Agent not less than five business days prior to an Interest Payment Date, which wire instructions shall remain in effect until the Paying Agent is notified to the contrary.

(d) The Bonds shall be issued as fully registered bonds in the denomination of $5,000 in principal amount or any integral multiple thereof and substantially in the form hereinafter set forth, with such variations, omissions, substitutions, and insertions as are therein required or permitted.

Section 2.03 Execution of Bonds.

(a) The Bonds will be executed with the manual or facsimile of the signature of the Chairman of the Authority and the seal of the Authority will be imprinted or otherwise reproduced and attested by the manual or facsimile signature of the Secretary of the Authority.

(b) In case any officer whose facsimile signature shall appear on the Bonds shall cease to be such officer before delivery of the Bonds, such signature, nevertheless, shall be valid and sufficient for all purposes the same as if such officer had remained in office until delivery, and the Bonds may, nevertheless, be issued and delivered as though the person whose signature appears on the Bonds had not ceased to be such officer. Any of the Bonds may be executed and sealed on behalf of the Authority by the facsimile signatures of such officers who may, at the time of the execution of the Bonds, hold the proper offices of the Authority although on the date of the Bonds or on the date of any lawful proceedings taken in connection therewith such persons may not have held such offices.

Section 2.04 Delivery and Authentication of Bonds. The Authority shall execute and deliver to the Authentication Agent and the Authentication Agent shall authenticate the Bonds and deliver them to the purchasers as shall be directed by the Authority. Each Bond shall bear thereon a certificate of authentication substantially in the form hereinafter prescribed, executed by the Authentication Agent with a manually executed signature. Only such Bonds as shall bear thereon such certificate of authentication shall be entitled to any right or benefit under this Resolution and no Bond shall be valid or obligatory for any purpose until such certificate of authentication shall have been duly executed by the Authentication Agent and such certificate of the Authentication Agent shall be conclusive evidence that the Bond so authenticated has been duly authenticated, registered and delivered under the Resolution and that the owner thereof is entitled to the benefits of the Resolution. The Authentication Agent's certificate of authentication on any Bond shall be deemed to have been executed by the Authentication Agent if signed manually by an authorized officer of the Authentication Agent or its authorized representative, but it shall not be necessary that the same officer or authorized representative sign the certificate of authentication on all the Bonds.

Section 2.05 Mutilated, Destroyed, or Lost Bonds. In the event any Bond is mutilated, lost, stolen, or destroyed, the Authority will execute and deliver a new Bond of like tenor as that mutilated, lost, stolen, or destroyed, provided that, in the case of any such mutilated Bond, such Bond is first surrendered to the Authority or the Bond Registrar and, in the case of any such lost, stolen, or destroyed Bond, there is first furnished evidence of such loss, theft, or destruction satisfactory to the Authority and the Bond Registrar, together with indemnity satisfactory to them. No service charge shall be made for any such transaction, but a charge may be made to cover any actual expense incurred. All responsibility with respect to the issuance of any such new bonds shall be on the Authority and not on the Clerk of the Superior Court whose signature shall appear on the validation certificate, and said Clerk shall have no liability in the event of an over-issuance occurs. In the event, any such Bond shall have matured or become due,

in lieu of issuing a duplicate Bond, the Paying Agent may pay such Bond without surrender thereof.

Section 2.06 Persons Treated as Owners of Bonds. The Authority and its agents, including the Paying Agent and Bond Registrar, may deem and treat the registered owner of any Bond as the absolute owner of such Bond for the purpose of receiving payment of the principal thereof, premium, if any, and the interest thereon and for all other purposes whatever. All such payments of principal, premium, if any, and interest made to any such owner or upon such owner's 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 Authority nor any such agent shall be affected by any notice to the contrary.

Section 2.07 Validation Certificate. A validation certificate of the Clerk of Superior Court of Baldwin County, State of Georgia, properly executed by said Clerk will be endorsed on each Bond and will be essential to its validity.

Section 2.08 Book-Entry Bonds. The Series 2025 Bonds are hereby authorized to be issued in book-entry only form, with no physical distribution of Bonds made to the public. If Bonds are issued as book-entry bonds, the following procedures shall apply thereto:

The Series 2025 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 Series 2025 Bond of each series certificate will be issued for each maturity, in the aggregate principal amount of such maturity, and will be deposited with DTC.

Purchases of the Series 2025 Bonds under the DTC system must be made by or through "**Direct Participants**" (which include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations), which will receive a credit for the Series 2025 Bonds on DTC's records. The ownership interest of each actual purchaser of each Series 2025 Bond (a "**Beneficial Owner**") is in turn to be recorded on the records of the Direct Participants and others such as U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("**Indirect Participants**"). 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 Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in the Series 2025 Bonds, except in the event that use of the book-entry system for the Series 2025 Bonds is discontinued.

To facilitate subsequent transfers, all Series 2025 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 the Series 2025 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 2025 Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such Series 2025 Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Principal and interest payments on the Series 2025 Bonds will be made by the Paying Agent 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 Authority 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 Authority, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal and interest to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the Authority or the Paying Agent, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

If (a) DTC determines not to continue to act as securities depository for the Series 2025 Bonds or (b) the Authority determines that the continuation of the book-entry system of evidence and transfer of ownership of the Series 2025 Bonds would adversely affect the interests of the Authority or the Beneficial Owners of the Series 2025 Bonds, the Authority shall discontinue the book-entry system with DTC. If the Authority fails to identify another qualified securities depository to replace DTC, the Authority will cause the Paying Agent to authenticate and deliver replacement Series 2025 Bonds in the form of fully registered Series 2025 Bonds to each Beneficial Owner.

If a book-entry system of evidence and transfer of ownership of the Series 2025 Bonds is discontinued pursuant to the provisions of this Section, the Series 2025 Bonds shall be delivered solely as fully registered Series 2025 Bonds without coupons in the denominations of $5,000 or any integral multiple thereof, shall be lettered "R" and numbered separately from 1 upward, and shall be payable, executed, authenticated, registered, exchanged and canceled pursuant to the provisions of Article II hereof. In addition, the Authority will pay all costs and fees associated with the printing of the Series 2025 Bonds and issuance of the same in certificated form.

SO LONG AS CEDE & CO. OR SUCH OTHER DTC NOMINEE, AS NOMINEE FOR DTC, IS THE SOLE BONDHOLDER, THE AUTHORITY AND THE BOND REGISTRAR WILL TREAT CEDE & CO. OR SUCH OTHER NOMINEE AS THE ONLY OWNER OF THE SERIES 2025 Bonds FOR ALL PURPOSES UNDER THIS RESOLUTION, INCLUDING RECEIPT OF ALL PRINCIPAL OF AND INTEREST ON THE SERIES 2025 Bonds, RECEIPT OF NOTICES, VOTING, AND REQUESTING OR DIRECTING THE AUTHORITY OR THE PAYING AGENT TO TAKE OR NOT TO TAKE, OR CONSENTING TO, CERTAIN ACTIONS UNDER THE RESOLUTION. THE AUTHORITY HAS NO RESPONSIBILITY OR OBLIGATION TO THE DIRECT OR INDIRECT PARTICIPANTS OR THE BENEFICIAL OWNERS WITH RESPECT TO (A) THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY DIRECT OR INDIRECT PARTICIPANT; (B)

THE PAYMENT TO ANY DIRECT OR INDIRECT PARTICIPANT OF ANY AMOUNT DUE TO ANY BENEFICIAL OWNER IN RESPECT OF THE PRINCIPAL OF AND INTEREST ON THE SERIES 2025 Bonds; (C) THE DELIVERY OR TIMELINESS OF DELIVERY BY ANY DIRECT OR INDIRECT PARTICIPANT OF ANY NOTICE TO ANY BENEFICIAL OWNER WHICH IS REQUIRED OR PERMITTED UNDER THE TERMS OF THE RESOLUTION TO BE GIVEN TO BONDHOLDERS; OR (D) OTHER ACTION TAKEN BY DTC OR CEDE & CO. OR SUCH OTHER DTC NOMINEE, AS OWNER.

If Series 2025 Bonds are issued as book-entry bonds, the form of said Series 2025 Bonds shall contain the following text:

Unless this Bond is presented by an authorized representative of The Depository Trust Company, a New York corporation ("**DTC**"), to the Authority or its agent for registration of transfer, exchange, or payment, and any Bond issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.

The Authority has established a Book Entry system of registration for this Bond. Except as specifically provided otherwise in the hereinafter defined Resolution, Cede & Co., as nominee of The Depository Trust Company, will be the registered owner and will hold this Bond on behalf of each beneficial owner hereof. By acceptance of a confirmation of purchase, delivery or transfer, each beneficial owner of this Bond shall be deemed to have agreed to such arrangement. Cede & Co., as registered owner of this Bond, will be treated as the owner of this Bond for all purposes.

Section 2.09 Delivery of Bonds. The Authority shall execute the Bonds and deliver them to the Bond Registrar, and the Bond Registrar shall authenticate the Bonds and deliver them to the purchaser or purchasers as shall be designated by the Authority.

Section 2.10 Destruction of Canceled Bonds. All Bonds paid, purchased or redeemed, either at or before maturity, shall be canceled and delivered to the Bond Registrar when such payment is made. All Bonds so canceled shall be destroyed upon their delivery to the Bond Registrar in accordance with the practice then prevailing with the Authority and record of such destruction shall be made and preserved in the permanent records of the Authority.

Section 2.11 Form of Series 2025 Bonds. The Series 2025 Bonds and the certificate of validation and certificate of authentication to be endorsed thereon will be in substantially the form attached hereto as Exhibit A, with such variations, omissions, and insertions as may be required to complete properly each respective Series 2025 Bond, and as may be approved by the officer or officers executing each Series 2025 Bond by facsimile signature, which approval shall be conclusively evidenced by such execution.

[END OF ARTICLE II]

ARTICLE III
REDEMPTION OF BONDS BEFORE MATURITY

Section 3.01 Optional Redemption. The Series 2025 Bonds may be subject to optional redemption as set forth in a supplemental resolution of the Authority.

Section 3.02 Scheduled Mandatory Redemption. The Series 2025 Bonds may be subject to scheduled mandatory redemption as set forth in a supplemental resolution of the Authority.

Section 3.03 Notice of Redemption. Notice of any redemption of the Series 2025 Bonds pursuant to this Article shall be given by the Authority, at the direction of the City, to the Bond Registrar and Paying Agent at least forty-five days prior to the date fixed for redemption and shall be given one time not less than thirty days nor more than sixty days prior to the date fixed for redemption to the holders of each of the Series 2025 Bonds being called for redemption by first class, registered or certified mail as the Paying Agent shall determine is necessary at the address shown on the register of the Bond Registrar as of forty-five days prior to the date fixed for redemption. Said notice shall also be given by certified mail, return receipt requested, or by electronic means not less than 30 days nor more than 45 days prior to the date fixed for redemption, to the Municipal Securities Rulemaking Board's Electronic Municipal Market Access System or as may be required by applicable law or regulation at the time of giving such notice. No transfer or exchange of any Series 2025 Bonds so called for redemption shall be allowed. In the event any holder of any Series 2025 Bond being redeemed pursuant to the provisions of this Article shall fail to present for redemption any such Series 2025 Bond within 60 days after the date fixed for redemption, a second notice of the redemption of such Series 2025 Bond shall be given to said owner at the address of said owner as shown on the bond register of the Bond Registrar within 90 days after the date fixed for redemption. The failure of the Paying Agent to give such notice shall not affect the validity of the proceedings for the redemption of any bond as to which no such failure occurred. Any notice mailed or delivered as provided in this Section shall be conclusively presumed to have been duly given, whether or not the registered owner receives the notice.

Section 3.04 Manner of Redemption. Bonds shall be redeemed only in the principal amount of $5,000 or any integral multiple thereof. In the case of Bonds of denominations greater than $5,000, if less than all of such Bonds of a single maturity then outstanding are to be called for redemption then for all purposes in connection with redemption, each $5,000 of face value shall be treated as though it were a separate Bond in the denomination of $5,000. If it is determined that one or more, but not all of the $5,000 units of face value represented by any Bond are to be called for redemption, then upon notice of the intention to redeem such $5,000 unit or units, the owner of such Bond shall forthwith surrender such Bond to the Paying Agent for payment of the redemption price (including the redemption premium, if any, and interest to the date fixed for redemption) of the $5,000 unit or units of face value called for redemption and there shall be issued to the registered owner thereof, without charge therefor, fully registered Bonds for the unredeemed balance of the principal amount thereof, in any of the authorized denominations. If the owner of any such Bond of a denomination greater than $5,000 shall fail to present such Bond to the Paying Agent for payment in exchange as aforesaid, such Bond shall, nevertheless, become due and payable on the date fixed for redemption to the extent of the

$5,000 unit or units of face value called for redemption (and to that extent only); interest shall cease to accrue on the portion of the principal amount of such Bond represented by such $5,000 unit or units of face value on and after the date fixed for redemption and (funds sufficient for the payment of the redemption price having been deposited with the Paying Agent and being available for the redemption) such Bond shall not be entitled to the benefit and security of the Resolution to the extent of the portion of its principal amount (and accrued interest thereon to the date fixed for redemption) represented by such $5,000 unit or units.

Section 3.05 Effect of Redemption Call. Notice having been given in the manner and under the conditions prescribed herein, and money for the payment of the redemption price being held by the Paying Agent, all as provided in the Resolution, the Bonds or the portion thereof so called for redemption shall, on the redemption date designated in such notice, become and be due and payable at the redemption price provided for redemption of such Bonds on such date. Interest on the Bonds or the portion thereof so called for redemption shall cease to accrue from and after the date fixed for redemption unless default shall be made in payment of the redemption price thereof upon presentation and surrender thereof. Such Bonds shall cease to be entitled to any lien, benefit or security under the Resolution and the owners of such bonds shall have no rights in respect thereof except to receive payment of the redemption price thereof and such bond or the portion thereof so called shall not be considered to be outstanding. Upon surrender of such bond paid or redeemed in part only, the Authority shall execute and the Bond Registrar shall deliver to the owner thereof, at the expense of the Authority, a new Bond or Bonds of the same type, of authorized denominations in the aggregate principal amount equal to the unpaid or unredeemed portion of the Bond.

Section 3.06 Redemption of Parity Bonds. Parity Bonds may be made subject to redemption either mandatorily or at the option of the Authority prior to maturity at the times and upon such terms and conditions as may be prescribed in the respective resolutions of the Authority supplemental to this Resolution relating to such Parity Bonds. In the event Parity Bonds are hereafter issued, such Parity Bonds of any such future issue or issues may be redeemed in whole or in part before the maturity of the Bonds, subject to the Sinking Fund requirements herein prescribed, and subject to the call provisions of such future Parity Bond series; provided, however, the Authority is not restricted hereby from acquiring as a whole, by redemption or otherwise, all Outstanding Bonds of all such issues from any money which may be available for that purpose.

Section 3.07 Purchase of Bonds in Market. Nothing herein contained shall be construed to limit the right of the Authority to purchase Bonds in the open market, at a price not exceeding the then applicable redemption price of the Bonds to be acquired, or at par and accrued interest for Bonds not then subject to redemption, from funds in the Sinking Fund, subject to the Sinking Fund requirements herein prescribed. Any such Bonds so purchased shall not be reissued and shall be cancelled.

[END OF ARTICLE III]

ARTICLE IV
APPLICATION OF SERIES 2025 BOND PROCEEDS

Section 4.01 Application of Proceeds of the Series 2025 Bonds. The proceeds derived from the sale of the Series 2025 Bonds shall be applied by the Authority, concurrently with the delivery of the Series 2025 Bonds to the initial purchaser or purchasers thereof, in accordance with a supplemental resolution to be adopted by the Authority.

Section 4.02 Acquisition, Construction, and Equipping of the Projects. The City, either directly or through one or more of its subordinated authorities, departments, or agencies, on behalf of the Authority, will proceed with the acquisition, construction, and equipping of the Projects, substantially in accordance with recommendations, plans, and specifications prepared for and on file with the City.

Section 4.03 Creation of the Construction Fund. A construction fund is hereby authorized to be created prior to the issuance of the Series 2025 Bonds, designated as the MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY CONSTRUCTION FUND 2025 (the "**Construction Fund**"). Subaccounts may be established within the Construction Fund to provide for proper accounting of the proceeds of the Series 2025 Bonds. There shall be deposited to the credit of the Construction Fund such proceeds from the sale of the Series 2025 Bonds, to be set forth in a supplemental resolution of the Authority, and any other funds acquired by gift, donation, grant or otherwise for the acquisition, construction, and equipping of the Projects, and any additional funds which may be required to be furnished by the Authority or the City. Any proceeds of insurance maintained pursuant to Article VI of the Contract which are received by the Authority or the City, and sums received by reason of performance bonds with respect to any portions of the Projects shall be paid into the Construction Fund. Such money as is deposited in the Construction Fund shall be held by the Construction Fund Custodian and withdrawn only in accordance with the provisions and restrictions set forth in this Article, and the Authority will not cause or permit to be paid therefrom any sums except in accordance herewith; provided, however, that any money in the Construction Fund not needed at the time for the payment of current obligations during the course of the acquisition, construction, and equipping of the Projects, upon direction of the Project Superintendent, may be invested and reinvested by the Construction Fund Custodian in such investments as are set forth in Section 6.05 of this Resolution. Any such investments shall mature not later than such times as shall be necessary to provide money when needed for payments to be made from the Construction Fund, and shall be held by the Custodian for the account of the Construction Fund until maturity or until sold, and at maturity or upon such sale the proceeds received therefrom, including premium, if any, shall be immediately deposited by said Custodian in the Construction Fund and shall be disposed of in the manner and for the purposes hereinafter provided or permitted.

Section 4.04 Disbursements for Acquisition, Construction, and Equipping of the Projects. From and after the initial disbursements from the Construction Fund as approved by the Project Superintendent, the City will proceed with due diligence to complete the acquisition, construction, and equipping of the Projects, including the acquisition of property, rights-of-ways and easements, as soon as may be practicable, delays incident to strikes, riots, acts of God and the public enemy, and similar acts beyond the reasonable control of the Authority and the City, only, excepted. The City will promptly pay all expenses incurred in and about such acquisition,

construction, and equipping of the Projects, and shall make disbursements from the appropriate fund or account within the Construction Fund for all such costs on the requisition of the City, which requisition shall be signed on behalf of the City by the Project Superintendent. No provisions of this Resolution shall be construed as prohibiting the City from proceeding with the acquisition or condemnation of property, rights-of-way and easements, and the acquisition and installation of equipment and other facilities comprising the Projects in its name or from subsequently selling or otherwise transferring such property or rights in property to the Authority.

Section 4.05 Lien on Construction Fund for Series 2025 Bondowners. All proceeds held in the Construction Fund or obligations held for such fund shall be subject to a lien or charge in favor of the owners of the Series 2025 Bonds and shall be held for the future security of such owners until paid out as herein provided.

Section 4.06 Balance of Bond Proceeds. When the Projects shall have been completed, the Project Superintendent shall file with the Bond Registrar and Paying Agent and the Construction Fund Custodian a certificate of completion, and should there then be remaining any balance of the proceeds from the sale of the Series 2025 Bonds, such balance, at the option of the City, may be used to pay for additional improvements, equipment, or other facilities relating to the Projects or be deposited in the Sinking Fund and used, to the extent practicable and feasible, for the purchase and retirement of Bonds or applied against the payment of Contract Payments.

[END OF ARTICLE IV]

ARTICLE V
APPLICATION OF CONTRACT PAYMENTS; FLOW OF FUNDS; PARITY BONDS; DEFEASANCE

Section 5.01 Bonds as Limited Obligations of the Authority. The Series 2025 Bonds are limited obligations of the Authority payable solely from the special funds and accounts established under this Resolution derived from proceeds received from the sale of the Series 2025 Bonds and from the Contract Payments received by the Authority under the Contract.

Section 5.02 Sinking Fund.

(a) There is hereby created and the Authority will maintain, for so long as any of the Bonds remain outstanding and unpaid or provision for the payment thereof has not been made in accordance with the provisions hereof, a special fund designated MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY SINKING FUND 2025 (the "**Sinking Fund**"), to be held by the Authority. The Authority is authorized to establish separate subaccounts for the Series 2025 Bonds or any Parity Bonds within the Sinking Fund as may be necessary to properly account for the repayment of the Bonds.

(b) So long as any of the principal of, premium, if any, or interest on the Bonds remains outstanding and unpaid, the Authority will cause to be paid by the City, directly to the Sinking Fund, the Contract Payments for which provision is made in the Contract for the purpose of paying the principal of, premium, if any, and interest on the Bonds. The Sinking Fund will be used only for payment of the principal of, premium, if any, and interest on the Bonds as the same shall become due without preference or priority of any one Bond over any other Bond.

(c) Nothing herein shall be construed so as to prohibit the Authority from maintaining directly or through the Sinking Fund Custodian a consolidated fund for outstanding Bonds provided that accurate and complete records are maintained at all times to show the amount within such consolidated fund credited to the Sinking Fund.

Section 5.03 Disbursements from Sinking Fund. Subject to the terms and conditions of this Resolution, money in the Sinking Fund will be disbursed for (a) the payment of interest on the Bonds as such interest falls due, (b) the payment of the principal on the Bonds, (c) the redemption of Bonds before maturity at the price and under the conditions provided therefor in Article III hereof, and (d) the purchase, at prices not to exceed par and accrued interest, and retirement of the Bonds before their maturity.

Section 5.04 Bonds Constitute First Lien. All payments of Contract Payments due under the Contract and all money in the in the Sinking Fund are pledged to the payment of the principal of, premium, if any, and interest on the Series 2025 Bonds and shall be subject to and there is hereby created thereon a first and prior charge or lien for the purpose of paying the principal of, premium, if any, and interest on the Series 2025 Bonds.

Section 5.05 Pledge Binding on All Parties. All Contract Payments so pledged shall immediately be subject to the charge or lien created in Section 5.04 without any physical delivery thereof or further act and such pledge shall be valid and binding against the Authority and against all parties having claims of any kind against the Authority whether such claims shall

have arisen in contract, tort, or otherwise and irrespective of whether such parties have notice thereof.

Section 5.06 Priority of Bonds Preserved. The Authority will not hereafter issue any other bonds or obligations of any kind or nature payable from or enjoying a charge or lien on the Contract Payments prior to the charge or lien herein created for the payment of the Series 2025 Bonds.

Section 5.07 Parity Bonds. Parity Bonds may be issued by the Authority, from time to time, ranking on parity with the Series 2025 Bonds for the specific purpose of completing the financing of the Projects or financing improvements or additions, real or personal, to any portion of the Projects, provided all the following conditions are met:

(a) The payments covenanted to be made hereunder have been and are being made as required.

(b) The Authority and City shall enter into a contract reaffirming and extending through the final maturity of the Parity Bonds then proposed to be issued all applicable covenants, terms, and provisions of the Contract. Under the terms of such contract City shall obligate itself to pay to the Authority amounts sufficient to pay the principal of, premium, if any, and the interest on the Bonds then outstanding and on the Parity Bonds then proposed to be issued, and for the payment of the reasonable fees and charges of the Paying Agent and Bond Registrar, if any, less the interest and principal requirements on any bonds or obligations to be paid or redeemed from any or all of the funds to be made available by the sale of the Parity Bonds proposed to be issued.

(c) The Authority shall pass proper proceedings reciting that all of the above requirements have been met and authorizing the issuance of such Parity Bonds and shall provide in such proceedings, among other things, for the date, the rate or rates of interest, maturity dates, and redemption provisions, if any, which such Parity Bonds shall bear. The interest on any such Parity Bonds shall fall due on the Interest Payment Dates in each year, and the Parity Bonds shall mature in annual installments on either Interest Payment Date, but not necessarily in each year or in equal installments.

(d) Any such proceeding or proceedings shall require the payments then being made for deposit into the Sinking Fund to be increased to the extent necessary to pay the principal of, premium, if any, and interest on the Outstanding Bonds and on the Parity Bonds proposed to be issued, less the principal and interest requirements on any bonds or obligations to be redeemed from any or all of the funds to be made available by the sale of the Parity Bonds proposed to be issued. Any such proceeding or proceedings shall restate and reaffirm by reference all of the applicable terms, conditions, and provisions of this Resolution.

(e) Such Parity Bonds and all proceedings relative thereto, and the security therefor, shall be validated as prescribed by law.

Section 5.08 Bonds to be Canceled on Payment. All Bonds paid or purchased, either at or before maturity, shall be canceled when payment therefor is made. Canceled Bonds shall be

delivered to the Authority, and such Bonds so canceled shall be mutilated and destroyed. A record of such mutilation and destruction shall be preserved in the records of the Authority.

Section 5.09 Defeasance.

(a) Any funds paid to or received by the Authority at any time for the purchase and retirement of Bonds shall be placed in a special fund to be created by the Authority and applied to such purpose as far as possible in the same manner that funds in the Sinking Fund are applied. If and when sufficient funds are deposited in such special fund to pay all Outstanding Bonds, including interest due or to become due thereon together with the reasonable charges and fees of the Paying Agent and Bond Registrar, such deposit shall constitute payment in full of the Bonds.

(b) Bonds shall also be deemed to have been paid in full and the lien of this Resolution shall be discharged as to such Bonds,

(i) after there shall have been deposited in an irrevocable trust fund created for that purpose, (A) sufficient money and/or (B) Government Obligations which shall not contain provisions permitting the redemption thereof prior to their stated maturity, the principal of and the interest on which money and/or Government Obligations when due will be sufficient, without further investment or reinvestment of either the principal amount thereof or the interest earnings thereon (said earnings to be held in trust also), for the payment of the principal of and premium, if any, on such Bonds, plus interest thereon to the due date thereof (whether such due date is by reason of maturity or upon redemption as provided herein);

(ii) after there shall have been paid, or satisfactory provision shall have been made for payment, to the Bond Registrar and Paying Agent all fees and expenses due or to become due in connection with the payment of such Bonds or there shall be sufficient money deposited with the Bond Registrar and Paying Agent to make said payments; and

(iii) unless all Bonds being defeased pursuant to this Section 5.09 are to mature or be redeemed within the next 60 days, the Authority shall have given the Bond Registrar and Paying Agent irrevocable instructions to give notice, as soon as practicable, to the holders of such Bonds, by first class mail, postage prepaid, at their last addresses appearing upon the books of registration, that the deposit required by subsection (b)(i) of this Section 5.09 has been made and that such Bonds are deemed to have been paid in accordance with this Section 5.09.

(c) In addition to the foregoing provisions of this Section 5.09, the lien of this Resolution as to all Bonds that are being defeased shall only be discharged pursuant to this Section 5.09 if the Authority delivers an opinion of bond counsel providing that all conditions precedent to the discharge of the lien of this Resolution pursuant to this Section 5.09 have been satisfied and such deposit and discharge will not adversely affect the exclusion of the interest on such Bonds from federal income taxation.

(d) In the event provision for the payment in full of all Outstanding Bonds is to be made at the same time, the funds for such payment may be deposited to and such Bonds may be redeemed or paid from the Sinking Fund.

(e) After provision shall have been made for the payment of all Bonds and the interest thereon and all expenses and charges herein required to be paid, any balance attributable solely to the Bonds and remaining in such fund shall be paid to the City.

(f) At such time as payment in full of the Bonds shall be accomplished in accordance with the provisions of this Section, the lien of such Bonds created by this Resolution on the Contract Payments securing such payment shall be discharged, and such Bonds shall no longer be considered to be outstanding for any purpose except for the payment of the principal thereof, premium, if any, and the interest thereon and for the registration and transfer thereof.

[END OF ARTICLE V]

ARTICLE VI
DEPOSITORIES OF FUNDS AND SECURITY FOR DEPOSITS; AUTHORIZED INVESTMENTS

Section 6.01 Funds Constitute Trust Funds. All money deposited in any fund created hereby shall constitute trust funds for which the Authority shall be responsible as trustee and will be applied in accordance with the terms hereof and for the purposes set forth herein and will not be subject to lien or attachment by any creditor of the Authority, and, except as otherwise provided herein, all funds received by the Authority under the terms hereof, subject to the giving of security as hereinafter provided, will be deposited with a depository in the name of the Authority.

Section 6.02 Deposits in Excess of FDIC Guarantee. No money belonging to any of the funds created hereunder will be deposited or remain on deposit with any depository or custodian in an amount in excess of the amount guaranteed or insured for public bodies by the Federal Deposit Insurance Corporation or other agency of the United States of America which may succeed to the functions of said corporation unless such depository shall have pledged, for the benefit of the Authority and the owners of the Bonds as collateral security for the money deposited, Government Obligations or other marketable securities eligible as security for the deposit of public trust funds under regulations of the Board of Governors of the Federal Reserve System and under applicable State law and having a market value (exclusive of accrued interest) at least equal to the amount of such deposits and having a face or par value at least equal to the amount prescribed by applicable Georgia law.

Section 6.03 Designation of Bond Registrar, Paying Agent, Sinking Fund Custodian, and Construction Fund Custodian.

(a) The Bond Registrar, Paying Agent, and Authentication Agent for the Bonds and the custodian of the Sinking Fund and the Construction Fund will be designated in a supplemental resolution of the Authority.

(b) A successor Bond Registrar and Paying Agent or depository for or custodian of any fund or account may, from time to time, be designated provided such successor agrees to comply with all of the provisions of this Resolution. During such time as the Paying Agent is a bank or trust company, any corporation into which the Paying Agent may be merged or converted or with which it may be consolidated, or any corporation resulting from any merger, conversion or consolidation to which the Paying Agent shall be a party, or any corporation to which substantially all the corporate trust business of the Paying Agent may be transferred, shall, subject to the terms of this Resolution, be Paying Agent under this Resolution without further act.

Section 6.04 Investment of Funds.

(a) Any investments authorized herein shall be held in the respective fund until paid at maturity, redeemed, or sold, and the proceeds thereof, including interest, principal, and premium, if any, shall be immediately deposited to the credit of such fund. When a fixed amount is required to be maintained in any fund, the investments for such fund shall be valued in terms

of current market value as of the last day of the Fiscal Year next preceding the determination of value. Money in each respective fund and all authorized investments held in and for such fund, and the income therefrom, are hereby pledged to and charged with the payments required by this Resolution to be made from such fund.

(b) The Project Superintendent at any time and from time to time may direct any depository of or custodian for any fund to make specific investments of money on deposit in such fund in accordance with Section 6.05 or may provide any such depository or custodian with general and continuing authorization to invest money in any such fund in accordance with the provisions of Section 6.05. Any such investments shall mature no later than such times as shall be necessary to provide money when needed for payments to be made from the pertinent fund.

Section 6.05 Authorized Investments.

(a) *Construction Fund Money*. Money in the Construction Fund may be invested and reinvested by the Construction Fund Custodian at the direction of the Project Superintendent in any of the following investments allowed by O.C.G.A. § 36-82-7:

(i) The local government investment pool created in O.C.G.A. § 36-83-8; or

(ii) The following securities and no others:

(A) Bonds or other obligations of the Authority, or bonds or obligations of the State or other states or of counties, municipal corporations, and political subdivisions of the State;

(B) Bonds or other obligations of the United States or of subsidiary corporations of the United States government, which are fully guaranteed by such government;

(C) Obligations of and obligations guaranteed by agencies or instrumentalities of the United States government, including those issued by the Federal Land Bank, Federal Home Loan Bank, Federal Intermediate Credit Bank, Bank for Cooperatives, and any other such agency or instrumentality now or hereafter in existence; provided, however, that all such obligations shall have a current credit rating from nationally recognized rating service of at least one of the three highest rating categories available and have a nationally recognized market;

(D) Bonds or other obligations issued by any public housing agency or municipal corporation in the United States, which such bonds or obligations are fully secured as to payment of both principal and interest by a pledge of annual contributions under an annual contributions contract or contracts with the United States government, or project notes issued by any public housing agency, urban renewal agency, or municipal corporation in the United States which are fully secured as to payment of both principal and interest by a requisition, loan, or payment agreement with the United States government;

(E) Certificates of deposit of national or state banks located within the State which have deposits insured by the Federal Deposit Insurance Corporation and certificates of deposit of federal savings and loan associations and state building and loan or savings and loan associations located within the State which have deposits insured by the Savings Association Insurance Fund of the Federal Deposit Insurance Corporation or the Georgia Credit Union Deposit Insurance Corporation, including the certificates of deposit of any bank, savings and loan association, or building and loan association acting as depositary, custodian, or trustee for any proceeds of the Bonds; provided, however, that the portion of such certificates of deposit in excess of the amount insured by the Federal Deposit Insurance Corporation, the Savings Association Insurance Fund of the Federal Deposit Insurance Corporation, or the Georgia Credit Union Deposit Insurance Corporation, if any, shall be secured by deposit with the Federal Reserve Bank of Atlanta, Georgia, or with any national or state bank or federal savings and loan association or state building and loan or savings and loan association located within the State or with a trust office within the State, of one or more of the following securities in an aggregate principal amount equal at least to the amount of such excess: direct and general obligations of the State or other states or any City or municipal corporation in the State, obligations of the United States or subsidiary corporations included in subparagraph (B) above, obligations of the agencies and instrumentalities of the United States government included in subparagraph (C) above, or bonds, obligations, or project notes of public housing agencies, urban renewal agencies, or municipalities included in subparagraph (D) above;

(F) Securities of or other interests in any no-load, open-end management type investment company or investment trust registered under the Investment Company Act of 1940, as from time to time amended, or any common trust fund maintained by any bank or trust company which holds such proceeds as trustee or by an affiliate thereof so long as:

(1) the portfolio of such investment company or investment trust or common trust fund is limited to the obligations referenced in subparagraph (B) and (C) above and repurchase agreements fully collateralized by any such obligations;

(2) such investment company or investment trust or common trust fund takes delivery of such collateral either directly or through an authorized custodian;

(3) such investment company or investment trust or common trust fund is managed so as to maintain its shares at a constant net asset value; and

(4) securities of or other interests in such investment company or investment trust or common trust fund are purchased and redeemed only through the use of national or state banks having corporate trust powers and located within the State.

(G) Interest-bearing time deposits, repurchase agreements, reverser purchase agreements, rate guarantee agreements, or other similar banking arrangements with a bank or trust company having capital and surplus aggregating at least $50 million or with any government bond dealer reporting to, trading with, and recognized as a primary dealer by the Federal Reserve Bank of New York having capital aggregating at least $50 million or with any corporation which is subject to registration with the Board of Governors of the Federal Reserve System pursuant to the requirements of the Bank Holding Company Act of 1956, provided that each such interest-bearing time deposit, repurchase agreement, reverse repurchase agreement, rate guarantee agreement, or other similar banking arrangement shall permit the money so placed to be available for use at the time provided with respect to the investment or reinvestment of such money.

(b) *Sinking Fund Money*. Money in the Sinking Fund may be invested by the custodian for such fund in the following investments, if and to the extent the same are at the time legal for investment of such money:

(i) any of the following investments (presently authorized by O.C.G.A. § 36-80-3 and O.C.G.A. § 36-83-4):

(A) Obligations of the United States and of its agencies and instrumentalities, or obligations fully insured or guaranteed by the United States government or by one of its agencies;

(B) Obligations of any corporation of the United States government;

(C) Bonds or certificates of indebtedness of the State and of its agencies and instrumentalities, or of other states;

(D) Obligations of other political subdivisions of the State;

(E) Certificates of deposit of banks which have deposits insured by the Federal Deposit Insurance Corporation; provided, however, that portion of such certificates of deposit in excess of the amount insured by the Federal Deposit Insurance Corporation must be secured by direct obligations of the State or the United States which are of a par value equal to that portion of such certificates of deposit which would be uninsured;

(F) Prime bankers' acceptances;

(G) Repurchase agreements; and

(H) The local government investment pool established by O.C.G.A. § 36-83-8; and

(ii) any other investments to the extent at the time hereafter permitted by the applicable law of the State for the investment of public funds.

Section 6.06 Paying Agent Instructions. Not less than two business days prior to any Interest Payment Date, the Paying Agent shall ascertain whether amounts sufficient to make the interest and/or principal payment due on the Bonds on such Interest Payment Date are on deposit in the Sinking Fund, and, if so, shall make appropriate arrangements with the Sinking Fund Custodian for the transfer of such sufficient amount to the Paying Agent in order to effect timely payment of the Bonds on such Interest Payment Date in accordance with the terms thereof. In the event amounts on deposit in the Sinking Fund are insufficient to make the payment due on any Interest Payment Date as aforesaid, the Paying Agent shall immediately notify the Authority, and the Authority shall deposit to the Sinking Fund the amounts necessary to pay the amounts due on said Interest Payment Date.

Section 6.07 Paying Agent. The Authority shall appoint any succeeding Paying Agent for the Bonds, subject to the conditions set forth in Section 6.08 hereof. The Paying Agent shall designate to the City and the Authority its principal office for all purposes hereof and signify its acceptance of the duties imposed upon it hereunder by a written instrument of acceptance delivered to the Authority under which the Paying Agent will agree, particularly:

(a) to hold all sums held by it for the payment of the principal of, premium, if any, and interest on the Bonds in trust for the benefit of the Owners of the Bonds until such sums shall be paid by it to such Owners of the Bonds or otherwise disposed of as herein provided;

(b) to authenticate and cancel Bonds as provided herein;

(c) to perform its obligations under Article II of this Resolution; and

(d) to keep such books and records relating to its duties as Paying Agent as shall be consistent with prudent industry practice and, upon reasonable notice, to make such books and records available for inspection by the City at all reasonable times.

The City shall cause the necessary arrangements to be made and to be thereafter continued whereby:

(i) funds derived from the sources specified in this Resolution will be made available at the principal office of the Paying Agent for the timely payment of principal of, premium, if any, and interest on the Bonds;

(ii) Bonds shall be made available for authentication, exchange and registration of transfer by the Paying Agent at the principal office of the Paying Agent; and

(iii) the Paying Agent shall be furnished such records and other information, at such times, as shall be required to enable the Paying Agent to perform the duties and obligations imposed upon it hereunder.

Section 6.08 Qualifications of Paying Agent; Resignation; Removal.

(a) The Paying Agent shall be a commercial bank or national banking association with trust powers or trust company duly organized under the laws of the United States of America of any state or territory thereof, having a combined capital stock, surplus and undivided profits of at least $10,000,000 and authorized by law to perform all the duties imposed upon it by this Resolution. The Paying Agent may at any time resign and be discharged of the duties and obligations created by this Resolution by giving at least 60 days' notice to the City. The Paying Agent may be removed at any time by an instrument, signed by the Chairperson of the Authority, filed with such Paying Agent.

(b) In the event of the resignation or removal of the Paying Agent, the Paying Agent, prior to its resignation or removal, shall deliver any money and any Bonds and its related books and records held by it in such capacity to its successor, or, if there be no successor, to the City.

[END OF ARTICLE VI]

ARTICLE VII
PARTICULAR COVENANTS OF THE AUTHORITY

Section 7.01 Pledge of Security; Payment of Bonds. The Bonds are limited obligations of the Authority, and the Authority will pay or cause to be paid promptly the principal of, premium, if any, and the interest on the Bonds at the place, on the dates, and in the manner herein specified according to the true intent and meaning thereof. There are hereby pledged and assigned for the payment of the principal of, premium, if any, and interest on the Bonds, subject to the provisions hereof permitting the application thereof for the purposes and on the terms and conditions set forth herein, (i) the proceeds from the sale of the Bonds; (ii) the Contract, including the Contract Payments and other receipts of the Authority derived from the Contract; (iii) the funds established by this Resolution, including the investments, if any, thereof; and (iv) any and all other money and obligations which at such time are deposited or are required to be deposited with, or are held or are required to be held by or on behalf of, the Authority in trust under any of the provisions of this Resolution or the Contract, and any other right, title, and interest which at such time is subject to the lien of this Resolution (provided, however, the Authority hereby retains its Retained Rights under the Contract to certain fees and expenses, and the receipt of notices). No Bond issued hereunder shall constitute a charge, lien, or encumbrance, legal or equitable, upon any property of the Authority other than such revenue.

Section 7.02 Contract Payments to be Deposited Directly to Sinking Fund. So long as the Contract shall remain in effect, the Authority covenants that it will cause the Contract Payments due under the Contract to be deposited directly to the Sinking Fund.

Section 7.03 Performance of Covenants. The Authority will faithfully perform at all times any and all covenants, undertakings, stipulations, and provisions contained in this Resolution, in any and every Bond executed and delivered hereunder, and in all proceedings pertaining thereto. The Authority is duly authorized under the Constitution and laws of the State of Georgia to issue the Series 2025 Bonds and to execute the Contract and to pledge the Contract Payments paid under the Contract and other amounts hereby pledged in the manner and to the extent herein set forth. All action on the part of the Authority for the adoption of this Resolution has been duly and effectively taken, and the Series 2025 Bonds in the hands of the owners thereof shall be valid and enforceable obligations of the Authority according to the true intent and meaning thereof.

Section 7.04 Title and Instruments of Further Assurance. The Authority has not made, done, or executed, and will not make, do, or execute, any act or thing whereby the City's estate or interest in and title to any of the facilities comprising the Projects or any part thereof is now or at any time hereafter shall be impaired or charged or encumbered in any manner whatsoever except as may be herein authorized. The Authority will do, execute, acknowledge, and deliver or cause to be done, executed, acknowledged, and delivered, such instruments supplemental hereto and such further acts and instruments as may reasonably be required for the better assuring, pledging, and confirming of the pledge hereby made of the revenue derived from the Contract to the payment of the principal of, premium, if any, and interest on the Series 2025 Bonds.

Section 7.05 Recording and Filing. The Authority covenants that, solely from payments as provided in the Contract, it will cause the Contract and all supplements thereto to be kept, recorded, and filed in such manner and in such places as may be required by law in order to preserve and protect fully the security of the Bondowners and the rights of the Authority hereunder.

Section 7.06 Transfers of Funds. All transfers from any fund for which provision is made herein and all payments from any such fund will be made by wire transfer or by checks signed by the Project Superintendent; provided, however, that transfers of funds for investment in accordance with Sections 6.04 and 6.05 may be made by the depository or custodian of the fund for which such investment is being made when written authorization therefor is given by the Project Superintendent.

Section 7.07 Authority Will Not Cancel Contract. The Authority will not cancel, terminate, modify, or consent to the cancellation, termination, or modification of the Contract except as is specifically provided, authorized, or contemplated therein or herein unless and until the principal of, premium, if any, and the interest on every Bond secured by said Contract shall have been paid in full or provision for such payment shall have been made in accordance with the provisions hereof.

Section 7.08 Continuing Disclosure. No financial or operating data concerning the Authority is material to an evaluation of the offering of the Bonds or to any decision to purchase, hold, or sell the Series 2025 Bonds and the Authority will not provide any such information. The Authority shall have no liability to the beneficial owners of the Series 2025 Bonds or any other person with respect to Securities and Exchange Commission Rule 15c2-12(b)(5). Pursuant to Section 10.07 of the Contract, the City has undertaken all responsibility for compliance with continuing disclosure requirements, and the Authority shall have no liability to the Bondowners or any other person with respect to Securities and Exchange Commission Rule 15c2-12.

[END OF ARTICLE VII]

ARTICLE VIII
REMEDIES

Section 8.01 Events of Default. Each of the following events is hereby declared an event of default;

(a) Payment by the Authority of the principal of any of the Bonds shall not be made when the same shall become due and payable;

(b) Payment by the Authority of interest on any of the Bonds shall not be made when the same shall become due and payable; or

(c) The failure by the Authority to observe and perform any covenant, condition, or agreement contained in the Bonds or this Resolution on its part to be observed or performed other than as referred to in Section 8.01(a) or (b) hereof for a period of thirty (30) days after written notice, specifying such failure and requesting that it be remedied, shall have been given to the Authority by the Paying Agent, or the owner of any Bond unless action to remedy such default shall have been undertaken and more than 30 days is required for its completion in which event the Authority may permit such default to remain undischarged during the time required for the completion of such action and any appeal therefrom, irrespective of whether such period extends beyond the 30 day period after the giving of notice, unless by such action, the lien or charge hereof on the Contract Payments shall be materially endangered or the Projects or any part thereof shall be subject to loss or forfeiture, in which event, such default shall be promptly remedied; or

(d) An "event of default" shall have occurred under the Contract.

Section 8.02 Remedies. Upon the happening and continuance of any event of default in any one of the ways specified in the preceding section, the registered owners of the Bonds then outstanding shall have the following rights and remedies:

(a) The owners of not less than a majority in principal amount of the Bonds then outstanding may, by a notice in writing to the Authority, declare the principal of all Bonds then outstanding if not then due and payable, to be due and payable together with the interest thereon, and, upon such declaration, such Bonds and the interest thereon shall become and be immediately due and payable, anything in the Bonds or herein contained to the contrary notwithstanding; provided, however, that if, at any time after the principal of the Bonds shall have been so declared to be due and payable, all arrears of interest, if any, upon all Bonds then outstanding and all other indebtedness secured hereby except the principal of any Bonds not then due by their terms and the interest accrued on the Bonds since the last interest payment date, shall have been paid or such payment shall have been provided for by the deposit with the paying agent of a sum sufficient to pay the same, and every other default in the observance or performance of any covenant, condition, or agreement in the Bonds or herein contained shall be made good or provisions therefor satisfactory to the owners of such Bonds shall have been made, then and in every such case, the owners of not less than a majority in principal amount of the Bonds then outstanding may, by written notice to the Authority, rescind and annul such

declaration and its consequences, but no such rescission or annulment shall extend to or affect any subsequent default or impair any right relative thereto.

(b) The registered owner of any such Bond may proceed, subject to the provisions of Section 8.04, with any other right or remedy independent of or in aid of the foregoing powers such as owner may deem best, including the right to secure specific performance by the Authority of any covenant or agreement herein contained, the right to protect and enforce the rights of the owners of the Bonds by suit, action, or special proceedings in equity or at law in aid or execution of any power herein granted or for the enforcement of any proper legal or equitable remedy deemed most effectual to protect and enforce such rights, the right to the appointment, as a matter of right and without regard to the sufficiency of the security afforded hereby, of a receiver for all or any parts of the Projects and the earnings, revenue, and income therefrom, and the right to enforce remedies afforded to Bondowners under the Georgia Revenue Bond Law. The rights herein specified are cumulative of all other available rights, remedies, or powers and shall not be exclusive of any.

Section 8.03 Termination of Proceedings. In case any proceeding taken by the owner of any Bond on account of any default shall have been discontinued or abandoned for any reason or shall have been determined adversely to such owner, then and in every such case, the Authority and the owners of the Bonds shall be restored to their former positions and rights hereunder, respectively, and all rights, remedies, powers, and duties of the owners of the Bonds shall continue as though no such proceedings had been taken.

Section 8.04 Limitation on Rights. No one or more owners of the Bonds shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security granted and provided herein or to enforce any right hereunder except in the manner herein provided, and all proceedings at law or in equity shall be instituted, had, and maintained for the equal benefit and protection of all owners of such outstanding Bonds.

Section 8.05 Remedies Cumulative. No remedy herein conferred upon the Bondowners 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 8.06 Delay Not a Waiver. No delay or omission of any Bondowner to exercise any right or power accruing upon any default occurring and continuing as aforesaid shall impair any such right or power or be construed as a waiver of any default or an acquiescence therein and every power and remedy given by this Article to the owners of the Bonds may be exercised from time to time and as often as may be deemed expedient.

Section 8.07 Application of Revenue on Default. During the continuance of an event of default, funds and revenue received pursuant to any right given or action taken under the provisions of this Article shall be applied to the payment of principal and interest on the Bonds as follows and in the following order:

(a) prior to the principal of all the Bonds becoming due or being declared to be due and payable,

(i) to the payment to the persons entitled thereto of all interest then due in the order in which such interest became due, and

(ii) to the payment to the persons entitled thereto of the unpaid principal of any Bonds which shall have become due, in the order of their due dates, and, if the amount available shall not be sufficient to pay in full all the Bonds due on any date, then to the payment thereof ratably according to the amounts of principal due on such date to the persons entitled thereto, without preference, priority or distinction; and

(b) subsequent to the principal of all the Bonds becoming due or being declared to be due and payable, to the payment of the principal and interest then due and unpaid upon the Bonds without preference or priority of principal over interest or of interest over principal or of any interest in arrears over any other interest in arrears 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 preference, priority or distinction.

Section 8.08 Rights to Enforce Payment. Nothing in the Resolution or in the Bonds shall affect or impair the right of action of the owner of any Bond, which is absolute and unconditional, to enforce payment of such Bond in accordance with the provisions of this Resolution.

Section 8.09 City Authorized to Cure Default. As to any alleged default by the Authority hereunder, the Authority hereby authorizes and designates the City as its attorney-in-fact and agent and gives it full power to perform in the name and stead of the Authority, any covenant or obligation of the Authority which is alleged to constitute a default, and the City shall be and hereby is fully empowered to do any and all things and perform all acts to the same extent that the Authority could do and perform.

[END OF ARTICLE VIII]

ARTICLE IX
SUPPLEMENTAL PROCEEDINGS

Section 9.01 Supplemental Resolutions; Supplemental Proceedings Not Requiring Consent of Bondowners.

(a) The Authority will adopt such supplemental resolutions as are necessary prior to the issuance and delivery of the Series 2025 Bonds to, among such other provisions as may be necessary, (i) establish the actual principal amounts and years of maturity of the Series 2025 Bonds, (ii) set the interest rate or rates for the Series 2025 Bonds, (iii) authorize the execution and delivery of an agreement regarding the sale of the Series 2025 Bonds, (iv) provide for redemption provisions for the Series 2025 Bonds, and (v) designate such banks or trust companies to act as custodians or depositories for the accounts created by or continued by this Resolution.

(b) Notwithstanding the foregoing provisions of this Resolution, the Authority is authorized to adopt such supplemental resolutions as are necessary to (i) redesignate the name of the Series 2025 Bonds described in Section 2.01 of this Resolution, (ii) revise or replace the procedures relating to the book-entry form for the Series 2025 Bonds described in Section 2.08 of this Resolution, and (iii) provide for any future series of Series 2025 Bonds to be designated as taxable bonds, tax-credit bonds, or any designation appropriate for participation in any other federal or state program and issued in compliance with any such designation.

(c) The Authority may without the consent of or notice to any of the Bondowners, enter into such resolution or resolutions supplemental to this Resolution, as shall not be inconsistent with the terms and provisions hereof, for any one or more of the following purposes: (i) to cure any ambiguity or formal defect or omission or inconsistent provision in this Resolution, (ii) to grant to or confer upon the Bondowners any additional rights, remedies, powers, or authority that may lawfully be granted to or conferred upon the Bondowners, and (iii) to subject to the lien and pledge of this Resolution additional revenues or collateral.

Section 9.02 Supplemental Resolutions Requiring Consent of Bondowners.

(a) Exclusive of supplemental resolutions covered by Section 9.01 and subject to the terms and provisions contained in this Section, and not otherwise, the owners of not less than two-thirds 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, in writing, the execution by the Authority of such other resolution or resolutions supplemental hereto as shall be deemed necessary and desirable by the Authority for the purpose of modifying, altering, amending, adding to or rescinding, in any particular, any of the terms or provisions contained in this Resolution or in any supplemental resolution; provided, that without the written consent of the owners of all the Bonds then outstanding, the Authority may not enter into any supplemental resolution that has the effect of permitting (i) the extension of the maturity of any installment of principal of or interest on any Bond; (ii) a reduction in the principal amount or the rate of interest on any Bond; (iii) the creation of a lien or charge on any of the Projects; (iv) the creation of a lien or charge on the Contract Payments, ranking prior to the lien or charge thereon contained in this Resolution; (v) the establishment of preferences or priorities between

the Bonds; or (vi) a reduction in the aggregate principal amount of Bonds the owners of which are required to consent to such supplemental resolution.

(b) If at any time the Authority shall desire to enter into any such supplemental proceedings for any of the purposes of this Section, the Authority shall, upon being satisfactorily indemnified with respect to expenses, cause notice of the proposed execution of such supplemental proceedings to be published one time in a financial journal of general circulation in the Borough of Manhattan, City and State of New York, published in the English language, regularly at least five consecutive business days each week, and the Authority shall mail a copy of such notice to the registered owners of all of the Bonds but no failure to publish any such notice nor any defect in any notice, including failure of a bondowner to receive such notice by mail, shall affect the right of the Authority to effect the validity of such supplemental resolution if all necessary consents are obtained. Such notice shall briefly set forth the nature of the proposed supplemental resolution and shall state that a copy of the same is on file with the Authority. If the owners of not less than two-thirds in aggregate principal amount of the Bonds outstanding hereunder at the time of the execution of any such supplemental resolution shall have consented to and approved the execution thereof as herein provided, no Bondowner shall have any right 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 execution thereof, or to enjoin or restrain the Authority from executing the same or from taking any action pursuant to the provisions thereof. Upon the execution of any such supplemental resolution as in this Section permitted and provided, this Resolution shall be deemed to be modified and amended in accordance therewith.

(c) Anything herein to the contrary notwithstanding, a supplemental resolution adopted under this Article while the City is not in default under the Contract or this Resolution, shall not become effective unless and until the City shall have consented in writing to the execution and delivery of such supplemental resolution. In this regard, the Authority shall cause notice of the proposed execution and delivery of any such supplemental resolution to which the City has not already consented, together with a copy of the proposed supplemental resolution and a written consent form to be signed by the City, to be mailed by certified or registered mail to the City at least 30 days prior to the proposed date of execution and delivery of any such supplemental resolution or shall otherwise obtain the written consent of the City.

Section 9.03 Amendments to Contract Not Requiring Consent of Bondowners. The Authority and the City, without the consent of or notice to the Bondowners, may amend the Contract for the purpose of (i) making any change required by the Contract or this Resolution; (ii) substituting or adding additional property as part of the Projects; (iii) curing ambiguities, defects, or inconsistent provisions; or (iv) providing for any other amendment which does not adversely affect the interests of the Bondowners.

Section 9.04 Amendments to Contract Requiring Consent of Bondowners.

(a) Except for the amendments as provided in this Section 9.04, neither the Authority nor the City may amend the Contract without the written approval or consent of the owners of not less than two-thirds in aggregate principal amount of the Bonds at the time outstanding given and procured as in this Section provided; provided that, without the written consent of the

owners of all the Bonds then outstanding, no such amendment shall ever affect the obligation of the City to pay Contract Payments when due under the provisions of the Contract.

(b) If at any time the Authority and the City shall propose any such amendment to the Contract, the Authority, upon being satisfactorily indemnified with respect to expenses, shall cause notice of such proposed amendment to be given in the same manner as provided by Section 9.02 hereof with respect to supplemental resolutions. Such notice shall briefly set forth the nature of such proposed amendment and shall state that copies of the instrument embodying the same are on file at the principal office of the Authority for inspection by all Bondowners. The Authority shall not, however, be subject to any liability to any Bondowner by reason of its failure to provide such notice, and any such failure shall not affect the validity of such amendment when consented to and approved as provided in this Section. If the owners of not less than two-thirds in aggregate principal amount of the Bonds outstanding hereunder at the time of the execution of any such amendment shall have consented to and approved the execution thereof as herein provided, no owner of any Bond shall have any right 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 execution thereof or to enjoin or restrain the Authority from executing the same or from taking any action pursuant to the provisions thereof. Upon the execution of any such amendment as in this Section permitted and provided, the Contract shall be deemed to be modified and amended in accordance therewith.

Section 9.05 No Notation on Bonds Required. Any supplemental resolution adopted and becoming effective in accordance with the provisions of this Article shall thereafter form a part of this Resolution, and all the terms and conditions contained in any such supplemental resolution as to any provision authorized to be contained therein shall be a part of the terms and conditions of this Resolution and shall be effective as to all owners of the then Outstanding Bonds and no notation or legend of such modifications and amendments shall be required to be made on any such outstanding bonds.

Section 9.06 Proof of Execution and Ownership.

(a) Any request, waiver, direction, consent, or other instrument required by this Resolution to be signed or executed by the owners of Bonds, may be in any number of concurrent writings of similar tenor and may be signed or executed by such Bondowners in person or by agent or attorney appointed in writing. Proof of the execution of any such instrument, or of the writing appointing such agent, and of the ownership of Bonds, if made in the following manner, shall be sufficient for any purpose of this Resolution and shall be conclusive in favor of the Authority with regard to any action taken by it under such instrument. The fact and date of the execution by any person of any such instrument may be proved by an affidavit of a witness to such execution or by the certificate of any officer in any jurisdiction, who, by the laws thereof, has power to take acknowledgments within such jurisdiction, to the effect that the person signing such instrument acknowledged before him the execution thereof. The ownership at any given time of a registered Bond may be proved by a certificate of the Bond Registrar stating that on the date stated the registered Bond described was registered on its books in the name of the stated party. The Authority may conclusively assume that such ownership continues until written notice to the contrary is served upon it.

(b) Any request or consent of the owner of any Bond shall bind every future owner of the same Bond in respect of anything done by the Authority in pursuance of such request or consent. No revocation of such consent shall be effective after the owners of two-thirds in aggregate principal amount of the Bonds outstanding have, prior to such attempted revocation, consented to and approved the amendment or amendments referred to in such revocation.

[END OF ARTICLE IX]

ARTICLE X
MISCELLANEOUS PROVISIONS

Section 10.01 Merger of Paying Agent. During such times as the Paying Agent is a bank or trust company, any bank or trust company with or into which the Paying Agent may be merged or consolidated or to which the assets and the business of the paying agent may be sold shall be the successor paying agent for the purpose of this Resolution.

Section 10.02 Resolution Constitutes Contract. The provisions, terms, and conditions of this Resolution shall constitute a contract by and between the Authority and the owners of the Bonds, and, after the issuance of the Bonds, this Resolution shall not be repealed or amended in any respect which will adversely affect the rights and interest of the owners of the Bonds nor shall the governing body of the Authority adopt any resolution in any way ever adversely affecting the rights of such owners so long as any of the Bonds or the interest thereon shall remain unpaid; provided, however, that the provisions of this Section shall not be construed to restrict or impair any rights reserved to the Authority by the provisions of Article IX.

Section 10.03 Limitation on Liability from Sinking Fund.

(a) Should any Bonds not be presented for payment when due, the Authority shall retain in the Sinking Fund, from the funds transferred thereto for the purpose of paying the Bonds and the interest thereon, for the benefit of owners thereof, a sum of money sufficient to pay such Bonds when the same are presented by the owners thereof for payment. All liability of the Authority to the owners of such Bonds, and all rights of such owners against the Authority under the Bonds, or under this Resolution shall thereupon terminate, and the sole right of such owners shall thereafter be against such funds on deposit in the Sinking Fund.

(b) If any Bond shall not be presented for payment within the period of five years following the date when such Bond becomes due, the Authority may transfer to its general fund all funds theretofore held by it in the Sinking Fund for payment of such Bond or the interest thereon, and such Bond shall, subject to the defense of any applicable statute of limitations, thereafter be an unsecured obligation of the Authority.

Section 10.04 Validation. The Bonds shall be validated in the manner provided by law, and, to that end, notice of the adoption of this Resolution and a copy hereof shall be served upon the District Attorney of the Ocmulgee Judicial Circuit of Georgia in order that proceedings for the above purpose may be instituted in the Superior Court of Baldwin County, and said notice shall be executed by the Chairman and the seal of the Authority shall be impressed thereon and attested by the Secretary of the Authority.

Section 10.05 Partial Invalidity. In case any one or more of the provisions of this Resolution or of the Bonds shall for any reason be held to be illegal or invalid by a court of competent jurisdiction, such illegality or invalidity shall not affect any other provisions hereof or of the Bonds unless expressly so held, but this Resolution and the Bonds shall be construed and enforced as if such illegal or invalid provisions had not been contained herein or therein, and this Resolution shall be construed to adopt, but not to enlarge upon, all the applicable provisions of the Georgia Revenue Bond law, and, if any provisions hereof conflict with any applicable

provision of said law, the latter as adopted by the legislature and as interpreted by the courts of this state shall prevail and shall be substituted for any provisions hereof in conflict or not in harmony therewith.

Section 10.06 Approval of Official Statement. The Authority shall cause to be prepared and distributed a Preliminary Official Statement with respect to the Series 2025 Bonds and shall prepare, execute, and deliver an Official Statement for the Series 2025 Bonds in final form and the execution and delivery of said Official Statement Bonds in final form be and the same are hereby authorized and approved. The use and distribution of a Preliminary Official Statement with respect to the Series 2025 Bonds be and the same is hereby ratified and confirmed, and the Chairman of the Authority is duly authorized to "deem final" the Preliminary Official Statement within the meaning of Securities Exchange Act Rule 15c2-12. The Chairman of the Authority is hereby authorized to execute and deliver the Official Statement for and on behalf of the Authority and said Official Statement shall be in substantially the form of the Preliminary Official Statement, subject to such changes, insertions, or omissions as may be approved by the Chairman and the execution of said Official Statement by the Chairman as hereby authorized shall be conclusive evidence of any such approval. The distribution of the Preliminary Official Statement and Official Statement for and on behalf of the Authority is hereby authorized and approved.

Section 10.07 Authorization of Contract. The Contract shall be in substantially the form attached hereto as Exhibit B, with such additions, amendments, insertions, or omissions as may be approved in a supplemental resolution of the Authority for the Series 2025 Bonds, including (i) the actual principal amounts and years of maturity of the Series 2025 Bonds and (ii) the interest rate or rates for the Series 2025 Bonds. The Contract shall be executed by the Chairman or Vice-Chairman of the Authority and the seal thereof impressed thereon and attested by the Secretary of the Authority.

Section 10.08 Bond Purchase Agreement. The Chairman or Vice-Chairman and Secretary of the Authority are authorized to execute on behalf of the Authority a Bond Purchase Agreement with the Underwriter in the form submitted to the Authority at the time of adoption of a supplemental resolution by the Authority.

Section 10.09 Federal Tax Certificate. In order to maintain the exclusion from federal gross income of interest on the Series 2025 Bonds, the Authority covenants to comply with the applicable requirements of the Code. In furtherance of this covenant, for the benefit of the holders of the Series 2025 Bonds, the Authority agrees to comply with the provisions of a Tax Regulatory Agreement and Non-Arbitrage Certificate to be executed by the Authority and delivered concurrently with the issuance and delivery of the Series 2025 Bonds.

Section 10.10 General Authorization. The proper officers, agents, and employees of the Authority hereby are authorized to take any and all further actions and execute and deliver any and all other certificates and documents as may be necessary or desirable in connection with the issuance of the Series 2025 Bonds and the execution and delivery of the Bond Purchase Agreement, the Federal Tax Certificate, the Official Statement, and the carrying out of the purposes and intent of this Resolution. From and after the execution and delivery of the documents hereinabove authorized, the proper officers, agents, and employees of the Authority

hereby are authorized, empowered, and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of said documents as executed.

Section 10.11 Table of Contents and Headings Not Part of Resolution. The Table of Contents preceding the body of this Resolution and the headings preceding the several articles and sections hereof are solely for convenience of reference and shall not constitute a part of this Resolution or affect its meaning, construction, or effect.

Section 10.12 Effective Date. This Resolution shall take effect immediately upon its adoption.

Section 10.13 Repealer. Any and resolutions or parts of resolutions in conflict with this Resolution shall be and the same hereby are repealed.

Section 10.14 Performance Audit. Unless specifically waived pursuant to the publication of such waiver in compliance with the provisions of O.C.G.A. § 36-82-100, the Authority will select a certified public accountant or an outside auditor, consultant or provider for the purpose of providing for a continuing performance audit or performance review of the expenditure of bond proceeds and otherwise complying with the provisions of O.C.G.A. § 36-82-100, the cost of which performance audit or performance review shall be paid by the funds of the City.

[END OF ARTICLE X]

APPROVED AND ADOPTED in a public meeting, this July 31, 2025.

[SEAL] SEAL

MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY

Chairman

ATTEST:

Secretary

Exhibit A

FORM OF SERIES 2025 BOND

*Unless this Bond is presented by an authorized representative of The Depository Trust Company, a New York corporation ("**DTC**"), to the Milledgeville Public Facilities Authority or its agent for registration of transfer, exchange, or payment, and any Series 2025 Bond issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.*

No. R- CUSIP:

UNITED STATES OF AMERICA
STATE OF GEORGIA

MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY
(WATER AND SEWER SYSTEM PROJECTS)
REVENUE BONDS, SERIES 2025

Maturity Date: _____
Principal Amount: $

Interest Rate: %

Bond Date: [Date of Issuance]
Registered Owner: Cede & Co.

The Milledgeville Public Facilities Authority (the "**Authority**"), a body corporate and politic and a public corporation of the State of Georgia (the "**State**"), created by Senate Bill 575, Act No. 633 of the 2024 Session of the Georgia General Assembly (the "**Act**"), for value received, hereby promises to pay or cause to be paid to the registered owner named above, or registered assigns, the principal amount specified above, solely from the special fund provided therefor as hereinafter set forth, upon presentation and surrender of this bond (this "**Bond**") at the designated corporate trust office of _____, in the City of [Atlanta, Georgia], as Paying Agent and Bond Registrar, in lawful money of the United States of America, and to pay to the registered owner hereof solely from said special fund, by check or draft mailed by first class mail to such owner at his address as it shall appear on the bond register kept by the Bond Registrar (or by wire transfer to the registered owner of this Bond in the minimum aggregate principal amount of $1,000,000 at a wire transfer address which said registered owner has provided to the Paying Agent not less than five days prior to an Interest Payment Date (hereinafter defined), which wire instructions shall remain in effect until the Paying Agent is notified to the contrary), interest on such principal sum, at the interest rate per annum specified above, payable on _____ 1, 20__, and semi-annually thereafter on _____1 and

_____ 1 of each year (each an "**Interest Payment Date**"), from the Bond Date specified above or from the most recent Interest Payment Date to which interest has been paid until payment is made of such principal sum in full.

The interest so payable on any Interest Payment Date will be paid to the person in whose name this Bond is registered at the close of business on the 15th day of the calendar month preceding such Interest Payment Date; provided, however, that if and to the extent a default shall occur in the payment of interest due on said Interest Payment Date, such past due interest shall be paid to the persons in whose names outstanding Bonds are registered on a subsequent date of record established by notice given by mail by the Paying Agent to the holders of the Series 2025 Bonds not less than 30 days preceding such subsequent date of record. Both the principal of and interest on this Bond are 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.

The Authority has established a Book Entry system of registration for this Bond. Except as specifically provided otherwise in the hereinafter defined Resolution, Cede & Co., as nominee of The Depository Trust Company, will be the registered owner and will hold this Bond on behalf of each beneficial owner hereof. By acceptance of a confirmation of purchase, delivery, or transfer, each beneficial owner of this Bond shall be deemed to have agreed to such arrangement. Cede & Co., as registered owner of this Bond, will be treated as the owner of this Bond for all purposes.

This Bond is one of a duly authorized series of bonds designated MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY (WATER AND SEWER SYSTEM PROJECTS) REVENUE BONDS, SERIES 2025 (the "**Series 2025 Bonds**"), issued in the aggregate principal amount of $_____ to provide funds needed to pay the costs, in whole or in part, of acquisition, construction, renovation, improvement, extension, addition, or equipping within the City of utility systems and improvements, including, without limitation, water and sewer systems and facilities, sewage and solid waste disposal systems and facilities, and other similar facilities and systems (the "**Projects**"), as more specifically described in the Resolution (hereinafter defined) and the costs of issuing the Series 2025 Bonds. This Bond is issued pursuant to authority of and in accordance with the provisions of the Revenue Bond Law of Georgia, codified in O.C.G.A. § 36-82-60 *et seq*., the general laws of the State, and the Act, and was duly authorized by a bond resolution adopted by the Authority on _____, 2025, as supplemented and amended on _____, 2025 (together, the "**Resolution**").

The payment of the Series 2025 Bonds and any bonds issued on a parity therewith and the interest thereon are secured by a first and prior pledge of and charge or lien on the revenues to be paid by the City of Milledgeville (the "**City**") pursuant to the terms of an Intergovernmental Contract, dated the date of the Series 2025 Bonds (the "**Contract**"), pursuant to the powers and authority therefor provided by the Constitution and laws of the State. The Contract provides for the payment by the City to the Authority or to its assignee for the account of the Authority, of the amounts provided in the Contract sufficient to pay the principal of and interest due on the Series 2025 Bonds on each interest or principal and interest payment date, and to pay other expenses authorized hereby to be incurred.

This Series 2025 Bond shall not constitute a debt or a pledge of the faith and credit of the State or the City, but shall be payable solely from the Contract Payments (as defined in the Resolution) and the funds of the Authority as provided in the Contract and the Resolution, and the issuance of this Series 2025 Bond shall not directly, indirectly, or contingently obligate the State or the City to levy or pledge any form of taxation whatever for the payment hereof. No owner of this Series 2025 Bond shall have the right to enforce the payment hereof against any property of the State or the City, nor shall this Series 2025 Bond constitute a charge, lien, or encumbrance, legal or equitable, upon any such property; provided, however, that in accordance with the provisions of the Constitution and laws of the State, the obligation of the City to make the payments it has contracted to make by the provisions of the Contract shall constitute a general obligation and a pledge of the full faith and credit of the City, and the obligation which the City has undertaken to make such payments from taxes to be levied for that purpose is a mandatory obligation to levy and collect such taxes from year to year in amount sufficient to fulfill and fully comply with the terms of such obligation.

In addition to the aggregate principal amount of the Series 2025 Bonds, the Authority, under certain conditions as provided in the Resolution, may issue additional revenue bonds which, if issued in accordance with such provisions, will rank *pari passu* with the Series 2025 Bonds with respect to the pledge of and the charge or lien on the revenue pledged to the payment thereof.

As provided in the Resolution, the Series 2025 Bonds are limited obligations of the Authority. There are pledged under the Resolution and assigned for the payment of the principal of, premium, if any, and interest on the Series 2025 Bonds, in accordance with the terms and provisions of the Resolution, subject only to the provisions of the Resolution permitting the application thereof for the purposes and on the terms and conditions set forth in the Resolution, (i) the proceeds from the sale of the Bonds; (ii) the Contract, including the Contract Payments and other receipts of the Authority derived from the Contract; (iii) the funds established by this Resolution, including the investments, if any, thereof; and (iv) any and all other money and obligations which at such time are deposited or are required to be deposited with, or are held or are required to be held by or on behalf of, the Authority in trust under any of the provisions of the Resolution or the Contract, and any other right, title, and interest which at such time is subject to the lien of the Resolution (provided, however, the Authority has retained its Retained Rights (as defined in the Contract) under the Contract to certain fees and expenses, and the receipt of notices). Copies of the Resolution and the Contract are on file at the offices of the Authority, the offices of the City, and at the designated corporate trust office of the Paying Agent.

Reference to the Resolution and the Contract are hereby made for a complete description of the funds charged with and pledged to the payment of the principal of and interest on the Series 2025 Bonds, a complete description of the nature and extent of the security provided for the payment of the Series 2025 Bonds, a statement of the rights, duties and obligations of the Authority, and the rights of the owners of the Series 2025 Bonds, to all the provisions of which the owner hereof, by the acceptance of this Series 2025 Bond, assents.

[Scheduled Mandatory Redemption language here]

[The Series 2025 Bonds may be redeemed prior to maturity, at the option of the Authority, in whole or in part at any time beginning _____ 1, 20__ (if less than all of the Series 2025 Bonds are to be redeemed, the actual Series 2025 Bonds shall be selected *pro rata* or by lot in such manner as determined by the Paying Agent, rounded to the nearest $5,000 among the Series 2025 Bondowners), from any money available therefor. Such redemption shall be made upon payment of the redemption price equal to 100% of the principal amount of the Series 2025 Bonds to be redeemed plus accrued interest to the redemption date.]

[Notice of any redemption of the Series 2025 Bonds shall be given by the Authority, at the direction of the City, to the Bond Registrar and Paying Agent at least forty-five days prior to the date fixed for redemption and shall be given one time not less than thirty days nor more than sixty days prior to the date fixed for redemption to the holders of each of the Series 2025 Bonds being called for redemption by first class, registered or certified mail as the Paying Agent shall determine is necessary at the address shown on the register of the Bond Registrar as of forty-five days prior to the date fixed for redemption. Said notice shall also be given by certified mail, return receipt requested, or by electronic means not less than 30 days nor more than 45 days prior to the date fixed for redemption, to the Municipal Securities Rulemaking Board's Electronic Municipal Market Access System or as may be required by applicable law or regulation at the time of giving such notice. No transfer or exchange of any Series 2025 Bonds so called for redemption shall be allowed. In the event any holder of any Series 2025 Bond being redeemed shall fail to present for redemption any such Series 2025 Bond within 60 days after the date fixed for redemption, a second notice of the redemption of such Series 2025 Bond shall be given to said owner at the address of said owner as shown on the bond register of the Bond Registrar within 90 days after the date fixed for redemption. The failure of the Paying Agent to give such notice shall not affect the validity of the proceedings for the redemption of any bond as to which no such failure occurred. Any notice mailed or delivered as provided in the Resolution shall be conclusively presumed to have been duly given, whether or not the registered owner receives the notice.]

[Series 2025 Bonds or any Parity Bonds may be redeemed in whole or in part before the maturity of the Series 2025 Bonds, subject to the Sinking Fund requirements prescribed in the Resolution.]

The pledge of and the charge of lien on the Contract Payments to secure the payment of the Series 2025 Bonds and the interest thereon is a first and prior pledge of and charge or lien on such revenue, and the Contract provides that the portion of such revenue paid in the form of Contract Payments, described in the Resolution, shall be deposited directly by the City into a special fund, designated the MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY SINKING FUND 2025 (the "**Sinking Fund**"), in amounts sufficient to pay the principal of, premium, if any, and interest on the Series 2025 Bonds which are now or which may be hereafter outstanding as such principal, premium, if any, and interest shall become due and be payable, and the Sinking Fund, by the provisions of the Resolution, is pledged to and charged with the payment of the principal of, premium, if any, and interest on the Series 2025 Bonds.

This Bond is transferable as provided in the Resolution only upon the books of the Authority kept for that purpose at the designated corporate trust office of the Bond Registrar by the Registered Owner hereof in person, or by such Owner's duly authorized attorney, upon

surrender of this Bond together with a written instrument of transfer satisfactory to the Bond Registrar duly executed by the Registered Owner or such Owner's duly authorized attorney, and thereupon a new registered Bond or Bonds in the same aggregate principal amount shall be issued to the transferee in exchange therefor as provided in the Resolution and upon payment of any charges therein prescribed. The person in whose name this Bond is registered shall be deemed and regarded as the absolute owner hereof for the purpose of receiving payment of, or on account of, the principal and interest due hereon and for all other purposes.

The person in whose name this Bond is registered shall be deemed and regarded as the absolute owner hereof for all purposes, and payment of or on account of either principal or interest made to such registered owner shall be valid and effectual to satisfy and discharge the liability upon this Bond to the extent of the sum or sums so paid. This Bond is registrable as transferred by the owner hereof in person or by his attorney duly authorized in writing at the designated corporate trust office of the Bond Registrar, all subject to the terms and conditions of the Resolution.

The Series 2025 Bonds are issuable as fully registered bonds in the principal denomination of $5,000 or any integral multiple thereof. Subject to the limitations provided in the Resolution, Bonds may be exchanged at the designated corporate trust office of the Bond Registrar for a like principal amount of Bonds of the same maturity and of other authorized denominations.

In certain events, on the conditions, in the manner, and with the effect set forth in the Resolution, the principal of all Series 2025 Bonds then outstanding together with the interest thereon may become or may be declared to be due and payable before the stated maturities thereof.

To the extent and in the manner permitted by the Resolution, modifications or alterations of the provisions thereof or of any supplement thereto or of the Series 2025 Bonds may be made by the Authority with the consent of the owners of at least two-thirds in principal amount of the Series 2025 Bonds then outstanding without necessity for notation hereon or reference thereto.

This Bond shall not be entitled to any benefit under the Resolution or be valid or become obligatory for any purpose until this Bond shall have been authenticated by execution by the Authentication Agent, by manual signature of the certificate hereon endorsed.

It is hereby recited and certified that all acts, conditions, and things required to exist, happen, or be performed precedent to and in the issuance of this Bond do exist, have happened, and have been performed in due and legal time, form, and manner as required by law and that provision has been made for the payment of the Contract Payments in amounts sufficient to pay the principal of, premium, if any, and interest on all Series 2025 Bonds and any Parity Bonds as the same shall mature and become due and that said funds are irrevocably allocated and pledged to the payment of all of the Series 2025 Bonds and any Parity Bonds and the interest thereon.

IN WITNESS WHEREOF, the Milledgeville Public Facilities Authority has caused this Bond to be executed with the manual signature of its Chairman, and has caused its corporate seal to be hereunto impressed and attested with the manual signature of its Secretary, as of the date of its authentication.

MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY

[SEAL]

(FORM)
Chairman

ATTEST:

(FORM)
Secretary

CERTIFICATE OF AUTHENTICATION

This Bond is one of the MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY (WATER AND SEWER SYSTEM PROJECTS) REVENUE BONDS, SERIES 2025, described herein.

Date of Authentication: _____, 2025

AUTHENTICATION AGENT

By: (FORM)
Authorized Signatory

STATE OF GEORGIA)
)
BALDWIN COUNTY)

VALIDATION CERTIFICATE

I, the undersigned Clerk of Superior Court of Baldwin County, State of Georgia, keeper of the records and seal thereof, hereby certify that this Bond was validated and confirmed by judgment of the Superior Court of Baldwin County, Georgia, on _____, 2025.

IN WITNESS WHEREOF, I have hereunto set my hand or caused my official signature and the seal of the Superior Court of Baldwin County, Georgia, to be produced hereon.

(S E A L)

(FORM)
Clerk of Superior Court of Baldwin County, Georgia

ASSIGNMENT

FOR VALUE RECEIVED the undersigned hereby sells, assigns and transfers unto

Social Security Number or

Other Identifying Number of Assignee: _____

Please print or type name and address
(including postal zip code) of Assignee:

_____

_____

_____

the within bond and all rights thereunder, and hereby irrevocably constitutes and appoints _____

_____ as Agent to transfer the within Bond on the books kept for registration thereof, with full power of substitution in the premises.

(FORM) _____
Assignor

NOTICE: The signature to this Assignment must correspond with the name as it appears upon the face of the within Bond in every particular, without alteration or enlargement or any change whatever.

Date: _____ , 20__
Signature Guaranteed:

(FORM)

NOTICE: Signature(s) must be guaranteed by a member firm of the STAMP, SEMP, or MSP signature guarantee medallion programs.

Exhibit B

FORM OF CONTRACT

[Attached]

[The Intergovernmental Contract has been omitted from this Resolution and is included separately in this Appendix A.]

SECRETARY'S CERTIFICATE

I, the undersigned Secretary of the Milledgeville Public Facilities Authority, keeper of the records and seal thereof, hereby certify that the foregoing is a true and correct copy of a Resolution adopted by the Milledgeville Public Facilities Authority in a public meeting assembled on July 31, 2025, the original of which Resolution has been entered in the official records of the Authority under my supervision and is in my official possession, custody, and control.

I further certify that the meeting was held in conformity with the requirements of Title 50, Chapter 14 of the Official Code of Georgia Annotated.

(S E A L)



Andrew L. Scott
Secretary

SUPPLEMENTAL BOND RESOLUTION

A SUPPLEMENTAL BOND RESOLUTION OF THE MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY (THE "**AUTHORITY**") TO SUPPLEMENT AND AMEND A BOND RESOLUTION ADOPTED BY THE AUTHORITY ON JULY 31, 2025, WHICH PROVIDED FOR THE ISSUANCE OF $55,000,000 IN MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY (WATER AND SEWER SYSTEM PROJECTS) REVENUE BONDS, SERIES 2026 (THE "**SERIES 2026 BONDS**"); TO ESTABLISH THE EXACT PRINCIPAL AMOUNTS, THE YEARS OF MATURITY, AND THE INTEREST RATES FOR THE SERIES 2026 BONDS; TO PROVIDE FOR REDEMPTION PROVISIONS FOR THE SERIES 2026 BONDS; TO AUTHORIZE THE EXECUTION OF AN INTERGOVERNMENTAL CONTRACT AND A BOND PURCHASE AGREEMENT IN CONNECTION WITH THE ISSUANCE OF THE SERIES 2026 BONDS; TO APPOINT CERTAIN CUSTODIANS OR DEPOSITORIES FOR THE ACCOUNTS CREATED FOR THE SERIES 2026 BONDS; AND FOR OTHER PURPOSES.

WHEREAS, the Milledgeville Public Facilities Authority (the "**Authority**"), by a bond resolution adopted on July 31, 2025, (the "**Resolution**"), authorized the issuance of the MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY (WATER AND SEWER SYSTEM PROJECTS) REVENUE BONDS, SERIES 2026, in the maximum aggregate principal amount of $55,000,000 (the "**Series 2026 Bonds**"); and

WHEREAS, Section 9.01 of the Resolution provided that the Authority will adopt such supplemental resolutions as are necessary prior to the issuance and delivery of the Series 2026 Bonds to, among such other provisions as may be necessary, (i) establish the actual principal amounts and years of maturity of the Series 2026 Bonds, (ii) set the interest rate or rates for the Series 2026 Bonds, (iii) authorize the execution and delivery of an agreement regarding the sale of the Series 2026 Bonds, (iv) provide for redemption provisions for the Series 2026 Bonds, and (v) designate such banks or trust companies to act as custodians or depositories for the accounts created by or continued by this Resolution; and

WHEREAS, as authorized by Section 10.08 of the Resolution, the Chairman or Vice-Chairman and the Secretary of the Authority are authorized to execute on behalf of the Authority a Bond Purchase Agreement in a form submitted to the Authority at the time of the adoption of a supplemental resolution by the Authority; and

WHEREAS, it is necessary that the Authority supplement and amend the Resolution by the adoption of this Supplemental Resolution to accomplish the foregoing.

NOW, THEREFORE, BE IT RESOLVED by the Milledgeville Public Facilities Authority, in a public meeting lawfully called and assembled, and it is hereby resolved by authority of the same that:

1. **Authorization of Series 2026 Bonds.** The Series 2026 Bonds are authorized to be issued in the aggregate principal amount of $_____.

2. **Interest Rates and Maturities.** Article II, Section 2.02(a) of the Resolution hereby is supplemented as follows:

(a) The Series 2026 Bonds shall mature and be paid on July 1 in the years and principal amounts set forth below, and shall bear interest at the rates of interest per annum shown below, calculated on the basis of a 360-day year of twelve 30-day months, payable on _____ 1 and _____ 1 (each an "**Interest Payment Date**") in each year, beginning _____ 1, 20_____:

Year	Principal Amounts Maturing	Rate of Interest
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		
2055		
2056		
Total		

3. Optional Redemption. Article III, Section 3.01 of the Resolution is hereby supplemented as follows:

> The Series 2026 Bonds maturing on or after _____ 1, 20____ may be redeemed prior to their respective maturities, at the option of the Authority, in whole or in part, at any time beginning _____ 1, 20___ (if less than all of the bonds of a maturity are to be redeemed, the actual bonds of such maturity shall be selected by lot in such manner as may be designated by the Paying Agent), from any moneys available therefor. Series 2026 Bonds which are subject to redemption are callable in such order as may be designated by the Authority upon direction of the City. Such redemption shall be made upon payment of the redemption price equal to 100% of the principal amount of the Series 2026 Bonds to be redeemed plus accrued interest to the redemption date.

4. Scheduled Mandatory Redemption. Article III, Section 3.02 of the Resolution is hereby supplemented as follows:

The Series 2026 Bonds maturing on _____ 1, 20____ are subject to mandatory sinking fund redemption prior to their stated maturity at a redemption price equal to the 100 percent of the principal amount of the Series 2026 Bonds being redeemed, plus accrued interest, on July 1 of the following years and in the following amounts:

[_____] 1	Principal Amount

*

---

* Final Maturity

The Series 2026 Bonds maturing on _____ 1, 20_____ are subject to mandatory sinking fund redemption prior to their stated maturity at a redemption price equal to the 100 percent of the principal amount of the Series 2026 Bonds being redeemed, plus accrued interest, on July 1 of the following years and in the following amounts:

[_____] 1	Principal Amount

*

---

* Final Maturity

5. **Application of Bond Proceeds**. The proceeds derived from the sale of the Series 2026 Bonds, including premium, if any, shall be applied by the Authority, concurrently with the delivery of the Series 2026 Bonds to the initial purchaser or purchasers thereof, as follows:

(a) to the extent not paid or reimbursed by the purchaser of the Series 2026 Bonds, all costs and expenses in connection with the issuance and sale of the Series 2026 Bonds, including without limitation the fees and expenses of accountants, attorneys, and underwriters or financial advisors, shall be paid by the Authority to those persons who shall be entitled to receive the same; and

(b) the balance of the proceeds from the sale of the Series 2026 Bonds shall be deposited by the Authority in the Construction Fund, $_____ of which shall be transferred to the City's general fund to reimburse the City for previously incurred Project expenses.

6. **Designation of Depositories; Bond Registrar, Paying Agent, Authentication Agent, Sinking Fund Custodian, and Construction Fund Custodian**. Regions Bank, Atlanta, Georgia, is hereby appointed as Paying Agent, Bond Registrar, and Authentication Agent for the Series 2026 Bonds; Regions Bank, Atlanta, Georgia, is hereby appointed as Sinking Fund Custodian; and [CONSTRUCTION FUND CUSTODIAN], [CITY], [STATE], is hereby appointed as Construction Fund Custodian.

7. **Approval of Bond Purchase Agreement**. The execution, delivery, and performance of the Bond Purchase Agreement, providing for the sale of the Series 2026 Bonds by the Authority to the Underwriter, a copy of which has been presented to the Authority and considered by its members, hereby is authorized. The Bond Purchase Agreement shall be in substantially the form as presented to the Authority, subject to such minor changes, insertions, or omissions as may be approved by the Chairman or Vice-Chairman of the Authority, and the execution of the Bond Purchase Agreement by said Chairman or Vice-Chairman as hereby authorized shall be conclusive evidence of any such approval.

8. **Approval of Final Intergovernmental Contract**. The execution, delivery, and performance of the Contract between the Authority and the City, which has been presented to the Authority and considered by its members in its final form, is hereby authorized. The Contract shall be in substantially the form attached hereto as Exhibit A, subject to such minor changes, insertions, or omissions as may be approved by the Chairman or Vice-Chairman of the Authority, and the execution of the Contract by said Chairman or Vice-Chairman as hereby authorized shall be conclusive evidence of any such approval.

9. **Authorization of Post-Issuance Compliance Procedures.** In order to ensure compliance with applicable regulations to ensure the interest on the Series 2026 Bonds remains exempt from taxation, the adoption and performance of Post-Issuance Compliance Procedures by the Authority, in such form as shall be acceptable to the Authority Chairman and its counsel is hereby approved.

10. **Bond Insurance Provisions**. The following provisions shall apply with respect to the Series 2026 Bonds and shall supplement the Resolution and the Contract. In the event of any

conflict between the provisions of this Section and any other provision of the Resolution or the Contract, the provisions of this Section shall control with respect to the Series 2026 Bonds.

(a) Definitions. For purposes of this Section:

"BAM" means Build America Mutual Assurance Company, or any successor thereto.

"Policy" means the Municipal Bond Insurance Policy issued by BAM that guarantees the scheduled payment of principal of and interest on the Series 2026 Bonds when due.

"Security Documents" means the Resolution, this Supplemental Resolution, the Contract and the Series 2026 Bonds.

(b) Notice and Other Information to BAM. The City shall provide BAM with all notices and other information that the City is obligated to provide under the Continuing Disclosure Certificate. The Authority and the City shall provide BAM with all notices and other information that either is obligated to provide to the owners of the Series 2026 Bonds or the Paying Agent under the Security Documents.

The notice address of BAM is: Build America Mutual Assurance Company, 28 Liberty Street, 59th Floor, New York, New York 10005, Attention: Surveillance, Re: Policy No. _____, Telephone: (212) 235-2500, Telecopier: (212) 962-1710, Email: notices@buildamerica.com. In each case in which notice or other communication refers to an event of default or a claim on the Policy, a copy of such notice or other communication shall also be sent to the attention of the General Counsel at the same address and at claims@buildamerica.com or at Telecopier: (212) 962-1524 and shall be marked to indicate "URGENT MATERIAL ENCLOSED."

(c) Amendments, Supplements and Consents. Whenever any Security Document requires the consent of owners of the Series 2026 Bonds, BAM's consent shall also be required. In addition, any amendment, supplement or modification to the Security Documents that adversely affects the rights or interests of BAM shall be subject to the prior written consent of BAM.

(d) Control Rights of BAM Upon Default. Anything in any Security Document to the contrary notwithstanding, upon the occurrence and continuance of a default or an event of default, BAM shall be deemed to be the sole owner of the Series 2026 Bonds for all purposes and shall be entitled to control and direct the enforcement of all rights and remedies granted to the owners of the Series 2026 Bonds or the Paying Agent, Bond Registrar or similar agent for the benefit of such owners under any Security Document. The Paying Agent may not waive any default or event of default or accelerate the Series 2026 Bonds without BAM's written consent.

(e) BAM as Third-Party Beneficiary. BAM is explicitly recognized as and shall be deemed to be a third-party beneficiary of the Security Documents and may enforce any right, remedy or claim conferred, given or granted thereunder.

(f) Policy Payments.

(i) In the event that principal and/or interest due on the Series 2026 Bonds shall be paid by BAM pursuant to the Policy, the Series 2026 Bonds shall remain outstanding for all purposes, shall not be defeased or otherwise satisfied and shall not be considered paid by the Authority, the assignment and pledge of the property pledged under the Resolution and all covenants, agreements and other obligations of the Authority to the registered owners shall continue to exist and shall run to the benefit of BAM, and BAM shall be subrogated to the rights of such registered owners, including, without limitation, any rights that such owners may have in respect of securities law violations arising from the offer and sale of the Series 2026 Bonds.

(ii) Notwithstanding anything to the contrary contained in the Security Documents, the Authority and the Paying Agent agree for the benefit of BAM that:

(A) they recognize that, to the extent BAM makes payments directly or indirectly (including by paying through the Paying Agent) on account of principal of or interest on the Series 2026 Bonds, BAM will be subrogated to the rights of such owners to receive the amount of such principal and interest from the Authority, with interest thereon, as provided and solely from the sources stated in the Security Documents and the Series 2026 Bonds; and

(B) they will accordingly pay to BAM the amount of such principal and interest, with interest thereon, but only from the sources and in the manner provided in the Security Documents and the Series 2026 Bonds for the payment of principal of and interest on the Series 2026 Bonds to owners, and will otherwise treat BAM as the owner of such rights to the amount of such principal and interest.

(g) Insurer Default. If an Insurer Default shall occur and be continuing, then, notwithstanding anything in subsection (c) or (d) above to the contrary, (i) if at any time prior to or following an Insurer Default BAM has made payment under the Policy, to the extent of such payment BAM shall be treated like any other owner of the Series 2026 Bonds for all purposes, including giving of consents, and (ii) if BAM has not made any payment under the Policy, BAM shall have no further consent rights until the particular Insurer Default is no longer continuing or BAM makes a payment under the Policy, in which event the foregoing clause (i) shall control.

For purposes of this subsection, "Insurer Default" means: (A) BAM has failed to make any payment under the Policy when due and owing in accordance with its terms; or (B) BAM shall (1) voluntarily commence any proceeding or file any petition seeking relief under the United States Bankruptcy Code or any other federal, state or foreign bankruptcy, insolvency or similar law, (2) consent to the institution of or fail to controvert in a timely and appropriate manner any such proceeding or the filing of any such petition, (3) apply for or consent to the appointment of a receiver, trustee, custodian, sequestrator or similar official for BAM or for a substantial part of its property, (4) file an answer admitting the material allegations of a petition filed against it in any such proceeding, (5) make a general assignment for the benefit of creditors, or (6) take action for the purpose of effecting any of the foregoing; or (C) any state or federal agency or instrumentality

shall order the suspension of payments on the Policy or shall obtain an order or grant approval for the rehabilitation, liquidation, conservation or dissolution of BAM (including without limitation under the New York Insurance Law).

11. **Supplement to Form of Series 2026 Bonds**. The form of the Series 2026 Bonds provided by Section 2.11 of the Resolution is hereby supplemented to include the following Statement of Insurance:

STATEMENT OF INSURANCE

Build America Mutual Assurance Company ("**BAM**"), New York, New York, has delivered its municipal bond insurance policy (the "Policy") with respect to the scheduled payments due of principal of and interest on this Bond to Regions Bank, Atlanta, Georgia, or its successor, as paying agent for the Bonds (the "**Paying Agent**"). Said Policy is on file and available for inspection at the principal office of the Paying Agent and a copy thereof may be obtained from BAM or the Paying Agent. All payments required to be made under the Policy shall be made in accordance with the provisions thereof. By its purchase of these Bonds, the owner acknowledges and consents (i) to the subrogation and all other rights of BAM as more fully set forth in the Policy and (ii) that upon the occurrence and continuance of a default or an event of default under the Resolution or this Bond, BAM shall be deemed to be the sole owner of the Bonds for all purposes and shall be entitled to control and direct the enforcement of all rights and remedies granted to the owners of the Bonds or the Paying Agent, Bond Registrar or similar agent for the benefit of such owners under the Resolution, at law or in equity.

12. **Ratification of Resolution**. Except as specifically supplemented and amended by the provisions of this Supplemental Resolution, the Resolution hereby is ratified and reaffirmed and shall continue in full force and effect.

[*Signatures on Following Page*]

APPROVED AND ADOPTED in a public meeting on this ____ day of _____, 2026.

MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY

[SEAL]

_____
Chairman

ATTEST:

_____
Secretary

Exhibit A

FINAL FORM OF CONTRACT

[Attached]

[The Intergovernmental Contract has been omitted from this Resolution and is included separately in this Appendix A.]

SECRETARY'S CERTIFICATE

I, the undersigned Secretary of the Milledgeville Public Facilities Authority (the "**Authority**"), keeper of the records and seal thereof, hereby certify that the foregoing is a true and correct copy of a resolution adopted by the Authority in public meeting assembled on _____, 2026, the original of which resolution has been entered in the official records of the Authority under my supervision and is in my official possess, custody, and control.

I further certify that the meeting was held in conformity with the requirements of Title 50, Chapter 14 of Official Code of Georgia Annotated.

WITNESS my hand and the official seal of the Milledgeville Public Facilities Authority, this _____ day of _____, 2026.

(S E A L)

_____
Secretary

SUPPLEMENTAL RESOLUTION NO. R-2610-31

A RESOLUTION APPROVING THE FINAL BOND PURCHASE AGREEMENT RELATED TO THE MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY (WATER AND SEWER SYSTEM PROJECTS) REVENUE BONDS, SERIES 2026; AND APPROVING OTHER MATTERS RELATED THERETO.

WHEREAS, the City of Milledgeville, Georgia (the "**City**") is a municipal corporation and body politic and corporate organized pursuant to the Constitution and laws of the State of Georgia, managed and controlled by the Mayor and City Council of the City (the "**City Council**"); and

WHEREAS, the Milledgeville Public Facilities Authority (the "**Authority**"), by a bond resolution adopted on July 31, 2025 (the "**Bond Resolution**"), authorized the issuance of the MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY (WATER AND SEWER SYSTEM PROJECTS) REVENUE BONDS, SERIES 2026, in the maximum aggregate principal amount of $55,000,000 (the "**Series 2026 Bonds**"); and

WHEREAS, in accordance with the request of the City, the Authority proposes to issue the Series 2026 Bonds in accordance with the provisions of the Bond Resolution for the purpose of paying the costs of the Projects and the costs associated with issuing the Series 2026 Bonds; *capitalized terms used herein, but not otherwise defined herein, shall have the meanings assigned thereto in the Bond Resolution*; and

WHEREAS, the Series 2026 Bonds have been marketed by the Underwriter and final pricing details of the Series 2026 Bonds are available for review and approval by City Council and the Authority; and

WHEREAS, the City Council proposes hereby to approve on behalf of the City the Bond Purchase Agreement, providing for the sale of the Series 2026 Bonds by the Authority to the Underwriter upon the pricing terms specified therein.

NOW, THEREFORE, BE IT RESOLVED by the City Council, in a public meeting lawfully called and assembled, and it is hereby resolved by authority of the same that:

1. **Findings and Incorporation of Preamble**. The City Council hereby declares that the foregoing preamble and whereas provisions set forth hereinabove constitute, and shall be considered to be, substantive provisions of this resolution and are hereby incorporated by reference into this Section 1.

2. **Approval of Bond Purchase Agreement**. The execution, delivery, and performance of the Bond Purchase Agreement, providing for the sale of the Series 2026 Bonds by the Authority to the Underwriter, a copy of which has been presented to the City and considered by its members, are hereby authorized. The Bond Purchase Agreement shall be in substantially the form as presented to the City, subject to such minor changes, insertions, or omissions as may be approved by the Mayor and the City Clerk, and the execution of the Bond Purchase Agreement by said Mayor and City Clerk as hereby authorized shall be conclusive evidence of any such approval.

3. **Approval of Final Intergovernmental Contract**. The execution, delivery, and performance of the Contract between the Authority and the City, which has been presented to the City and considered by its members in its final form, are hereby authorized. The Contract shall be in substantially the form attached hereto as Exhibit A, subject to such minor changes, insertions, or omissions as may be approved by the Mayor and the Clerk of the City, and the execution of the Contract by said Mayor and the Clerk of the City as hereby authorized shall be conclusive evidence of any such approval.

4. **Approval of Bond Insurance**. The procurement by the Authority of a municipal bond insurance policy (the "**Policy**") from Build America Mutual Assurance Company ("**BAM**") guaranteeing the scheduled payment of principal of and interest on the Series 2026 Bonds when due is hereby authorized and approved. The payment of the premium for the Policy as a cost of issuance of the Series 2026 Bonds is hereby authorized and approved. The provisions relating to BAM contained in the Supplemental Bond Resolution and the Contract are hereby approved. The Mayor, City Manager, Finance Director and other appropriate officers and representatives of the City are hereby authorized to execute and deliver such certificates and other documents and to take such other actions as may be reasonably necessary or desirable in connection with the issuance of the Policy and the insurance of the Series 2026 Bonds.

5. **Authorization of Post-Issuance Compliance Procedures**. In order to ensure compliance with applicable regulations to ensure the interest on the Series 2026 Bonds remains exempt from taxation, the adoption and performance of Post-Issuance Compliance Procedures by the City, in such form as shall be acceptable to Bond Counsel are hereby approved.

6. **Further Authorization**. The City Council hereby authorizes and approves the execution, delivery, and performance on behalf of the City of any and all other documents required, customary, or appropriate in connection with the issuance of the Series 2026 Bonds, or as otherwise contemplated by or related to the purposes or intent of this resolution or the Contract.

7. **Further Actions Approved and Confirmed**. All acts and doings of the Mayor, City Council members, officials, agents, and employees of the City in conformity with the purposes and intent of this resolution are in all respects hereby approved and confirmed.

8. **Correction of Scrivener's Errors**. In the event that any scrivener's errors shall be discovered in this resolution or in the exhibits hereto after the adoption hereof but prior to the issuance of the Series 2026 Bonds, the City hereby authorizes and directs that each such scrivener's error shall be corrected in all multiple counterparts of this resolution.

9. **Repealer**. Any and all resolutions or parts of resolutions in conflict with this resolution shall be and the same are hereby repealed, and this resolution shall be in full force and effect from and after its adoption.

10. **Conclusion; Delivery of Certified Copy to Authority**. Copies of this resolution shall be filed in the offices of the City Clerk and the City Attorney, and the Mayor shall sign and the City Clerk shall attest, each to the adoption of this resolution. The City Clerk is hereby authorized and directed to forthwith deliver a duly certified copy of this resolution to the Authority.

[*Signatures on Following Page*]

ADOPTED this ___ day of _____, 2026.

CITY OF MILLEDGEVILLE, GEORGIA

[SEAL]

_____
Mayor

ATTEST:

_____
City Clerk

Exhibit A

FINAL FORM OF CONTRACT

[Attached]

[The Intergovernmental Contract has been omitted from this Resolution and is included separately in this Appendix A.]

CERTIFICATE OF CLERK

The undersigned Clerk of the City of Milledgeville, Georgia (the "**City**"), **DOES HEREBY CERTIFY** that the foregoing pages constitute a true and correct copy of the Resolution adopted by the City Council and Mayor for the City at an open public meeting at which a quorum was present, duly called and lawfully assembled at _____ p.m., on the ____ day of _____, 2026, authorizing the issuance of the bonds by the Milledgeville Public Facilities Authority designated "Milledgeville Public Facilities Authority (Water and Sewer System Projects) Revenue Bonds, Series 2026," the original of such Resolution being duly recorded in the Minute Book of the City, which Minute Book is in my custody and control.

I further certify that the meeting was held in conformity with the requirements of Title 50, Chapter 14 of the Official Code of Georgia Annotated.

WITNESS my hand and the official seal of the City of Milledgeville, Georgia this ____ day of _____, 2026.

_____
City Clerk

[SEAL]

FORM OF INTERGOVERNMENTAL CONTRACT

INTERGOVERNMENTAL CONTRACT

by and between

MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY

and

CITY OF MILLEDGEVILLE, GEORGIA

Dated as of _____, 2026

Relating to the issuance of
$_____
in aggregate principal amount of its

MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY
(WATER AND SEWER SYSTEM PROJECTS) REVENUE BONDS, SERIES 2026

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THIS INTERGOVERNMENTAL CONTRACT, dated as of _____, 2026 (this "**Contract**"), is made and entered into by and between the Milledgeville Public Facilities Authority, an instrumentality of the State of Georgia (the "**State**") and a body corporate and politic thereof (the "**Authority**"), and the City of Milledgeville, Georgia, a municipal corporation of the State of Georgia (the "**City**").

W I T N E S S E T H:

WHEREAS, the Authority has been created pursuant to the "Milledgeville Public Facilities Authority Act," by Senate Bill 575, Act No. 633 of the 2024 Session of the Georgia General Assembly (the "**Act**"); and

WHEREAS, pursuant to Ga. Const. Art. IX, § 3, ¶ I, any municipality or other political subdivision of the State of Georgia may contract for any period not exceeding 50 years with any public authority for joint services, for the provision of services or for the joint or separate use of facilities and equipment, provided such contracts deal with activities, services, or facilities which the contracting parties are authorized by law to undertake or provide; and

WHEREAS, the City is authorized by the Constitution and the laws of the State of Georgia, including its Charter to provide for the acquisition, construction, building, operation, and maintenance of a system of waterworks for the provision of water and sewerage treatment; and

WHEREAS, as a corollary to these powers, the City is authorized to assess rates, fees, and charges for its system of waterworks and levy and collect ad valorem property taxes for such purposes; and

WHEREAS, under the Act, the Authority is authorized to undertake any "Project" which, pursuant to the Act, means any capital project that may be financed with revenue bonds under general laws in effect from time to time, which is located or to be located in the City, that is determined by the Authority to promote the public good or general welfare of the citizens of the City, or of the State, or any of its enterprises or systems, including, but not limited to, the acquisition, construction, renovation, improvement, extension, addition, or equipping within the City of:

A. Utility systems and improvements, including, without limitation, water and sewer systems and facilities, sewage and solid waste disposal systems and facilities, and electric, gas, and other similar facilities and systems;

B. Administrative facilities or equipment, including city municipal buildings and other governmental buildings; and

C. Other buildings, facilities, and equipment necessary or convenient for the efficient operation of the city or any department, agency, division, or commission thereof, or of a public body or private person; and

WHEREAS, under the Act, the Authority is authorized to provide for the issuance of revenue bonds for various purposes, including the Projects (defined below), and the Act

authorizes the Authority to acquire, construct, and equip buildings and facilities for use by the City for its governmental, proprietary, and administrative functions; and

WHEREAS, in furtherance of the public purposes of the Authority, the City has requested that the Authority issue revenue bonds to provide funds to finance, in whole or in part, one or more capital outlay projects of the City consisting of acquisition, construction, renovation, improvement, extension, addition, or equipping within the City of utility systems and improvements, including, without limitation, water and sewer systems and facilities, sewage and solid waste disposal systems and facilities, and other similar facilities and systems (collectively the "**Projects**"); and

WHEREAS, the Projects will be owned by the City and located on land owned by the City within the City; and

WHEREAS, the Authority is issuing its $_____ Milledgeville Public Facilities Authority (Water and Sewer System Projects) Revenue Bonds, Series 2026 (the "**Series 2026 Bonds**"), in accordance with the provisions of its bond resolution adopted on July 31, 2025 (the "**Resolution**"), for the purpose of paying the costs of the Projects; and

WHEREAS, for and in consideration of the Authority providing funding for the Projects for the benefit of the City and its citizens, the City is authorized to levy taxes, without limitation as to rate or amount, and to expend tax money of the City and other available funds and to obligate the City to make payment thereof to the Authority of the amounts provided for in this Contract; and

WHEREAS, Section 7 of the Act provides as follows:

> Revenue bonds or other obligations issued under the provisions of this Act or any loan incurred as authorized herein shall not constitute a debt or a pledge of the faith and credit of any other public body, but shall be payable solely from the sources as may be designated in the resolution or indenture of the Authority authorizing the issuance of the same. The issuance of such obligations shall not directly, indirectly, or contingently obligate any public body to levy or to pledge any form of taxation whatsoever for the payment thereof, unless otherwise provided by an intergovernmental contract executed by such public body. No holder of any bond or other obligation or receiver or trustee in connection therewith shall have the right to enforce the payment thereof against any property of any other public body nor shall any such bond or other obligation constitute a charge, lien, or encumbrance, legal or equitable, upon any such property unless otherwise provided by an intergovernmental contract executed by such other public body and the Authority. All such obligations shall contain on their face a recital setting forth substantially the foregoing provisions of this section. Nothing in this section shall be construed to prohibit any other public body from obligating itself to pay the amounts required under any intergovernmental contract entered into with the Authority pursuant to Article IX of the Constitution of Georgia or

any successor provision, including, if such other public body has taxing power, from funds received from taxes to be levied and collected by such other public body for that purpose and from any other source; and

WHEREAS, following study and investigation, the City has determined that it is in the best interest of the City to enter into this Contract with the Authority for the benefit of the City and its residents.

NOW, THEREFORE, in consideration of the foregoing and the respective representations, covenants, and agreements hereinafter set forth, the Authority and the City hereby agree as follows; provided, that in the performance of the covenants and agreements of the Authority herein contained, any obligation it may thereby incur for the payment of money shall not be a general debt of the Authority but shall be payable solely out of the proceeds derived from the sale of the Series 2026 Bonds and the revenues and receipts derived from this Contract:

* * * * * * * * * *

ARTICLE I
DEFINITIONS AND RULES OF CONSTRUCTION

Section 1.01. Definitions. All words and phrases defined in Section 1.01 of the Resolution shall have the same meanings in this Contract.

Section 1.02. Rules of Construction. The definitions referred to in Section 1.01 shall be equally applicable to both the singular and the plural forms of the terms therein defined and shall cover all genders.

"Herein," "hereby," "hereunder," "hereof," "hereinbefore," "hereinafter," "this Contract," and other equivalent words refer to this Contract and not solely to the particular portion thereof in which any such word is used.

All references herein to particular Articles or Sections are references to Articles or Sections of this Contract unless otherwise specified.

Section 1.03. Findings and Incorporation of Preamble. The Authority and the City hereby declare that the foregoing preamble and whereas provisions set forth hereinabove constitute, and shall be considered to be, substantive provisions of this Contract and are hereby incorporated by reference into this Section 1.03.

[END OF ARTICLE I]

ARTICLE II
REPRESENTATIONS, WARRANTIES, AND AGREEMENTS

Section 2.01. The Series 2026 Bonds. In order to pay all or a portion of the cost of the Projects, the Authority has authorized the issuance of the Series 2026 Bonds, for which provision is made upon the terms set forth in the Resolution, a certified copy of which Resolution is on file in the records of the Authority and the City.

Section 2.02. Representations, Warranties, and Agreements of the Authority. The Authority represents, warrants, and agrees that:

(a) The Authority is a body corporate and politic created and existing under the Act and, unless otherwise required by law, shall maintain its corporate existence so long as any Series 2026 Bonds are Outstanding. Under the provisions of the Act, the Authority is authorized to enter into and carry out the transactions contemplated by this Contract and the Resolution;

(b) The Authority and the City have heretofore agreed that the Authority will provide financing for the undertakings of the City described in the preamble of this Contract by the issuance of the Series 2026 Bonds as set forth in the Resolution;

(c) To the knowledge of the Authority, there is no litigation or proceeding pending, or threatened, against the Authority or against any other party which would have a material adverse effect on the right of the Authority to execute this Contract or the ability of the Authority to comply with any of its obligations under the Series 2026 Bonds, this Contract, the Resolution, or any other documents contemplated to be executed by the Authority in connection with the issuance and delivery of the Series 2026 Bonds;

(d) This Contract, upon execution of the same, will constitute the legal, valid, and binding obligation of the Authority in accordance with its terms, and performance by the Authority of its obligations hereunder will not violate, or result in a breach of any of the provisions of, or constitute a default under, any agreement or instrument to which the Authority is a party or by which the Authority is bound;

(e) The Authority has not made, done, executed, and warrants that it will not make, do, or execute any act or thing whereby the City's interest in the Projects will be impaired or encumbered in any manner except as permitted herein and the Resolution and except for acts or things done or permitted by the City; and

(f) Except as herein and in the Resolution provided, the Authority will not encumber any part of its interest in the Contract Payments payable under this Contract or its rights under this Contract. The pledge made of the Contract Payments constitutes a first and prior pledge of and lien on said revenues and said pledge shall at no time be impaired by the Authority and the revenues shall not otherwise be pledged, except as provided in the Resolution in the context of the issuance of Parity Bonds.

Section 2.03. Representations, Warranties, and Agreements of the City. The City represents, warrants, and agrees as follows:

(a) The City is a municipal corporation of the State, having power to enter into and execute, deliver, and perform this Contract, and, by proper action of its governing body, has authorized the execution and delivery of this Contract and the taking of any and all such actions as may be required on its part to carry out, give effect to, and consummate the transactions contemplated by this Contract and the Resolution, and no approval or other action by any governmental authority, agency, or other person is required in connection with the delivery and performance of this Contract by it except as shall have been obtained as of the date of delivery of the Series 2026 Bonds;

(b) There is no litigation or proceeding pending, or to the knowledge of the City threatened, against or affecting the City, nor to the best of the knowledge of the City is there any basis therefor, wherein an unfavorable decision, ruling, or finding would materially adversely affect the transactions contemplated by this Contract or which, in any way, would adversely affect the validity or enforceability of the Series 2026 Bonds, this Contract, the Resolution, or any other documents contemplated to be executed in connection with the issuance and delivery of the Series 2026 Bonds;

(c) This Contract, upon execution of the same, will constitute the legal, valid, and binding obligation of the City enforceable in accordance with its terms, and performance by the City of its obligations hereunder will not violate, or result in a breach of any of the provisions of, or constitute a default under, any agreement or instrument to which the City is a party or by which the City is bound; and

(d) No actions will be taken by the City which shall in any way impair the exclusion of interest on any of the Series 2026 Bonds from federal income taxation.

[END OF ARTICLE II]

ARTICLE III
ISSUANCE OF THE AUTHORITY'S SERIES 2026 BONDS

Section 3.01. The Series 2026 Bonds. In order to provide funds to finance the costs of the Projects, the Authority will issue its Series 2026 Bonds, payable in accordance with the Resolution, and all of the covenants, agreements, and provisions hereof shall be for the equal and proportionate benefit and security of the owners of the Series 2026 Bonds without preference, priority, or distinction as to the charge, lien, or otherwise of any one bond over any other bond, so that every owner of the Series 2026 Bonds shall have the same rights, privileges, and lien by virtue hereof.

Section 3.02. Date, Denomination, and Maturities. The Series 2026 Bonds shall be dated as of their date of issuance and will be issued originally in book-entry form.

(a) The Series 2026 Bonds shall be payable on _____ in the years and amounts and shall bear interest at the per annum rates shown below.

Year	Principal Amounts Maturing	Rate of Interest

Section 3.03. Interest Payments. Interest on the Series 2026 Bonds will be paid on each Interest Payment Date, beginning _____ in the manner stated in the Series 2026 Bonds until the obligation with respect to the payment of the principal thereof shall be discharged.

Section 3.04. Security for Series 2026 Bonds.

(a) In order to secure the prompt payment of the principal of and interest on the Series 2026 Bonds according to their tenor, purport, and effect and in order to secure the performance and observance of all the covenants, agreements, and conditions therein and herein contained, and in consideration of the purchase and acceptance of the Series 2026 Bonds by the Bondowners, for other good and valuable consideration to the Authority in hand paid at or before the sealing and delivering of these presents, the receipt and sufficiency whereof are hereby acknowledged, and for the purpose of fixing and declaring the terms and conditions upon which the Series 2026 Bonds are to be issued, authenticated, delivered, secured, and accepted by the Bondowners, the Authority has pledged to the payment of the Series 2026 Bonds the Contract Payments to be derived from this Contract, together with other funds and proceeds described in Section 7.01 of the Resolution. The Authority's pledge of the Contract Payments as herein described will constitute security for the Authority's payment obligations on the Bonds under the Resolution. Nothing contained in this Section 3.04(a) shall be construed to release the Authority from the performance of any of the agreements on its part contained herein. The Authority hereby agrees that it shall not take or omit to take any action that would cause this Contract to be terminated or that would adversely affect the Bonds or the security therefor.

(b) The City hereby consents to the following: contemporaneously with the issuance and delivery of the Series 2026 Bonds, pursuant to the Resolution, the Authority will assign and pledge its rights under and grant a security interest in its rights to the Contract Payments to be made by the City under Section 5.01 hereof (except for the Authority's Retained Rights) for the benefit and security of the owners of the Series 2026 Bonds.

Section 3.05. Application of Bond Proceeds. At and upon the issuance and delivery of the Series 2026 Bonds, the proceeds received therefrom shall be applied in the manner set forth in Section 4.01 of the Resolution for purposes of paying the costs of the Projects.

[END OF ARTICLE III]

ARTICLE IV
ACQUISITION OF THE PROJECTS

Section 4.01. Acquisition of the Projects. The Authority will cause the proceeds from the sale of the Series 2026 Bonds to be applied in accordance with Section 4.01 of the Resolution to be deposited into the Construction Fund and used for the Projects. The City acknowledges and accepts its obligations with respect to disbursements for acquisition, construction, and equipping of the Projects embodied in Section 4.04 of the Resolution. The Projects will be substantially completed in accordance with the plans and specifications on file with the City.

The Authority and the City further agree that the City will cause the Projects to be acquired, constructed, and equipped in the City's name as principal, and not as an agent for the Authority. The City hereby agrees to diligently and expeditiously proceed with the acquisition, construction, and equipping of the Projects. Costs of the Projects that exceed available proceeds of the Series 2026 Bonds shall be the responsibility of the City.

Section 4.02. Powers Vested in Project Superintendent. By the authorization and execution of this Contract, the City hereby vests the Project Superintendent with the power and authority to act on behalf of the City in all matters relating to this Contract and to the Projects, to give all directions and make all certificates, requisitions, and requests required or authorized to be given or made hereunder, and to do all things required or authorized to be done by the City hereunder. The Authority hereby recognizes and accepts such appointment.

Section 4.03. Investment of Money. Any money held as a part of the Construction Fund or the Sinking Fund shall be invested or reinvested as directed by the City in accordance with Article VI of the Resolution.

Section 4.04. Tax Covenants. The City hereby covenants and represents to the Authority for the benefit of each holder of the Series 2026 Bonds that:

(a) It will not expend the proceeds from the sale of the Series 2026 Bonds nor take any other action which would cause the interest on the Series 2026 Bonds to be included in the gross income of the owners thereof for federal income tax purposes;

(b) It will not make, or permit, any use of the proceeds from the issue and sale of the Series 2026 Bonds which would cause the Series 2026 Bonds to be classified as "arbitrage bonds" within the meaning of § 148(a) of the Code and any Treasury Regulations promulgated thereunder as such provisions may apply to obligations issued as of the date of issuance of the Series 2026 Bonds; and

(c) It will comply with, and take such action and make such payments as may be permitted or required by § 148(f) of the Code, to ensure that the Series 2026 Bonds do not constitute "arbitrage bonds" within the meaning of § 148(a) of the Code.

[END OF ARTICLE IV]

ARTICLE V
CONTRACT PAYMENTS BY THE CITY

Section 5.01. Contract Payments by the City. Pursuant to this Contract, the City agrees to provide funds sufficient to pay the following:

(a) the principal of, premium, if any, and interest due on the Series 2026 Bonds, upon maturity, redemption, or otherwise. All such payments shall be made to the Paying Agent at its designated corporate office in lawful money of the United States of America in immediately available funds not less than five days prior to each date on which such principal of or interest on the Series 2026 Bonds becomes due;

(b) the reasonable fees of the Paying Agent and Bond Registrar as provided in the Resolution, subject to City approval of the service provider and the fees of the service provider, which approval shall not be unreasonably withheld, conditioned or delayed. Said fees and expenses shall be paid when due directly to the Paying Agent and Bond Registrar for its own account;

(c) any payments which may be required by Section 4.04(c) hereof; and

(d) any other reasonable and necessary or appropriate fees and expenses incurred by the Authority in connection with the Bonds or any other documents or agreements entered into by the Authority at the request of the City in connection with the Projects, including, without limitation, agreements with third parties, and including, without limitation, fees and expenses incurred by the Authority in the administration or enforcement of such other agreements related to the Projects, provided that such fees and expenses shall be expressly approved or accepted by the City, which approval or acceptance shall not be unreasonably withheld, conditioned or delayed. The Authority's rights to payment of such fees and expenses under this Section 5.01(d) shall constitute Retained Rights of the Authority and shall not be collaterally assigned by the Authority under the Resolution.

Each payment to be made by the City hereunder is to be made on a parity with every other payment hereunder.

Section 5.02. Credits. Any amounts in the Sinking Fund prior to any Interest Payment Date or date fixed for redemption of Bonds shall be credited against the payments due by the City under this Contract on such Interest Payment Date or date of redemption.

Section 5.03. Place of Payments. The payments to be made pursuant to Section 5.01(a) hereof shall be paid directly to the Paying Agent for the account of the Authority and shall be deposited in the Sinking Fund as required by the Resolution. The payments to be made pursuant to subsections (b) and (c) of Section 5.01 hereof shall be paid directly to the party to whom such payment is to be made for its own use.

Section 5.04. Taxes and Other Governmental Charges. The City will pay promptly, as the same become due, all taxes and governmental charges of any kind whatsoever that may at any time be lawfully assessed or levied against or with respect to the Projects.

Section 5.05. City's Obligations Unconditional.

(a) The obligations of the City to make payments required in this Article V on the dates and in the manner herein specified and to perform and observe the other agreements on its part contained herein shall be absolute and unconditional, regardless of any contingencies whatever and notwithstanding any circumstances or occurrences that may arise or take place hereafter, and shall not be subject to diminution by set-off, counterclaim, abatement, or otherwise. Until such time as the principal of, premium, if any, and interest on the Series 2026 Bonds shall have been paid or provision for such payment shall have been made in accordance with the Resolution, the City (i) will not suspend or discontinue any payments for which provision is made in Section 5.01 hereof, (ii) will perform and observe all of its other covenants and agreements contained in this Contract, and (iii) will not terminate this Contract for any cause including, without limiting the generality of the foregoing, impossibility or illegality of performance on the part of the Authority of any of its obligations hereunder or under the Resolution, any acts or circumstances that may constitute failure of consideration, any change in the tax or other laws of the United States of America or the State of Georgia or any political subdivision thereof, or any failure of the Authority to perform and observe any agreement, whether express or implied, or any duty, liability, or obligation arising out of or connected with this Contract or out of the Resolution.

(b) The City will bear all risk of damage to, or destruction in whole or in part, of the Projects or any part thereof including without limitation any loss, complete or partial, or interruption in the use, occupancy, or operation thereof or any manner or thing which for any reason interferes with, prevents or renders burdensome the use thereof or the compliance by the City with any of the terms of this Contract.

Section 5.06. City's Remedies. If the Authority shall fail to perform any of its agreements in this Contract, the City may institute such action against the Authority as the City may deem necessary to compel such performance so long as such action shall not affect, impair, or diminish the obligation of the City to make the payments provided for herein, which obligation shall be absolute, unconditional, and irrevocable. The City may at its own cost and expense, and in its own name, prosecute or defend any action or proceedings against third parties or take any other action which the City deems reasonably necessary to secure or protect its rights in which event the Authority agrees to cooperate fully with the City.

Section 5.07. Tax Levy to Make Payments. The City will exercise its power of taxation, which is not limited as to rate or amount, to the extent necessary to pay the amounts required to be paid hereunder and will make available and use for the payment of its obligations incurred hereunder all such taxes levied and collected for that purpose together with funds received from any other source. The City, in order to make such funds available for such purpose in each fiscal year, will in its general revenue, appropriation and budgetary measures whereby its tax funds or revenues and the allocation thereof are controlled or provided for in each fiscal year during the term of this Contract, include sums sufficient to satisfy the payments required to be made under this Contract, whether or not any other sums are included in such measure, until all payments required to be made hereby shall have been made in full. The obligation of the City to make the payments provided for pursuant to the terms of this Contract shall constitute a general

obligation of the City and a pledge of the full faith and credit of the City to provide the funds required to fulfill such obligation.

Section 5.08. Failure to Levy Tax. If for any reason any such provision or appropriation is not made as provided in the preceding Section 5.07, then the fiscal officers of the City are hereby authorized and directed to set up as an appropriation on their accounts in each fiscal year the amounts required to pay the obligations called for under this Contract from its general funds. The amount of the appropriation in each fiscal year to meet the obligations of this Contract shall be due and payable and shall be expended for the purpose of paying and meeting the obligations provided under the terms and conditions hereof, and such appropriation shall have the same legal status as if the City had included the amount of the appropriation in its general revenue, appropriation, and budgetary measures, and the fiscal officers of the City shall make such payments for deposit to the Sinking Fund if for any reason such appropriation is not otherwise made.

Section 5.09. Prior Lien of Bonds. The Authority will not hereafter issue any other bonds or obligations of any kind or nature payable from or enjoying a lien on the Contract Payments superior to the lien herein created for the payment of the Series 2026 Bonds. No subordinate bonds shall be issued by the Authority with respect to this Contract or the Projects.

Section 5.10. Parity Bonds. Parity Bonds may be issued by the Authority, from time to time, ranking on parity with the Series 2026 Bonds for the specific purpose of completing the financing of the Projects or financing improvements or additions, real or personal, to any portion of the Projects, provided all the provisions of Section 5.07 of the Resolution are met.

[END OF ARTICLE V]

ARTICLE VI
TITLE, MAINTENANCE, OPERATION, ALTERATION, AND INSURANCE

Section 6.01. Title, Maintenance, Repair, and Insurance. The City shall own and operate the Projects with title expressly vested in the City and the City shall pay all costs of operating the Projects, including, without limitation, salaries, wages, employee benefits, the payment of any contractual obligations incurred pertaining to the operation of the Projects, cost of materials and supplies, rentals of leased property, real or personal, insurance premiums, audit fees, any incidental expenses and such other charges as may properly be made for the purpose of operating the Projects in accordance with sound business practice. The City will cause at all times the Projects to be maintained, preserved, and kept in good condition and repair at no expense to the Authority and will from time to time, in the discretion of the City, cause to be made all needed and proper repairs, replacements, additions, betterments, and improvements thereto so that the use of and operations pertaining to the Projects shall at all times be conducted properly. The City also agrees to carry insurance or cause insurance to be carried with respect to the Projects, of such type and in such amounts as is customarily obtained for similar Projects, with a responsible insurance company or companies authorized and qualified to do business in the State.

Section 6.02. Removal of Equipment. Neither the Authority nor the City is under any obligation to renew, repair, or replace any inadequate, obsolete, worn out, unsuitable, undesirable, or unnecessary equipment or other personalty forming a part of the Projects. In any instance where the City in its discretion determines that any items of such equipment or personalty have become inadequate, obsolete, worn out, unsuitable, undesirable, or unnecessary, the City may remove such items of such equipment or personalty, and the City may sell, trade, exchange, or otherwise dispose of such items, as a whole or in part, without any responsibility or accountability to the Authority.

Section 6.03. Liens. The City will not permit any lien, debt, pledge, assessment, encumbrance, or charge ranking equally with or superior to the charge or lien created by the Resolution upon the payments provided for in Article V hereof. All lawful claims and demands for labor, materials, supplies, or other charges or assessments which if unpaid might by law become a lien upon the Projects will be promptly paid or discharged by the City, or adequate provisions will be made to satisfy and discharge the same promptly after the same shall accrue; provided, however, that the City may, at its own expense and in its own name and behalf or in the name and behalf of the Authority, in good faith and by appropriate legal proceedings contest any such lien, charge, or assessment and, in the event of such contest, may permit such lien, charge, or assessment so contested to remain unpaid during the period of such contest and any appeal therefrom. The Authority will cooperate fully with the City in any such contest.

Section 6.04. Alterations and Improvements. From time to time, the City may make or cause to be made at no expense to the Authority any additions, alterations, modifications, or improvements to the Projects which it may deem desirable for its governmental purposes.

[END OF ARTICLE VI]

ARTICLE VII
INDEMNITY

Section 7.01. Indemnification; Immunity of Members of Authority.

(a) To the extent provided by law, during the term of this Contract, the City, at its own expense, shall handle to conclusion all claims and pay all judgments obtained against the City or the Authority by reason of (i) any injury to or death of any person or damage to property occurring on or about the Projects or any part thereof occasioned by or growing out of or arising or resulting from any tortious or negligent act on the part of the City, its agents, or employees in connection with the operation, management, or maintenance of the Projects, (ii) any use, non-use, condition of, or defect in the Projects, and (iii) any failure, breach, or default on the part of the City in the performance of or compliance with any of the obligations of the City under the terms of this Contract; provided, however, that the indemnity provided by this Section 7.01 shall be effective only to the extent that the amount of liability arising from any such loss shall exceed the proceeds available therefor obtained from insurance carried with respect to such loss.

(b) Notwithstanding the fact that it is the intention of the parties that the Authority shall not incur any pecuniary liability by reason of the terms of this Contract or the undertakings required of the Authority hereunder by reason of the issuance of the Series 2026 Bonds, the adoption of the Resolution, or the performance of any act requested of the Authority by the City; nevertheless, if the Authority should incur any such pecuniary liability, then in that event, the City shall indemnify and hold the Authority harmless against all claims, demands, or causes of action arising therefrom and all costs and expenses incurred in connection with any such claim or in connection with any action or proceeding brought thereon, and, upon notice from the Authority, the City shall defend the Authority in any such action or proceeding.

(c) No recourse shall be had for the enforcement of any obligation, covenant or agreement of the Authority contained in this Contract or in the Series 2026 Bonds or the Resolution for any claim based hereon or thereon against any member, officer, or employee of the Authority or of any successor thereto, in his individual capacity, either directly or through the Authority, whether by virtue of any constitutional provision, statute, or rule of law. This Contract, the Series 2026 Bonds, and the Resolution are solely corporate obligations, and no personal liability shall attach to or be incurred by any member, officer, or employee of the Authority or of any successor thereto, either directly or by reason of the obligations, covenants, or agreements entered into between the Authority and the City, and all personal liability of any character against every such member, officer, and employee is, by the execution of this Contract, expressly waived and released. The immunity of members, officers, and employees of the Authority under the provisions contained in this Section 7.01 shall survive the termination of this Contract.

[END OF ARTICLE VII]

ARTICLE VIII
DEFAULT; REMEDIES

Section 8.01. Events of Default Defined. The following shall be "events of default" under this Contract and the term "event of default" shall mean, whenever used in this Contract, any one of the following events:

(a) Failure by the City to pay when due any amount required to be paid under Section 5.01(a) hereof;

(b) The failure by the Authority or the City to observe and perform any covenant, condition, or agreement contained herein on its part to be observed or performed other than as referred to in Section 5.01(a) for a period of thirty (30) days after written notice, specifying such failure and requesting that it be remedied, shall have been given by the opposite party unless action to remedy such default shall have been undertaken and more than 30 days is required for its completion in which event the City or the Authority, as applicable, may permit such default to remain undischarged during the time required for the completion of such action and any appeal therefrom, irrespective of whether such period extends beyond the 30 day period after the giving of notice, unless by such action, the lien or charge on the Contract Payments shall be materially endangered or the Projects or any part thereof shall be subject to loss or forfeiture, in which event, such default shall be promptly remedied; or

(c) An "Event of Default" shall have occurred under the Resolution.

Section 8.02. Remedies on Default.

(a) If an event of default referred to in Section 8.01(a) hereof occurs and is continuing, then the owners of not less than a majority in principal amount of the Bonds Outstanding (i) by written notice to the City, may declare the payments to be made under Section 5.01(a) hereof to be immediately due and payable, and (ii) may take whatever action at law or in equity may appear necessary or desirable to collect said amounts payable by the City under Section 5.01(a) hereof. No remedy conferred upon or reserved to the Bondowners in this subsection (a) is intended to be exclusive of any other available remedy or remedies, but each and every such remedy shall be cumulative and shall be in addition to every other remedy given under this Contract or now or hereafter existing at law or in equity or by statute, subject to the provisions of the Resolution.

(b) If an event of default referred to in Section 8.01(b) hereof occurs and is continuing, then the Paying Agent at the direction of the owners of not less than a majority in principal amount of the Bonds Outstanding (by written notice to the Authority and the City), may take whatever action at law or in equity may appear necessary or desirable to enforce the performance and observance of the obligation, agreement, or covenant of the party then in default under this Contract, whether for specific performance of any covenant or agreement contained herein or therein or in aid of the execution of any power herein granted. No remedy conferred upon or reserved to the Bondowners in this subsection (b) is intended to be exclusive of any other available remedy or remedies, but each and every such remedy shall be cumulative

and shall be in addition to every other remedy given under this Contract and now or hereafter existing at law or in equity or by statute, subject to the provisions of the Resolution.

(c) No delay or omission to exercise any right or power accruing upon any event of default shall impair any such right or power or shall be construed to be a waiver thereof, but any such right or power may be exercised from time to time and as often as may be deemed expedient. In order to entitle the Bondowners to exercise any respective remedy reserved to them in this Article VIII, it shall not be necessary to give any notice, other than any notice required herein.

(d) Any amounts collected pursuant to action taken under subsection (a) of this Section 8.02 shall be applied in accordance with the Resolution to the extent the provisions of the Resolution relate to such amounts.

Section 8.03. Attorneys' Fees and Expenses. If the City should default under any of the provisions of this Contract and the owners of a majority in principal amount of the Bonds Outstanding shall employ attorneys or incur other expenses for the collection of the amounts payable hereunder or the enforcement, performance or observance of any obligation or agreement on the part of the City herein contained, the City will, on demand therefor, pay the amount of the reasonable fees and expenses of such attorneys and such other reasonable expenses so incurred.

Section 8.04. No Waiver of Breach. If any agreement contained herein should be breached by either party and thereafter waived by the other party, such waiver shall be limited to the particular breach so waived and shall not be deemed to waive any other breach hereunder.

Section 8.05. City Authorized to Cure Default of Authority. With regard to any default on the part of the Authority under this Contract or under the Resolution, the Authority hereby vests the City with full power, for the account of the Authority, to perform any obligation in remedy of such default in the name and stead of the Authority with full power to do any and all things and acts to the same extent that the Authority could do and perform any such acts.

Section 8.06. Failure to Enforce Agreement Not a Waiver. The failure of the Authority or the Bondowners to enforce any agreement, condition, covenant, or term by reason of any default or breach by the City shall not be deemed to void or affect the right to enforce the same agreement, condition, covenant, or term on the occasion of any subsequent default or breach.

[END OF ARTICLE VIII]

ARTICLE IX
PREPAYMENT

Section 9.01. Optional Prepayment. The City shall have, and is hereby granted, subject to the provisions of the Resolution, the option to prepay all or any portion of the amounts payable under Section 5.01 hereof, at the times and under the conditions provided for in the Resolution, by taking the actions required by Section 3.01 of the Resolution to effect the full or partial redemption of the Series 2026 Bonds.

Section 9.02. Exercise of Optional Prepayment. To exercise the option granted in Section 9.01 hereof relating to optional redemption of Series 2026 Bonds as provided in Section 3.01 of the Resolution, the City shall give written notice to the Authority and the Bond Registrar of the exercise of such option and a direction to effect redemption of Bonds, which notice shall specify therein (i) the maturity or maturities of the Series 2026 Bonds to be redeemed, (ii) the date of redemption, which date shall not be less than 45 days from the date the notice is given, (iii) the principal amount of the Series 2026 Bonds or portions thereof to be redeemed, (iv) the applicable redemption price or prices, and (v) the provision or provisions of the Resolution pursuant to which the Series 2026 Bonds are to be redeemed. Upon receipt of a notice given by the City pursuant to this Section 9.02, the Bond Registrar shall forthwith take or cause to be taken all actions necessary under the Resolution to effect the redemption of the Series 2026 Bonds in accordance with such notice.

[END OF ARTICLE IX]

ARTICLE X
TERM; MISCELLANEOUS

Section 10.01. Term of this Contract. This Contract shall be in full force and effect from the date of delivery hereof until such time as the Series 2026 Bonds shall have been paid or provision for such payment shall have been made in accordance with the Resolution and all payments due or to become due to the Paying Agent and Bond Registrar have been made; provided, however, in no event shall the term hereof exceed fifty (50) years after the date of this Contract.

Section 10.02. Notices. All notices or other communications required or permitted to be given pursuant to this Contract shall be in writing and shall be considered as properly given if mailed by first-class United States mail, postage prepaid, registered or certified with return receipt requested, by overnight delivery, by delivering same in person to the intended addressee, or by prepaid telegram or telecopy. Notice so mailed shall be effective three days after its deposit. Notice given in any other manner, including overnight delivery and telecopy, shall be effective only if and when received by the addressee. Each such notice or other communication given hereunder shall be given to all of the other parties. For purposes of notice, the addresses of the parties shall be as set forth herein; provided, however, that hereinafter either party shall have the right to change its address for notice hereunder to any other location within the continental United States by the giving of notice to the other party in the manner set forth hereinabove.

If to the Authority:	Milledgeville Public Facilities Authority 119 East Hancock Street Milledgeville, Georgia 31062 Fax: (_____) _____ Attention: Chairman
With a Copy to:	Butler Snow LLP 577 Mulberry Street Suite 1225 Macon, Georgia 31201 Fax: (478) 238-1351 Attention: Blake C. Sharpton
If to the City:	City of Milledgeville 119 East Hancock Street Milledgeville, Georgia 31061 Fax: (478) 414-4011 Attention: City Manager
If to the Bond Registrar and Paying Agent:	[TBD] [ADDRESS] [CITY STATE ZIP] Fax: (___) _____ Attention: _____

If to BAM: Build America Mutual Assurance Company
28 Liberty Street, 59th Floor
New York, New York 10005
Attention: Surveillance
Re: Policy No. _____
Telephone: (212) 235-2500
Telecopier: (212) 962-1710
Email: notices@buildamerica.com

In each case in which a notice or other communication refers to an event of default or a claim on the Policy, a copy of such notice or other communication shall also be sent to the attention of the General Counsel of BAM at the foregoing address and at claims@buildamerica.com or Telecopier: (212) 962-1524 and shall be marked to indicate "URGENT MATERIAL ENCLOSED."

Section 10.03. Binding Effect. This Contract shall inure to the benefit of and shall be binding upon the Authority, the City and their respective successors and assigns.

Section 10.04. Severability. If any provision of this Contract shall be held invalid or unenforceable by any court of competent jurisdiction, such holding shall not invalidate or render unenforceable any other provision hereof.

Section 10.05. Amounts Remaining in Funds. It is agreed by the parties hereto that any amounts remaining in any fund after payment in full of the principal of, premium, if any, and interest on the Series 2026 Bonds (or provision for payment shall have been made as provided for in the Resolution), the fees, charges, and expenses of the Paying Agent and Bond Registrar and all other amounts required to be paid under the Resolution, shall be paid to the City.

Section 10.06. Delegation of Duties by the Authority. It is agreed that under the terms of this Contract and also under the terms of the Resolution, the Authority has delegated certain responsibilities to the City. The fact of such delegation shall be deemed a sufficient compliance by the Authority to satisfy the responsibilities so delegated and the Authority shall not be liable in any way by reason of acts done or omitted by the City or the Project Superintendent. The Authority shall have the right at all times to act in reliance upon the authorization, representation or certification of the Project Superintendent.

Section 10.07. Continuing Disclosure. The City will comply with and carry out all of the provisions of the Continuing Disclosure Certificate. Notwithstanding any other provision of this Contract, failure of the City to comply with the Continuing Disclosure Certificate shall not be considered an Event of Default under the Resolution or this Contract; however, any Bondowner or Beneficial Owner may take such actions as may be necessary and appropriate, including seeking specific performance by court order, to cause the City to comply with its obligations under the Continuing Disclosure Certificate.

Section 10.08. Amendments, Changes, and Modifications. Subsequent to the initial issuance of the Series 2026 Bonds and prior to the payment in full of the Series 2026 Bonds, this

Contract may not be amended, changed, modified, or altered except as provided in Article IX of the Resolution. Notwithstanding anything herein to the contrary, any amendment, change or modification of this Contract shall also be subject to the rights and consent requirements of Build America Mutual Assurance Company set forth in the Resolution, as supplemented.

Section 10.09. Execution Counterparts. This Contract may be simultaneously executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

Section 10.10. Captions. The captions or headings in this Contract are for convenience only and in no way define, limit, or describe the scope or intent of any provisions of this Contract.

Section 10.11. Law Governing Construction of Contract. This Contract shall be governed by and construed in accordance with the laws of the State.

[END OF ARTICLE X]

IN WITNESS WHEREOF, the Authority and the City have caused this Contract to be executed in their respective names and their respective seals to be hereunto affixed and attested by their respective duly authorized officers, all as of the date first above written.

MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY

(S E A L)

By:_____
Chairman

Attest:_____
Secretary

Signed, sealed, and delivered
this ___ day of _____, 2026.

_____
Witness

_____
Notary Public

CITY OF MILLEDGEVILLE, GEORGIA

By: _____
Mayor

(S E A L)

Attest: _____
City Clerk

Signed, sealed, and delivered
this ____ day of _____, 2026.

_____
Witness

_____
Notary Public

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APPENDIX B

ANNUAL COMPREHENSIVE FINANCIAL REPORT
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

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CITY OF MILLEDGEVILLE, GEORGIA

ANNUAL COMPREHENSIVE FINANCIAL REPORT

FOR THE FISCAL YEAR ENDED
JUNE 30, 2025

Prepared by:

Finance Department

CITY OF MILLEDGEVILLE, GEORGIA

ANNUAL COMPREHENSIVE FINANCIAL REPORT
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

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INTRODUCTORY SECTION

MAYOR
Mary Parham-Copelan

ALDERMEN
Denise R. Shinholster
Dr. Collinda J. Lee
Shonya A. Mapp
Dr. Jeffery Wells
Arlene Simmons
Morgan Pendergast



INTERIM CITY MANAGER
Melba Hilson-Butts

The City of Milledgeville

July 31, 2026

To the Honorable Mayor, Members of Council, and the Citizens of the City of Milledgeville:

The Annual Comprehensive Financial Report ("ACFR") of the City of Milledgeville (the "City") for the fiscal year ended June 30, 2025, is hereby submitted in accordance with the Official Code of Georgia Annotated ("O.C.G.A.") §36-81-7.

Responsibility for both the accuracy of the presented data and the completeness and fairness of the presentation, including all disclosures, rests with the management of the City of Milledgeville. To provide a reasonable basis for making these presentations, the City has established internal control procedures designed to protect the government's assets from loss, theft, or misuse and to compile sufficient reliable information for the preparation of the City's financial statements in accordance with generally accepted accounting principles ("GAAP"). Because the cost of internal control should not outweigh their benefits, the objective is to present reasonable, rather than absolute, assurance that the financial statements are free of material misstatement. We believe the data, as presented, is accurate in all material respects and is presented in a manner designed to help the reader understand the financial operations of the various funds of the City. All disclosures necessary to enable the reader to gain an understanding of the City's financial activities have been included.

Mauldin & Jenkins, LLC, Certified Public Accountants, has issued an unmodified opinion on the City of Milledgeville's financial statements for the fiscal year ended June 30, 2025. The Independent Auditor's Report is located at the front of the financial section of this report.

Management's Discussion and Analysis ("MD&A") immediately follows the Independent Auditor's Report and provides a narrative introduction, overview, and analysis of the basic financial statements. The MD&A complements this letter of transmittal and should be read in conjunction with it.

PROFILE OF THE GOVERNMENT

Known as Georgia's Antebellum Capital, the City was founded in 1803 by an Act of the General Assembly of Georgia and was named for the Honorable John Milledge, Governor of Georgia. The City served as Georgia's fourth capital from 1804-1868. In 1868, the state capital was moved to Atlanta. The City owns the distinction of being one of only two planned capital cities in the United States, the other being Washington, D.C. The City occupies 20.79 square miles and is the county seat for Baldwin County. The City is located 79 miles southeast of Atlanta and 30 miles northeast of Macon.

The City is governed by a Mayor and six (6) Council members elected by the citizens. The Mayor is elected at large serving a four (4) year term and presides over all meetings of the City, signing all official contracts, ordinances, and resolutions adopted by the City Council. Members of the City Council are elected from districts and serve four (4) year concurrent terms. Council members are responsible for passing ordinances, adopting the budget, establishing tax rates, appointing committees and hiring both the City's Manager and attorney. The City has operated under a Council-Manager form of government since May 2003, when the City's charter was changed. The City Manager advises the Mayor and Council, prepares the budget, appoints department heads, supervises all employees and is responsible for day-to-day operations of the City.

The City provides a full range of services to approximately 18,000 residents. These services include general administration, police and fire protection, the construction and maintenance of bridges, streets, and other infrastructure, culture, and recreation, and planning and development services. Water and sewer services, sanitation collection services and stormwater services are also provided.

The City is financially accountable for two (2) legally separate component units. These component units include: the Milledgeville-Baldwin County Allied Arts and the Milledgeville Downtown Development Authority. These components are reported separately within the City's financial statements. Additional information for these programs may be found in the Notes to Financial Statements.

The annual budget serves as the foundation for the City's financial planning and control. The budget process begins with departments and outside agencies submitting budget requests to the finance department in mid-February. The finance department uses these requests as the starting point for developing a proposed budget.

A draft budget is submitted to the City Manager for consideration, along with scheduling department heads to come before the Mayor and Council to discuss the needs they have requested for their budget. Called work sessions are held to discuss the budget, and the City Manager submits a revised draft of the budget to the Mayor and Council for review in early May. Public hearings are required to be held before final adoption of the budget, with final adoption no later than June 30, the end of the fiscal year as required by law. Activities of the general fund, special revenue funds, the capital project funds, and the enterprise funds are included in the annual appropriated budget. The appropriated budget is prepared by funds and the department. The City Manager may make transfers of appropriations within a department. Transfers of appropriations between departments and increases or decreases in appropriations require the special approval of the City Council.

FACTORS AFFECTING FINANCIAL CONDITION

Local Economy

Several entities including, but not limited to, the City, the Downtown Development Authority of Milledgeville, the Milledgeville-Baldwin County Development Authority, the Central State Hospital Local Redevelopment Authority, and the Chamber of Commerce continue to work diligently to attract new business and industry into the area, as well as offering support to existing business and industry. A highly educated local work force is provided by the Georgia College and State University and Georgia Military College, both located in downtown Milledgeville, as well as Central Georgia Technical College. These institutions provide both opportunities for potential employers and provide a consumer population for local businesses.

Long-Term Financial Planning

The City continues to work toward increasing reserves and a pay-as-you-go strategy to avoid future long-term debt. This will provide strength to the City's financial position, as well as some protection from fluctuations in the economy, or unforeseen natural disasters. With the approval, in 2020, of the Service Delivery Strategy agreement between the City and Baldwin County, the City again began receiving Special Purpose Local Option Sales Tax proceeds, which will be used to fund capital improvement projects with the City.

Major Initiatives

The City continues to work diligently to improve the quality of life of its citizens as we continue to develop our community. Even despite the economic, demographic, and labor issues that have persisted beyond the COVID-19 pandemic, the City continues to strive to provide the best possible services to the citizens of the City and the surrounding community.

The City received $6,984,753 in American Rescue Plan Act ("ARPA") funding from the federal government in 2022. Using a portion of these funds, the City funded water and sewer Supervisory Controls and Data Acquisition ("SCADA") upgrades this fiscal year, with the anticipated completion of this project in fiscal year 2025. The City also made several major stormwater infrastructure improvements and provided funding for a summer youth program in 2024.

AWARDS AND ACKNOWLEDGEMENTS

The Government Finance Officers Association ("GFOA") awarded a Certificate of Achievement for Excellence in Financial Reporting to the City for its ACFR for the fiscal year ended June 30, 2023. This is the thirty-eighth consecutive year that the City has received this prestigious award. In order to be awarded a Certificate of Achievement, a government must publish an easily readable and efficiently organized ACFR that satisfies both GAAP and applicable legal requirements.

A Certificate of Achievement is valid for a period of one year only. We believe our current ACFR continues to meet the Certificate of Achievement Program's requirements, and we are submitting it to the GFOA to determine its eligibility for another certification.

The preparation of the Annual Comprehensive Financial Report was made possible by the dedicated services of the entire staff of the Finance Department. In addition, we wish to express our sincere appreciation to the Mayor and Council for their support and to the City Manager and all City department heads and employees for their positive attitudes toward budgetary responsibility.

Respectfully submitted,

Jeree A. Wilson

Jeree A. Wilson
Finance Director

Government Finance Officers Association

Certificate of Achievement for Excellence in Financial Reporting

Presented to

City of Milledgeville
Georgia

For its Annual Comprehensive
Financial Report
For the Fiscal Year Ended

June 30, 2023

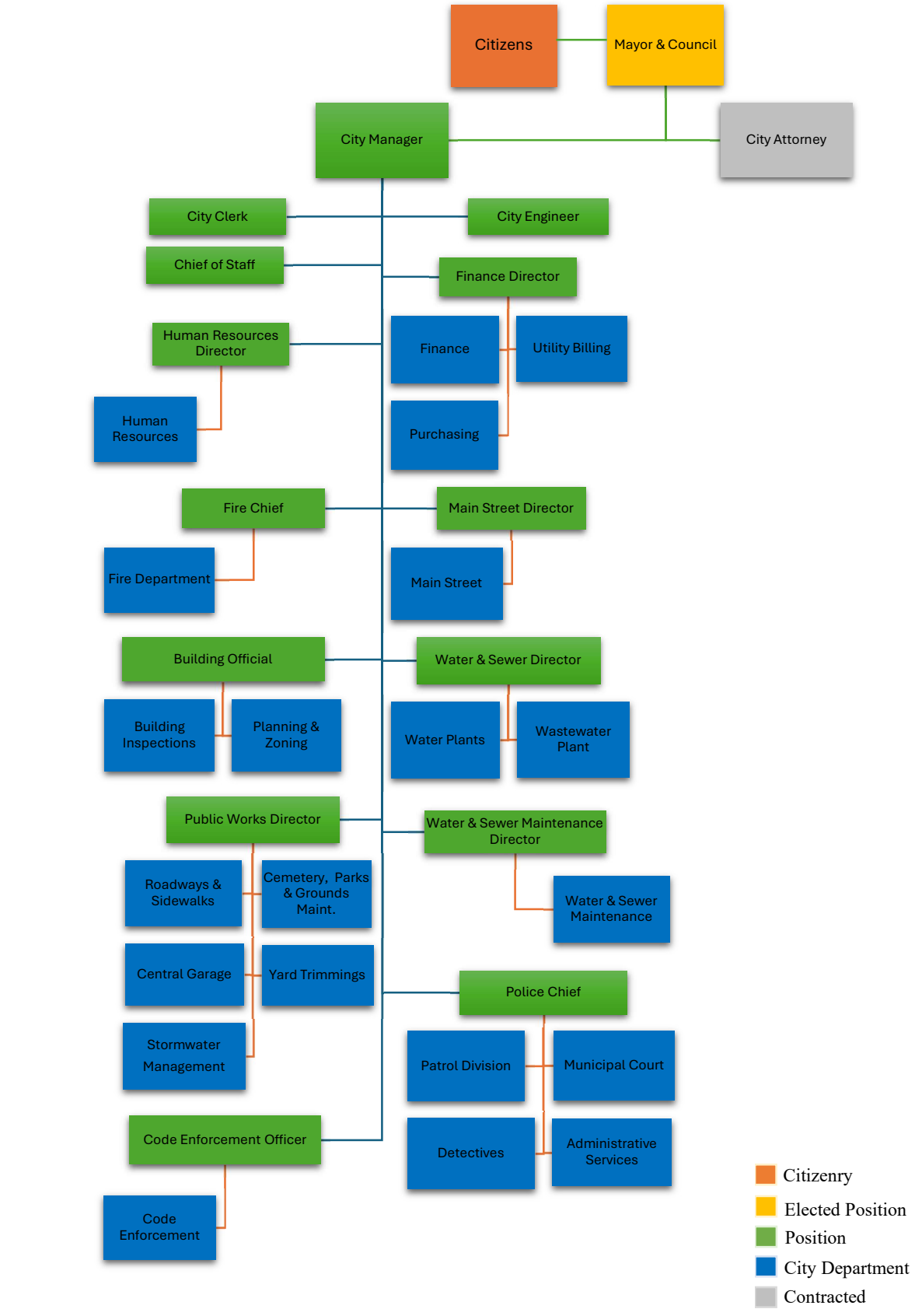
Christopher P. Morrill

Executive Director/CEO

CITY OF MILLEDGEVILLE, GEORGIA

LIST OF PRINCIPAL OFFICIALS
JUNE 30, 2025

Mayor	Mary Parham-Copelan
Mayor Pro-Tem	Stephen Chambers
Council	Dr. Collinda J. Lee Jeanette H. Walden Denise R. Shinholster Walter Reynolds Shonya Mapp Stephen Chambers
City Manager	Hank Griffeth
City Attorney	James D. Jordan
Municipal Court Judge	J. David McRee
City Clerk	Courtney Chavers
City Engineer	Vacant
Chief of Staff	Melba Hilson
Finance Director	Jeree Wilson
Chief of Police	Acer D. Swicord
Fire Chief	William Collier
Public Utilities Director	Robert Hadden
Human Resources Director	Sandra Witherspoon
Public Works Director	Timothy Thomas
Customer Service Manager – Utility Billing, Taxes and Business Licenses	Charlotte Edwards
Mainstreet Director	Carlee Schulte


Citizens
Mayor & Council
City Manager
City Attorney
City Clerk
City Engineer
Chief of Staff
Finance Director
Human Resources Director
Finance
Utility Billing
Human Resources
Purchasing
Fire Chief
Main Street Director
Fire Department
Main Street
Building Official
Water & Sewer Director
Building Inspections
Planning & Zoning
Water Plants
Wastewater Plant
Public Works Director
Water & Sewer Maintenance Director
Roadways & Sidewalks
Cemetery, Parks & Grounds Maint.
Water & Sewer Maintenance
Central Garage
Yard Trimmings
Police Chief
Stormwater Management
Patrol Division
Municipal Court
Code Enforcement Officer
Detectives
Administrative Services
Code Enforcement
Citizenry
Elected Position
Position
City Department
Contracted

FINANCIAL SECTION

MAULDIN & JENKINS
CPAs & ADVISORS

INDEPENDENT AUDITOR'S REPORT

Honorable Mayor and City Council
City of Milledgeville, Georgia
Milledgeville, Georgia

Report on the Audit of the Financial Statements

Opinions

We have audited the accompanying financial statements of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the **City of Milledgeville, Georgia** (the "City"), as of and for the year ended June 30, 2025, 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, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the City as of June 30, 2025, and the respective changes in financial position and, where applicable, cash flows thereof and the budgetary comparison information for the General Fund and the American Rescue Plan Act Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

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 these 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.

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 (on pages 6 – 19) and the Pension Schedules (on pages 82 – 84) 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 which considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

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 Combining and Individual Nonmajor Fund Financial Statements and Schedules, Component Unit Statements, and Community Development Block Grant Source and Application of Funds Status Schedule and Community Development Block Grant Project Costs Schedule are presented for the purpose of additional analysis and are not a required part of the basic financial statements. The Schedules of Expenditures of Special Purpose Local Option Sales Tax Proceeds and Schedules of Expenditures of Transportation Special Purpose Local Option Sales Tax Proceeds are presented for purposes of additional analysis as required by the Official Code of Georgia Annotated ("O.C.G.A.") §48-8-121 and §48-8-269.5 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. In our opinion, the Combining and Individual Nonmajor Fund Financial Statements and Schedules, the Component Unit Statements, the Community Development Block Grant Source and Application of Funds Status Schedule and Community Development Block Grant Project Costs Schedule, the Schedules of Expenditures of Special Purpose Local Option Sales Tax, and the Schedules of Expenditures of Transportation Special Purpose Local Option Sales Tax 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 section, statistical section, and the continuing disclosure information 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 July 31, 2026 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.

Mauldin & Jenkins, LLC

Macon, Georgia
July 31, 2026

CITY OF MILLEDGEVILLE, GEORGIA

MANAGEMENT'S DISCUSSION & ANALYSIS
JUNE 30, 2025

The Management's Discussion and Analysis ("MD&A") provides a narrative overview and analysis of the financial activities of the City of Milledgeville (the "City") for the fiscal year ended June 30, 2025. We encourage readers to consider the information presented here in conjunction with the letter of transmittal at the front of this report and the City's financial statements, which follow this section.

FINANCIAL HIGHLIGHTS

- The City's assets and deferred outflows of resources exceeded its liabilities and deferred inflows of resources at June 30, 2025 by $79,375,081. Of this amount, $46,710,291 is the City's net investment in capital assets (net of depreciation and related debt). Total unrestricted net position is $23,793,631 and may be used to meet the City's ongoing obligations. Unrestricted net position of governmental activities is $11,920,417.

- As of June 30, 2025, the City's governmental funds reported combined ending fund balances of $9,716,438. Approximately 37% of this total amount, $3,604,350, is available for spending at the Council's discretion (unassigned fund balance). The governmental funds combined fund balance decreased by $2,544,786 from fiscal year ended June 30, 2024. The decrease in fund balance may be primarily attributed to the increase in Public Safety spending.

- The total liabilities of the City's governmental and business-type activities outstanding at June 30, 2025 are $6,843,044 and $3,889,910, respectively. $4,456,750 of the total $10,732,954 represents liabilities that are due in one year or more, such as long-term debt and compensated absences. This is a decrease of $1,162,101 for the governmental-type funds and an increase of $309,959 for the business-type activities from fiscal year ended June 30, 2024. In accordance with Governmental Accounting Standards Board ("GASB") No. 68, the City was required to record a net pension asset of $994,434 at June 30, 2025, with deferred outflows and inflows related to the net pension asset of $4,888,175 and $4,171,631, respectively.

OVERVIEW OF THE FINANCIAL STATEMENTS

The MD&A narrative is intended to serve as an introduction to the City's basic financial statements. The basic financial statements are composed of three elements: 1) government-wide financial statements; 2) fund financial statements; and 3) notes to the financial statements. In addition to the basic statements, this report also contains other supplementary information including combining statements of nonmajor funds, and a statistical section.

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 City's government-wide financial statements include the statement of net position and the statement of activities. These two statements report information about the City using the *accrual basis* of accounting, which is similar to the accounting method used by most private-sector businesses. All of the current year's revenues and expenses are taken into account regardless of when cash is received or paid.

The purpose of the ***Statement of Net Position*** (pages 20 – 22) is an attempt to report all of the assets held and liabilities owed by the City. The City reports all of its assets when it acquires ownership over the assets and reports all of its liabilities when they are incurred. The difference between total assets and deferred outflows and total liabilities and deferred inflows is labeled *net position.* Over time, increases or decreases in net position may serve as a useful indicator of whether the City's financial position is improving or deteriorating.

The ***Statement of Activities*** (page 23), on the other hand, presents revenues and expenses of the City. Under the accrual basis of accounting mentioned earlier, revenues are recognized when earned and expenses when incurred in this statement. Thus, revenues are reported, even when they may not be collected for several weeks after the accounting period and expenses are recorded, even though they may not have used cash during the current period. The difference is described as *changes in net position.* The primary focus of the statement of activities is on *net costs* of various activities provided by the City and identifies the extent to which each function of the City draws from general revenues or is self-financing through fees, grants or other sources.

In the statement of net position and the statement of activities, the City is divided into three basic types of activities:

- ***Governmental Activities*** – Most of the City's basic services are reported under this category, including police, fire, public works and general administration. Sales tax, property taxes and intergovernmental revenues finance most of these services.

- ***Business-type Activities –*** The City charges fees to customers to assist in covering all or most of the costs for certain services it provides. The City's water and sewer system fees, refuse collection fees, and stormwater fees are reported in this category.

- ***Discretely Presented Component Units*** – Component units are legally separate organizations for which the elected officials of the City are financially accountable. The City has two component units – Allied Arts and the Downtown Development Authority.

The City's government-wide financial statements are presented on pages 20 – 23.

Fund Financial Statements. The focus of fund financial statements is directed to specific activities of the City and its most significant funds, not the City as a whole. A fund is an entity with a self-balancing set of accounts that the City uses to track specific resources and expenditures, either for management purposes or because of legal mandates. In addition to the major funds, individual fund data for the City's nonmajor funds can be found beginning on page 85. The City's funds are divided into three broad categories – governmental, proprietary, and fiduciary – and use different accounting approaches.

- ***Governmental Funds –*** These funds account for essentially the same functions reported as governmental activities in the government-wide financial statements; however, governmental fund financial statements focus on the short-term view of the City's general government operations and the basic services it provides. Governmental funds are reported using an accounting method called *modified accrual accounting*, which measures cash and all other financial assets that can be readily converted to cash.

  Because the focus of the governmental fund financial statements is narrower than that of the government-wide financial statements and because of the different accounting methods used to prepare them, there are often significant differences between the totals presented in these financial statements. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures and changes in fund balance provide a reconciliation to facilitate this comparison between governmental funds and governmental activities. The City's basic governmental fund financial statements are presented on pages 24 – 27 of this report.

  The City maintains seven (7) individual governmental funds. Information is presented separately in the governmental fund balance sheet and the governmental fund statement of revenues, expenditures and changes in fund balances for the General Fund, American Rescue Plan Act ("ARPA") Fund, and Special Purpose Local Option Sales Tax ("SPLOST") Fund, which are considered major funds. Data for the other four governmental funds are combined in a single, aggregated presentation. Individual fund data for each of these nonmajor governmental funds is provided in the form of combining statements on pages 85 and 86 of this report.

- ***Proprietary Funds –*** When the City charges customers for the services it provides – whether to outside customers or to other departments of the City – these services are generally reported in proprietary funds. The City maintains two different types of proprietary funds: Enterprise Funds and Internal Service Funds. These proprietary funds are prepared using the same accounting basis as the government-wide financial statements.

  Enterprise fund statements report the same functions presented in the business-type activities columns of the government-wide financial statements. The City uses the enterprise fund to account for the Water and Sewer system, Solid Waste system, and Stormwater system.

Internal service funds are an accounting device to account for services provided and billed on an internal basis. The City utilizes the Internal Service Fund for Risk Management activities. Because of the nature of the City's Internal Service Funds, they are allocated to both governmental activities and business-type activities on the government-wide statement.

The City's proprietary fund financial statements are presented on pages 33 – 40.

- ***Fiduciary Funds –*** Fiduciary funds are used to account for resources held for the benefit of parties outside the government. 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 for fiduciary funds is much like that used for proprietary funds.

  The City acts as trustee or fiduciary for its employee pension plan. It is also responsible for other assets that, because of the nature of the trust or agency arrangement, can be used only for the trust or agent beneficiaries.

  Fiduciary funds are presented in the fund financial statements but are not reported in the government-wide financial statements.

  The City's fiduciary fund financial statements are presented on pages 41 and 42.

Budgetary Comparisons

The City adopts an annual appropriated budget for its General Fund and Special Revenue Funds. The budgetary comparison statements have been provided for each of these funds to demonstrate compliance with the budget. The General Fund and ARPA Fund budgetary comparison statements can be found on pages 28 – 32. The Special Revenue Fund budgetary comparison statements can be found on pages 87 – 89.

During fiscal year 2025, the General Fund budget required several amendments. Those amendments included $27,485 to Code Enforcement to fund one part-time Code Enforcement Officer. Also included was an amendment to the Finance Department for $$6,875 to reflect a position upgrade from Procurement Coordinator to Procurement Manager as well as a $16,709 amendment to the City Manager's budget for the assignment of the Deputy Clerk position to the Procurement Manager also. These amendments resulted in an increase of $51,069 to the overall General Fund budget that was adopted by City Council for fiscal year 2024-2025.

Notes to the Financial Statements

The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements can be found on pages 43 – 81 of this report.

Other Supplementary Information

Other supplementary information includes combining financial statements for nonmajor governmental, proprietary, and fiduciary funds. These funds are added together by fund type and presented together in single columns in the basic financial statements but are not reported individually as with major funds on the government-wide financial statements. The combining and individual fund statements and schedules are presented immediately following the required supplementary information and can be found on pages 82 – 84 of this report.

The report includes one schedule (page 28) which reconciles the amounts on the governmental fund financial statements (modified accrual basis of accounting) with the governmental activities reported on the government-wide financial statements (accrual basis of accounting).

GOVERNMENT WIDE FINANCIAL ANALYSIS

The City's overall financial position and operations for the fiscal year are summarized in Table 1 below based on the information included in the government-wide financial statements (see pages 20 – 23).

City of Milledgeville Net Position

	Governmental Activities		Business-Type Activities		Total	
ASSETS	**2025**	2024	**2025**	2024	**2025**	2024
Current and other assets	**$ 22,896,258**	$ 21,620,029	**$ 18,255,781**	$ 17,148,994	**$ 41,152,039**	$ 38,769,023
Capital assets	**16,778,901**	14,636,235	**34,236,738**	31,769,818	**51,015,639**	46,406,053
Total assets	**39,675,159**	36,256,264	**52,492,519**	48,918,812	**92,167,678**	85,175,076
Deferred outflows of resources	**3,372,839**	3,496,295	**1,515,336**	1,165,432	**4,888,175**	4,661,727
LIABILITIES						
Long-term debt outstanding	**2,086,858**	422,582	**2,480,330**	2,543,918	**4,567,188**	2,966,500
Other liabilities	**4,857,380**	7,582,563	**1,409,580**	1,036,033	**6,266,960**	8,618,596
Total liabilities	**6,944,238**	8,005,145	**3,889,910**	3,579,951	**10,834,148**	11,585,096
Deferred inflows of resources	**2,878,424**	2,823,687	**4,069,394**	3,786,776	**6,947,818**	6,610,463
NET POSITION						
Net investment in capital assets	**14,542,634**	14,636,235	**31,030,343**	29,130,882	**45,572,977**	43,767,117
Restricted	**6,011,597**	6,840,823	**2,859,562**	2,832,579	**8,871,159**	9,673,402
Unrestricted	**12,671,105**	7,446,669	**12,158,646**	10,754,056	**24,829,751**	18,200,725
Total net position	**$ 33,225,336**	$ 28,923,727	**$ 46,048,551**	$ 42,717,517	**$ 79,273,887**	$ 71,641,244

Net Position – As noted earlier, net position may serve over time as a useful indicator of a government's financial position. As of June 30, 2025, assets exceeded liabilities by $74 million. However, much of the net position is either restricted as to the purpose for which it can be used or is invested in capital assets.

The largest portion of the City's net position, $46,710,291, represents investments in capital assets. The investment in capital assets includes land, buildings, machinery, and equipment, as well as infrastructure acquired in past years. These capital assets are used to provide services to citizens; consequently, they are not available for future spending. Although the investment in capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities. An additional $8,871,159 of the City's net position represents resources that are subject to external restrictions on how they are to be used.

Changes in Net Position – Governmental and business-type activities increased the City's net position by $7,850,100 in fiscal year 2025. The following table indicates the changes in net position for the governmental and business-type activities in fiscal year 2025.

City of Milledgeville Changes in Net Position

	Governmental Activities		Business-Type Activities		Total	
	2025	2024	**2025**	2024	**2025**	2024
Revenues						
Program revenues:						
Charges for services	**$ 1,400,716**	$ 1,315,243	**$ 11,735,129**	$ 10,710,372	**$ 13,135,845**	$ 12,025,615
Operating grants and contributions	**4,954,575**	537,095	**-**	-	**4,954,575**	537,095
Capital grants and contributions	**6,857,616**	2,083,105	**3,371,436**	-	**10,229,052**	2,083,105
General revenues:						
Property taxes	**6,008,965**	5,350,115	**-**	-	**6,008,965**	5,350,115
Sales tax	**4,102,340**	3,934,325	**-**	-	**4,102,340**	3,934,325
Other taxes	**5,584,308**	5,235,289	**-**	-	**5,584,308**	5,235,289
Investment earnings	**25,728**	38,825	**133,682**	170,474	**159,410**	209,299
Total revenues	**28,934,248**	18,493,997	**15,240,247**	10,880,846	**44,174,495**	29,374,843
Expenses						
General government	**5,772,921**	2,373,222	**-**	-	**5,772,921**	2,373,222
Judicial	**240,378**	250,724	**-**	-	**240,378**	250,724
Public safety	**9,023,403**	8,946,468	**-**	-	**9,023,403**	8,946,468
Public works	**5,906,705**	2,086,081	**-**	-	**5,906,705**	2,086,081
Housing and development	**1,802,270**	1,116,403	**-**	-	**1,802,270**	1,116,403
Culture and recreation	**1,754,869**	810,565	**-**	-	**1,754,869**	810,565
Water and sewer	**-**	-	**8,208,518**	8,212,029	**8,208,518**	8,212,029
Solid waste	**-**	-	**2,617,912**	3,355,085	**2,617,912**	3,355,085
Stormwater	**-**	-	**1,082,783**	1,066,361	**1,082,783**	1,066,361
Total expenses	**24,516,376**	15,583,463	**11,909,213**	12,633,475	**36,425,589**	28,216,938
Increase (decrease) in net position before transfers	**4,417,872**	2,910,534	**3,331,034**	(1,752,629)	**7,748,906**	1,157,905
Transfers	**-**	(2,773,004)	**-**	2,773,004	**-**	-
Change in net position	**4,417,872**	137,530	**3,331,034**	1,020,375	**7,748,906**	1,157,905
Net position, beginning of year	**28,807,464**	28,786,197	**42,717,517**	41,697,142	**71,524,981**	70,483,339
Net position, end of year	**$ 33,225,336**	$ 28,923,727	**$ 46,048,551**	$ 42,717,517	**$ 79,273,887**	$ 71,641,244

Governmental Activities – Governmental activities increased the City's net position by $137,530 in fiscal year 2025. Key elements of this increase are as follows:

- The City's revenues totaled $28.9 million, with the majority stemming from a diverse tax base. Property taxes accounted for the largest share at 21%, closely followed by other taxes at 19%, and sales taxes at 14%. An additional 5% came from fees for services. A key factor in the increase in total revenue was a rise in capital grants and contributions, which includes SPLOST revenues.

- Total expenses for the City were $24.6 million, with the primary expenditure being public safety, which made up 37% of the budget. General government expenses accounted for 23%, and public works for 24%, while the remaining 15% was allocated to housing and development, judicial activities, and culture and recreation. Expenses for public safety increased by 2% from the previous year due to investments in new technology and equipment for the police department. Conversely, public works expenses increased significantly by 184% as ongoing capital projects on the water plant and water line infrastructure. Meanwhile, general government expenses rose by 143% due to increased costs for operating supplies and healthcare.

Business-Type Activities – The City's business-type activities increased the net position by $3,550,790 in fiscal year 2025. The net position is largely due to the water utility fund. The City took over the water system at Central State Hospital ("CSH") in 2021. CSH water usage added 3% revenue to total water revenue. As CSH continues to grow by adding new businesses, the revenues from water usage will continue to increase net position through our utility.

Financial Analysis of the City Funds

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

Governmental Funds – The focus of the City's governmental funds is to provide information on near-term inflows, outflows and balances of spendable resources. Such information is useful in assessing the City's financing requirements. In particular, *unassigned fund balance* may serve as a useful measure of a government's net resources available for spending at the end of the fiscal year. For the fiscal year ended June 30, 2025, as noted earlier in this report, the City fully implemented GASB Statement No. 54 in regard to reporting of fund balance. The GASB Statement No. 54 recognizes the following designations for fund balances of governmental funds: Non-spendable, Restricted, Committed, Assigned and Unassigned.

At the end of fiscal year 2025, the combined ending fund balance of the City's governmental funds was $9,716,438, a decrease of 21% from fiscal year 2024. The fund balance decreased due to the increase of capital projects spending on water system upgrades. Approximately $3.6 million (37%) of combined fund balance consists of unassigned fund balance, which is available working capital for current spending in accordance with the purpose of the specific funds. The unassigned fund balance decreased by $1,752,841. Expenditures were 17% higher than the previous year and revenues increased by 47%. The remainder of fund balance is duly designed to indicate that it is not available for new spending because it is committed to the following purposes: non-spendable for inventories ($100,491), restricted for capital projects ($3,648,108), restricted for grants ($11,237), restricted for promotion of tourism ($1,150,864), restricted for housing and development programs ($963,172), and restricted for public safety ($238,216).

The City has three major governmental funds, which are the General Fund, ARPA Fund, and the SPLOST Fund.

1. *General Fund* – This is the primary operating fund of the City government. It accounts for many of the City's core services such as law enforcement, fire protection, roads and streets, culture and recreation, and administration. At the end of the current fiscal year, unassigned fund balance of the General Fund was $3,604,350, which represents the total unassigned balance. As a measure of the General Fund's liquidity, it may be useful to compare both unassigned fund balance and total fund balance to total expenditures. Unassigned fund balance represents 37% of total fiscal year 2025 expenditures, while total fund balance is 40% of that same amount.

2. *ARPA Fund* – This fund is the newest Special Revenue Fund of the City. It is the American Rescue Plan Act ("ARPA") of 2021. It was a bill passed by Congress in 2021. It was in response to the COVID-19 pandemic and is considered a stimulus relief packet to help bridge budget shortfalls. There was $11,237 in restricted funds at the end of June 30, 2025.

3. *SPLOST Fund* – This fund is a Capital Project Fund accounting for the City's negotiated share of the Special Purpose Local Option Sales taxes. This tax is voted by referendum to collect a penny on sales that occur within Baldwin County. The tax must be used for specific capital expenditures. The total fund balance of $2,897,465 is designated as restricted and will be used to fund major capital projects. This is a decrease of $1,004,622 from fiscal year 2024. This can be attributed to doing major capital projects and purchasing large ticket capital assets.

Proprietary Funds – The City's proprietary fund statements provide the same type of information found on the government-wide statements, but in more detail.

Unrestricted net position of the City's major proprietary fund, the Water and Sewer Fund, totaled $11,653,092. The total net position increased by $1,348,378.

Unrestricted net position of the City's other major proprietary fund, the Solid Waste Fund, totaled $722,812 which demonstrates the rising costs in the operation of the Solid Waste Fund. Solid Waste fees were restructured effective July 1, 2009, and this has positively impacted revenue for this fund. In addition, on January 1, 2013, the City entered into a new contract with Advanced Waste Disposal. This new contract implemented a reduction in the costs of providing solid waste collection services to the customers of the Solid Waste Fund. The Solid Waste Fund continues to operate with a positive margin. The City approved an extension of this contract in 2022, which retained the same rates with a CPI increase, if applicable.

The City's nonmajor proprietary fund, the Stormwater Fund, has an unrestricted net position of ($664,476).

GENERAL FUND BUDGETARY HIGHLIGHTS

The City's budget is prepared according to the Georgia statutes and the City Code. The most significant budgeted fund is the General Fund.

In June 2025, the Council appropriated $15.3 million for General Fund expenditures.

City of Milledgeville 2025 General Fund Budget

	Original Budget	Amendments	Final Budget	Actual
Revenues and other financing sources	$ 15,324,673	$ -	$ 15,324,673	$ 16,114,499
Expenditures and other financing uses	15,324,673	-	15,324,673	19,606,346

Budgetary amendments did not affect the total budgetary allowance for revenue or expenditures due to the realignment between existing departments. The budget was amended to adjust for repairs and maintenance for the fire department, as well as increases in gas and diesel. Additional amendments were made to allow for increases in the public works department for operating supplies and contract labor. Actual revenues do not reflect budgeted transfers from other funds. Budgetary amendments were approved by the Council as required by State law and the City Code.

CAPITAL ASSETS AND DEBT ADMINISTRATION

Capital Assets – The City has invested $49,186,141 in capital assets (net of accumulated depreciation). Capital assets include infrastructure, land, land improvements, buildings and machinery and equipment. Approximately 70% of this investment is related to business-type activities, while only 30% is related to governmental activities.

Capital assets held by the City at the end of the current fiscal year are summarized as follows:

City of Milledgeville Capital Assets
(net of accumulated depreciation)

	Governmental Activities		Business-Type Activities		Total	
	2025	2024	**2025**	2024	**2025**	2024
Land	**$ 2,468,098**	$ 2,468,098	**$ 181,310**	$ 181,310	**$ 2,649,408**	$ 2,649,408
Land improvements	**86,771**	87,088	**242,248**	243,812	**329,019**	330,900
Infrastructure	**6,444,347**	6,755,661	**14,952,270**	15,163,625	**21,396,617**	21,919,286
Buildings	**3,163,786**	3,138,640	**9,535,934**	9,830,655	**12,699,720**	12,969,295
Machinery and equipment	**1,902,562**	2,186,748	**2,544,582**	2,480,542	**4,447,144**	4,667,290
Lease asset	**1,829,498**	-	-	-	**1,829,498**	-
Construction in progress	**883,839**	-	**6,780,394**	3,869,874	**7,664,233**	3,869,874
Total capital assets	**$ 16,778,901**	$ 14,636,235	**$ 34,236,738**	$ 31,769,818	**$ 51,015,639**	$ 46,406,053

Major capital asset expenditures during the current fiscal year for governmental activities included the following:

- Machinery & Equipment - $336,610
- Buildings - $210,969
- Library Improvements - $883,839

Major capital asset purchases during the current fiscal year for the business-type activities included the following:

- Buildings - $136,745
- Infrastructure - $588,796
- Machinery & Equipment - $517,131
- Water Line Improvements - $2,910,520

Additional information on the City's capital assets can be found in Note 5 on pages 62 – 66 of this report.

Long-term debt – At June 30, 2025, the City of Milledgeville had $2,436,891 in notes payable outstanding, a decrease of $202,045 from fiscal year 2024. These changes represent payments made to reduce notes outstanding.

State statutes limit the amount of general obligation debt a governmental entity may issue to 10% of its total assessed valuation. The current debt limitation for the City is $55.6 million.

Additional information on the City's long-term debt can be found in Note 6 on pages 66 – 69 of this report.

City of Milledgeville Outstanding Debt

	Governmental Activities		Business-Type Activities		Total	
	2025	2024	**2025**	2024	**2025**	2024
Leases	**$ 1,604,141**	$ -	**$ -**	$ -	**$ 1,604,141**	$ -
Notes payable	**-**	-	**2,436,891**	2,638,936	**2,436,891**	2,638,936
Compensated absences	**620,465**	514,010	**416,056**	178,379	**1,036,521**	692,389
Claims payable	**143,365**	128,714	**-**	-	**143,365**	128,714
	$ 2,367,971	$ 642,724	**$ 2,852,947**	$ 2,817,315	**$ 5,220,918**	$ 3,460,039

Economic Factors and Next Year's Budget

The following factors are expected to have an effect on the City's financial position of operations and were taken into account in developing the fiscal year 2025 Budget.

- The General Fund property taxes increased in fiscal 2025 due to county evaluations being processed this year, raising the City's assessed value $86 million. This increase produced approximately $240,000 in additional tax revenue to help support the services provided to our citizens and reduce the City's dependence upon transfers in from the City's Water and Sewer fund.

- Utility revenues are anticipated to slightly increase due to water rates increasing to acquire bonds to make major renovations to the current water plant system. In addition, the City of Milledgeville reached an agreement with Baldwin County to bill for garbage service on behalf of the County for those customers who receive their water from the City. In addition, as the initiative to realign and establish Central State Hospital as a viable operation that will serve multiple purposes for the City, Baldwin County and surrounding areas, we anticipate increased utilization for the City's water, sewer and solid waste services. We also anticipate growth in this area that will not only generate sales taxes as businesses open in the area but also the opportunity for assessment and collection of other tax revenues.

These actions are anticipated to:

- Improve the fiscal health of the City by strengthening the enterprise funds.

- These increases will allow the City to once again meet its debt service coverage and start a more active repair and replacement program for the City's water and sewer and stormwater infrastructure.

- To continue the implementation of a pay as you go budget to reduce the dependency on borrowed funds.

The City continues to have retail businesses locating in the City limits and growth in the water and sewer and stormwater systems. For fiscal year 2025, the City has begun to see an increase in building permits primarily with the development of new businesses in the downtown area.

REQUEST FOR INFORMATION

This financial report is designed to provide a general overview of the City of Milledgeville's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this or additional financial information should be addressed to:

Finance Department
P.O. Box 1900
Milledgeville, Georgia 31059-1900

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF NET POSITION
JUNE 30, 2025

	Primary Government			Component Units	
	Governmental Activities	Business-type Activities	Total	Allied Arts	Downtown Development Authority
ASSETS					
Cash and cash equivalents	$ 12,777,162	$ 14,314,048	$ 27,091,210	$ 169,007	$ 49,015
Investments	-	-	-	105,625	94,474
Taxes receivable	757,024	-	757,024	-	-
Accounts receivable, net of allowances	32,259	1,359,834	1,392,093	-	-
Leases	-	2,969,269	2,969,269	-	-
Notes receivable	379,305	-	379,305	-	-
Due from other governments	7,326,532	-	7,326,532	-	-
Internal balances	837,326	(837,326)	-	-	-
Inventories	100,491	141,681	242,172	-	-
Net pension asset	686,159	308,275	994,434	-	-
Capital assets, non-depreciable	3,351,937	6,961,704	10,313,641	60,792	-
Capital assets, depreciable, net of accumulated depreciation	13,426,964	27,275,034	40,701,998	-	16,233
Total assets	39,675,159	52,492,519	92,167,678	335,424	159,722
DEFERRED OUTFLOWS OF RESOURCES					
Pensions	3,372,839	1,515,336	4,888,175	-	-
Total deferred outflows of resources	3,372,839	1,515,336	4,888,175	-	-

(Continued)

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF NET POSITION
JUNE 30, 2025

	Primary Government			Component Units	
	Governmental Activities	Business-type Activities	Total	Allied Arts	Downtown Development Authority
LIABILITIES					
Accounts payable	$ 2,460,635	$ 464,106	$ 2,924,741	$ -	$ 5,173
Accrued liabilities	53,013	58,593	111,606	7,748	-
Liabilities payable from restricted assets	-	514,264	514,264	-	-
Unearned revenue	2,062,619	-	2,062,619	-	-
Claims payable due within one year	32,927	-	32,927	-	-
Claims payable due in more than one year	110,438	-	110,438	-	-
Compensated absences due within one year	248,186	166,422	414,608	1,522	-
Compensated absences due in more than one year	372,279	249,634	621,913	-	-
Notes payable due within one year	-	206,195	206,195	-	-
Notes payable due in more than one year	-	2,230,696	2,230,696	-	-
Lease liability due within one year	342,586	-	342,586	-	-
Lease liability due in more than one year	1,261,555	-	1,261,555	-	-
Total liabilities	6,944,238	3,889,910	10,834,148	9,270	5,173
DEFERRED INFLOWS OF RESOURCES					
Leases	-	2,776,187	2,776,187	-	-
Pensions	2,878,424	1,293,207	4,171,631	-	-
Total deferred inflows of resources	2,878,424	4,069,394	6,947,818	-	-

(Continued)

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF NET POSITION
JUNE 30, 2025

	Primary Government			Component Units	
NET POSITION	Governmental Activities	Business-type Activities	Total	Allied Arts	Downtown Development Authority
Net investment in capital assets	$ 14,542,634	$ 31,030,343	$ 45,572,977	$ 60,792	$ -
Restricted for debt service	-	2,859,562	2,859,562	-	-
Restricted for capital projects	3,648,108	-	3,648,108	-	-
Restricted for grants	11,237	-	11,237	-	-
Restricted for public safety	238,216	-	238,216	-	-
Restricted for tourism	1,150,864	-	1,150,864	-	-
Restricted for housing and development	963,172	-	963,172	-	-
Unrestricted	12,671,105	12,158,646	24,829,751	265,362	154,549
Total net position	$ 33,225,336	$ 46,048,551	$ 79,273,887	$ 326,154	$ 154,549

The accompanying notes are an integral part of these financial statements.

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF ACTIVITIES
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

Functions/Programs	Expenses	Program Revenues: Charges for Services	Program Revenues: Operating Grants and Contributions	Program Revenues: Capital Grants and Contributions	Net (Expenses) Revenues and Changes in Net Position: Governmental Activities	Business-type Activities	Total	Component Units: Allied Arts	Component Units: Downtown Development Authority
Primary government									
Governmental activities:									
General government	$ 5,772,921	$ 1,051,066	$ 4,954,575	$ -	$ 232,720	$ -	$ 232,720	$ -	$ -
Judicial	240,378	-	-	-	(240,378)	-	(240,378)	-	-
Public safety	9,023,403	349,650	-	-	(8,673,753)	-	(8,673,753)	-	-
Public works	5,906,705	-	-	6,829,664	922,959	-	922,959	-	-
Culture and recreation	1,754,869	-	-	-	(1,754,869)	-	(1,754,869)	-	-
Housing and development	1,802,270	-	-	27,952	(1,774,318)	-	(1,774,318)	-	-
Interest on long-term debt	15,830	-	-	-	(15,830)	-	(15,830)	-	-
Total governmental activities	24,516,376	1,400,716	4,954,575	6,857,616	(11,303,469)	-	(11,303,469)	-	-
Business-type activities:									
Water and sewer	8,208,518	8,476,416	-	1,725,475	-	1,993,373	1,993,373	-	-
Solid waste	2,617,912	2,463,811	-	-	-	(154,101)	(154,101)	-	-
Stormwater	1,082,783	794,902	-	1,645,961	-	1,358,080	1,358,080	-	-
Total business-type activities	11,909,213	11,735,129	-	3,371,436	-	3,197,352	3,197,352	-	-
Total primary government	$ 36,425,589	$ 13,135,845	$ 4,954,575	$ 10,229,052	(11,303,469)	3,197,352	(8,106,117)	-	-
Component units									
Allied Arts	$ 210,402	$ 18,219	$ 185,177	$ 5,000	-	-	-	(2,006)	-
Downtown Development Authority	48,216	89,518	-	-	-	-	-	-	41,302
Total component units	$ 258,618	$ 107,737	$ 185,177	$ 5,000	-	-	-	(2,006)	41,302
General revenues:									
Property taxes					6,008,965	-	6,008,965	-	-
Sales taxes					4,102,340	-	4,102,340	-	-
Hotel/motel taxes					968,387	-	968,387	-	-
Franchise taxes					1,659,843	-	1,659,843	-	-
Insurance premium taxes					1,630,043	-	1,630,043	-	-
Alcoholic beverage taxes					511,666	-	511,666	-	-
Business and occupation taxes					721,086	-	721,086	-	-
Other taxes					93,283	-	93,283	-	-
Unrestricted investment earnings					25,728	133,682	159,410	2,996	3,013
Total general revenues					15,721,341	133,682	15,855,023	2,996	3,013
Change in net position					4,417,872	3,331,034	7,748,906	990	44,315
Net position, beginning of year					28,807,464	42,717,517	71,524,981	325,164	110,234
Net position, end of year					$ 33,225,336	$ 46,048,551	$ 79,273,887	$ 326,154	$ 154,549

The accompanying notes are an integral part of these financial statements.

CITY OF MILLEDGEVILLE, GEORGIA

BALANCE SHEET
GOVERNMENTAL FUNDS
JUNE 30, 2025

ASSETS	General	American Rescue Plan Act	SPLOST	TSPLOST Fund	Nonmajor Governmental Funds	Total Governmental Funds
Cash and cash equivalents	$ 3,702,021	$ 3,552,781	$ 2,905,974	$ 536,482	$ 1,791,865	$ 12,489,123
Taxes receivable, net of allowance	673,998	-	-	-	83,026	757,024
Accounts receivable, net of allowances	32,259	-	-	-	-	32,259
Notes receivable	-	-	-	-	379,305	379,305
Due from other governments	620,328	-	3,000,102	3,706,102	-	7,326,532
Due from other funds	-	-	100	-	-	100
Advance to other funds	779,356	-	-	-	-	779,356
Inventories	100,491	-	-	-	-	100,491
Total assets	$ 5,908,453	$ 3,552,781	$ 5,906,176	$ 4,242,584	$ 2,254,196	$ 21,864,190
LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES						
LIABILITIES						
Accounts payable	$ 822,375	$ 1,478,925	$ 8,609	$ -	$ 139,854	$ 2,449,763
Accrued liabilities	53,013	-	-	-	-	53,013
Due to other funds	-	-	-	100	-	100
Unearned revenue	-	2,062,619	-	-	-	2,062,619
Total liabilities	875,388	3,541,544	8,609	100	139,854	4,565,495
DEFERRED INFLOWS OF RESOURCES						
Unavailable revenue - property taxes	605,423	-	-	-	-	605,423
Unavailable revenue - intergovernmental revenue	270,630	-	3,000,102	3,706,102	-	6,976,834
Total deferred inflows of resources	876,053	-	3,000,102	3,706,102	-	7,582,257

(Continued)

CITY OF MILLEDGEVILLE, GEORGIA

BALANCE SHEET
GOVERNMENTAL FUNDS
JUNE 30, 2025

LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES (CONTINUED)	General	American Rescue Plan Act	SPLOST	TSPLOST Fund	Nonmajor Governmental Funds	Total Governmental Funds
FUND BALANCES						
Fund balances:						
Nonspendable - inventory	$ 100,491	$ -	$ -	$ -	$ -	$ 100,491
Nonspendable - advances	779,356		-	-	-	779,356
Restricted for:						
Capital projects	214,261	-	2,897,465	536,382	-	3,648,108
Grants	-	11,237	-	-	-	11,237
Promotion of tourism	-	-	-	-	1,150,864	1,150,864
Housing and development programs	-	-	-	-	963,172	963,172
Public safety programs	237,910	-	-	-	306	238,216
Unassigned	2,824,994	-	-	-	-	2,824,994
Total fund balances	4,157,012	11,237	2,897,465	536,382	2,114,342	9,716,438
Total liabilities, deferred inflows of resources, and fund balances	$ 5,908,453	$ 3,552,781	$ 5,906,176	$ 4,242,584	$ 2,254,196	

Amounts reported for governmental activities in the Statement of Net Position are different because:	
Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds.	16,778,901
Other long-term assets are not available to pay for current period expenditures and, therefore, are deferred in the funds.	7,582,257
Deferred outflows of resources are not due and payable in the current period and, therefore, are not reported in the funds. These deferred outflows of resources consist of pension related differences between projected and actual earnings on investments and experience differences.	3,372,839
Internal service funds are used by management to charge the costs of workers' compensation insurance and related administrative costs to individual funds. The assets and liabilities of the internal service funds are included in governmental activities in the Statement of Net Position.	191,772
Long-term liabilities are not due and payable in the current period and, therefore, are not reported in the funds.	
Compensated absences payable	(620,465)
Lease liability	(1,604,141)
Net pension asset	686,159
Deferred inflows of resources are not available to pay for current period expenditures. These deferred inflows of resources consist of pension related experience differences.	(2,878,424)
Net position of governmental activities	$ 33,225,336

The accompanying notes are an integral part of these financial statements.

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES GOVERNMENTAL FUNDS FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	General	American Rescue Plan Act	SPLOST	Formerly Non-Major Fund TSPLOST Fund	Nonmajor Governmental Funds	Total Governmental Funds
Revenues						
Taxes	$ 14,485,637	$ -	$ -	$ -	$ 968,387	$ 15,454,024
Licenses and permits	576,665	-	-	-	-	576,665
Intergovernmental	220,592	4,463,353	449,594	535,758	27,952	5,697,249
Fines and forfeitures	349,650	-	-	-	-	349,650
Charges for services	38,352	-	-	-	-	38,352
Investment income	7,554	3,308	117,237	624	6,827	135,550
Other revenues	436,049	-	-	-	-	436,049
Total revenues	16,114,499	4,466,661	566,831	536,382	1,003,166	22,687,539
Expenditures						
Current:						
General government	2,080,147	4,463,353	-	-	-	6,543,500
Judicial	244,843	-	-	-	-	244,843
Public safety	10,967,692	-	-	-	-	10,967,692
Public works	3,916,857	-	-	-	-	3,916,857
Culture and recreation	1,759,928	-	-	-	-	1,759,928
Housing and development	449,299	-	-	-	1,367,064	1,816,363
Debt service	187,580	-	-	-	-	187,580
Capital outlay	-	-	1,571,453	-	-	1,571,453
Total expenditures	19,606,346	4,463,353	1,571,453	-	1,367,064	27,008,216
Excess (deficiency) of revenues over (under) expenditures	(3,491,847)	3,308	(1,004,622)	536,382	(363,898)	(4,320,677)

(Continued)

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES GOVERNMENTAL FUNDS FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	General	American Rescue Plan Act	SPLOST	Formerly Non-Major Fund TSPLOST Fund	Nonmajor Governmental Funds	Total Governmental Funds
Other financing sources						
Leases	$ 1,775,891	$ -	$ -	$ -	$ -	$ 1,775,891
Total other financing sources	1,775,891	-	-	-	-	1,775,891
Net change in fund balance	(1,715,956)	3,308	(1,004,622)	536,382	(363,898)	(2,544,786)
Fund balances, July 1	5,872,968	7,929	3,902,087	-	2,478,240	12,261,224
Fund balances, June 30	$ 4,157,012	$ 11,237	$ 2,897,465	$ 536,382	$ 2,114,342	$ 9,716,438

The accompanying notes are an integral part of these financial statements.

CITY OF MILLEDGEVILLE, GEORGIA

RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES FOR THE FISCAL YEAR ENDED JUNE 30, 2025

Amounts reported for governmental activities in the Statement of Activities are different because:		
Net change in fund balances - total governmental funds	$	(2,544,786)
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 and amortization expense.		
Capital outlay		6,835,629
Depreciation and amortization		(1,321,527)
The net effect of various miscellaneous transactions involving capital assets (i.e., sales, trade-ins and donations) is to decrease net position.		(3,371,436)
The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position.		
Issuance of leases		(1,775,891)
Principal payments on capital lease		171,750
Revenues in the Statement of Activities that do not provide current financial resources are not reported as revenues in the funds.		6,238,670
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.		
Change in compensated absences		(106,455)
Change in net pension asset and related deferred inflows and outflows of resources		507,966
Internal service funds are used by management to charge the costs of workers' compensation and related administrative costs to individual funds.		(216,048)
	$	4,417,872

The accompanying notes are an integral part of these financial statements.

CITY OF MILLEDGEVILLE, GEORGIA

GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	Budget			Variance with
	Original	Final	Actual	Final Budget
Revenues				
Property taxes	$ 3,917,000	$ 3,917,000	$ 5,767,376	$ 1,850,376
Sales tax	3,200,000	3,200,000	4,102,340	902,340
Other taxes	3,886,448	3,886,448	4,615,921	729,473
Licenses and permits	273,200	273,200	576,665	303,465
Intergovernmental	200,000	200,000	220,592	20,592
Charges for services	19,000	19,000	38,352	19,352
Fines and forfeitures	283,600	283,600	349,650	66,050
Interest revenue	10,000	10,000	7,554	(2,446)
Other revenue	138,360	138,360	436,049	297,689
Total revenues	11,927,608	11,927,608	16,114,499	4,186,891
Expenditures				
Current:				
General government:				
Legislative	227,787	227,787	226,770	1,017
Executive	576,658	576,658	704,891	(128,233)
Elections	500	500	643	(143)
Finance	565,854	565,854	575,368	(9,514)
Legal	219,486	219,486	108,902	110,584
Human resources	248,873	248,873	234,424	14,449
General government buildings and grounds	186,154	186,154	167,605	18,549
General engineering	-	-	2,041	(2,041)
General administration fees	77,000	77,000	59,503	17,497
Total general government	2,102,312	2,102,312	2,080,147	22,165
Judicial:				
Municipal court	272,874	272,874	244,843	28,031
Total judicial	272,874	272,874	244,843	28,031

(Continued)

CITY OF MILLEDGEVILLE, GEORGIA

GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	Budget			Variance with
	Original	Final	Actual	Final Budget
Expenditures (Continued)				
Current (Continued):				
Public safety:				
Police	$ 4,989,853	$ 4,989,853	$ 6,834,380	$ (1,844,527)
Detention center	130,000	130,000	125,509	4,491
Police department buildings and grounds	259,930	259,930	245,317	14,613
Fire	3,579,008	3,579,008	3,730,246	(151,238)
Fire department buildings and grounds	79,810	79,810	32,240	47,570
Total public safety	9,038,601	9,038,601	10,967,692	(1,929,091)
Public works:				
Public works administration	333,875	333,875	353,636	(19,761)
Roadways and walkways	781,073	781,073	2,049,829	(1,268,756)
Storm drainage	-	-	3,035	(3,035)
Street lighting	375,000	375,000	518,242	(143,242)
Traffic engineering	59,700	59,700	52,870	6,830
Maintenance and shop	471,283	471,283	414,716	56,567
Cemetery	463,848	463,848	524,529	(60,681)
Total public works	2,484,779	2,484,779	3,916,857	(1,432,078)
Culture and recreation:				
Recreation	185,849	185,849	170,362	15,487
Parks	541,883	541,883	416,469	125,414
Twin Lakes Library	191,394	191,394	1,173,097	(981,703)
Total culture and recreation	919,126	919,126	1,759,928	(840,802)

(Continued)

CITY OF MILLEDGEVILLE, GEORGIA

GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	Budget			Variance with
	Original	Final	Actual	Final Budget
Expenditures (Continued)				
Current (Continued):				
Housing and development:				
Inspections	$ 124,652	$ 124,652	$ 139,432	$ (14,780)
Planning and zoning	145,733	145,733	97,961	47,772
Main street	236,596	236,596	211,906	24,690
Total housing and development	506,981	506,981	449,299	57,682
Debt service				
Principal	-	-	171,750	(171,750)
Interest	-	-	15,830	(15,830)
	-	-	187,580	(187,580)
Total expenditures	15,324,673	15,324,673	19,606,346	(4,281,673)
Deficiency of revenues under expenditures	(3,397,065)	(3,397,065)	(3,491,847)	(94,782)
Other financing sources				
Transfers in	3,397,065	3,397,065	-	(3,397,065)
Leases	-	-	1,775,891	1,775,891
Total other financing sources	3,397,065	3,397,065	1,775,891	(1,621,174)
Net change in fund balance	-	-	(1,715,956)	(1,715,956)
Fund balances, July 1	5,872,968	5,872,968	5,872,968	-
Fund balances, June 30	$ 5,872,968	$ 5,872,968	$ 4,157,012	$ (1,715,956)

The accompanying notes are an integral part of these financial statements.

CITY OF MILLEDGEVILLE, GEORGIA

AMERICAN RESCUE PLAN ACT FUND
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	Budget			Variance with
	Original	Final	Actual	Final Budget
Revenues				
Intergovernmental	$ 3,492,380	$ 3,492,380	$ 4,463,353	$ 970,973
Interest revenue	3,200	3,200	3,308	108
Total revenues	3,495,580	3,495,580	4,466,661	971,081
Expenditures				
Current:				
General government	3,495,580	3,495,580	4,463,353	(967,773)
Total expenditures	3,495,580	3,495,580	4,463,353	(967,773)
Net change in fund balance	-	-	3,308	3,308
Fund balances, July 1	7,929	7,929	7,929	-
Fund balances, June 30	$ 7,929	$ 7,929	$ 11,237	$ 3,308

The accompanying notes are an integral part of these financial statements.

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF NET POSITION
PROPRIETARY FUNDS
JUNE 30, 2025

ASSETS	Business-type Activities - Enterprise Funds				Governmental Activities
	Water and Sewer Fund	Solid Waste Fund	Nonmajor Stormwater Fund	Totals	Internal Service Fund
CURRENT ASSETS					
Cash	$ 13,835,743	$ 478,305	$ -	$ 14,314,048	$ 288,039
Accounts receivable, net	978,675	236,645	144,514	1,359,834	-
Leases	2,969,269	-	-	2,969,269	-
Inventories	141,681	-	-	141,681	-
Total current assets	17,925,368	714,950	144,514	18,784,832	288,039
NON-CURRENT ASSETS					
Net pension asset	248,609	29,833	29,833	308,275	-
Capital assets:					
Land	181,310	-	-	181,310	-
Buildings	21,558,564	-	-	21,558,564	-
Site improvements	357,468	-	-	357,468	-
Machinery and equipment	8,313,569	97,772	479,244	8,890,585	-
Infrastructure	31,630,508	-	273,465	31,903,973	-
Construction in progress	5,134,433	-	1,645,961	6,780,394	-
	67,175,852	97,772	2,398,670	69,672,294	-
Less accumulated depreciation	(35,196,698)	(9,777)	(229,081)	(35,435,556)	-
Total capital assets (net of accumulated depreciation)	31,979,154	87,995	2,169,589	34,236,738	-
Total assets	50,153,131	832,778	2,343,936	53,329,845	288,039
DEFERRED OUTFLOWS OF RESOURCES					
Pensions	1,222,044	146,646	146,646	1,515,336	-
Total deferred outflows of resources	1,222,044	146,646	146,646	1,515,336	-

(Continued)

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF NET POSITION
PROPRIETARY FUNDS
JUNE 30, 2025

LIABILITIES	Business-type Activities - Enterprise Funds				Governmental Activities
	Water and Sewer Fund	Solid Waste Fund	Nonmajor Stormwater Fund	Totals	Internal Service Fund
CURRENT LIABILITIES					
Payable from current assets:					
Accounts payable	$ 413,371	$ 9,795	$ 40,940	$ 464,106	$ 10,872
Accrued liabilities	53,274	3,382	1,937	58,593	-
Advance from other funds	-	-	779,356	779,356	-
Compensated absences payable	139,071	12,116	15,235	166,422	-
Claims payable	-	-	-	-	32,927
Notes payable	206,195	-	-	206,195	-
	811,911	25,293	837,468	1,674,672	43,799
Payable from restricted assets:					
Deposits	514,264	-	-	514,264	-
	514,264	-	-	514,264	-
Total current liabilities	1,326,175	25,293	837,468	2,188,936	43,799
NON-CURRENT LIABILITIES					
Compensated absences (net of current portion)	208,607	18,175	22,852	249,634	-
Claims payable (net of current portion)	-	-	-	-	110,438
Notes payable (net of current portion)	2,230,696	-	-	2,230,696	-
Total non-current liabilities	2,439,303	18,175	22,852	2,480,330	110,438
Total liabilities	3,765,478	43,468	860,320	4,669,266	154,237

(Continued)

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF NET POSITION
PROPRIETARY FUNDS
JUNE 30, 2025

	Business-type Activities - Enterprise Funds				Governmental Activities
DEFERRED INFLOWS OF RESOURCES	**Water and Sewer Fund**	**Solid Waste Fund**	**Nonmajor Stormwater Fund**	**Totals**	**Internal Service Fund**
Leases	$ 2,776,187	$ -	$ -	$ 2,776,187	$ -
Pensions	1,042,909	125,149	125,149	1,293,207	-
Total deferred inflows of resources	3,819,096	125,149	125,149	4,069,394	-
NET POSITION					
Net investment in capital assets	28,772,759	87,995	2,169,589	31,030,343	-
Restricted for debt service	2,859,562	-	-	2,859,562	-
Unrestricted	12,158,280	722,812	(664,476)	12,216,616	133,802
Total net position	$ 43,790,601	$ 810,807	$ 1,505,113	46,106,521	$ 133,802
Adjustment to reflect consolidation of internal service fund activities related to enterprise funds				(57,970)	
Net position of business-type activities				$ 46,048,551	

The accompanying notes are an integral part of these financial statements.

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF REVENUES, EXPENSES AND CHANGES IN FUND NET POSITION
PROPRIETARY FUNDS
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	Business-type Activities - Enterprise Funds				Governmental Activities
	Water and Sewer Fund	Solid Waste Fund	Nonmajor Stormwater Fund	Totals	Internal Service Fund
Operating revenues					
Water sales	$ 3,471,618	$ -	$ -	$ 3,471,618	$ -
Sewer sales	3,803,560	-	-	3,803,560	-
Sanitation fees	-	2,463,811	-	2,463,811	-
Stormwater fees	-	-	794,902	794,902	-
Tap fees	191,341	-	-	191,341	-
Late charges	201,490	-	-	201,490	-
Activation fees	48,175	-	-	48,175	-
Charges for services	-	-	-	-	475,779
Miscellaneous income	760,394	-	-	760,394	-
Total operating revenues	8,476,578	2,463,811	794,902	11,735,291	475,779
Operating expenses					
Water administration	141,994	-	-	141,994	-
Wastewater administration	482,467	-	-	482,467	-
Sanitary sewer maintenance	912,828	-	-	912,828	-
Sewer plants and lift station	1,693,164	-	-	1,693,164	-
Lamar Hamm Water Treatment Plant	1,811,134	-	-	1,811,134	-
James Baugh Water Treatment Plant	183,217	-	-	183,217	-
Distribution	560,535	-	-	560,535	-
Water meter	777,856	-	-	777,856	-
Solid waste collection	-	1,899,691	-	1,899,691	-
Yard trimmings collection and management	-	708,444	-	708,444	-
Stormwater	-	-	991,414	991,414	-
Insurance claims	-	-	-	-	700,027
Depreciation	1,585,126	9,777	91,369	1,686,272	-
Total operating expenses	8,148,321	2,617,912	1,082,783	11,849,016	700,027
Operating income (loss)	328,257	(154,101)	(287,881)	(113,725)	(224,248)

(Continued)

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF REVENUES, EXPENSES AND CHANGES IN FUND NET POSITION
PROPRIETARY FUNDS
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	Business-type Activities - Enterprise Funds				Governmental Activities
	Water and Sewer Fund	Solid Waste Fund	Nonmajor Stormwater Fund	Totals	Internal Service Fund
Non-operating revenues (expenses)					
Interest revenue	$ 133,676	$ -	$ -	$ 133,676	$ 8,044
Interest and fiscal charges	(60,197)	-	-	(60,197)	-
Total non-operating revenues, net	73,479	-	-	73,479	8,044
Income (loss) before contributions	401,736	(154,101)	(287,881)	(40,246)	(216,204)
Capital contributions	1,725,475	-	1,645,961	3,371,436	-
Change in net position	2,127,211	(154,101)	1,358,080	3,331,190	(216,204)
Net position, July 1	41,663,390	964,908	147,033	42,775,331	350,006
Net position, June 30	$ 43,790,601	$ 810,807	$ 1,505,113	$ 46,106,521	$ 133,802

Reconciliation of change in net position of the enterprise funds to change in net position of business-type activities:

Change in net position of enterprise funds (from above)	$ 3,331,190
Adjustment to reflect consolidation of internal service fund activities related to enterprise funds	(156)
Change in net position of business-type activities	$ 3,331,034

The accompanying notes are an integral part of these financial statements.

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF CASH FLOWS
PROPRIETARY FUNDS
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	Business-type Activities - Enterprise Funds				Governmental Activities
	Water and Sewer Fund	Solid Waste Fund	Nonmajor Stormwater Fund	Totals	Internal Service Fund
CASH FLOWS FROM OPERATING ACTIVITIES					
Receipts from customers	$ 8,216,742	$ 2,438,269	$ 731,135	$ 11,386,146	$ -
Receipts from interfund providers	-	-	-	-	475,779
Payments to suppliers and service providers	(4,032,472)	(2,333,920)	(280,937)	(6,647,329)	(674,504)
Payments to employees	(2,332,534)	(284,641)	(439,986)	(3,057,161)	-
Net cash provided by (used in) operating activities	1,851,736	(180,292)	10,212	1,681,656	(198,725)
CASH FLOWS FROM INVESTING ACTIVITIES					
Interest on investments	133,676	-	-	133,676	8,044
Net cash provided by investing activities	133,676	-	-	133,676	8,044
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES					
Acquisition and construction of capital assets	(673,772)	(97,772)	(10,212)	(781,756)	-
Interest and fiscal charges paid	(60,533)	-	-	(60,533)	-
Principal payments on long-term borrowings	(202,045)	-	-	(202,045)	-
Net cash used in capital and related financing activities	(936,350)	(97,772)	(10,212)	(1,044,334)	-
Change in cash	1,049,062	(278,064)	-	770,998	(190,681)
Cash, July 1	12,786,681	756,369	-	13,543,050	478,720
Cash, June 30	$ 13,835,743	$ 478,305	$ -	$ 14,314,048	$ 288,039

(Continued)

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF CASH FLOWS
PROPRIETARY FUNDS
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	Business-type Activities - Enterprise Funds				Governmental Activities
	Water and Sewer Fund	Solid Waste Fund	Nonmajor Stormwater Fund	Totals	Internal Service Fund
RECONCILIATION OF OPERATING INCOME (LOSS) TO NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES					
Operating income (loss)	$ 328,257	$ (154,101)	$ (287,881)	$ (113,725)	$ (224,248)
Adjustments to reconcile operating income (loss) to net cash provided by (used in) operating activities:					
Depreciation	1,585,126	9,777	91,369	1,686,272	-
Changes in assets and liabilities:					
Increase in accounts receivable	(222,614)	(25,542)	(63,767)	(311,923)	-
Increase in lease receivable	(17,202)	-	-	(17,202)	-
Decrease in inventory	5,651	-	-	5,651	-
Increase in deferred outflows of resources - pension	(243,081)	(6,794)	(100,029)	(349,904)	-
Increase in claims payable	-	-	-	-	14,651
Increase (decrease) in accounts payable	181,293	(11,362)	36,211	206,142	10,872
Increase (decrease) in accrued wages payable	17,843	2,575	(1,238)	19,180	-
Decrease in due to other funds	-	-	(522,307)	(522,307)	-
Increase in advance from other funds	-	-	779,356	779,356	-
Increase in compensated absences payable	200,261	18,135	19,281	237,677	-
Increase (decrease) in customer deposits	49,341	(25,182)	-	24,159	-
Increase (decrease) in net pension liability	(216,055)	12,202	(28,283)	(232,136)	-
Decrease in deferred inflows of resources - leases	(69,361)	-	-	(69,361)	-
Increase in deferred inflows of resources - pension	252,277	-	87,500	339,777	-
Net cash provided by (used in) operating activities	$ 1,851,736	$ (180,292)	$ 10,212	$ 1,681,656	$ (198,725)

(Continued)

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF CASH FLOWS
PROPRIETARY FUNDS
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	Business-type Activities - Enterprise Funds				Governmental Activities
	Water and Sewer Fund	Solid Waste Fund	Nonmajor Stormwater Fund	Totals	Internal Service Fund
Non-cash investing, capital, and financing activities:					
Contributions of capital assets from SPLOST Fund and ARPA Fund	$ 1,725,475	$ -	$ 1,645,961	$ 3,371,436	$ -
	$ 1,725,475	$ -	$ 1,645,961	$ 3,371,436	$ -

The accompanying notes are an integral part of these financial statements.

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF FIDUCIARY NET POSITION
FIDUCIARY FUNDS
JUNE 30, 2025

	Pension Trust Fund	Custodial Fund School Fund
ASSETS		
Cash and cash equivalents	$ 938,904	$ 131,010
Investments:		
Mutual bond funds	18,687,547	-
Mutual equity funds	20,262,167	-
Taxes receivable	-	78,452
Total assets	39,888,618	209,462
LIABILITIES		
Accounts payable	7,061	-
Due to others	-	10,658
Uncollected taxes	-	71,823
Total liabilities	7,061	82,481
NET POSITION		
Restricted for pension benefits	39,881,557	-
Restricted for other organizations	-	126,981
Total net position	$ 39,881,557	$ 126,981

The accompanying notes are an integral part of these financial statements.

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF CHANGES IN FIDUCIARY NET POSITION
FIDUCIARY FUNDS
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	Pension Trust Fund	Custodial Fund School Fund
ADDITIONS		
Contributions - employer	$ 1,450,050	$ -
Taxes collected	-	555,988
Investment income		
Net appreciation in fair value of investments	2,878,849	-
Interest income	969,766	-
Total additions	5,298,665	555,988
DEDUCTIONS		
Benefits	1,850,446	-
Administrative expense	197,739	-
Taxes disbursed	-	434,914
Total deductions	2,048,185	434,914
Net increase	3,250,480	121,074
Net position , July 1	36,631,077	5,907
Net position, June 30	$ 39,881,557	$ 126,981

The accompanying notes are an integral part of these financial statements.

NOTES TO FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

A. Reporting Entity

The City operates under a council/manager form of government and provides the following services to its citizens: public safety, public works, sanitation, water and sewer, culture and recreation, municipal court and general and administrative services. As required by generally accepted accounting principles, these financial statements present the primary government and its component units. The component units discussed below are included in the City’s reporting entity because of the significance of their operational and financial relationship with the City. In conformity with GAAP, as set forth in GASB Statement No. 14, as amended, the financial statements of the component units are discretely presented in the government-wide financial statements.

The Milledgeville-Baldwin County Allied Arts ("Allied Arts") is governed by a seven-member board, of which three members are appointed by the City, and one member is a joint appointment of the City and Baldwin County. The City approves the annual funding portion of the budget requested by Allied Arts, which is administered by the appointed Allied Arts Board. In addition, the City provides a substantial majority of funding for the operation of Allied Arts; therefore, Allied Arts is considered to be fiscally dependent on the City. Allied Arts is presented as a governmental fund type component unit. Separate statements are not prepared for the Milledgeville-Baldwin County Allied Arts.

The Milledgeville Downtown Development Authority (the "Authority") is governed by a six-member board, all of which are appointed by the City Council. The individual responsible for the day-to-day operations of the Authority is an employee of the City. The Authority is presented as a governmental fund type component unit. Separate statements are not prepared for the Milledgeville Downtown Development Authority.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

B. Government-wide and Fund Financial Statements

The government-wide financial statements (i.e., the Statement of Net Position and the Statement of Activities) report information on all of the non-fiduciary activities of the primary government and its component 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. Likewise, the primary government is reported separately from certain legally separate component units for which the primary government is financially accountable.

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

Separate financial statements are provided for governmental funds, 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.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

C. Measurement Focus, Basis of Accounting and Basis of 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 the 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 flows. Property taxes are recognized as revenues in the year for which they are levied. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

Governmental fund financial statements are reported using the *current financial resources measurement focus* and the *modified accrual basis of accounting.* Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period. For this purpose, the City considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures, as well as expenditures related to compensated absences and claims and judgments, are recorded only when payment is due.

Property taxes, sales taxes, intergovernmental grants and investment income associated with the current fiscal period are all considered to be susceptible to accrual and so have been recognized as revenues of the current fiscal period. All other revenue items are considered to be measurable and available only when cash is received by the City.

The City reports the following major governmental funds:

The ***General Fund*** is the City's primary operating fund. It accounts for all financial resources of the general government, except those required to be accounted for in another fund.

The ***American Rescue Plan Act ("ARPA") Fund*** accounts for grant funds awarded to the City as part of the State and Local Fiscal Recovery Fund under the American Rescue Plan Act.

The ***Special Purpose Local Option Sales Tax ("SPLOST") Fund*** accounts for the construction or acquisition of major capital facilities financed by SPLOST proceeds.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

C. Measurement Focus, Basis of Accounting and Basis of Presentation (Continued)

The ***Transportation Special Purpose Local Option Sales Tax ("TSPLOST") Fund*** accounts for the transportation and infrastructure projects financed by TSPLOST proceeds.

The City reports the following major business-type funds:

The ***Water and Sewer Fund*** accounts for the provision of water and sewer services to the residents of the City. All activities necessary to provide such services are accounted for in this fund, including, but not limited to, administration, operations, maintenance, financing and related debt service, and billing and collection.

The ***Solid Waste Fund*** accounts for the provision of sanitation services to the residents of the City. All activities necessary to provide such services are accounted for in this fund.

Additionally, the City reports the following fund types:

The ***Special Revenue Funds*** account for specific revenues that are legally restricted to expenditures for particular purposes.

The ***Enterprise Fund*** accounts for the provision of stormwater services to the residents of the City.

The ***Internal Service Fund*** accounts for assets set aside for claim settlements for general liability and workers' compensation claims.

The ***Pension Trust Fund*** accounts for the activities of the City of Milledgeville Pension Plan, which accumulates resources for pension benefit payments to qualified employees.

The ***Custodial Fund*** accounts for the 1 mill tax collected by the City as an agent for Georgia Military College.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

C. Measurement Focus, Basis of Accounting and Basis of Presentation (Continued)

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

Amounts reported as *program revenues* include: 1) charges for services provided; 2) operating grants and contributions; and 3) capital grants and contributions. 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 Enterprise Fund are charges for goods and services provided. Operating expenses of the Enterprise Fund include the cost of these goods 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.

D. Cash and Investments

Cash includes amounts in demand deposits as well as short-term investments with a maturity date within three months of the date acquired by the City. For purposes of the Statement of Cash Flows, the enterprise funds consider all highly liquid investments (including restricted assets) with a maturity of three months or less when purchased to be cash equivalents.

The local government investment pool, ("Georgia Fund 1"), created by the Official Code of Georgia Annotated ("O.C.G.A.") §36-83-8, is a stable asset value investment pool, which follows Standard and Poor's criteria for AAAf rated money market funds and is regulated by the Georgia Office of the State Treasurer. The pool is not registered with the Securities and Exchange Commission ("SEC") as an investment company. The pool's primary objectives are safety of capital, investment income, liquidity and diversification while maintaining principal ($1 per share value).

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

D. Cash and Investments (Continued)

The asset value is calculated weekly to ensure stability. The pool distributes earnings (net of management fees) on a monthly basis and determines participants' shares sold and redeemed based on $1 per share. The pool also adjusts the value of its investments to fair market value as of year-end and the City's investment in Georgia Fund 1 is reported at fair value.

The remaining investments are reported at fair value, which is determined using selected bases. Increases or decreases in the fair value during the year are recognized as a component of interest income.

E. Interfund Receivables/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 the governmental activities and business-type activities are reported in the government-wide financial statements as "internal balances".

F. Inventories

Inventories are valued at cost, which approximates market, using the first-in/first-out ("FIFO") method. The costs of governmental fund-type inventories are recorded as expenditures when consumed rather than when purchased.

G. Prepaid Expenditures/Expenses

Payments made to vendors for services that will benefit periods beyond June 30, 2025, are recorded as prepaid items. The cost of prepaid items is recorded as an expenditure/expense when consumed rather than when purchased.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

H. Capital Assets

Capital assets, which include property, plant, equipment, and infrastructure assets, are reported in the applicable governmental or business-type activities column in the government-wide financial statements. Capital assets are defined by the City as assets with an initial, individual cost of more than $5,000 and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of donation. In the case of the initial capitalization of infrastructure assets, the City chose to include all such items regardless of the acquisition date. The government was able to estimate the historical cost for the initial reporting of these assets through back trending.

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend asset lives are not capitalized. Improvements are capitalized and depreciated over the remaining useful lives of the related capital assets, as applicable.

Property, plant and equipment of the primary government, as well as the component unit, are depreciated using the straight-line method over the following useful lives:

Asset	Years
Land improvements	10
Buildings	10 – 50
Infrastructure	10 – 50
Lease asset	5 – 7
Machinery and equipment	3 – 50

I. Compensated Absences

The City has accrued a liability for future annual leave, having determined that payment of such compensation is probable and having developed a reasonable estimate based upon current salary costs with no benefits. The cost of vacation paid during the current year is charged to the liability account. No liability is incurred or recorded for accumulating rights to receive sick pay benefits since the City does not have a policy to pay any amounts when employees separate from service with the City. Implementation of GASB Statement No. 101, *Compensated Absences*, did not have a material effect on the financial statements.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

J. 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. The gain on defeasance of bonds is presented as an addition to the face amount of bonds payable and is being amortized over the life of the bonds through interest expense. In the fund financial statements, governmental fund types report the face amount of debt issued as other financing sources.

K. Leases

Lessee. The City is a lessee for noncancellable leases of vehicles. The City recognizes a lease liability and an intangible right-to-use lease asset in the government-wide financial statements. The City recognizes lease liabilities with an initial, individual value of $5,000 or more.

At the commencement of a lease, the City initially measures the lease liability at the present value of payments expected to be made during the lease term. Subsequently, the lease liability is reduced by the principal portion of lease payments made. The lease asset is initially measured as the initial amount of the lease liability, adjusted for lease payments made at or before the lease commencement date, plus certain initial direct costs. Subsequently, the lease asset is amortized on a straight-line basis over its useful life.

Key estimates and judgments related to leases include how the City determines: 1) the discount rate it uses to discount the expected lease payments to present value, 2) lease term, and 3) lease payments.

- The City uses the interest rate charged by the lessor as the discount rate. When the interest rate charged by the lessor is not provided, the City generally uses its estimated incremental borrowing rate as the discount rate for leases.
- The lease term includes the noncancellable period of the lease. Lease payments included in the measurement of the lease liability are composed of fixed payments and purchase option prices that the City is reasonably certain to exercise.

The City monitors changes in circumstances that would require a remeasurement of its lease and will remeasure the lease asset and liability if certain changes occur that are expected to significantly affect the amount of the lease liability.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

K. Leases (Continued)

Lease assets are reported with other capital assets and lease liabilities are reported with long-term debt on the Statement of Net Position.

Lessor. The City is a lessor for noncancellable leases of real property. The City recognizes a lease receivable and deferred inflow of resources in the government-wide and proprietary fund types in the fund financial statements.

At the commencement of a lease, the City initially measures the lease receivable at the present value of payments expected to be received during the lease term. Subsequently, the lease receivable is reduced by the principal portion of lease payments received. The deferred inflow of resources is initially measured as the initial amount of the lease receivable, adjusted for lease payments made at or before the lease commencement date. Subsequently, the deferred inflow of resources is recognized as revenue over the life of the lease term.

Key estimates and judgments related to leases include how the City determines: 1) the discount rate it uses to discount the expected lease receipts to present value, 2) lease term, and 3) lease receipts.

- The City uses its estimated incremental borrowing rate as the discount rate for leases.
- The lease term includes the noncancellable period of the lease. Lease receipts included in the measurement of the lease receivable are composed of fixed payments from the lessee.

The City monitors changes in circumstances that would require a remeasurement of its lease and will remeasure the lease receivable and deferred inflows of resources if certain changes occur that are expected to significantly affect the amount of the lease receivable.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

L. Deferred Outflows/Inflows

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 did not have any items that qualify for reporting in this category for the year ended June 30, 2025, with the exception of the pension items discussed below.

In addition to liabilities, the Statement of Net Position and the Balance Sheet for governmental funds 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 a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The City has one item that qualifies for reporting in this category in addition to the pension items discussed below and the deferred inflows of resources related to leases discussed previously. This item arises only under the modified accrual basis of accounting. Accordingly, the item, unavailable revenue, is reported only in the governmental funds balance sheet. The governmental funds report unavailable revenue from property taxes and intergovernmental revenue, and these amounts are deferred and will be recognized as an inflow of resources in the period in which the amounts become available.

The City also has deferred inflows and outflows related to the recording of changes in its net pension liability. Certain changes in the net pension liability are recognized as pension expense over time instead of all being recognized in the year of occurrence. Experience gains or losses result from periodic studies by the City's actuary which adjust the net pension liability for actual experience for certain trend information that was previously assumed, for example, the assumed dates of retirement of plan members. These experience gains or losses are recorded as deferred outflows of resources or deferred inflows of resources and are amortized into pension expense over the expected remaining service lives of plan members. Changes in actuarial assumptions which adjust the net pension liability are also recorded as deferred outflows of resources or deferred inflows of resources and are amortized into pension expense over the expected remaining service lives of plan members. The difference between projected investment return on pension investments and actual return on those investments is also deferred and amortized against pension expense over a five-year period.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

M. Fund Equity

Fund Balance – Generally, fund balance represents the difference between the assets and liabilities 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 balance constraints 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, such as inventory or prepaid items), 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 (e.g., grants or donations).

- ***Committed*** – Fund balances are reported as committed when they can be used only for 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.

- ***Assigned*** – Fund balances are reported as assigned when amounts are constrained by the City's intent to be used for specific purposes. In governmental funds other than the General Fund, assigned fund balance represents the amount that is not restricted or committed. This indicates that resources in other governmental funds are, at a minimum, intended to be used for the purpose of that fund. City Council has the authority to assign fund balance.

- ***Unassigned*** – Fund balances are reported as unassigned as the residual amount when the balances do not meet any of the above criteria. The City reports positive unassigned fund balance only in the General Fund. Negative unassigned fund balances may be reported in all funds.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

M. Fund Equity (Continued)

Flow Assumptions – When both restricted and unrestricted amounts of fund balance are available for use for expenditures incurred, it is the City's policy to use restricted amounts first and then unrestricted amounts as they are needed. For unrestricted amounts of fund balance, it is the City's policy to use fund balance in the following order: 1) committed, 2) assigned, and 3) unassigned.

Net Position – Net position represents the difference between assets and liabilities in reporting which utilizes the economic resources measurement focus. Net investment in capital assets consists of capital assets, net of accumulated depreciation, reduced by the outstanding balances of any borrowing used (i.e., the amount that the City has spent) for the acquisition, construction or improvement of those assets. Net position is reported as restricted using the same definition as used for restricted fund balance as described in the section above. All other net position is reported as unrestricted.

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.

N. Management Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures 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 those estimates.

NOTE 2. LEGAL COMPLIANCE – BUDGETS

Budgets and Budgetary Accounting

The City follows these procedures in establishing the budgetary data reflected in the financial statements:

1. Prior to May 1, the City Manager submits to the City Council a proposed operating budget for the fiscal year commencing the following July 1. The operating budget includes proposed expenditures and the means for financing them.

2. Public hearings are conducted at City Hall to obtain citizen comments.

3. Prior to July 1, the budget is legally enacted through passage of a resolution.

4. Transfers of budgeted amounts between line items in a department must be approved by the City Manager. Any revisions that alter the total expenditures of any department must be approved by City Council. Requests for additional personnel within a department must also be approved by City Council. Encumbrances at year-end are carried forward to the ensuing year's budget.

5. Budgets for the General and Special Revenue Funds are legally adopted on a departmental basis and on a basis consistent with GAAP and are presented in accordance with finance-related legal and contractual provisions. To ensure sound financial administration, the City Council also adopts an annual operating budget for the City's Enterprise Funds, the Water and Sewer Fund and the Solid Waste Fund. The budget is not formally integrated with the accounts of the Enterprise Funds, but interim detailed management reports are developed which indicate specific variances from the planned budget for operations.

6. Budgeted amounts are as originally adopted on June 11, 2024, or as amended by the City Council. The supplementary budgetary appropriations made were not material.

NOTE 2. LEGAL COMPLIANCE – BUDGETS (CONTINUED)

Excess of Expenditures over Appropriations

For the year ended June 30, 2025, expenditures exceeded budget in the following departments as follows:

	Excess
General Fund:	
General government:	
Executive	$ 128,233
Elections	143
Finance	9,514
General engineering	2,041
Public safety:	
Police	1,844,527
Fire	151,238
Public works:	
Public works administration	19,761
Roadways and walkways	1,268,756
Storm drainage	3,035
Street lighting	143,242
Cemetery	60,681
Culture and recreation:	
Twin Lakes Library	981,703
Housing and development:	
Inspections	14,780
Debt Service	187,580
American Rescue Plan Act Fund:	
General Government	967,773
HotelMotel Fund	
Housing and development:	723,351
CDBG Program Income Fund:	
Housing and development:	19,713

NOTE 3. CASH AND INVESTMENTS

Cash and investments are summarized as follows at June 30, 2025:

As reported in the financial statements:		
Cash and cash equivalents	$	27,091,210
Cash and cash equivalents - Pension Trust Fund		938,904
Investments - Pension Trust Fund		38,949,714
Cash - Custodial Fund		131,010
	$	67,110,838
Cash deposited with financial institutions	$	28,037,729
Georgia Fund 1		123,395
Mutual equity funds		20,262,167
Mutual bond funds		18,687,547
	$	67,110,838

Credit Risk. State statutes authorize the City to invest in U.S. government obligations; U.S. government agency (or other corporation of the U.S. government) obligations; obligations fully insured or guaranteed by the U.S. government or a U.S. government agency; obligations of the State of Georgia or other states; obligations of other counties, municipal corporations and political subdivisions of the State of Georgia; negotiable certificates of deposit issued by any bank or trust company organized under the laws of any state of the United States of America; prime bankers' acceptances; repurchase agreements; and pooled investment programs sponsored by the State of Georgia for the investment of local government funds.

The City of Milledgeville Retirement Plan (the "Plan") is authorized to invest in U.S. government obligations; U.S. government agency (or other corporation of the U.S. government) obligations; obligations fully insured or guaranteed by the U.S. government or a U.S. government agency; obligations of the State of Georgia or other states; collateralized mortgage obligations; asset and mortgage-backed securities; obligations of other counties, municipal corporations and political subdivisions of the State of Georgia; negotiable certificates of deposit issued by any bank or trust company organized under the laws of any state of the United States of America; prime bankers' acceptances; repurchase agreements; and pooled investment programs sponsored by the State of Georgia for the investment of local government funds. Additionally, the Plan is authorized to invest in common stocks, money market instruments, and corporate bonds and debentures, which are not in default as to principal and interest.

The City has no formal credit risk policy other than to only invest in obligations authorized by the State of Georgia.

NOTE 3. CASH AND INVESTMENTS (CONTINUED)

Interest Rate Risk. The City does not have a formal investment policy that limits investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates.

At June 30, 2025, the City's investments, categorized by credit risk and interest rate risk, were as follows:

		Investment Maturities (in Years)				
Investment Type	Fair Value	Less than 1	1 - 5	6 - 10	11 - 15	Rating
Mutual bond funds	$ 18,687,547	$ -	$ 18,687,547	$ -	$ -	N/A
Mutual equity funds	20,262,167	20,262,167	-	-	-	N/A
Total fair value	$ 38,949,714	$ 20,262,167	$ 18,687,547	$ -	$ -	

Investments of Allied Arts (component unit) consist of certificates of deposit in the amount of $105,625, which mature from May 2026 to December 2026. Investments of Milledgeville Downtown Development Authority (component unit) consist of certificates of deposit in the amount of $94,474, which have maturities from September 2025 to February 2026. These amounts are not included in the above schedule.

NOTE 3. CASH AND INVESTMENTS (CONTINUED)

Fair Value Measurements. The City categorizes its fair value measurements within the fair value hierarchy established by GAAP. The hierarchy is based on the valuation 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 significant other observable inputs; and Level 3 inputs are significant unobservable inputs.

The City has the following recurring fair value measurements as of June 30, 2025:

Investment	Level 1	Level 2	Level 3	Fair Value
Mutual equity funds	$ 18,687,547	$ -	$ -	$ 18,687,547
Mutual bond funds	20,262,167	-	-	20,262,167
Total investments measured at fair value	$ 38,949,714	$ -	$ -	$ 38,949,714

Investments classified in Level 1 of the fair value hierarchy are valued using prices quoted in active markets for those investments. Investments classified as Level 2 of the fair value hierarchy are valued using a matrix pricing technique. Matrix pricing is used to value securities based on the securities' relationship to benchmark quoted prices.

The Georgia Fund 1 is an investment pool which does not meet the criteria of GASB Statement No. 79 and is thus valued at fair value in accordance with GASB Statement No. 31. As a result, the City does not disclose its investment in the Georgia Fund 1 within the fair value hierarchy.

The reporting of investments at fair value in accordance with GASB Statement No. 31 resulted in an unrealized gain of $1,066,229, which is reflected in the Pension Trust Fund.

Custodial Credit Risk – Deposits. Custodial credit risk for deposits is the risk that, in the event of the failure of a depository financial institution, a government will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of an outside party. State statutes require all deposits and investments (other than federal or state government instruments) to be collateralized by depository insurance, obligations of the U.S. government, or bonds of public authorities, counties or municipalities. As of June 30, 2025, none of the City's deposits were exposed to custodial credit risk as uninsured and uncollateralized as defined by GASB pronouncements.

NOTE 3. CASH AND INVESTMENTS (CONTINUED)

Custodial Credit Risk – Investments. Custodial credit risk for 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. State statutes require all investments (other than federal or state government instruments) to be collateralized by depository insurance, obligations of the U.S. government, or bonds of public authorities, counties or municipalities. The City does not have a formal custodial credit risk policy other than to only invest in obligations authorized by the State of Georgia.

NOTE 4. RECEIVABLES

Receivables consisted of the following at June 30, 2025:

	General	Water and Sewer	Solid Waste	Nonmajor Governmental	Nonmajor Enterprise	Total
Receivables:						
Taxes	$ 795,105	$ -	$ -	$ 83,026	$ -	$ 878,131
Accounts	41,934	1,406,700	343,061	-	408,503	2,200,198
Leases	-	2,969,269	-	-	-	2,969,269
Gross receivables	837,039	4,375,969	343,061	83,026	408,503	6,047,598
Less allowance for uncollectibles	(130,782)	(428,025)	(106,416)	-	(263,989)	(929,212)
Net total receivables	$ 706,257	$ 3,947,944	$ 236,645	$ 83,026	$ 144,514	$ 5,118,386

Property taxes are levied by the City based on the assessed value of property as listed on the digest furnished by Baldwin County. Assessed values are 40% of market value and are based on current property value.

The delinquent taxes receivable account represents the past nine years of uncollected tax levies.

NOTE 4. RECEIVABLES (CONTINUED)

Property taxes attach as an enforceable lien on property as of January 1. Taxes were levied on December 21, 2024, and payable on or before February 3, 2025. A 5% penalty was assessed on unpaid balances as of April 1, 2025, with interest accrued at 5/12 of the prime rate each month. The City bills and collects its own property taxes. Property taxes for 2024 are recorded as receivables, net of estimated uncollectibles. The net receivables collected during the fiscal year ended June 30, 2025, and expected to be collected by August 31, 2025, are recognized as revenues in fiscal year 2025. Net receivables estimated to be collectible subsequent to August 31, 2025, are recorded as revenue when received. Prior year levies were recorded using substantially the same principles, and remaining receivables are re-evaluated annually.

NOTE 5. CAPITAL ASSETS

Capital asset activity for the fiscal year ended June 30, 2025 is as follows:

	Balance July 1, 2024	Increases	Decreases	Transfers	Balance June 30, 2025
Primary Government					
Governmental activities:					
Capital assets, not being depreciated:					
Land	$ 2,468,098	$ -	$ -	$ -	$ 2,468,098
Construction in progress	-	3,655,388	-	(2,771,549)	883,839
Total	2,468,098	3,655,388	-	(2,771,549)	3,351,937
Capital assets, being depreciated and amortized:					
Buildings	7,357,213	347,714	-	(136,745)	7,568,182
Land improvements	236,882	-	-	-	236,882
Infrastructure	28,155,540	171,159	-	(171,159)	28,155,540
Machinery and equipment	12,699,448	628,593	-	(291,983)	13,036,058
Lease assets - vehicles	-	2,032,775	-	-	2,032,775
Total	48,449,083	3,180,241	-	(599,887)	51,029,437
Less accumulated depreciation and amortization for:					
Buildings	4,218,573	185,823	-	-	4,404,396
Land improvements	149,794	317	-	-	150,111
Infrastructure	21,399,879	311,314	-	-	21,711,193
Machinery and equipment	10,512,700	620,796	-	-	11,133,496
Lease assets - vehicles	-	203,277	-	-	203,277
Total	36,280,946	1,321,527	-	-	37,602,473
Total assets, being depreciated and amortized, net	12,168,137	1,858,714	-	(599,887)	13,426,964
Governmental activities capital assets, net	$ 14,636,235	$ 5,514,102	$ -	$ (3,371,436)	$ 16,778,901

NOTE 5. CAPITAL ASSETS (CONTINUED)

	Balance July 1, 2024	Increases	Decreases	Transfers	Balance June 30, 2025
Primary Government					
Business-type activities:					
Capital assets, not being depreciated:					
Land	$ 181,310	$ -	$ -	$ -	$ 181,310
Construction in progress	3,869,874	138,971	-	2,771,549	6,780,394
Total	4,051,184	138,971	-	2,771,549	6,961,704
Capital assets, being depreciated:					
Buildings	21,421,819	-	-	136,745	21,558,564
Land improvements	357,468	-	-	-	357,468
Infrastructure	31,315,177	417,637	-	171,159	31,903,973
Machinery and equipment	8,373,454	225,148	-	291,983	8,890,585
Total	61,467,918	642,785	-	599,887	62,710,590
Less accumulated depreciation for:					
Buildings	11,591,164	431,466	-	-	12,022,630
Land improvements	113,656	1,564	-	-	115,220
Infrastructure	16,151,552	800,151	-	-	16,951,703
Machinery and equipment	5,892,912	453,091	-	-	6,346,003
Total	33,749,284	1,686,272	-	-	35,435,556
Total assets, being depreciated, net	27,718,634	(1,043,487)	-	599,887	27,275,034
Business-type activities capital assets, net	$ 31,769,818	$ (904,516)	$ -	$ 3,371,436	$ 34,236,738

NOTE 5. CAPITAL ASSETS (CONTINUED)

Depreciation and amortization expense was charged to functions/programs of the City as follows:

Primary Government		
Governmental activities:		
General government	$	172,806
Public safety		608,172
Public works		538,770
Culture and recreation		1,779
Total depreciation and amortization expense - governmental activities	$	1,321,527
Business-type activities:		
Water and sewer	$	1,585,126
Solid waste		9,777
Stormwater		91,369
Total depreciation expense - business-type activities	$	1,686,272

NOTE 5. CAPITAL ASSETS (CONTINUED)

Capital asset activity for Allied Arts for the fiscal year ended June 30, 2025 is as follows:

	Balance July 1, 2024	Increases	Decreases	Transfers	Balance June 30, 2025
Capital assets, not being depreciated:					
Artwork Collection	$ 60,792	$ -	$ -	$ -	$ 60,792
Total	60,792	-	-	-	60,792
Capital assets, being depreciated:					
Machinery and equipment	27,100	-	-	-	27,100
Total	27,100	-	-	-	27,100
Less accumulated depreciation for:					
Machinery and equipment	27,100	-	-	-	27,100
Total	27,100	-	-	-	27,100
Total assets, being depreciated, net	-	-	-	-	-
Allied Arts capital assets, net	$ 60,792	$ -	$ -	$ -	$ 60,792

NOTE 5. CAPITAL ASSETS (CONTINUED)

Capital asset activity for the Downtown Development Authority for the fiscal year ended June 30, 2025 is as follows:

	Balance July 1, 2024	Increases	Decreases	Transfers	Balance June 30, 2025
Capital assets, being depreciated:					
Machinery and equipment	$ -	$ 18,037	$ -	$ -	$ 18,037
Total	-	18,037	-	-	18,037
Less accumulated depreciation for:					
Machinery and equipment	-	1,804	-	-	1,804
Total	-	1,804	-	-	1,804
Total assets, being depreciated, net	-	16,233	-	-	16,233
Downtown Development Authority capital assets, net	$ -	$ 16,233	$ -	$ -	$ 16,233

NOTE 6. LONG-TERM DEBT

Lease liability – Governmental. The City has entered into lease agreements with enterprise fleet management as lessee for financing vehicles as well as other lease agreements for various equipment. The leases have been recorded at the present value of the future minimum lease payments as of the date the vehicles are received. The County uses the incremental borrowing rate to compute the net present value which is 4.0%. Lease terms on the leases are five years.

NOTE 6. LONG-TERM DEBT (CONTINUED)

The future principal and interest lease payments as of June 30, 2025, are as follows:

Fiscal Year Ending June 30,	Principal	Interest
2026	$ 342,586	$ 32,575
2027	350,374	24,786
2028	358,339	16,821
2029	366,485	8,675
2030	186,357	1,225
	$ 1,604,141	$ 84,082

Notes Payable – Business-type. The City has incurred debt to the Georgia Environmental Finance Authority ("GEFA") for various water and sewer system projects. These notes are as follows at June 30, 2025:

Original Amount	Interest Rate	Term	Due Date	Outstanding Balance
$ 351,518	3.00%	15 years	2027	$ 40,354
444,477	0.81%	10 years	2029	148,420
3,000,000	2.25%	20 years	2040	2,248,117
				$ 2,436,891

NOTE 6. LONG-TERM DEBT (CONTINUED)

Notes Payable – Business-type (Continued). The City's total other long-term debt service requirements to maturity are as follows:

Fiscal Year Ending June 30,	Principal	Interest	Total
2026	$ 206,195	$ 51,080	$ 257,275
2027	193,318	46,965	240,283
2028	184,726	43,419	228,145
2029	153,445	39,985	193,430
2030	145,114	36,744	181,858
2031 – 2035	776,582	132,709	909,291
2036 – 2040	777,511	40,758	818,269
	$ 2,436,891	$ 391,660	$ 2,828,551

NOTE 6. LONG-TERM DEBT (CONTINUED)

Notes Payable – Business-type (Continued). Long-term liability activity for the year ended June 30, 2025 is as follows:

	Balance July 1, 2024	Additions	Reductions	Balance June 30, 2025	Due within One year
Governmental activities					
Leases	$ -	$ 1,775,891	$ 171,750	$ 1,604,141	$ 342,586
Compensated absences	514,010	106,455	-	620,465	248,186
Claims payable	128,714	689,155	674,504	143,365	32,927
Long-term liabilities	$ 642,724	$ 2,571,501	$ 846,254	$ 2,367,971	$ 623,699
Business-type activities					
Notes payable	$ 2,638,936	$ -	$ 202,045	$ 2,436,891	$ 206,195
Compensated absences	178,379	237,677	-	416,056	166,422
Long-term liabilities	$ 2,817,315	$ 237,677	$ 202,045	$ 2,852,947	$ 372,617

Claims payable are liquidated by the Internal Service Fund.

Long-term liability activity for the year ended June 30, 2025 is as follows:

	Balance July 1, 2024	Additions	Reductions	Balance June 30, 2025	Due within One year
Allied Arts					
Compensated absences	$ 1,936	$ -	$ 414	$ 1,522	$ 1,522
Long-term liabilities	$ 1,936	$ -	$ 414	$ 1,522	$ 1,522

NOTE 7. INTERFUND RECEIVABLES, PAYABLES AND TRANSFERS

The composition of interfund balances as of June 30, 2025, is as follows:

Receivable Fund	Payable Fund	Amount
SPLOST Fund	TSPLOST Fund	$ 100

These balances resulted from the time lag between the dates that: 1) interfund goods and services are provided or reimbursable expenditures occur, 2) transactions are recorded in the accounting system, and 3) payments between funds are made.

Any amounts payable to a governmental fund that relates to provide working capital for general operations that are deemed to be entirely collectable which are not scheduled to be collected in the subsequent year are considered to be advances. Advances as of June 30, 2025 are as follows:

Advance to	Advance from	Amount
Stormwater Fund	General Fund	$ 779,356

NOTE 8. DEFINED BENEFIT PENSION PLAN

Plan Description

The City of Milledgeville maintains a single employer, defined benefit pension plan, the City of Milledgeville Retirement Plan (the “Plan”). The Plan provides retirement, disability and death benefits to plan members and beneficiaries. The Plan covers all full-time government employees who have completed one year of service. Also, elected and appointed members, including municipal legal officers, are eligible immediately. The Plan does not issue separate financial statements.

Benefit provisions are established by City ordinance, which also grants the authority to establish and amend the contribution requirements of the City to the Plan’s Board of Trustees, subject to the approval of the City Council. The Plan is administered by a Board of Trustees, which includes the Mayor, Finance Director, Personnel Director and two City Council members.

NOTE 8. DEFINED BENEFIT PENSION PLAN (CONTINUED)

Plan Description (Continued)

Plan Membership. At July 1, 2024, the date of the most recent actuarial valuation, plan membership consisted of the following:

Retirees and beneficiaries currently receiving benefits	137
Vested terminated employees not yet receiving benefits	45
Active employees	161
Total	343

Benefits Provided. The Plan provides retirement, disability and death benefits to plan members and beneficiaries. Retirement benefits for general plan members are calculated as the sum of 1.87% of the final average compensation, multiplied by years of service and .58% of the final average compensation in excess of $10,000, multiplied by years of service (with a maximum of 30 years). Normal retirement is age 62. General members are eligible for early retirement at age 52 with 10 years of service. Elected and appointed members of the governing authority and municipal legal officers receive $40, multiplied by years of service. If death occurs after meeting the requirements for normal or early retirement, a pension is payable for life, beginning immediately. The amount of the benefit is equivalent to the lump sum present value of the participant's accrued benefit as of the date of death. If an active participant becomes disabled during the course of his or her employment, the participant is entitled to receive a monthly benefit equal to his or her normal retirement benefit beginning at age 62.

Contributions. A City ordinance grants the authority to establish and amend the contribution requirements of the City to the Plan's Board of Trustees, subject to the approval of the City Council. The City makes all contributions to the Plan; Plan participants are not required to contribute. The contribution rate is established based on an actuarially determined rate recommended by an independent actuary. The actuarially determined rate is the estimated amount necessary to finance the costs of the benefits earned by plan members during the year, with an additional amount to finance any unfunded accrued liability. For the fiscal year ended June 30, 2025, the City's contribution rate was 20.03% of annual covered payroll.

Investment policy. The Plan's policy in regard to the allocation of invested assets is established and may be amended by the Plan's Board of Trustees. The Plan's assets are managed on a total return basis with a long-term objective of achieving and maintaining a fully funded status for the benefits provided through the Plan. No investment policy changes occurred during the fiscal year ended June 30, 2025.

NOTE 8. DEFINED BENEFIT PENSION PLAN (CONTINUED)

Plan Description (Continued)

Concentrations. Each of the following mutual fund investments represents 5% or more of the Plan's fiduciary net position: Baird Core Plus Bond Fund, Fidelity Advisor Total Bond Fund, Pimco Investment Grade Credit Bond Fund, Voya Intermediate Bond Fund, Vanguard Growth Index Fund, Dodge & Cox Income Fund and Vanguard Value Index Fund.

Rate of Return. For the year ended June 30, 2025, the annual money-weighted rate of return on Plan investments, net of the Plan investment expenses was 10.56%. The money-weighted rate of return expresses investment performance, net of investment expense, adjusted for the changing amounts actually invested.

The Statement of Fiduciary Net Position for the Plan for the year ended June 30, 2025 is presented below.

	Pension Trust Fund
ASSETS	
Cash and cash equivalents	$ 938,904
Investments:	
Mutual bond funds	18,687,547
Mutual equity funds	20,262,167
Total assets	$ 39,888,618
LIABILITIES	
Accounts payable	$ 7,061
Total liabilities	7,061
NET POSITION	
Restricted for pension benefits	$ 39,881,557

NOTE 8. DEFINED BENEFIT PENSION PLAN (CONTINUED)

Plan Description (Continued)

The Statement of Changes in Fiduciary Net Position for the Plan for the year ended June 30, 2025 is presented below.

	Pension Trust Fund
ADDITIONS	
Contributions:	
Employer	$ 1,450,050
Investment income:	
Net appreciation in fair value of investments	2,878,849
Interest income	969,766
Total additions	5,298,665
DEDUCTIONS	
Benefits	1,850,446
Administrative expense	197,739
Total deductions	2,048,185
Change in net position	3,250,480
NET POSITION, BEGINNING OF YEAR	36,631,077
NET POSITION, END OF YEAR	$ 39,881,557

NOTE 8. DEFINED BENEFIT PENSION PLAN (CONTINUED)

Net Pension Asset of the City

The City's net pension asset was measured as of June 30, 2025, and the total pension liability used to calculate the net pension asset was determined by an actuarial valuation as of June 30, 2024, with roll-forward procedures to June 30, 2025.

Actuarial Assumptions. The total pension liability was determined using the following actuarial assumptions, applied to all periods included in the measurement:

Inflation	2.00%
Salary increases	3.00%
Investment rate of return	7.00%

Mortality rates were based on the PubG-2016 Sex Distinct Mortality table with improvement scale MP-2021.

No experience study has been performed.

The long-term expected rate of return on pension plan investments was 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 expense 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 and an adjustment for rebalancing/diversification. Best estimates of arithmetic real rates of return for each major asset class included in the pension plan's target asset allocation as of June 30, 2025, are as follows:

Asset Class	Target Allocation	Long-Term Expected Real Rate of Return
Equity securities	49.00%	8.00%
Fixed income securities	50.00%	4.00%
Cash - money market	1.00%	2.00%
	100.00%	

Expected Inflation: 2.00%

NOTE 8. DEFINED BENEFIT PENSION PLAN (CONTINUED)

Net Pension Asset of the City (Continued)

Discount Rate. The discount rate used to measure the total pension liability was 7.00%. The projection of cash flows used to determine the discount rate assumed that the employer contributions will be made equal to the actuarially determined contribution rate. Based on this assumption, 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 long-term expected rate of return on the Plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

Changes in the Net Pension Asset of the City. The changes in the components of the net pension asset of the City for the year ended June 30, 2025 were as follows:

	Total Pension Liability (a)	Plan Fiduciary Net Position (b)	Net Pension Asset (a) - (b)
Balances at June 30, 2024	$ 36,476,059	$ 36,631,077	$ (155,018)
Changes for the year:			
Service cost	504,962	-	504,962
Interest	2,604,197	-	2,604,197
Differences between expected and actual experience	1,172,061	-	1,172,061
Assumption changes	(30,358)	-	(30,358)
Contributions - employer	-	1,450,050	(1,450,050)
Net investment income	-	3,808,468	(3,808,468)
Benefit payments, including refunds of employee contributions	(1,839,798)	(1,839,798)	-
Administrative expense	-	(168,240)	168,240
Net changes	2,411,064	3,250,480	(839,416)
Balances at June 30, 2025	$ 38,887,123	$ 39,881,557	$ (994,434)

NOTE 8. DEFINED BENEFIT PENSION PLAN (CONTINUED)

Net Pension Asset of the City (Continued)

Changes in the Net Pension Asset of the City (Continued). The required Schedule of Changes in the City's Net Pension Liability (Asset) and Related Ratios immediately following the notes to the financial statements presents multi-year trend information about whether the value of the Plan assets is increasing or decreasing over time relative to the total pension liability.

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

	1% Decrease 6.00%	Current Discount Rate 7.00%	1% Increase 8.00%
City's net pension liability (asset)	$ 3,754,952	$ (994,434)	$ (4,946,748)

Actuarial valuations involve estimates of the value of reported amounts and assumptions about the probability of events far into the future, and actuarially determined amounts are subject to continual revision as results are compared to past expectations and new estimates are made about the future. Actuarial calculations reflect a long-term perspective. Calculations are based on the substantive plan in effect as of June 30, 2025, and the current sharing pattern of costs between employer and employee.

NOTE 8. DEFINED BENEFIT PENSION PLAN (CONTINUED)

Pension Expense and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

For the year ended June 30, 2025, the City recognized pension expense of $790,902. At June 30, 2025, 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	$ 3,193,421	$ 2,450,490
Changes of assumptions	1,694,754	20,238
Net difference between projected and actual earnings on pension plan investments	-	1,700,903
Total	$ 4,888,175	$ 4,171,631

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

Year Ending June 30,	
2026	$ 969,437
2027	(252,563)
2028	(664,703)
2029	(133,080)
2030	120,523
Thereafter	676,930
	$ 716,544

NOTE 9. OTHER POST-EMPLOYMENT BENEFITS

Employees who retire with at least ten years of employment and who are at least 52 years of age have the option of continuing their life insurance plan. The City will pay 100% of the monthly premium until such time as the retiree expires. The amounts associated with the plan are immaterial to the financial statements and, accordingly, the City has elected not to implement GASB Statement No. 75, *Accounting and Financial Reporting for Post-employment Benefit Plans Other Than Pensions.*

NOTE 10. RISK MANAGEMENT

The City is exposed to various risks of losses related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. Beginning in 1992, the City elected to stop carrying commercial insurance because of its prohibitive cost and began covering all claim settlements and judgments out of its General Fund and Water and Sewer Fund resources. Claims expenditures and liabilities are reported when it is probable that a loss has occurred, and the amount of that loss can be reasonably estimated.

Liabilities include an amount for claims that have been incurred but not reported ("IBNRs"). Claim liabilities are calculated considering the effects of inflation, recent claim settlement trends including frequency and amount of pay-outs and other economic and social factors. The liability for claims and judgments is reported in the Risk Management Fund because it is expected to be liquidated with expendable available financial resources. Change in the balances of claims liabilities during the past year are as follows:

	June 30, 2025	June 30, 2024
Unpaid claims, beginning of year	**$ 128,714**	$ 285,165
Incurred claims and changes in estimate	**689,155**	570,546
Claim payments	**(674,504)**	(726,997)
Unpaid claims, end of year	**$ 143,365**	$ 128,714

NOTE 11. COMMITMENTS AND CONTINGENCIES

Litigation

The City is involved in several small or pending lawsuits. In the opinion of management, based on consultations with legal counsel, an unfavorable outcome in excess of insurance coverage is unlikely.

Grant Contingencies

The City has received federal and state grants for specific purposes that are subject to review and audit by the grantor agencies. Such audits could lead to disallowance of certain expenditures previously reimbursed by those agencies. Based upon prior experience, the City's management believes such disallowances, if any, will not be significant.

NOTE 12. HOTEL/MOTEL LODGING TAX

The City has levied an 8% lodging tax. A summary of the transactions for the fiscal year ended June 30, 2025, are as follows:

Balance of lodging tax funds on hand at July 1, 2024	$	1,520,828
Lodging tax receipts		968,387
Disbursements to Convention and Visitors Bureau		(1,338,351)
Balance of lodging tax funds on hand at June 30, 2025	$	1,150,864

NOTE 13. RELATED ORGANIZATIONS

The City's governing board is responsible for all of the board appointments of the Milledgeville Housing Authority. However, the City has no further accountability for this organization.

NOTE 14. JOINT VENTURE

Under Georgia law, the City, in conjunction with other cities and counties in the 11-county, 22-city middle Georgia area, is a member of the Middle Georgia Regional Commission ("RC") and is required to pay annual dues thereto. During its fiscal year ended June 30, 2025, the City paid $21,432 in such dues. Membership in an RC is required by the O.C.G.A. §50-8-34 which provides for the organizational structure of the RC in Georgia. The RC Board membership includes the chief elected official of each county and municipality in the area. O.C.G.A. §50-8-39.1 provides that the member governments are liable for any debts or obligations of an RC. Separate financial statements may be obtained from:

Middle Georgia Regional Commission
175-C Emery Highway
Macon, Georgia 31201

NOTE 15. NET INVESTMENT IN CAPITAL ASSETS

Net investment in capital assets represents the net cost of capital assets less accumulated depreciation and outstanding debt less unexpended proceeds attributable to the investment in capital assets. To the extent that debt has been incurred, but not yet expended for capital assets, such amounts are not included as a component of net investment in capital assets. Details of net investment in capital assets is as follows:

	Governmental Activities	Business-type Activities
Capital assets, net of accumulated depreciation	$ 16,778,901	$ 34,236,738
Leases	(1,604,141)	-
Notes payable	-	(2,436,891)
Capital related accounts payable	(632,126)	(769,504)
Total net investment in capital assets	$ 14,542,634	$ 31,030,343

NOTE 16. ACCOUNTING CHANGES AND CHANGES WITHIN THE FINANCIAL REPORTING ENTITY

During the fiscal year ended June 30, 2025, the City reclassified the TSPLOST Fund from nonmajor governmental fund to a major governmental fund. The change was made because the fund met the quantitative criteria for major fund presentation under GASB Statement No. 34, *Basic Financial Statements—and Management's Discussion and Analysis—for State and Local Government*. This adjustment represents a change within the financial reporting entity under the provisions of GASB Statement No. 100, Accounting Changes and Error Corrections. Beginning fund balances on the Statement of Revenues, Expenditures, and Changes in Fund Balances – Governmental Funds were not impacted by this change as of July 1, 2024.

REQUIRED SUPPLEMENTARY INFORMATION

CITY OF MILLEDGEVILLE, GEORGIA

SCHEDULES OF REQUIRED SUPPLEMENTARY INFORMATION
SCHEDULE OF CHANGES IN NET PENSION LIABILITY (ASSET) AND RELATED RATIOS
FOR THE FISCAL YEAR ENDED JUNE 30,

	2025	2024	2023	2022	2021	2020	2019	2018	2017	2016
Total Pension Liability										
Service cost	**$ 504,962**	$ 402,594	$ 459,167	$ 481,750	$ 423,870	$ 453,685	$ 427,568	$ 448,504	$ 430,634	$ 261,754
Interest on total pension liability	**2,604,197**	2,439,302	2,296,814	2,183,544	2,034,706	1,952,280	1,937,429	1,798,678	1,710,065	1,499,115
Assumption changes	**(30,358)**	-	2,095,722	-	-	-	-	-	-	1,946,773
Differences between expected and actual experience	**1,172,061**	760,638	(1,725,992)	932,803	168,398	(1,159,340)	698,867	(112,881)	1,884,541	(383,212)
Benefit payments	**(1,839,798)**	(1,620,825)	(1,438,497)	(1,363,648)	(1,246,315)	(1,278,843)	(996,649)	(887,799)	(784,770)	(695,285)
Other	**-**	122,518	(1,438,497)	(1,363,648)	(1,246,315)	(1,278,843)	(996,649)	(887,799)	(784,770)	(695,285)
Net change in total pension liability	**2,411,064**	2,104,227	1,687,214	2,234,449	1,380,659	(32,218)	2,067,215	1,246,502	3,240,470	2,629,145
Total pension liability - beginning	**36,476,059**	34,371,832	32,684,618	30,450,169	29,069,510	29,101,728	27,034,513	25,788,011	22,547,541	19,918,396
Total pension liability - ending	**38,887,123**	36,476,059	34,371,832	32,684,618	30,450,169	29,069,510	29,101,728	27,034,513	25,788,011	22,547,541
Plan fiduciary net position										
Contributions - employer	**1,450,050**	1,115,423	1,450,049	1,226,965	1,486,193	1,323,022	1,275,801	1,131,748	986,863	4,506,497
Net investment income	**3,808,468**	4,901,839	2,833,758	(3,765,367)	6,431,435	1,491,483	1,753,573	1,779,865	2,178,733	126,091
Benefit payments	**(1,839,798)**	(1,620,825)	(1,438,497)	(1,363,648)	(1,246,315)	(1,278,843)	(996,649)	(887,799)	(784,770)	(695,285)
Administrative expenses	**(168,240)**	(142,567)	(129,521)	(142,553)	(128,959)	-	(103,952)	(99,258)	(125,881)	(115,337)
Other	**-**	2,023	37,007	(21,418)	(13,572)	31,590	-	-	-	-
Net change in Plan fiduciary net position	**3,250,480**	4,255,893	2,752,796	(4,066,021)	6,528,782	1,567,252	1,928,773	1,924,556	2,254,945	3,821,966
Plan fiduciary net position - beginning	**36,631,077**	32,375,184	29,622,388	33,688,409	27,159,627	25,592,375	23,663,602	21,739,046	19,484,101	15,662,135
Plan fiduciary net position - ending	**39,881,557**	36,631,077	32,375,184	29,622,388	33,688,409	27,159,627	25,592,375	23,663,602	21,739,046	19,484,101
Net pension liability (asset) - ending	**$ (994,434)**	$ (155,018)	$ 1,996,648	$ 3,062,230	$ (3,238,240)	$ 1,909,883	$ 3,509,353	$ 3,370,911	$ 4,048,965	$ 3,063,440
Plan fiduciary net position as a percentage of total pension liability	**102.56%**	100.42%	94.19%	90.63%	110.63%	93.43%	87.94%	87.53%	84.30%	86.41%
Covered payroll	**$ 7,240,584**	$ 5,218,507	$ 5,915,257	$ 6,769,972	$ 6,214,145	$ 6,703,051	$ 6,703,313	$ 6,441,274	$ 6,366,103	$ 6,313,985
Net pension liability (asset) as a percentage of covered payroll	**-13.73%**	-2.97%	33.75%	45.23%	-52.11%	28.49%	52.35%	52.33%	63.60%	48.52%

CITY OF MILLEDGEVILLE, GEORGIA

SCHEDULES OF REQUIRED SUPPLEMENTARY INFORMATION
SCHEDULE OF CONTRIBUTIONS
FOR THE FISCAL YEAR ENDED JUNE 30,

	2025	2024	2023	2022	2021	2020	2019	2018	2017	2016
Actuarially determined contribution	**$ 647,184**	$ 511,120	$ 517,736	$ 526,563	$ 593,782	$ 727,382	$ 851,940	$ 857,961	$ 849,017	$ 822,217
Contribution in relation to the actuarially determined contribution	**1,450,050**	1,115,423	1,450,049	1,226,965	1,486,193	1,323,022	1,275,801	1,131,748	986,863	4,506,497
Contribution (excess)	**$ (802,866)**	$ (604,303)	$ (932,313)	$ (700,402)	$ (892,411)	$ (595,640)	$ (423,861)	$ (273,787)	$ (137,846)	$ (3,684,280)
Covered payroll	**$ 7,240,584**	$ 5,218,507	$ 5,915,257	$ 6,769,972	$ 6,214,145	$ 6,703,051	$ 6,703,313	$ 6,441,274	$ 6,366,103	$ 6,313,985
Contributions as a percentage of covered payroll	**20.03%**	21.37%	24.51%	18.12%	23.92%	19.74%	19.03%	17.57%	15.50%	71.37%

Notes to the Schedule:

Valuation date	July 1, Beginning of Year
Cost method	Projected Unit Credit
Actuarial Asset Valuation Method	Five year smoothed
Assumed rate of return on investments	7.00%
Projected salary increases	3.00%
Amortization method	Per Georgia Statute

CITY OF MILLEDGEVILLE, GEORGIA

SCHEDULES OF REQUIRED SUPPLEMENTARY INFORMATION
SCHEDULE OF PENSION INVESTMENT RETURNS
FOR THE FISCAL YEAR ENDED JUNE 30,

	2025	2024	2023	2022	2021	2020	2019	2018	2017	2016
Annual money-weighted rate of return, net of investment expenses for the City of Milledgeville's pension plan.	**10.56%**	15.29%	9.78%	-11.17%	23.67%	6.19%	7.67%	8.33%	10.77%	0.80%

COMBINING AND INDIVIDUAL FUND STATEMENTS AND SCHEDULES

NONMAJOR GOVERNMENTAL FUNDS

SPECIAL REVENUE FUNDS

Hotel/Motel Tax Fund – This fund is used to account for hotel/motel taxes collected.

Community Development Block Grant ("CDBG") Program Income Fund – This fund is used to account for the activity of the City's community development block grant programs. Financing was originally provided by a grant received from the U.S. Department of Housing and Urban Development through the State of Georgia Department of Community Affairs.

Confiscated Assets Fund – This fund is used to account for condemnation proceeds. Funds may be used for public safety purposes except for salaries.

CITY OF MILLEDGEVILLE, GEORGIA

COMBINING BALANCE SHEET
NONMAJOR GOVERNMENTAL FUNDS
JUNE 30, 2025

	Special Revenue Funds			
	Hotel/Motel Tax Fund	CDBG Program Income Fund	Confiscated Assets Fund	Total
ASSETS				
Cash and cash equivalents	$ 1,207,692	$ 583,867	$ 306	$ 1,791,865
Taxes receivable, net of allowance	83,026	-	-	83,026
Notes receivable	-	379,305	-	379,305
Due from other governments	-	-	-	-
Total assets	$ 1,290,718	$ 963,172	$ 306	$ 2,254,196
LIABILITIES AND FUND BALANCES				
LIABILITIES				
Accounts payable	$ 139,854	$ -	$	$ 139,854
Due to other funds	-	-	-	-
Total liabilities	139,854	-	-	139,854
FUND BALANCES				
Restricted for housing and development programs	-	963,172	-	963,172
Restricted for promotion of tourism	1,150,864	-	-	1,150,864
Restricted for public safety programs	-	-	306	306
Unassigned	-	-	-	-
Total fund balances	1,150,864	963,172	306	2,114,342
Total liabilities and fund balances	$ 1,290,718	$ 963,172	$ 306	$ 2,254,196

CITY OF MILLEDGEVILLE, GEORGIA

COMBINING STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES
NONMAJOR GOVERNMENTAL FUNDS
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	Special Revenue Funds			
	Hotel/Motel Tax Fund	CDBG Program Income Fund	Confiscated Assets Fund	Total
Revenues				
Taxes	$ 968,387	$ -	$ -	$ 968,387
Intergovernmental	-	27,952	-	27,952
Interest revenue	-	6,125	702	6,827
Total revenues	968,387	34,077	702	1,003,166
Expenditures				
Current:				
Housing and development	1,338,351	28,713	-	1,367,064
Total expenditures	1,338,351	28,713	-	1,367,064
Net change in fund balances	(369,964)	5,364	702	(363,898)
Fund balances (deficit), July 1	1,520,828	957,808	(396)	2,478,240
Fund balances, June 30	$ 1,150,864	$ 963,172	$ 306	$ 2,114,342

CITY OF MILLEDGEVILLE, GEORGIA

SPECIAL REVENUE FUND
HOTEL/MOTEL TAX FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	Original and Final Budget	Actual	Variance with Final Budget
Revenues, taxes	$ 615,000	$ 968,387	$ 353,387
Expenditures, housing and development	615,000	1,338,351	(723,351)
Net change in fund balances	-	(369,964)	(369,964)
Fund balances, July 1	1,520,828	1,520,828	-
Fund balances, June 30	$ 1,520,828	$ 1,150,864	$ (369,964)

CITY OF MILLEDGEVILLE, GEORGIA

SPECIAL REVENUE FUND
COMMUNITY DEVELOPMENT BLOCK GRANT PROGRAM INCOME FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	Original and Final Budget	Actual	Variance with Final Budget
Revenues, interest revenue	$ 9,000	$ 6,125	$ (2,875)
Expenditures, housing and development	9,000	28,713	(19,713)
Net change in fund balances	-	5,364	5,364
Fund balances, July 1	957,808	957,808	-
Fund balances, June 30	$ 957,808	$ 963,172	$ 5,364

CITY OF MILLEDGEVILLE, GEORGIA

SPECIAL REVENUE FUND
CONFISCATED ASSETS FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

	Original and Final Budget	Actual	Variance with Final Budget
Revenues			
Fines and forfeitures	$ 63,491	$ -	$ (63,491)
Interest revenue	-	702	702
Total revenues	63,491	702	(62,789)
Expenditures, public safety	63,491	-	63,491
Net change in fund balances	-	702	702
Fund deficit, July 1	(396)	(396)	-
Fund balance, June 30	$ (396)	$ 306	$ 702

COMPONENT UNITS

CITY OF MILLEDGEVILLE, GEORGIA

BALANCE SHEET
COMPONENT UNIT
MILLEDGEVILLE-BALDWIN COUNTY ALLIED ARTS
JUNE 30, 2025

ASSETS	
Cash	$ 169,007
Investments	105,625
Total assets	$ 274,632
LIABILITIES AND FUND BALANCE	
LIABILITIES	
Accrued liabilities	$ 7,748
Total liabilities	7,748
FUND BALANCE	
Unassigned	266,884
Total liabilities and fund balance	$ 274,632
Amounts reported for discretely presented component units in the Statement of Net Position are different because:	
Fund balance of governmental fund	$ 266,884
Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the fund	60,792
Long-term liabilities are not due and payable in the current period and, therefore, are not reported in the fund	(1,522)
Net position of discretely presented component unit	$ 326,154

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
COMPONENT UNIT
MILLEDGEVILLE-BALDWIN COUNTY ALLIED ARTS
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

Revenues		
Intergovernmental	$	185,177
Contributions		5,000
Interest revenue		2,996
Other revenues		18,219
Total revenues		211,392
Expenditures, culture and recreation		210,816
Net change in fund balance		576
Fund balance, July 1		266,308
Fund balance, June 30	$	266,884
Amounts reported for discretely presented component units in the Statement of Activities are different because:		
Net change in fund balance		576
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.		414
Change in net position of discretely presented component unit	$	990

CITY OF MILLEDGEVILLE, GEORGIA

BALANCE SHEET
COMPONENT UNIT
DOWNTOWN DEVELOPMENT AUTHORITY
JUNE 30, 2025

ASSETS	
Cash	$ 49,015
Investments	94,474
Total assets	$ 143,489
LIABILITIES AND FUND BALANCE	
LIABILITIES	
Accounts payable	$ 5,173
Total liabilities	5,173
FUND BALANCE	
Unassigned	138,316
Total fund balance	138,316
Total liabilities and fund balance	$ 143,489
Amounts reported for discretely presented component units in the Statement of Net Position are different because:	
Fund balance of governmental fund	$ 138,316
Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the fund	16,233
Net position of discretely presented component unit	$ 154,549

CITY OF MILLEDGEVILLE, GEORGIA

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
COMPONENT UNIT
DOWNTOWN DEVELOPMENT AUTHORITY
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

Revenues		
Other revenues:		
MainStreet/DDA	$	89,518
Interest revenue		3,013
Total revenues		92,531
Expenditures, community development		64,449
Net change in fund balance		28,082
Fund balance, July 1		110,234
Fund balance, June 30	$	138,316
Amounts reported for discretely presented component units in the Statement of Activities are different because:		
Net change in fund balance		28,082
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 as depreciation expense. This is the amount by which depreciation expense exceeded capital outlay in the current period.		16,233
Change in net position of discretely presented component unit	$	44,315

STATISTICAL SECTION

This part of the City of Milledgeville's Annual Comprehensive Financial Report presents detailed information as a context for understanding what the information in the financial statements, note disclosures, and required supplementary information says about the government's overall financial health.

Contents **Page**

Financial Trends ..... **94 – 99**

These schedules contain trend information to help the reader understand how the City's financial performance and well-being have changed over time.

Revenue Capacity ..... **100 – 106**

These schedules contain information to help the reader assess the City's most significant local revenue source, the property tax.

Debt Capacity ..... **107 – 111**

These schedules present information to help the reader assess the affordability of the City's current levels of outstanding debt and the City's ability to issue additional debt in the future.

Demographic and Economic Information ..... **112 and 113**

These schedules offer demographic and economic indicators to help the reader understand the environment within which the City's financial activities take place.

Operating Information ..... **114 – 116**

These schedules contain service and infrastructure data to help the reader understand how the information in the City's financial report relates to the services the City provides and the activities it performs.

CITY OF MILLEDGEVILLE, GEORGIA

NET POSITION BY COMPONENT
LAST TEN FISCAL YEARS

	Fiscal Year									
	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025
Governmental activities:										
Net investment in capital assets	$ 12,895,220	$ 12,553,724	$ 13,730,225	$ 13,788,608	$ 14,172,296	$ 14,156,366	$ 14,541,431	$ 14,596,490	$ 14,636,235	$ 14,542,634
Restricted	9,934,083	10,348,759	9,331,990	7,719,326	7,156,740	8,085,427	6,570,233	7,012,047	6,840,823	6,011,597
Unrestricted	212,929	(1,004,503)	(855,214)	(848,225)	(629,418)	3,251,924	7,651,145	7,177,660	7,446,669	12,671,105
Total governmental activities net position	$ 23,042,232	$ 21,897,980	$ 22,207,001	$ 20,659,709	$ 20,699,618	$ 25,493,717	$ 28,762,809	$ 28,786,197	$ 28,923,727	$ 33,225,336
Business-type activities:										
Net investment in capital assets	$ 24,870,530	$ 25,103,717	$ 27,409,759	$ 26,127,832	$ 29,143,451	$ 29,875,215	$ 26,949,473	$ 27,262,483	$ 29,130,882	$ 31,030,343
Restricted	2,942,071	2,934,352	2,938,323	3,056,028	3,168,467	3,245,372	2,795,880	2,805,765	2,832,579	2,859,562
Unrestricted	9,901,702	9,685,695	7,461,466	8,663,396	5,409,196	6,013,371	11,783,178	11,628,894	10,754,056	12,158,646
Total business-type activities net position	$ 37,714,303	$ 37,723,764	$ 37,809,548	$ 37,847,256	$ 37,721,114	$ 39,133,958	$ 41,528,531	$ 41,697,142	$ 42,717,517	$ 46,048,551
Primary government:										
Net investment in capital assets	$ 37,765,750	$ 37,657,441	$ 41,139,984	$ 39,916,440	$ 43,315,747	$ 44,031,581	$ 41,490,904	$ 41,858,973	$ 43,767,117	$ 45,572,977
Restricted	12,876,154	13,283,111	12,270,313	10,775,354	10,325,207	11,330,799	9,366,113	9,817,812	9,673,402	8,871,159
Unrestricted	10,114,631	8,681,192	6,606,252	7,815,171	4,779,778	9,265,295	19,434,323	18,806,554	18,200,725	24,829,751
Total primary government net position	$ 60,756,535	$ 59,621,744	$ 60,016,549	$ 58,506,965	$ 58,420,732	$ 64,627,675	$ 70,291,340	$ 70,483,339	$ 71,641,244	$ 79,273,887

CITY OF MILLEDGEVILLE, GEORGIA

CHANGES IN NET POSITION
LAST TEN FISCAL YEARS
(accrual basis of accounting)

	Fiscal Year									
	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025
Expenses										
Governmental activities:										
General government	$ 2,053,836	$ 1,644,150	$ 1,982,462	$ 2,546,410	$ 1,516,137	$ 1,533,153	$ 1,798,507	$ 2,174,172	$ 2,373,222	$ 5,772,921
Judicial	241,322	176,387	216,408	193,964	212,827	196,037	219,372	230,440	250,724	240,378
Public safety	7,843,559	7,300,387	6,988,244	6,982,282	7,891,543	6,120,237	8,044,456	7,219,491	8,946,468	9,023,403
Public works	2,804,015	2,656,473	2,369,163	2,938,467	2,182,568	1,882,644	3,419,601	3,178,521	2,086,081	5,906,705
Culture and recreation	739,380	598,062	777,544	703,391	747,343	642,818	691,356	718,603	810,565	1,754,869
Housing and development	1,254,964	1,652,993	1,593,297	1,967,390	1,617,762	832,362	1,085,498	1,166,727	1,116,403	1,802,270
Interest on long-term debt	4,833	1,213	-	-	-	-	-	-	-	15,830
Total governmental activities	14,941,909	14,029,665	13,927,118	15,331,904	14,168,180	11,207,251	15,258,790	14,687,954	15,583,463	24,516,376
Business-type activities:										
Water and sewer	7,601,541	7,699,817	8,000,483	7,965,927	7,639,461	6,924,601	7,288,239	7,780,299	8,212,029	8,208,518
Solid waste	1,648,559	1,687,646	1,774,871	2,133,251	2,277,803	2,067,996	2,243,981	2,464,488	3,355,085	2,617,912
Stormwater	-	-	-	-	281,262	409,958	492,802	937,608	1,066,361	1,082,783
Total business-type activities	9,250,100	9,387,463	9,775,354	10,099,178	10,198,526	9,402,555	10,025,022	11,182,395	12,633,475	11,909,213
Total primary government	$ 24,192,009	$ 23,417,128	$ 23,702,472	$ 25,431,082	$ 24,366,706	$ 20,609,806	$ 25,283,812	$ 25,870,349	$ 28,216,938	$ 36,425,589
Program revenues										
Governmental activities:										
Charges for services:										
General government	$ 548,216	$ 566,304	$ 537,009	$ 510,828	$ 1,289,262	$ 1,434,124	$ 553,852	$ 797,938	$ 996,898	$ 1,051,066
Public works	563,503	462,026	464,659	527,579	448,400	213,625	503,204	292,696	318,345	349,650
Operating grants and contributions	127,028	163,452	759,860	382,674	302,621	204,226	448,480	339,534	537,095	4,954,575
Capital grants and contributions	2,049,785	2,375,184	2,095,794	1,168,482	585,693	1,672,765	4,506,447	106,011	2,083,105	6,857,616
Total governmental activities	3,288,532	3,566,966	3,857,322	2,589,563	2,625,976	3,524,740	6,011,983	1,536,179	3,935,443	13,212,907
Business-type activities:										
Charges for services:										
Water and sewer	7,622,657	7,847,663	7,619,323	7,664,549	7,540,451	8,492,475	9,249,680	7,708,238	7,558,902	8,476,416
Solid waste	1,989,356	2,009,578	2,071,650	2,119,419	2,109,793	2,069,239	2,226,677	2,420,877	2,419,392	2,463,811
Stormwater	-	-	-	-	449,796	700,516	672,853	779,781	732,078	794,902
Capital grants and contributions	-	-	216,579	453,260	271,866	-	-	-	-	3,371,436
Total business-type activities	9,612,013	9,857,241	9,907,552	10,237,228	10,371,906	11,262,230	12,149,210	10,908,896	10,710,372	15,106,565
Total primary government	$ 12,900,545	$ 13,424,207	$ 13,764,874	$ 12,826,791	$ 12,997,882	$ 14,786,970	$ 18,161,193	$ 12,445,075	$ 14,645,815	$ 28,319,472
Net (expense)/revenue										
Governmental activities	$ (11,653,377)	$ (10,462,699)	$ (10,069,796)	$ (12,742,341)	$ (11,542,204)	$ (7,682,511)	$ (9,246,807)	$ (13,151,775)	$ (11,648,020)	$ (11,303,469)
Business-type activities	361,913	469,778	132,198	138,050	173,380	1,859,675	2,124,188	(273,499)	(1,923,103)	3,197,352
Total primary government net expense	$ (11,291,464)	$ (9,992,921)	$ (9,937,598)	$ (12,604,291)	$ (11,368,824)	$ (5,822,836)	$ (7,122,619)	$ (13,425,274)	$ (13,571,123)	$ (8,106,117)

(Continued)

CITY OF MILLEDGEVILLE, GEORGIA

CHANGES IN NET POSITION
LAST TEN FISCAL YEARS
(accrual basis of accounting)

	Fiscal Year									
	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025
General Revenues and Other										
Changes in Net Position										
Governmental activities:										
Taxes:										
Property taxes	$ 3,108,846	$ 3,104,119	$ 3,086,186	$ 3,459,389	$ 3,965,214	$ 3,962,556	$ 4,125,836	$ 4,569,340	$ 5,350,115	$ 6,008,965
Sales taxes	2,420,390	2,420,423	2,433,043	2,523,041	2,626,209	3,415,427	3,600,769	3,862,291	3,934,325	4,102,340
Hotel/motel taxes	513,056	558,902	604,253	632,912	629,050	611,474	878,189	915,355	846,047	968,387
Franchise taxes	1,288,061	1,419,557	1,334,579	1,291,418	1,345,152	1,266,716	1,295,547	1,394,726	1,505,241	1,659,843
Insurance premium taxes	991,321	1,059,064	1,147,172	1,222,132	1,320,908	1,479,980	1,511,433	1,406,547	1,515,918	1,630,043
Alcoholic beverage taxes	446,363	468,167	458,228	470,293	470,734	536,934	537,266	551,601	533,334	511,666
Business and occupation taxes	594,765	626,965	581,787	627,848	623,816	641,425	643,475	705,061	681,218	721,086
Other taxes	95,037	108,500	38,111	29,830	32,807	49,347	93,869	75,177	153,531	93,283
Unrestricted investment earnings	40,217	71,595	31,380	28,326	21,248	23,331	21,281	35,000	38,825	25,728
Transfers	1,768,342	2,930,125	453,850	93,628	159,911	489,420	(191,766)	(339,935)	(2,773,004)	-
Total governmental activities	11,266,398	12,767,417	10,168,589	10,378,817	11,195,049	12,476,610	12,515,899	13,175,163	11,785,550	15,721,341
General Revenues and Other										
Changes in Net Position										
Business-type activities:										
Unrestricted investment earnings	43,720	146,599	(6,467)	47,214	59,569	42,589	78,619	102,175	170,474	133,682
Transfers	(1,768,342)	(2,930,125)	(453,850)	(93,628)	(159,911)	(489,420)	191,766	339,935	2,773,004	-
Total business-type activities	(1,724,622)	(2,783,526)	(460,317)	(46,414)	(100,342)	(446,831)	270,385	442,110	2,943,478	133,682
Total primary government	$ 9,541,776	$ 9,983,891	$ 9,708,272	$ 10,332,403	$ 11,094,707	$ 12,029,779	$ 12,786,284	$ 13,617,273	$ 14,729,028	$ 15,855,023
Change in Net Position										
Governmental activities	$ (386,979)	$ 2,304,718	$ 98,793	$ (2,363,524)	$ (347,155)	$ 4,794,099	$ 3,269,092	$ 23,388	$ 137,530	$ 4,417,872
Business-type activities	(1,362,709)	(2,313,748)	(328,119)	91,636	73,038	1,412,844	2,394,573	168,611	1,020,375	3,331,034
Total primary government	$ (1,749,688)	$ (9,030)	$ (229,326)	$ (2,271,888)	$ (274,117)	$ 6,206,943	$ 5,663,665	$ 191,999	$ 1,157,905	$ 7,748,906

CITY OF MILLEDGEVILLE, GEORGIA

GOVERNMENTAL ACTIVITIES TAX REVENUE BY SOURCE
LAST TEN FISCAL YEARS
(accrual basis of accounting)

Year	Property Tax	Sales Tax	Other Taxes	Alcoholic Beverage Taxes	Business and Occupation Taxes	Franchise Tax	Insurance Premium Tax	Total
2016	$ 3,104,119	$ 2,420,423	$ 667,402	$ 468,167	$ 626,965	$ 1,419,557	$ 1,059,064	$ 9,765,697
2017	3,086,186	2,433,043	642,364	458,228	581,787	1,334,579	1,147,172	9,683,359
2018	3,459,389	2,523,041	662,742	470,293	627,848	1,291,418	1,222,132	10,256,863
2019	3,965,214	2,626,209	661,857	470,734	623,816	1,345,152	1,320,908	11,013,890
2020	3,988,735	2,764,339	650,488	466,432	556,035	1,337,086	1,403,392	11,166,507
2021	3,962,556	3,415,427	660,821	536,934	641,425	1,266,716	1,479,980	11,963,859
2022	4,125,836	3,600,769	972,058	537,266	643,475	1,295,547	1,511,433	12,686,384
2023	4,569,340	3,862,291	990,532	551,601	705,061	1,394,726	1,406,547	13,480,098
2024	5,350,115	3,934,325	999,578	533,334	681,218	1,505,241	1,515,918	14,519,729
2025	6,008,965	4,102,340	1,061,670	511,666	721,086	1,659,843	1,630,043	15,695,613

CITY OF MILLEDGEVILLE, GEORGIA

FUND BALANCES OF GOVERNMENTAL FUNDS
LAST TEN FISCAL YEARS
(modified accrual basis of accounting)

	Fiscal Year									
	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025
General Fund:										
Non-spendable	$ 40,705	$ 33,457	$ 55,235	$ 47,715	$ 49,592	$ 54,883	$ 89,886	$ 80,593	$ 63,210	$ 100,491
Restricted	271,698	189,739	106,946	376,234	562,050	774,584	774,584	452,171	452,171	452,171
Assigned	-	112	-	-	-	-	-	-	-	-
Unassigned	2,787,745	2,365,528	2,746,938	2,055,049	1,825,649	3,838,666	4,302,428	4,249,613	5,357,587	2,824,994
Total General Fund	$ 3,100,148	$ 2,588,836	$ 2,909,119	$ 2,478,998	$ 2,437,291	$ 4,668,133	$ 5,166,898	$ 4,782,377	$ 5,872,968	$ 3,377,656
All Other Governmental Funds:										
Non-spendable	$ 386,111	$ 354,938	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Restricted	9,662,385	10,159,020	9,225,044	7,343,092	6,594,690	7,310,843	5,796,904	6,559,876	6,388,652	5,559,426
Unassigned	-	-	-	-	-	-	-	-	(396)	-
Total all other governmental funds	$ 10,048,496	$ 10,513,958	$ 9,225,044	$ 7,343,092	$ 6,594,690	$ 7,310,843	$ 5,796,904	$ 6,559,876	$ 6,388,256	$ 5,559,426

CITY OF MILLEDGEVILLE, GEORGIA

CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS
LAST TEN FISCAL YEARS
(accrual basis of accounting)

	Fiscal Year									
	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025
Revenues										
Taxes	$ 9,693,482	$ 9,758,189	$ 10,222,913	$ 10,949,114	$ 11,112,327	$ 11,982,786	$ 12,577,798	$ 13,003,782	$ 15,011,480	$ 15,454,024
Licenses and permits	406,460	410,604	327,319	271,777	255,180	295,961	333,516	374,897	328,464	576,665
Intergovernmental	2,128,203	2,268,965	2,944,343	1,298,726	823,268	2,227,684	1,385,205	2,550,994	2,836,297	5,697,249
Fines and forfeitures	563,503	462,026	464,659	527,579	448,400	213,625	503,204	292,696	318,345	349,650
Charges for services	15,344	12,576	61,952	33,247	19,108	20,994	28,022	44,559	28,591	38,352
Interest income	176,580	122,683	82,194	103,418	19,727	19,170	32,222	128,322	174,521	135,550
Other revenues	126,456	150,624	147,738	205,804	1,063,042	1,128,127	192,314	378,482	639,843	436,049
Total revenues	$ 13,110,028	$ 13,185,667	$ 14,251,118	$ 13,389,665	$ 13,741,052	$ 15,888,347	$ 15,052,281	$ 16,773,732	$ 19,337,541	$ 22,687,539
Expenditures										
General government	1,961,392	1,613,293	1,732,999	1,704,244	1,661,370	1,492,839	1,588,340	1,925,439	2,093,594	6,543,500
Judicial	243,036	200,969	212,801	214,504	233,301	215,947	228,030	231,847	254,611	244,843
Public safety	8,125,227	6,796,594	6,868,748	7,289,958	7,540,016	7,328,515	8,004,288	8,317,513	8,578,676	10,967,692
Public works	2,197,906	2,060,791	2,196,704	2,012,586	1,968,005	1,916,566	1,869,577	2,361,508	2,815,942	3,916,857
Culture and recreation	761,153	678,545	720,706	717,840	697,300	672,066	688,146	729,094	817,138	1,759,928
Housing and development	1,313,159	1,566,725	1,592,144	2,042,995	1,624,789	886,337	1,103,842	1,175,547	1,127,021	1,816,363
Capital outlay	1,590,111	1,291,761	3,395,647	2,635,414	1,306,380	1,429,082	2,585,232	1,654,333	2,731,588	1,571,453
Debt service:										
Principal	233,957	233,957	-	-	-	-	-	-	-	171,750
Interest	-	-	-	-	-	-	-	-	-	15,830
Total expenditures	$ 16,425,941	$ 14,442,635	$ 16,719,749	$ 16,617,541	$ 15,031,161	$ 13,941,352	$ 16,067,455	$ 16,395,281	$ 18,418,570	$ 27,008,216
Excess (deficiency) of revenues over (under) expenditures	(3,315,913)	(1,256,968)	(2,468,631)	(3,227,876)	(1,290,109)	1,946,995	(1,015,174)	378,451	918,971	(4,320,677)
Other Financing Sources (Uses)										
Proceeds from leases	-	-	-	-	-	-	-	-	-	1,775,891
Proceeds from sale of assets	-	-	-	415,803	-	-	-	-	-	-
Transfers in from other funds	3,355,361	1,211,218	1,500,000	500,000	500,000	1,000,000	-	-	-	-
Transfers out to other funds	-	(100)	-	-	-	-	-	-	-	-
Total other financing sources (uses)	3,355,361	1,211,118	1,500,000	915,803	500,000	1,000,000	-	-	-	1,775,891
Net change in fund balances	$ 39,448	$ (45,850)	$ (968,631)	$ (2,312,073)	$ (790,109)	$ 2,946,995	$ (1,015,174)	$ 378,451	$ 918,971	$ (2,544,786)
Debt service as a percentage of noncapital expenditures	1.81%	1.90%	1.51%	1.67%	0.00%	0.00%	0.00%	0.00%	0.00%	0.93%

CITY OF MILLEDGEVILLE, GEORGIA

GENERAL GOVERNMENTAL TAX REVENUE BY SOURCE [1]
LAST TEN FISCAL YEARS
(modified accrual basis of accounting)

Year	Property Tax	Sales Tax	Other Taxes [2]	Franchise Tax	Insurance Premium Tax	Total
2016	$ 3,031,903	$ 2,420,423	$ 1,762,535	$ 1,419,557	$ 1,059,064	$ 9,693,482
2017	3,161,015	2,433,043	1,682,380	1,334,579	1,147,172	9,758,189
2018	3,425,438	2,523,041	1,760,884	1,291,418	1,222,132	10,222,913
2019	3,900,437	2,626,209	1,756,408	1,345,152	1,320,908	10,949,114
2020	3,934,555	2,764,339	1,672,956	1,337,086	1,403,392	11,112,328
2021	3,981,483	3,415,427	1,839,181	1,266,716	1,479,980	11,982,787
2022	4,017,250	3,600,769	2,152,800	1,295,547	1,511,433	12,577,799
2023	4,093,024	3,862,291	2,247,195	1,394,726	1,406,547	13,003,783
2024	5,841,866	3,934,325	2,214,131	1,505,241	1,515,918	15,011,481
2025	5,767,376	4,102,340	2,294,423	1,659,843	1,630,043	15,454,025

Notes:

[1] Includes General, Special Revenue and Capital Projects Funds.

[2] Includes alcoholic beverages taxes and hotel/motel taxes.

CITY OF MILLEDGEVILLE, GEORGIA

DIRECT AND OVERLAPPING SALES TAX RATES
LAST TEN FISCAL YEARS

Fiscal Year	Direct	Overlapping			
	City	State of Georgia	Baldwin County [1]	Baldwin County School Board [2]	Total Direct and Overlapping Rates
2016	1.00%	4.00%	1.00%	1.00%	7.00%
2017	1.00%	4.00%	1.00%	1.00%	7.00%
2018	1.00%	4.00%	1.00%	1.00%	7.00%
2019	1.00%	4.00%	1.00%	1.00%	7.00%
2020	1.00%	4.00%	1.00%	1.00%	7.00%
2021	1.00%	4.00%	1.00%	1.00%	7.00%
2022	1.00%	4.00%	1.00%	1.00%	7.00%
2023	1.00%	4.00%	1.00%	1.00%	7.00%
2024	1.00%	4.00%	1.00%	1.00%	7.00%
2025	1.00%	4.00%	2.00%	1.00%	8.00%

Source: Georgia Department of Revenue, Sales and Use Tax Division

Notes:

(1) A new 1% special purpose local option sales tax referendum was passed and went into effect April 1, 2024.

(2) A new 1% special purpose local option sales tax referendum was passed on March 18, 2025 and will go into effect November 5, 2025.

(3) A new 1% transportation special purpose local option sales tax referendum was passed and went into effect April 1, 2024.

CITY OF MILLEDGEVILLE, GEORGIA

TAXABLE SALES TAX DISTRIBUTION BY CATEGORY
LAST TEN CALENDAR YEARS [1]

By Category	Fiscal Year 2016	2017	2018	2019	2020	2021	2022	2023	2024	2025
Food	$ 1,375,297	$ 1,485,583	$ 1,482,684	$ 1,535,990	$ 1,593,161	$ 1,766,422	$ 1,838,454	$ 1,942,013	$ 1,999,578	$ 1,979,101
Apparel	846,827	925,511	954,340	957,960	1,778,113	1,479,135	1,576,583	1,620,263	1,716,783	1,777,694
General	1,166,178	1,168,001	1,229,836	1,331,067	1,173,427	1,534,166	1,623,981	1,716,604	1,744,421	1,688,892
Automotive	186,453	192,184	192,346	196,947	246,239	281,395	351,973	416,914	394,721	389,760
Home	634,859	685,544	697,338	647,213	789,074	903,488	972,362	908,630	928,236	988,542
Lumber	44,051	48,477	29,415	36,135	62,838	50,881	45,771	64,694	49,151	50,355
Miscellaneous service	382,230	377,688	410,827	402,836	454,765	477,212	520,609	478,659	488,825	545,280
Manufacturers	228,368	233,112	192,783	218,723	231,874	282,696	313,330	335,114	398,428	453,965
Utilities	405,177	437,668	474,742	484,253	501,306	501,246	532,504	581,273	593,523	728,945
Miscellaneous	171,904	256,532	470,532	476,304	554,433	647,112	616,164	667,181	622,566	637,734
	$ 5,441,344	$ 5,810,300	$ 6,134,843	$ 6,287,428	$ 7,385,230	$ 7,923,753	$ 8,391,731	$ 8,731,345	$ 8,936,232	$ 9,240,268

Source: Georgia Department of Revenue, Local Government Services Division

Note:
[1] Information only available for Baldwin County.

CITY OF MILLEDGEVILLE, GEORGIA

ASSESSED VALUE AND ESTIMATED ACTUAL VALUE OF TAXABLE PROPERTY
LAST TEN FISCAL YEARS

Fiscal Year	Residential Property	Commercial Property	Motor Vehicle	Other [1]	Less: Tax Exempt Real Property	Total Taxable Assessed Value	Total Direct Tax Rate	Estimated Actual Taxable Value	Assessed Value as a Percentage of Actual Value
2016	$ 131,183,888	$ 199,629,373	$ 12,256,620	$ 509,987	$ 2,247,783	$ 341,332,085	9.12	$ 853,330,213	40%
2017	131,032,445	202,488,113	9,256,380	489,323	3,316,684	339,949,577	9.12	849,873,943	40%
2018	151,669,649	253,919,810	6,950,710	482,629	4,818,562	408,204,236	9.12	1,020,510,590	40%
2019	145,487,542	254,572,058	5,347,120	497,199	4,233,677	401,670,242	9.12	1,004,175,605	40%
2020	144,942,631	261,228,450	4,409,040	463,480	5,318,338	405,725,263	10.12	1,014,313,158	40%
2021	150,646,932	261,527,460	3,514,630	480,989	4,489,509	411,680,502	10.12	1,029,201,255	40%
2022	154,108,988	266,232,173	3,098,830	426,247	11,066,714	412,799,524	10.12	1,031,998,810	40%
2023	210,071,273	274,943,646	2,714,250	448,646	9,653,098	478,524,717	12.12	1,196,311,793	40%
2024	203,768,840	276,009,396	2,669,710	454,948	13,137,251	467,765,643	12.12	1,169,414,108	40%
2025	264,621,032	308,312,965	2,548,360	471,805	19,925,514	556,028,648	11.37	1,390,071,620	40%

Source: Baldwin County Tax Commissioner

Note:
[1] Includes mobile homes and heavy equipment.

CITY OF MILLEDGEVILLE, GEORGIA

DIRECT AND OVERLAPPING PROPERTY TAX RATES
LAST TEN FISCAL YEARS
(rate per $1,000 of assessed value)

	Fiscal Year									
	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025
City of Milledgeville:										
Maintenance and Operations	8.12	8.12	8.12	9.12	9.12	9.12	9.12	9.12	11.12	11.12
School Fund	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00
Total City	9.12	9.12	9.12	10.12	10.12	10.12	10.12	10.12	12.12	12.12
Baldwin County	9.85	9.85	9.85	9.86	9.83	10.50	10.50	10.50	10.50	10.50
Baldwin County School District	17.06	17.06	17.06	15.65	15.60	15.29	15.29	15.29	15.29	15.29
State of Georgia	0.10	0.10	0.10	0.10	0.10	0.10	0.10	0.10	0.10	0.10
Total	36.13	36.13	36.13	35.73	35.65	36.01	36.01	36.01	38.01	38.01

Source: City of Milledgeville financial records

CITY OF MILLEDGEVILLE, GEORGIA

PRINCIPAL PROPERTY TAXPAYERS
CURRENT YEAR AND NINE YEARS AGO

	2025			2016		
	Taxable Assessed Value	Rank	Percentage of Total Taxable Assessed Value	Taxable Assessed Value	Rank	Percentage of Total Taxable Assessed Value
Georgia Power	$ 25,703,553	1	4.52%	$ 12,172,208	2	1.43%
GEO Group in the 197	18,328,981	2	3.22%	16,204,736	1	1.91%
ASLM LLC	8,741,486	3	1.54%			
Bostick Holdings LLC	6,544,124	4	1.15%			
Milledgeville Ventures LLC	5,746,860	5	1.01%			
Strapack, LLC	4,700,467	6	0.83%			
Walmart RI Estate Business	4,400,000	7	0.77%	4,835,680	4	0.57%
Rath Refractories INC	3,882,814	8	0.68%	3,502,040	6	0.56%
Wallace J Holdings	3,648,480	9	0.64%			
Prospect A Milledgeville LLC	3,357,693	10	0.59%			
Baldwin County Board of Education			-			
Campus Crest of Milledgeville			-	5,469,126	3	0.64%
AT&T			-	2,908,941	8	0.34%
Walmart			-	3,234,774	7	0.38%
Magnolia Park			-	4,593,410	5	0.54%
Lowe's of Milledgeville			-	27,000,280	9	3.46%
Halpren Properties LLC			-	2,658,440	10	0.31%
Totals	$ 85,054,458		14.95%	$ 82,579,635		10.14%

Source: City of Milledgeville and Baldwin County records

Notes:

(a) Milledgeville Ventures, LLC owns various apartment housing.

(b) Prospect B LLC recently opened apartment housing.

(c) Wallace J Holdings recently opened apartment housing.

CITY OF MILLEDGEVILLE, GEORGIA

PROPERTY TAX LEVIES AND COLLECTIONS
LAST TEN FISCAL YEARS

Fiscal Year Ended	Taxes Levied for the Fiscal Year	Collected within the Fiscal Year of the Levy		Collections in Subsequent Years	Total Collections to Date	
		Amount	Percentage of Levy		Amount	Percentage of Levy
2016	$ 2,992,600	$ 2,845,261	95.1	$ 107,722	$ 2,952,983	98.7 %
2017	3,013,250	2,985,546	99.1	4,427	2,989,973	99.2
2018	3,632,942	3,461,962	95.3	131,254	3,593,216	98.9
2019	3,610,992	3,374,331	93.4	131,254	3,505,585	97.1
2020	4,062,163	3,785,694	93.2	137,939	3,923,633	96.6
2021	3,984,220	3,680,223	92.4	212,446	3,892,669	97.7
2022	3,851,389	3,532,439	91.7	172,005	3,704,444	96.2
2023	3,988,812	3,169,978	79.5	261,341	3,431,319	86.0
2024	5,641,472	4,984,000	88.3	609,466	5,593,466	99.1
2025	5,889,689	5,552,405	94.3	57,463	5,609,868	95.2

Source: City of Milledgeville financial records

CITY OF MILLEDGEVILLE, GEORGIA

RATIOS OF OUTSTANDING DEBT BY TYPE
LAST TEN FISCAL YEARS

Fiscal Year Ended	Governmental Activities		Business-type Activities		Total Primary Government	Percentage of Personal Income [1]	Per Capita [1]
	General Obligation Bonds	Leases	Water and Sewer Notes	Revenue Bonds			
2016	$ -	$ 230,318	$ 260,325	$ 6,269,610	$ 6,760,253	3.02%	357.10
2017	-	-	287,690	5,360,424	5,648,114	N/A	298.32
2018	-	-	660,913	4,402,818	5,063,731	N/A	272.61
2019	-	-	3,447,430	3,390,212	6,837,642	N/A	367.34
2020	-	-	3,407,472	2,317,606	5,725,078	N/A	306.09
2021	-	-	3,221,108	1,185,000	4,406,108	N/A	258.12
2022	-	-	3,030,956	-	3,030,956	N/A	171.02
2023	-	-	2,826,928	-	2,826,928	N/A	167.90
2024	-	-	2,638,936	-	2,638,936	N/A	160.07
2025	-	1,604,141	2,436,891	-	4,041,032	N/A	238.99

Source: City of Milledgeville financial records

Note:
[1] See the Schedule of Demographic and Economic Statistics for personal income and population data.

Details regarding the City's outstanding debt can be found in the notes to the financial statements.

N/A - Not Available

CITY OF MILLEDGEVILLE, GEORGIA

RATIOS OF GENERAL BONDED DEBT OUTSTANDING
LAST TEN FISCAL YEARS

Fiscal Year Ended	General Obligation Bonds	Percentage of Actual Property Value [2]	Per Capita [1]
2016	$ -	$ -	$ -
2017	-	-	-
2018	-	-	-
2019	-	-	-
2020	-	-	-
2021	-	-	-
2022	-	-	-
2023	-	-	-
2024	-	-	-
2025	-	-	-

Source: City of Milledgeville financial records

Notes:
[1] See the Schedule of Demographic and Economic Statistics for population data.
[2] See the Schedule of Assessed Value and Estimated Actual Value of Taxable Property.

Details regarding the City's outstanding debt can be found in the notes to the financial statements.

CITY OF MILLEDGEVILLE, GEORGIA

DIRECT AND OVERLAPPING GOVERNMENTAL ACTIVITIES DEBT
AS OF JUNE 30, 2025

Governmental Unit	Debt Outstanding	Estimated Percentage Applicable [1]	Estimated Share of Overlapping Debt
Debt repaid with property taxes: Baldwin County	$ -	36.00%	$ -
Subtotal, overlapping debt			-
City of Milledgeville direct debt			1,604,141
Total direct and overlapping debt			$ 1,604,141

Sources: Assessed value data used to estimate applicable percentages provided by the Baldwin County Tax Assessors Office.
Debt outstanding data is for fiscal year ended June 30, 2025, as provided by Baldwin County Commissioners' Office.

Note:

[1] For debt repaid with property taxes, the percentage of overlapping debt applicable is estimated using taxable assessed property values. Applicable percentages were estimated by determining the portion of the County's taxable assessed value that is within the City's boundaries and dividing it by the County's total taxable assessed value.

CITY OF MILLEDGEVILLE, GEORGIA

LEGAL DEBT MARGIN INFORMATION
LAST TEN FISCAL YEARS
(amounts expressed in thousands)

	Fiscal Year									
	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025
Legal debt limit	$ 34,133	$ 33,994	$ 40,820	$ 40,167	$ 40,573	$ 41,168	$ 41,280	$ 47,852	$ 46,777	$ 55,603
Total net debt applicable to debt limit	-	-	-	-	-	-	-	-	-	-
Legal debt margin	$ 34,133	$ 33,994	$ 40,820	$ 40,167	$ 40,573	$ 41,168	$ 41,280	$ 47,852	$ 46,777	$ 55,603
Legal debt margin as a percentage of the debt limit	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

Legal Debt Margin Calculation for Fiscal Year 2025	
Assessed value	$ 556,029
Debt limit (10% of assessed value)	55,603
Debt applicable to limit:	
Lease obligation	-
Total net debt applicable to limit	-
Legal debt margin	$ 55,603

Notes:

Under state finance law, the City's outstanding general obligation debt should not exceed 10% of total assessed property value.

By law, the general obligation debt subject to the limitation may be offset by amounts set aside for repaying the general obligation bonds.

These amounts do not include revenue bonds that are being repaid from the Enterprise Fund.

CITY OF MILLEDGEVILLE, GEORGIA

PLEDGED-REVENUE COVERAGE
LAST TEN FISCAL YEARS

Fiscal Year	Utility Service Charges	Less: Operating Expenses	Net Available Revenue	Debt Service		Coverage
				Principal	Interest	
2016	$ 7,628,862	$ 5,720,752	$ 1,908,110	$ 835,000	$ 377,443	1.57
2017	7,808,384	5,867,159	1,941,225	885,000	334,228	1.59
2018	7,604,493	6,156,699	1,447,794	940,000	282,667	1.18
2019	7,727,646	6,076,629	1,651,017	995,000	294,841	1.28
2020	7,698,515	5,845,651	1,852,864	1,055,000	224,742	1.45
2021	8,515,488	5,326,940	3,188,548	1,115,000	161,101	2.50
2022	9,250,080	5,789,297	3,460,783	1,185,000	100,758	2.69
2023	8,474,576	6,243,682	2,230,894	-	69,477	32.11
2024	7,408,377	6,614,459	793,918	-	62,745	12.65
2025	8,476,578	6,563,195	1,913,383	-	60,197	31.79

Notes:

Details regarding the City's outstanding debt can be found in the notes to the financial statements.

Utility service charges include tap fees, but exclude interest.

Operating expenses do not include interest, depreciation, or amortization expense.

CITY OF MILLEDGEVILLE, GEORGIA

DEMOGRAPHIC AND ECONOMIC STATISTICS
LAST TEN FISCAL YEARS

Fiscal Year	Population [1]	Personal Income (amounts expressed in thousands)	Per Capita Personal Income [1]	School Enrollment [2]	Unemployment Rate [3]
2016	18,931	N/A	13,342	6,998	10.00
2017	18,933	N/A	13,317	6,934	5.90
2018	18,575	N/A	14,188	6,956	5.26
2019	18,614	N/A	20,846	6,358	5.00
2020	18,704	N/A	20,305	6,322	4.00
2021	17,070	N/A	28,632	6,558	6.90
2022	17,723	N/A	29,261	6,157	3.80
2023	16,837	N/A	N/A	6,367	4.20
2024	16,486	N/A	28,721	6,253	4.00
2025	16,909	N/A	40,310	6,164	4.20

Sources:

[1] U.S. Bureau of the Census

[2] Baldwin County Board of Education, John Milledge Academy, GMC Prep School, Sinclair Christian Academy (closed, no information available), EBL Academy

[3] Georgia Department of Labor

N/A - Not Available

CITY OF MILLEDGEVILLE, GEORGIA

PRINCIPAL EMPLOYERS
CURRENT YEAR AND NINE YEARS AGO

	2025			2016		
Employer [1]	Employees	Rank	Percentage of Total County Employment	Employees [1]	Rank	Percentage of Total County Employment [1]
Georgia College & State University	N/A	N/A	N/A	1200	1	N/A
Qarbon Aerospace [2]	N/A	N/A	N/A			N/A
Primecare Home Care Services, Inc	N/A	N/A	N/A	350	8	N/A
Navicent Health Oconee LLC	N/A	N/A	N/A			N/A
Georgia Military College	N/A	N/A	N/A	430	5	N/A
United Veteran Services of Georgia	N/A	N/A	N/A			N/A
GA Dept of Behavioral Health & Dev. Disabilities	N/A	N/A	N/A			N/A
GEO Riverbend State Correctional Facility	N/A	N/A	N/A			N/A
Triumph Aerostructures	N/A	N/A	N/A	766	2	N/A
Walmart	N/A	N/A	N/A	340	9	N/A
Baldwin County Board of Education	N/A		N/A	760	3	N/A
Georgia Department of Corrections	N/A		N/A	352	6	N/A
Mohawk	N/A		N/A	350	7	N/A
Oconee Regional Medical Center	N/A		N/A	597	4	N/A
Baldwin County	N/A		N/A	338	10	N/A

Sources:

[1] Georgia Department of Labor. Information for fiscal year 2025 not available

[2] Triumph Aerostructures changed its name to Qarbon Aerospace

N/A - Not Available - Georgia Department of Labor will only provide the name of the top ten employers, not the number of employees beginning with fiscal year 2017.

CITY OF MILLEDGEVILLE, GEORGIA

FULL-TIME EQUIVALENT CITY GOVERNMENT EMPLOYEES BY FUNCTION/PROGRAM
LAST TEN FISCAL YEARS

	Fiscal Year									
	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025
Function/Program										
General Government:										
Administrative	5	5	5	5	5	5	4	4	4	4.5
Finance	7	7	7	7	7	5	4	4	4	4.5
Personnel	1.5	1.5	1.5	1.5	1.5	1.5	1.5	1.5	2	2
Planning	4.5	4.5	4.5	4.5	4.5	4.5	2.5	2.5	2	3
Other	4	4	4	4	4	4	3	3	3	7
Police:										
Officers	52	52	52	52	57	57	60	60	60	46
Civilians	11	12	12	12	1	1	-	-	0	14
Fire:										
Firefighters	34	34	34	34	42	42	42	42	42	41
Civilians	-	-	-	-	-	-	-	-	-	1
Public Works:										
Administrative	3	3	3	3	3	3	3	3	3	3
Maintenance	13	13	13	13	13	13	13	13	13	13
Parks and Recreation	10	10	10	10	10	10	10	10	10	10
Water	35	35	35	35	35	35	33	34	35	44
Wastewater	16	16	16	16	16	16	16	17	18	17
Refuse	9	9	9	9	9	9	9	9	9	10
Stormwater	-	-	-	-	5	5	6	6	6	9
Total	205	206	206	206	213	211	207	209	211	229

Source: City of Milledgeville Human Resources Department

Notes:
In fiscal year 2015, the City added an additional position for a City Planner.
In fiscal year 2019, the City eliminated its jail operations and added five police officers.

CITY OF MILLEDGEVILLE, GEORGIA

OPERATING INDICATORS BY FUNCTION/PROGRAM
LAST TEN FISCAL YEARS

	Fiscal Year									
Function/Program	**2016**	**2017**	**2018**	**2019**	**2020**	**2021**	**2022**	**2023**	**2024**	**2025**
Police:										
Parking violations	2,469	2,381	2,993	2,729	814	1,432	1,290	2,745	2,256	2,198
Traffic violations	4,328	3,409	3,558	4,262	1,164	1,594	1,220	1,727	1,532	1,247
Fire:										
Number of calls answered	1,677	1,614	1,630	1,761	1,652	1,117	2,310	2,378	1,893	1,980
Number of inspections conducted	2,068	2,057	2,054	584	351	347	425	507	493	433
Highways and streets:										
Street resurfacing (miles)	0.34	0.3	6.9	0.3	0.2	0.2	0.2	0.3	0.3	7.2
Potholes repaired	1,047	952	545	102	608	754	1,450	217	632	1,429
Sanitation:										
Yard trimmings collected (tons/day)	6	3	4	4	4	4	2	2	2	3
Water:										
Number of service connections	7,856	7,724	8,057	8,009	8,066	7,612	7,426	7,657	7,862	7,925
Average daily consumption (thousands of gallons)	6,334	4,518	3,979	4,105	4,128	4,410	5,000	5,748	4,580	5,078
Sewer:										
Number of service connections	6,186	6,370	6,423	6,387	6,412	6,454	6,445	6,511	5,862	6,111
Average daily sewage treatment (thousands of gallons)	2,986	3,015	3,006	3,528	3,578	3,317	3,500	3,960	2,919	2,223

Source: City of Milledgeville records

Note:
Indicators are not available for the general government function.

CITY OF MILLEDGEVILLE, GEORGIA

CAPITAL ASSET STATISTICS BY FUNCTION
LAST TEN FISCAL YEARS

	Fiscal Year									
Function/Program	**2016**	**2017**	**2018**	**2019**	**2020**	**2021**	**2022**	**2023**	**2024**	**2025**
Public Safety:										
Police:										
Stations	1	1	1	1	1	1	1	1	1	1
Patrol units	57	57	57	57	52	61	65	65	65	65
Fire stations	2	2	2	2	2	2	2	2	2	2
Highways and streets:										
Miles of streets	120	120	120	120	120	120	120	120	120	120
Number of street lights	1,560	1,560	1,560	1,560	1,560	1,560	1,560	1,560	1,560	1,560
Water:										
Water mains (miles)	200	200	200	200	200	200	200	220	220	220
Number of water plants	2	2	2	2	2	2	2	2	2	2
Fire hydrants	728	728	728	728	728	728	900	900	900	1,170
Maximum daily capacity (thousands of gallons both plants)	12,440	12,440	12,440	12,440	12,440	12,440	12,440	12,440	12,440	12,440
Sewer:										
Sanitary sewers (miles)	233	233	233	233	233	233	233	233	233	233
Storm sewers (miles)	30	30	30	30	30	30	30	30	30	30
Maximum daily capacity (thousands of gallons)	10,500	10,500	10,500	10,500	10,500	10,500	10,500	10,500	10,500	10,500

Source: City of Milledgeville records

Notes:

Indicators are not available for the general government function

In 2020, the City police department wrecked five vehicles which will be replaced in the next budget year.

CONTINUING DISCLOSURE INFORMATION

CITY OF MILLEDGEVILLE, GEORGIA

PRINCIPAL WATER CUSTOMERS
CURRENT YEAR AND NINE YEARS AGO

	2025			2016		
	Amount Billed for 12 Months	Rank	Estimated Percentage of Total Water Billings	Amount Billed for 12 Months	Rank	Estimated Percentage of Total Water Billings
GEO Riverbend	$ 248,883	1	7.40%	$ 240,516	3	7.19%
Baldwin State Prison - GA DOC	222,342	2	6.61%	356,208	1	10.66%
Magnolia Park SH LLC	91,608	3	2.72%	78,165	7	2.34%
Ga College Parkhurst	83,858	4	2.49%			
Ga College	83,411	5	2.48%	192,556	4	5.76%
Bill E Ireland YDC	65,872	6	1.96%			
Zschimmer & Schwarz, INC	65,259	7	1.94%	190,520	5	5.70%
Georgia College - Bobcat Village	63,679	8	1.76%			
Pine Knoll JLD, LLC	59,062	9	1.58%	80,584	6	2.41%
Station on McIntosh	53,098	10	1.58%			
Villamar Town Home Apartments				76,496	8	2.29%
Mohawk				248,218	2	7.42%
Triumph- Vought Aircraft Industries				74,409	9	2.23%
Tidal Wave Auto Spa of Milledgeville				49,038	10	1.47%

Source: City of Milledgeville records

Note:
Baldwin County has built its own water system.

CITY OF MILLEDGEVILLE, GEORGIA

PRINCIPAL SEWER CUSTOMERS
CURRENT YEAR AND NINE YEARS AGO

	2025			2016		
	Amount Billed for 12 Months	Rank	Estimated Percentage of Total Sewer Billings	Amount Billed for 12 Months	Rank	Estimated Percentage of Total Sewer Billings
GEO- Riverbend	$ 248,883	1	7.77%	$ 240,516	3	6.69%
Baldwin State Prison -GA DOC	222,342	2	6.94%	356,208	2	9.91%
Magnolia Park SH LLC	91,608	3	2.86%	78,165	8	2.17%
GA College Parkhurst	83,858	4	2.62%			
GA College	83,411	5	2.60%	192,556	4	5.36%
Bill E Ireland YDC	65,872	6	2.06%			
Zschimmer & Schwarz, Inc.	65,259	7	2.04%	190,520	5	5.30%
GA College - Bobcat Village	63,679	8	1.99%			
Pine Knoll Apartments	59,062	9	1.84%	80,584	7	2.24%
Station on McIntosh	53,098	10	1.66%			
Baldwin County Commissioners				413,790	1	11.51%
Villamar Townhome Apts				76,496	9	2.13%
Triumph - (Vought Aircraft Industries)				74,409	10	2.07%
Mohawk				141,828	6	3.94%

Source: City of Milledgeville records

COMPLIANCE SECTION

MAULDIN & JENKINS
CPAs & ADVISORS

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*

Honorable Mayor and City Council
City of Milledgeville, Georgia
Milledgeville, Georgia

We have audited, 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, the financial statements of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the **City of Milledgeville, Georgia** (the "City") as of and for the year ended June 30, 2025, and the related notes to the financial statements, which collectively comprise the City's basic financial statements and have issued our report thereon dated July 31, 2026.

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 and therefore, material weaknesses or significant deficiencies may exist that were not identified. We identified a certain deficiency in internal control described in the accompanying Schedule of Findings and Responses as items 2025-001 to be a material weakness.

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.*

City of Milledgeville, Georgia's Response to the Finding

Government Auditing Standards requires the auditor to perform limited procedures on the City's response to the finding identified in our audit and described in the accompanying schedule of findings and responses. The City's response was not subjected to the other auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion on the response.

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 entity'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 entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Mauldin & Jenkins, LLC

Macon, Georgia
July 31, 2026

CITY OF MILLEDGEVILLE, GEORGIA

SCHEDULE OF FINDINGS AND RESPONSES
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

SECTION I
SUMMARY OF AUDIT RESULTS

Financial Statements

Type of report the auditor issued on whether the financial statements audited were prepared in accordance with GAAP.	Unmodified
Internal control over financial reporting:	
Material weaknesses identified?	__X__ Yes ___ No
Significant deficiencies identified not considered to be material weaknesses?	_____ Yes __X__ None Reported
Noncompliance material to financial statements noted?	_____ Yes __X__ No

Federal Awards

The Uniform Guidance allows for an alternative to the Single Audit (in the form of a compliance attestation engagement) for those governments who meet two criteria: 1) a total Coronavirus State and Local Fiscal Recovery Funds award of $10 million or less, and 2) other expenditures from other programs of less than $750,000 in total. The City of Milledgeville, Georgia meets both criteria and has elected to do a compliance attestation engagement for the year ended June 30, 2025.

CITY OF MILLEDGEVILLE, GEORGIA

SCHEDULE OF FINDINGS AND RESPONSES
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

SECTION II
FINANCIAL STATEMENT FINDINGS

2025-001 – General Accounting Matters/Close-out Procedures

Criteria: Internal control is a process designed to provide reasonable assurance about the achievement of an entity's objectives with regard to the reliability of financial reporting, effectiveness and efficiency of operations, and compliance with applicable laws and regulations. Internal control is also a process of safeguarding assets against unauthorized acquisition, use, or disposition, and includes controls related to financial reporting and operations objectives. Generally accepted accounting principles require assets, deferred outflows, liabilities, deferred inflows, revenues and expenditures to be recognized in the accounting period in which they become both measurable and available. Further, a fundamental principle in accounting and financial reporting is the notion of timely recognition and recording of financial and non-financial transactions and activities.

Condition: During our audit, we noted accounting, reporting and reconciling not being properly performed and reviewed consistently during the fiscal year which required a significant effort to close the City's 2025 fiscal year. Significant adjustments were determined and required to be recorded in the months that followed June 30, 2025. To assist with the year-end close-out process, the City engaged a third-party accounting firm. However, the accounting records, schedules, and reconciliations provided by the third party contained material errors and omissions. Consequently, audit adjustments were still required to correct the information provided by the third-party in order to properly present the City's financial statements.

Specifically, we noted a lack of timely and accurate financial and non-financial information needed:

- to accurately maintain, record, and review bank reconciliations;
- to properly maintain payables on a periodic basis throughout the year;
- to properly maintain receivables on a periodic basis throughout the year;
- to properly maintain deferred outflows and inflows on a periodic basis throughout the year;
- to accurately maintain and record the City's capital assets;
- to close-out and report activities, events, and transactions on a periodic basis.

We believe it is important to note that we observed a genuine interest by the City's accounting personnel in their desire to learn and assume greater responsibilities for the City's accounting and financial reporting and noticed great improvement throughout the audit.

CITY OF MILLEDGEVILLE, GEORGIA

SCHEDULE OF FINDINGS AND RESPONSES
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

SECTION II
FINANCIAL STATEMENT FINDINGS (CONTINUED)

2025-001 – General Accounting Matters/Close-out Procedures (Continued)

Context: We addressed the matter with the City officials, and while third-party assistance was utilized, additional audit adjustments were necessary to produce complete and accurate reconciliations. City officials were able to provide all respective details and reconciliations as of and for the year ended June 30, 2025.

Effects: The ultimate effect of the above condition is the potential for errors and irregularities to occur and not be detected and corrected in a timely manner, as well as inefficient use of resources when third-party deliverables require substantial auditor corrections.

Cause: There was a lack of appropriate controls implemented at the City during the fiscal year to properly maintain financial and non-financial information and to properly close out the year-end.

Recommendation: We recommend the City consider a variety of options in addressing the above condition. The City needs to continue evaluating its strengths and weaknesses relative to the accounting function and take appropriate measures to address the concerns noted above with a goal of providing timely recording, reconciling and reporting of City operations and financial and non-financial activities. When utilizing external consultants for accounting and close-out support, management should establish review procedures to critically evaluate and verify all schedules and work products before finalizing year-end records. We also recommend the City seek the expertise of a software technician to come in and diagnose the issues with the City's accounting software related to the accounts receivable and capital assets to improve the overall audit. We have noted the City has begun implementing a number of processes/procedures to improve the overall accounting function during the audit fieldwork.

Views of Responsible Officials and Planned Corrective Action: We concur with the finding. While third-party assistance was hired to support the close-out process, we recognize the need to strengthen internal oversight over external deliverables. We will continue to review and improve policies and procedures in an effort to eliminate error and identify deficiencies from both operational and financial perspectives.

SECTION III
FINDINGS AND QUESTIONED COSTS – MAJOR FEDERAL AWARD PROGRAMS

Not applicable.

CITY OF MILLEDGEVILLE, GEORGIA

SCHEDULE OF PRIOR YEAR FINDINGS
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

2024-001 – General Accounting Matters/Close-out Procedures

Criteria: Internal control is a process designed to provide reasonable assurance about the achievement of an entity's objectives with regard to the reliability of financial reporting, effectiveness and efficiency of operations, and compliance with applicable laws and regulations. Internal control is also a process of safeguarding assets against unauthorized acquisition, use, or disposition, and includes controls related to financial reporting and operations objectives. Generally accepted accounting principles require assets, liabilities, revenues and expenditures to be recognized in the accounting period in which they become both measurable and available. Further, a fundamental principle in accounting and financial reporting is the notion of timely recognition and recording of financial and non-financial transactions and activities.

Condition: During our audit, we noted accounting, reporting and reconciliation not being properly performed and reviewed consistently during the fiscal year which required a significant effort to close the City's 2024 fiscal year. Significant adjustments were determined and required to be recorded in the months that followed June 30, 2024.

Auditee Response/Status: Unresolved. See current year finding 2025-001.

CITY OF MILLEDGEVILLE, GEORGIA

SCHEDULE OF EXPENDITURES OF TRANSPORTATION SPECIAL PURPOSE LOCAL OPTION SALES TAX PROCEEDS – 2023 ISSUE FOR THE FISCAL YEAR ENDED JUNE 30, 2025

Project	Estimated Cost		Expenditures		
	Original	Current	Prior Years	Current Year	Total
Public works:					
Road and street resurfacing	$ 15,750,000	$ 15,750,000	$ -	$ -	$ -
	-	-	-	-	-
	$ 15,750,000	$ 15,750,000	$ -	$ -	$ -

CITY OF MILLEDGEVILLE, GEORGIA

SCHEDULE OF EXPENDITURES OF SPECIAL PURPOSE LOCAL OPTION SALES TAX PROCEEDS – 2023 ISSUE FOR THE FISCAL YEAR ENDED JUNE 30, 2025

Project	Estimated Cost		Expenditures		
	Original	Current	Prior Years	Current Year	Total
Public works:	$ 3,500,000	$ 3,500,000			
Improvements	-	-	$ -	$ -	$ -
Equipment and vehicles	-	-	-	-	-
City facilities:	3,000,000	3,000,000			
Improvements	-	-	-	-	-
Equipment and vehicles	-	-	-	-	-
Public safety:	3,000,000	3,000,000	-		
Improvements	-	-	-	-	-
Equipment and vehicles	-	-	-	-	-
Improvements - water system, water treatment and waste treatment	5,000,000	5,000,000	-	-	-
	$ 14,500,000	$ 14,500,000	$ -	$ -	$ -

CITY OF MILLEDGEVILLE, GEORGIA

SCHEDULE OF EXPENDITURES OF SPECIAL PURPOSE LOCAL OPTION SALES TAX PROCEEDS – 2018 ISSUE FOR THE FISCAL YEAR ENDED JUNE 30, 2025

Project	Estimated Cost		Expenditures		
	Original	Current	Prior Years	Current Year	Total
Public works:	$ 2,223,650	$ 2,223,650			
Improvements	-	-	$ 205,394	$ 487,414	$ 692,808
Equipment and vehicles	-	-	-	-	-
City facilities:	512,850	512,850			
Improvements	-	-	343,185	5,365	348,550
Equipment and vehicles	-	-	-	-	-
Public safety:	2,052,700	2,052,700			
Improvements	-	-	-	-	-
Equipment and vehicles	-	-	715,709	7,145	722,854
Improvements - water system, water treatment and waste treatment	1,710,800	1,710,800	1,467,300	1,071,529	2,538,829
	$ 6,500,000	$ 6,500,000	$ 2,731,588	$ 1,571,453	$ 4,303,041

CITY OF MILLEDGEVILLE, GEORGIA

COMMUNITY DEVELOPMENT BLOCK GRANT
SOURCE AND APPLICATION OF FUNDS STATUS SCHEDULE
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

CDBG 23p-x-005-2-6344:

Total grant	$	1,000,000
Less total funds drawn down by recipient for the year ended:		
June 30, 2024		(5,590)
June 30, 2025		(27,952)
Program funds available for future drawdown	$	966,458
Total program funds drawn down by recipient for the year ended June 30, 2025	$	27,952
Add program income applicable to the year ended June 30, 2025		-
Total program funds drawn by recipient and program income for the year ended June 30, 2025	$	27,952

CITY OF MILLEDGEVILLE, GEORGIA

COMMUNITY DEVELOPMENT BLOCK GRANT
PROJECT COST SCHEDULE
FOR THE FISCAL YEAR ENDED JUNE 30, 2025

Activity	Revised Budgeted Expenditures	Year Ended June 30, 2025	Prior Years	Questioned Cost
CDBG 23p-x-005-2-6344:				
P-001-01	$ 21,415	$ -	$ -	None
T-03J-00	67,562	27,952	5,590	None
P-03J-01	911,023	-	-	None
	$ 1,000,000	$ 27,952	$ 5,590	

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APPENDIX C

FORM OF CONTINUING DISCLOSURE CERTIFICATE

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CONTINUING DISCLOSURE CERTIFICATE

This Continuing Disclosure Certificate (the "**Disclosure Certificate**") is executed and delivered by the City of Milledgeville (the "**City**"), a political subdivision of the State of Georgia, as an obligated person on behalf of the Milledgeville Public Facilities Authority (the "**Authority**") in connection with the issuance of the Milledgeville Public Facilities Authority (Water and Sewer System Projects) Revenue Bonds, Series 2026, dated [_____], 2026, in the aggregate principal amount of $51,000,000* (the "**Series 2026 Bonds**"). The Series 2026 Bonds are being issued pursuant to a resolution adopted by the Authority on July 31, 2025 (the "**Bond Resolution**") and supplemented by a supplemental bond resolution adopted by the Authority on _____, 2026 (collectively the "**Bond Resolutions**"). The City, as an obligated person on behalf of the Authority, covenants and agrees as follows:

SECTION 1. Purpose of this Disclosure Certificate. This Disclosure Certificate is being executed and delivered by the City for the benefit of the holders and beneficial owners of the Series 2026 Bonds and in order to assist the Participating Underwriter in complying with Rule 15c2-12(b)(5) of the Securities and Exchange Commission (the "**SEC**").

SECTION 2. Definitions. In addition to the definitions set forth in the Bond Resolution or parenthetically defined herein, which apply to any capitalized terms used in this Disclosure Certificate unless otherwise defined in this Section, the following capitalized terms shall have the following meanings:

"**Annual Report**" shall mean any Annual Report provided by the City pursuant to, and as described in, Sections 3 and 4 of this Disclosure Certificate.

"**Dissemination Agent**" shall mean any successor Dissemination Agent designated in writing by the City and which has filed with the City a written acceptance of such designation. In the absence of such designation, the City shall act as Dissemination Agent.

"**Fiscal Year**" shall mean the period beginning on July 1 and ending on June 30, or such other 12-month period as may be adopted by the City in accordance with law.

"**Listed Events**" shall mean any of the events listed in Section 5 of this Disclosure Certificate.

"**MSRB**" shall mean the Municipal Securities Rulemaking Board. As of the date hereof, the MSRB's required method of filing is electronically via its Electronic Municipal Market Access (EMMA) system, which is currently available at http://emma.msrb.org.

"**Official Statement**" means the final Official Statement prepared in connection with the Series 2026 Bonds.

"**Participating Underwriter**" shall mean the original underwriter of the Series 2026 Bonds required to comply with the Rule in connection with an offering of the Series 2026 Bonds.

"**Rule**" shall mean Rule 15c2-12(b)(5) adopted by the SEC under the Securities Exchange Act of 1934, as in effect on the date of this Disclosure Certificate.

_____

* Preliminary; subject to change.

SECTION 3. Provision of Annual Reports.

(a) The City shall, or shall cause the Dissemination Agent to, not later than one year after the end of each fiscal year of the City, commencing with the fiscal year ended June 30, 2026, provide to the MSRB (in an electronic format as prescribed by the MSRB), an Annual Report which is consistent with the requirements of Section 4 of this Disclosure Certificate. Not later than thirty (30) business days prior to said date, the City shall provide the Annual Report to the Dissemination Agent (if the City has selected one). The Annual Report may be submitted as a single document or as separate documents comprising a package and may cross-reference other information as provided in Section 4 of this Disclosure Certificate; provided that the audited financial statements of the City may be submitted separately from the balance of the Annual Report.

(b) If the City is unable to provide to the MSRB an Annual Report by the date required in subsection (a), the City shall, in a timely manner, file or cause to be filed with the MSRB a notice in substantially the form attached to this Disclosure Certificate as Exhibit "A."

SECTION 4. Content of Annual Reports. The City's Annual Report shall contain or incorporate by reference the following:

(a) A copy of its annual financial statements, if any, prepared in accordance with generally accepted accounting principles audited by a firm of certified public accountants. If audited annual financial statements are not available by the time specified in Section 3(a) above, audited financial statements will be provided when and if available.

(b) An update of the type of information identified in Exhibit "B" hereto, which is contained in the tables in the Official Statement with respect to the Series 2026 Bonds.

Any or all of the items listed above may be incorporated by reference from other documents (including official statements), which are available to the public on the MSRB's Internet Web Site or filed with the SEC. The City shall clearly identify each such document incorporated by reference.

SECTION 5. Reporting of Listed Events. The City shall file or cause to be filed with the MSRB, in a timely manner not in excess of ten (10) business days after the occurrence of the event, notice of any of the events listed below with respect to the Series 2026 Bonds. All of the events currently mandated by the Rule are listed below; however, some may not apply to the Series 2026 Bonds.

(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 Series 2026 Bonds, or other material events affecting the tax status of the Series 2026 Bonds;

(7) Modifications to rights of bondholders, *if material*;

(8) Bond calls, *if material*, and tender offers;

(9) Defeasances;

(10) Release, substitution or sale of property securing repayment of the Series 2026 Bonds, *if material;*

(11) Rating changes;

(12) Bankruptcy, insolvency, receivership or similar event of the obligated person;[1]

(13) The consummation of a merger, consolidation, or acquisition involving an obligated person or the sale of all or substantially all of the assets of the 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*;

(14) Appointment of a successor or additional trustee or the change of name of a trustee, *if material*;

(15) Incurrence of a financial obligation[2] 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 City, any of which affect security holders, *if material*; and

[1] For the purposes of the event identified in subparagraph (b)(5)(i)(C)(12) of the Rule, the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for an obligated person 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 obligated person, or if such jurisdiction has been assumed by leaving the existing governing body and official 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 obligated person.

[2] For purposes of the events identified in subparagraphs (b)(5)(i)(C)(15) and (16) of the Rule, the term "financial obligation" is defined to mean a (A) debt obligation; (B) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or (C) a guarantee of (A) or (B). The term "financial obligation" shall not include municipal securities as to which a final official statement has been otherwise provided to the MSRB consistent with the Rule. In complying with Listed Events (15) and (16), the City intends to apply the guidance provided by the Rule or other applicable federal securities law, SEC Release No. 34-83885 (August 20, 2018) and any future guidance provided by the SEC or its staff.

(16) Default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a financial obligation[2] of the obligated person, any of which reflect financial difficulties.

SECTION 6. Format; Identifying Information. All documents provided to the MSRB pursuant to this Disclosure Certificate shall be in the format prescribed by the MSRB and accompanied by identifying information as prescribed by the MSRB.

As of the date of this Disclosure Certificate, all documents submitted to the MSRB must be in portable document format (PDF) files configured to permit documents to be saved, viewed, printed and retransmitted by electronic means. In addition, such PDF files must be word-searchable, provided that diagrams, images and other non-textual elements are not required to be word-searchable.

SECTION 7. Termination of Reporting Obligation. The City's obligations under this Disclosure Certificate shall terminate upon the earliest of: (i) the date of legal defeasance, prior redemption or payment in full of all of the Series 2026 Bonds; (ii) the date that the City shall no longer constitute an "obligated person" within the meaning of the Rule; or (iii) the date on which those portions of the Rule which require this written undertaking are held to be invalid by a court of competent jurisdiction in a non-appealable action, have been repealed retroactively or otherwise do not apply to the Series 2026 Bonds.

SECTION 8. Dissemination Agent.

(a) The City may, from time to time, appoint or engage a Dissemination Agent to assist the City in carrying out its obligations under this Disclosure Certificate, and may discharge any such Dissemination Agent, with or without appointing a successor Dissemination Agent. If the City elects not to appoint a successor Dissemination Agent, it shall perform the duties thereof under this Disclosure Certificate. The Dissemination Agent shall have only such duties as are specifically set forth in this Disclosure Certificate and any other agreement between the City and the Dissemination Agent.

(b) In addition to the filing duties on behalf of the City described in this Disclosure Certificate, the Dissemination Agent shall:

(1) each year, prior to the date for providing the Annual Report, determine the appropriate electronic format prescribed by the MSRB;

(2) send written notice to the City at least 45 days prior to the date the Annual Report is due stating that the Annual Report is due as provided in Section 3(a) hereof; and

(3) certify in writing to the City that the Annual Report has been provided pursuant to this Disclosure Certificate and the date it was provided.

(4) If the Annual Report (or any portion thereof) is not provided to the MSRB by the date required in Section 3(a), the Dissemination Agent shall file with the MSRB a notice in substantially the form attached to this Disclosure Certificate as Exhibit "A".

SECTION 9. Amendment; Waiver. Notwithstanding any other provision of this Disclosure Certificate, the City may amend this Disclosure Certificate and may waive any provision of this Disclosure Certificate, without the consent of the holders and beneficial owners of the Series 2026 Bonds, if such amendment or waiver does not, in and of itself, cause the undertakings herein (or action of any Participating Underwriter in reliance on the undertakings herein) to violate the Rule, but taking into account any subsequent change in or official interpretation of the Rule. The City will provide notice of such amendment or waiver to the MSRB.

SECTION 10. Additional Information. Nothing in this Disclosure Certificate shall be deemed to prevent the City from disseminating any other information, using the means of dissemination set forth in this Disclosure Certificate or any other means of communication, or including any other information in any Annual Report or notice of occurrence of a Listed Event, in addition to that which is required by this Disclosure Certificate. If the City chooses to include any information in any Annual Report or notice of occurrence of a Listed Event in addition to that which is specifically required by this Disclosure Certificate, the City shall have no obligation under this Disclosure Certificate to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event.

SECTION 11. Default. In the event of a failure of the City to comply with any provision of this Disclosure Certificate, any holder or beneficial owner of the Series 2026 Bonds may take such actions as may be necessary and appropriate, including seeking mandate or specific performance by court order, to cause the City to comply with its obligations under this Disclosure Certificate. A default under this Disclosure Certificate shall not be deemed an event of default under the Bond Resolution, and the sole remedy under this Disclosure Certificate in the event of any failure of the City to comply with this Disclosure Certificate shall be an action to compel performance.

SECTION 12. Beneficiaries. This Disclosure Certificate shall inure solely to the benefit of the City, the Dissemination Agent, the Participating Underwriter and the holders and beneficial owners from time to time of the Series 2026 Bonds, and shall create no rights in any other person or entity.

[*Signature Page Follows*]

DATE: [_____], 2026.

CITY OF MILLEDGEVILLE

By:_____
Mary Parham-Copelan, Mayor

EXHIBIT "A"

NOTICE OF FAILURE TO FILE ANNUAL REPORT

Name of Obligated Person:	City of Milledgeville (the "**City**")
Name of Bond Issue:	$51,000,000* Milledgeville Public Facilities Authority (Water and Sewer System Projects) Revenue Bonds, Series 2026 (the "**Series 2026 Bonds**")
Date of Issuance:	[_____], 2026
CUSIP Number(s):	_____

NOTICE IS HEREBY GIVEN that the City has not provided an Annual Report with respect to the above-named Bonds as required by the Continuing Disclosure Certificate dated [_____], 2026. The City anticipates that the Annual Report will be filed by _____.

Dated: _____, _____

CITY OF MILLEDGEVILLE

By: _____
Name:
Title:

EXHIBIT "B"

OFFICIAL STATEMENT TABLES TO BE UPDATED

THIS CITY – Demographic Information: Population

THIS CITY – Economic Information: Personal Income

THIS CITY – Economic Information: Per Capita Personal Income

THIS CITY – Economic Information: Labor Statistics

THIS CITY – Economic Information: Largest Employers

CITY DEBT STRUCTURE – Summary of Debt by Category

CITY DEBT STRUCTURE – Limitations on City Debt: Legal Debt Margin

CITY AD VALOREM TAXATION – Historical Property Tax Data

CITY AD VALOREM TAXATION – Property Tax Levies and Collections

CITY AD VALOREM TAXATION – Millage Rates

CITY AD VALOREM TAXATION – Ten Largest Taxpayers

CITY FINANCIAL INFORMATION – General Fund History

EXHIBIT C

NOTICE OF THE OCCURRENCE OF [INSERT THE LISTED EVENT]

Relating to

$51,000,000*
MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY
(WATER AND SEWER SYSTEM PROJECTS) REVENUE BONDS,
SERIES 2026 (THE "SERIES 2026 BONDS")

CUSIP NUMBER(S)[1]: _____

Notice is hereby given that [insert the Listed Event] has occurred. [Describe circumstances leading up to the event, action being taken and anticipated impact.]

This notice is based on the best information available at the time of dissemination and is not guaranteed as to accuracy or completeness. Any questions regarding this notice should be directed to [insert instructions for presenting securities, if applicable].

Dated: _____, 20___

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APPENDIX D

FORM OF OPINION OF BOND COUNSEL

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[*Letterhead of Bond Counsel*]

[_____], 2026

Milledgeville Public Facilities Authority
Milledgeville, Georgia

$51,000,000*
MILLEDGEVILLE PUBLIC FACILITIES AUTHORITY
(WATER AND SEWER SYSTEM PROJECTS)
REVENUE BONDS, SERIES 2026

Ladies and Gentlemen:

We have acted as bond counsel to the Milledgeville Public Facilities Authority in connection with the issuance by the Milledgeville Public Facilities Authority (the "**Issuer**") of $51,000,000* Milledgeville Public Facilities Authority (Water and Sewer System Projects) Revenue Bonds, Series 2026, dated [_____, 2026] (the "**Bonds**"). In such capacity, we have examined the Bond Resolutions (defined below), the judgment and decree of validation entered by the Superior Court of Baldwin County, Georgia on August 27, 2025, applicable law, and such other certified proceedings, certifications, and documents as we have deemed necessary to give the opinions below.

The Bonds are issued pursuant to the Constitution and laws of the State of Georgia, including the "Milledgeville Public Facilities Authority Act," Senate Bill 575, Act No. 633 of the 2024 Session of the Georgia General Assembly (the "**Act**"), the Revenue Bond Law, Ga. Code Ann. Section 36-82-60 *et seq*., as amended, and a bond resolution adopted by the governing body of the Issuer on July 31, 2025, as supplemented by a supplemental bond resolution adopted by the governing body of the Issuer on [_____, 2026] (collectively the "**Bond Resolutions**"). The Issuer and the City of Milledgeville, Georgia (the "**City**") have entered into an Intergovernmental Contract (the "**Intergovernmental Contract**"), pursuant to which the City has agreed to make payments sufficient to pay the principal of, premium, if any, and interest on the Bonds, as well as certain other amounts required thereunder (collectively, the "**Contract Payments**"). Pursuant to the Bond Resolutions, the Issuer has pledged and assigned its rights in and to the Intergovernmental Contract and the Contract Payments, except certain retained rights, as security for the Bonds. The Bonds are limited obligations of the Issuer payable solely from the property pledged therefor under the Bond Resolutions.

We note that various issues concerning the City's existence, power and authority and the authorization, execution and delivery of the Intergovernmental Contract by the City are addressed in the opinion letter of Adams, Jordan & Herrington, P.C., attorneys for the City, provided to the Issuer, and we assume the accuracy of the opinions in that opinion letter and express no opinion with respect to those issues.

Regarding questions of fact material to our opinions below, we have relied on representations of the Issuer and the City contained in the Bond Resolutions and the Intergovernmental Contract, and on the certified proceedings and other certifications of representatives of the Issuer, the City, and others, without undertaking to verify them by

*Preliminary; subject to change.

independent investigation. As to certain matters of law material to the opinions below, we also have relied upon certifications of public officials, which we have assumed to be properly given and accurate.

Based on the foregoing and subject to the qualifications that follow, we are of the opinion on the date hereof that:

1. The Issuer is validly existing as a body corporate and politic and public instrumentality of the State of Georgia with the power to adopt the Bond Resolutions, perform the agreements on its part contained therein and in the Intergovernmental Contract, and issue the Bonds.

2. The Bond Resolutions have been duly adopted by the Issuer and constitute valid and binding agreements of the Issuer.

3. The Bond Resolutions create a valid lien on the Contract Payments and the other property pledged by the Bond Resolutions for the security of the Bonds.

4. The Bonds have been duly authorized and executed by the Issuer and are valid and binding limited obligations of the Issuer, payable solely from the Contract Payments and other property provided therefor in the Bond Resolutions.

5. Interest on the Bonds is excludable from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986, as amended (the "**Code**"), and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; however, such interest on the Bonds may be taken into account for the purpose of computing the alternative minimum tax imposed on certain corporations. The opinion set forth in the preceding sentence is subject to the condition that the Issuer comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Bonds in order that the interest thereon be, and continue to be, excludable from gross income for federal income tax purposes under Section 103 of the Code. The Issuer has covenanted to comply with all such requirements. Failure to comply with certain of such requirements may cause interest on the Bonds to be includable in gross income for federal income tax purposes retroactively to the date of issuance of the Bonds.

6. Under existing statutes, interest on the Bonds is exempt from present state income taxation within the State of Georgia. Interest on the Bonds may or may not be subject to state or local income taxation in jurisdictions other than the State of Georgia under applicable state or local laws. Purchasers of the Bonds should consult their tax advisors as to the taxable status of the Bonds in a particular state or local jurisdiction other than the State of Georgia.

The opinions expressed in this opinion letter are subject to the following:

The rights of the owners of the Bonds and the enforceability of the Bonds and the Bond Resolutions are limited by bankruptcy, insolvency, reorganization, moratorium, and other similar

laws affecting creditors' rights generally, and by equitable principles, whether considered at law or in equity.

In this opinion letter issued in our capacity as Bond Counsel, we are opining only upon those matters set forth herein, and we are not passing upon the accuracy, adequacy, or completeness of statements made in connection with any offer or sale of the Bonds or upon any federal or state tax consequences arising from the receipt or accrual of interest on or the ownership or disposition of the Bonds, except those specifically addressed herein or upon any federal or state law with respect to the sale or distribution of the Bonds.

In rendering this opinion letter, we have acted as Bond Counsel for the sole purpose of rendering an opinion with respect to the legality and validity of the Bonds under the laws of the State of Georgia and with respect to the excludability of the interest on the Bonds from federal and State of Georgia income taxation.

We represent only the Issuer in connection with the issuance and delivery of the Bonds. This opinion letter is an expression of professional judgment regarding the matters expressly addressed herein. It is neither a guarantee of result nor an insurance policy with respect to the transaction or the future actions or performance of any party or entity. Our services have not included any financial or other non-legal advice. We express no opinion other than as herein expressly stated in this letter, and no expansion of our opinion may be made by implication or otherwise. The opinions herein are given as of the date hereof and are based upon statutes, regulations, rulings, and court decisions in effect on the date hereof and not as of any future date. It should be noted that material changes regarding matters of fact and applicable law may hereafter occur. This opinion is given as of the date hereof, and we expressly disclaim any undertaking or responsibility to review, revise, update or supplement this opinion letter subsequent to its date for any reason or to advise you of any change in the law, whether by reason of legislative or regulatory action, by judicial decision or otherwise, or of any change of facts or circumstances or of any facts or circumstances that may hereafter come to our attention or for any other reason.

Very truly yours,

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APPENDIX E

BOOK-ENTRY SYSTEM OF REGISTRATION

The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the Authority and the City believe to be reliable, but neither the Authority nor the City take any responsibility for the accuracy thereof.

DTC will act as securities depository for the Bonds. The 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 the Bonds in the aggregate principal amount of such maturity and will be deposited with DTC at the office of the Bond Registrar on behalf of DTC utilizing the DTC FAST system of registration.

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

Purchases of the Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Bonds on DTC's records. The ownership interest of each 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 Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in the Bonds, except in the event that use of the book-entry system for the Bonds is discontinued.

To facilitate subsequent transfers, all of the Bonds deposited by Direct Participants with DTC (or the Bond Registrar on behalf of DTC utilizing the DTC FAST system of registration) 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 the Bonds with DTC (or the Bond Registrar on behalf of DTC utilizing the DTC FAST system of registration) 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 Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such the Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time.

Beneficial Owners of the Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Bonds, such as redemptions, tenders, defaults, and proposed amendments to the Series 2026 Bond documents. For example, Beneficial Owners of the Bonds may wish to ascertain that the nominee holding the Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the Bond Registrar and request that copies of notices be provided directly to them.

Redemption notices shall be sent to DTC. If less than all of the Bonds are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to the 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 Authority 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 Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

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

DTC may discontinue providing its services as depository with respect to the Bonds at any time by giving reasonable notice to the Authority or the Paying Agent. Under such circumstances, in the event that a successor depository is not obtained, Bond certificates are required to be printed and delivered.

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

NONE OF THE AUTHORITY, THE CITY OR THE PAYING AGENT WILL HAVE ANY RESPONSIBILITY OR OBLIGATION TO ANY DIRECT PARTICIPANT, INDIRECT PARTICIPANT OR ANY BENEFICIAL OWNER OR OTHER NOMINEES OF SUCH BENEFICIAL OWNERS FOR: (1) SENDING TRANSACTION STATEMENTS; (2) THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY PARTICIPANT OR OTHER NOMINEES OF SUCH BENEFICIAL OWNERS; (3) THE PAYMENT OR TIMELINESS OF PAYMENT BY DTC OR ANY PARTICIPANT, OR BY ANY PARTICIPANT OR OTHER NOMINEES OF BENEFICIAL OWNERS TO ANY BENEFICIAL OWNER, OF ANY AMOUNT DUE IN RESPECT OF THE BONDS; (4) THE DELIVERY OR TIMELINESS OF DELIVERY BY DTC TO ANY PARTICIPANT, OR BY ANY PARTICIPANT OR OTHER NOMINEES OF BENEFICIAL OWNERS TO ANY BENEFICIAL OWNERS, OF ANY NOTICE (INCLUDING NOTICE OF REDEMPTION) OR OTHER COMMUNICATION WHICH IS REQUIRED OR PERMITTED UNDER THE TERMS OF THE BOND RESOLUTION TO BE GIVEN TO HOLDERS OR OWNERS OF THE BONDS; (5) THE SELECTION OF THE BENEFICIAL OWNERS TO RECEIVE PAYMENT IN THE EVENT OF ANY PARTIAL REDEMPTION OF THE BONDS; OR (6) ANY CONSENT GIVEN OR OTHER ACTION TAKEN BY DTC OR ITS NOMINEE AS THE REGISTERED OWNER OF THE BONDS.

APPENDIX F

SPECIMEN MUNICIPAL BOND INSURANCE POLICY

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MUNICIPAL BOND INSURANCE POLICY

ISSUER: [NAME OF ISSUER]

Policy No: _____

MEMBER: [NAME OF MEMBER]

BONDS: $_____ in aggregate principal amount of [NAME OF TRANSACTION] [and maturing on]

Effective Date: _____

Risk Premium: $_____
Member Surplus Contribution: $_____
Total Insurance Payment: $_____

BUILD AMERICA MUTUAL ASSURANCE COMPANY ("BAM"), for consideration received, hereby UNCONDITIONALLY AND IRREVOCABLY agrees to pay to the trustee (the "Trustee") or paying agent (the "Paying Agent") for the Bonds named above (as set forth in the documentation providing for the issuance and securing of the Bonds), for the benefit of the Owners or, at the election of BAM, directly to each Owner, subject only to the terms of this Policy (which includes each endorsement hereto), that portion of the principal of and interest on the Bonds that shall become Due for Payment but shall be unpaid by reason of Nonpayment by the Issuer.

On the later of the day on which such principal and interest becomes Due for Payment or the first Business Day following the Business Day on which BAM shall have received Notice of Nonpayment, BAM will disburse (but without duplication in the case of duplicate claims for the same Nonpayment) to or for the benefit of each Owner of the Bonds, the face amount of principal of and interest on the Bonds that is then Due for Payment but is then unpaid by reason of Nonpayment by the Issuer, but only upon receipt by BAM, in a form reasonably satisfactory to it, of (a) evidence of the Owner's right to receive payment of such principal or interest then Due for Payment and (b) evidence, including any appropriate instruments of assignment, that all of the Owner's rights with respect to payment of such principal or interest that is Due for Payment shall thereupon vest in BAM. A Notice of Nonpayment will be deemed received on a given Business Day if it is received prior to 1:00 p.m. (New York time) on such Business Day; otherwise, it will be deemed received on the next Business Day. If any Notice of Nonpayment received by BAM is incomplete, it shall be deemed not to have been received by BAM for purposes of the preceding sentence, and BAM shall promptly so advise the Trustee, Paying Agent or Owner, as appropriate, any of whom may submit an amended Notice of Nonpayment. Upon disbursement under this Policy in respect of a Bond and to the extent of such payment, BAM shall become the owner of such Bond, any appurtenant coupon to such Bond and right to receipt of payment of principal of or interest on such Bond and shall be fully subrogated to the rights of the Owner, including the Owner's right to receive payments under such Bond. Payment by BAM either to the Trustee or Paying Agent for the benefit of the Owners, or directly to the Owners, on account of any Nonpayment shall discharge the obligation of BAM under this Policy with respect to said Nonpayment.

Except to the extent expressly modified by an endorsement hereto, the following terms shall have the meanings specified for all purposes of this Policy. "Business Day" means any day other than (a) a Saturday or Sunday or (b) a day on which banking institutions in the State of New York or the Insurer's Fiscal Agent (as defined herein) are authorized or required by law or executive order to remain closed. "Due for Payment" means (a) when referring to the principal of a Bond, payable on the stated maturity date thereof or the date on which the same shall have been duly called for mandatory sinking fund redemption and does not refer to any earlier date on which payment is due by reason of call for redemption (other than by mandatory sinking fund redemption), acceleration or other advancement of maturity (unless BAM shall elect, in its sole discretion, to pay such principal due upon such acceleration together with any accrued interest to the date of acceleration) and (b) when referring to interest on a Bond, payable on the stated date for payment of interest. "Nonpayment" means, in respect of a Bond, the failure of the Issuer to have provided sufficient funds to the Trustee or, if there is no Trustee, to the Paying Agent for payment in full of all principal and interest that is Due for Payment on such Bond. "Nonpayment" shall also include, in respect of a Bond, any payment made to an Owner by or on behalf of the Issuer of principal or interest that is Due for Payment, which payment has been recovered from such Owner pursuant to the United States Bankruptcy Code in accordance with a final, nonappealable order of a court having competent jurisdiction. "Notice" means delivery to BAM of a notice of claim and certificate, by certified mail, email or telecopy as set forth on the attached Schedule or other acceptable electronic delivery, in a form satisfactory to BAM, from and signed by an Owner, the Trustee or the Paying Agent, which notice shall specify (a) the person or entity making the claim, (b) the Policy Number, (c) the claimed amount, (d) payment instructions and (e) the date such claimed amount becomes or became Due for Payment. "Owner" means, in respect of a Bond, the person or entity who, at the time of Nonpayment, is entitled under the terms of such Bond to payment thereof, except that "Owner" shall not include the Issuer, the Member or any other person or entity whose direct or indirect obligation constitutes the underlying security for the Bonds.

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BAM may appoint a fiscal agent (the "Insurer's Fiscal Agent") for purposes of this Policy by giving written notice to the Trustee, the Paying Agent, the Member and the Issuer specifying the name and notice address of the Insurer's Fiscal Agent. From and after the date of receipt of such notice by the Trustee, the Paying Agent, the Member or the Issuer (a) copies of all notices required to be delivered to BAM pursuant to this Policy shall be simultaneously delivered to the Insurer's Fiscal Agent and to BAM and shall not be deemed received until received by both and (b) all payments required to be made by BAM under this Policy may be made directly by BAM or by the Insurer's Fiscal Agent on behalf of BAM. The Insurer's Fiscal Agent is the agent of BAM only, and the Insurer's Fiscal Agent shall in no event be liable to the Trustee, Paying Agent or any Owner for any act of the Insurer's Fiscal Agent or any failure of BAM to deposit or cause to be deposited sufficient funds to make payments due under this Policy.

To the fullest extent permitted by applicable law, BAM agrees not to assert, and hereby waives, only for the benefit of each Owner, all rights (whether by counterclaim, setoff or otherwise) and defenses (including, without limitation, the defense of fraud), whether acquired by subrogation, assignment or otherwise, to the extent that such rights and defenses may be available to BAM to avoid payment of its obligations under this Policy in accordance with the express provisions of this Policy. This Policy may not be canceled or revoked.

This Policy sets forth in full the undertaking of BAM and shall not be modified, altered or affected by any other agreement or instrument, including any modification or amendment thereto. Except to the extent expressly modified by an endorsement hereto, any premium paid in respect of this Policy is nonrefundable for any reason whatsoever, including payment, or provision being made for payment, of the Bonds prior to maturity. THIS POLICY IS NOT COVERED BY THE PROPERTY/CASUALTY INSURANCE SECURITY FUND SPECIFIED IN ARTICLE 76 OF THE NEW YORK INSURANCE LAW. THIS POLICY IS ISSUED WITHOUT CONTINGENT MUTUAL LIABILITY FOR ASSESSMENT.

In witness whereof, BUILD AMERICA MUTUAL ASSURANCE COMPANY has caused this Policy to be executed on its behalf by its Authorized Officer.

BUILD AMERICA MUTUAL ASSURANCE COMPANY

By: _____
Authorized Officer

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Notices (Unless Otherwise Specified by BAM)

Email:
claims@buildamerica.com
Address:
28 Liberty Street, 59th Floor
New York, New York 10005
Telecopy:
212-962-1524 (attention: Claims)

SPECIMEN


CITY OF MILLEDGEVILLE
CITY-HALL
MCMVII
1803
GEORGIA